

## ***Strength in Resilience***

*Breakthrough into the Renewable Energy Sector*

Annual Report  
**2022-23**

# Rajoo Engineers Limited

ANNUAL REPORT - 2022-2023

## 36<sup>th</sup> ANNUAL GENERAL MEETING

**Date** : September 23, 2023 | **Day** : Saturday | **Time** : 12.00 p.m.

**Venue** : Registered Office, Rajoo Avenue, Survey No.210, Plot No. 1,  
Industrial Area, Veraval (Shapar), Dist. : Rajkot - 360 024. Gujarat, India.

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### Admin. & Mktg. Office

Rajoo Avenue, Survey No.210, Plot No. 1, Industrial Area, Veraval (Shapar),  
Dist. : Rajkot - 360 024. Gujarat, India. Phone : +91-97129 62704/52701/32706  
E-mail : rel@rajoo.com

### Regd. Office

Rajoo Avenue, Survey No.210, Plot No. 1, Industrial Area, Veraval (Shapar),  
Dist. : Rajkot - 360 024. Gujarat, India. Phone : + 91 97129 62704 / 52701/ 32706  
E-mail : compliances@rajoo.com CIN : L27100GJ1986PLC009212

## IMPORTANT COMMUNICATION TO MEMBERS

The Ministry of Corporate Affairs has taken a "Green Initiative in Corporate Governance" by allowing paperless compliances by the companies and has issued circulars stating that service of notice/documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to fill the appropriate column in the members feedback form given hereunder and register the same to

### **Link Intime India Private Limited,**

506-508, Amarnath Business Centre-1 (ABC-1),  
Besides Gala Business Centre Near XT Xavier's College Corner,  
Off C G Road , Ellisebridge Ahmedabad 380006  
Tel No : +91 79 26465179 / 86 / 87 | E-mail id : ahmedabad@linkintime.co.in | Web.: www.linkintime.co.in

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Our competent team is responsible for corporate governance and is ultimately accountable for overall strategy, risk management and financial performance of the company.

The team is led by our Chairman Mr. R.N.Doshi and is ably assisted by the Executive Team.



Defines and evolves the company's strategic direction and spectrum of offerings, while cultivating a strong leadership team to drive its execution. He has more than three decades of experience in the plastics industry. He oversees the business enablement and a new product development. His extensive management experience includes several start-ups, enterprises, executing business turnarounds and managing successful acquisitions.

**R. N. Doshi** - Chairman



Over 16 years of experience in the area of Marketing, Business Development, HR, Customer Care and Finance. Khushboo is an architect by education and holds a Master's Degree in Industrial Product Design from UK. She is also a "Masters in Management for Entrepreneurs" from IIM Ahmedabad and "Family Businesses" from IIM Bangalore. Sales, Marketing and After-sales support is her passion and has been responsible for establishing brand "Rajoo" in the industry- both in the country and globally. A firm believer in Woman Empowerment, Rajoo Engineers is one of the first companies in Saurashtra Region of Gujarat to employ women in engineering functions.

**Khushboo Chandrakant Doshi** - Managing Director



A second generation entrepreneur, joined Rajoo Engineers in 2011 as an Engineer – Vendor Development. He holds a Bachelor's Degree in Mechanical Engineering with a Masters in Polymer technology from HTW Aalen University, Germany. Utsav has cross functional expertise in Design and Operations. He is responsible for New Product Development, R & D, product management, IT, quality & procurement. Utsav Doshi is an integral part of the senior management and responsible for entire operations at REL.

Utsav Doshi has technical experience to convert market requirements into technical layout with having thorough knowledge in manufacturing and Plastics Processing .

**Utsav Doshi** - Jt. Managing Director



Overall marketing, business development, diversification and growth strategies at the corporate level are the responsibilities of Mr. Jain. He has more than 36 years of experience in the flexible packaging industry and plastic extrusion machinery industry. He has successfully developed key relationships with our esteemed customers and overseas partners. Prior to joining Rajoo, he has worked with various flexible packaging conversion Units, holding various senior managerial and technical positions. He is a graduate in Mechanical Engineering from BITS (Pilani), a reputed institute of India .

**Sunil Jain** - Director

“I am proud to say that we have continued to demonstrate resilience and adaptability in the face of these challenges.”

A LETTER TO SHAREHOLDERS



## Chairman's letter to Shareholders

I am pleased to present to you the annual report your Company for the fiscal year ended March 31, 2023. It has been a challenging year for the industry, but I am proud to say that we have continued to demonstrate resilience and adaptability in the face of these challenges.

Ukraine war continues to impact the global economy and commodity prices, availability of materials and has led to some inflation. The unstable geo political situation in certain regions continues to disrupt supply chains leading to non-availability and volatility in input materials prices. The interest rates being on the rise continuously while the US Dollar continuing to strengthen became a cause of concern for net importing countries. With all these events happening in tandem, we remain cautiously optimistic based on expected gradual recovery in demand from our export markets, which should complement domestic growth. In fact our order inflows continue to be stable with an adequate pending order book.

Over the years, we have established ourselves as a leading player in the manufacture and supply of high-quality plastic extrusion machinery. Our commitment to innovation, quality, and customer satisfaction has been the driving force behind our success. We have invested heavily in state-of-the-art technology, modern equipment and a skilled workforce to ensure that we remain at the forefront of the industry.

I am happy to share that we we have received high value order from one of the leading European manufacturers of farm machinery & equipment based out of Europe. which is the highest value order ever in the history of the Company for manufacturing silo bags. We also entered into new era of solar cell manufacturers where we launched LAMINA -E, India's first mono & multi-layer EVA/POE sheet line for producing encapsulant sheets for solar cells - a move that would empower solar panel manufacturers and also make a difference to India's energy Programme and our country's journey towards energy Independence by 2047. We also launched the PentaFoil<sup>®</sup> - POD - the new generation 5-layer blown film line that leads to 27% increased output for our customers.

As we move forward, our focus has been to take significant steps to reduce our carbon emissions, minimize waste and promote the use of recycled materials. We will continue to invest in sustainable technology and practices to ensure that we play our part in protecting our planet for future generations.

Moving to FY23 financials, I would like to share that our Company achieved net revenue of Rs. 159.79 crore in FY23, as against Rs. 172.04 crore in FY22, representing a YoY decrease of 7.13%. due to decrease in export dispatches. There has been tremendous shortage of USD currency in financial systems in some African countries. Our customers in these countries are not able to open LCs or remit the balance pre-dispatch payments due to which, at the end of the year some machines were ready but waiting for dispatch against their orders.

EBITDA (excluding Other Income) was at Rs. 13.99 crore in FY23 as against Rs. 20.91 crore in FY22, decrease of 33.11% YoY due to due to some significant expenditure on sales promotions, exhibitions and some amount of R&D spend.

PAT was Rs. 10.02 crore in FY23 compared to Rs. 14.80 crore in FY22, YoY decrease of 32.31%

In line with our strategy, we continue to expand our global footprint with high focus on market penetration and sustain investments in research & development to support progress. We continually strive to identify new avenues of growth and effective utilization of existing resources.

We will continue to carry forward the core values of your Company, dedicating ourselves to growing and developing the business and bringing value to our shareholders and society.

Our most valuable resource, our team, has been the main factor in our success thus far. In addition, I would like to extend my sincere gratitude to our shareholders, employees, customers and partners for their continued trust and support. It is because of your unwavering support that we have been able to thrive in the highly competitive industry.

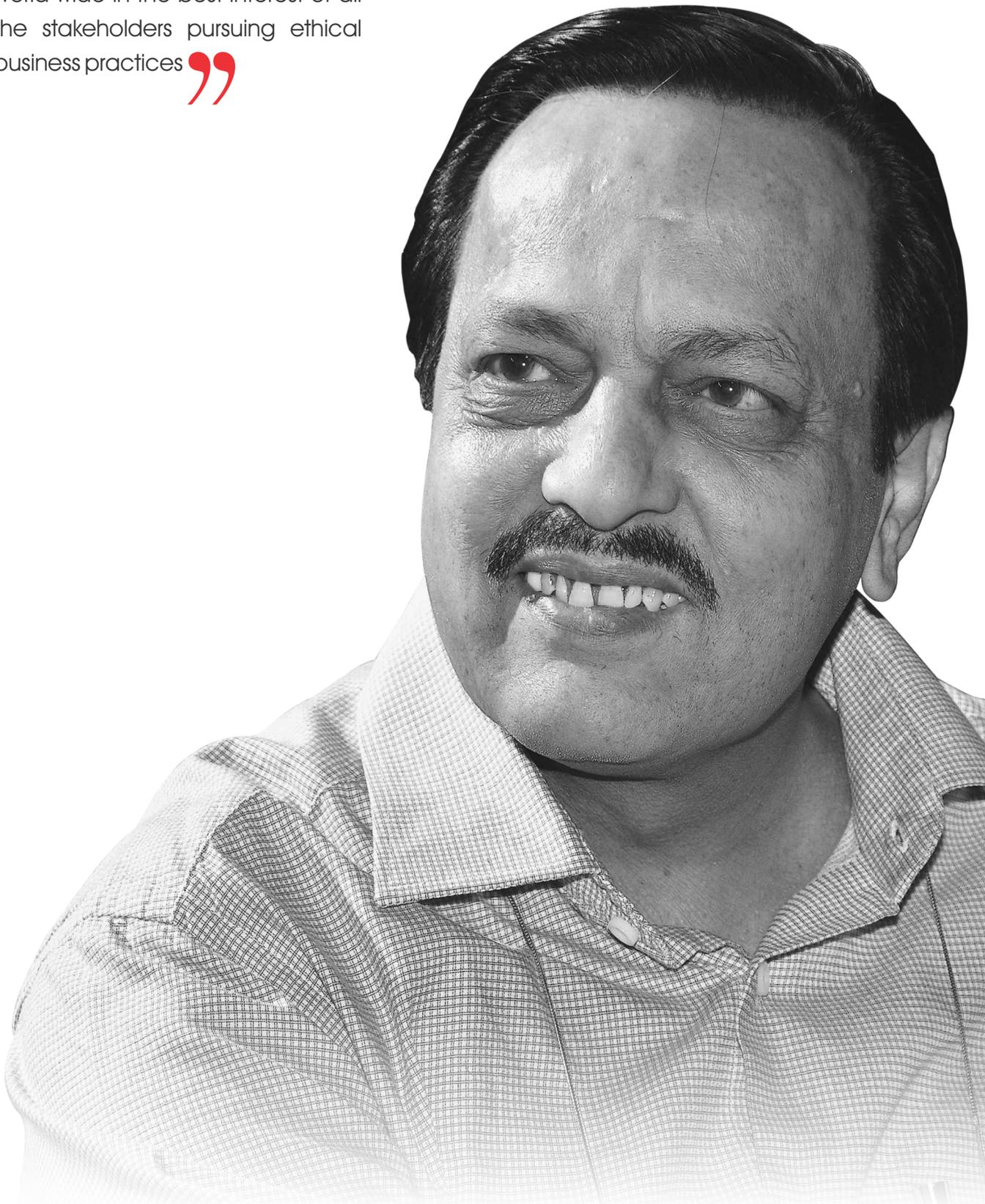
Thank you for being a part of our journey, and I look forward to the exciting future that lies ahead.

Sincerely,



R. N. Doshi - Chairman

“ To become one of the most trusted and passionate solution providers for the plastic extrusion machinery world-wide in the best interest of all the stakeholders pursuing ethical business practices ”



The above vision is intrinsic to each facet of our operations. And we strive to realize this objective with passion and fervor.

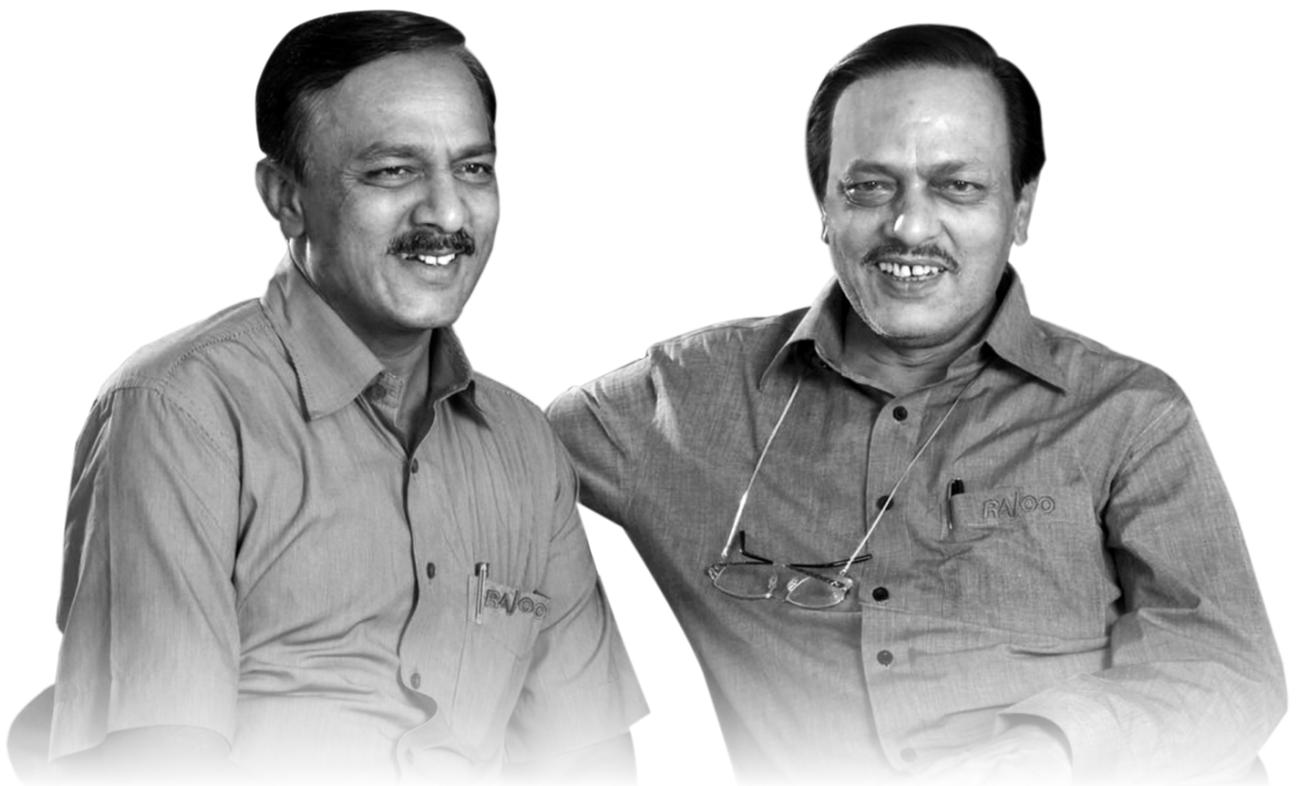
We will continue to achieve through constant innovation in technology and machines, cordial and inspiring work environment for our employees who endeavor to convert ideas into solutions for our customers with ethical business practices.

Our co-operation with the polymer industry and with internationally acclaimed rheologists and machine designers enables us to provide technology of the developed nations too at developing countries.

Plastics, a material of choice for over centuries has made deep inroads into all walks of human life, be it food packaging, housing, clothing, automobiles, agriculture, building and construction and a variety of other domains. We strive to contribute to the development of plastics through extrusion. We also strive to contribute to the sustainable use of natural resources as well as energy savings and waste reduction. We aim at providing excellence in sheet and blown film extrusion incorporating world class technology at affordable price levels.

Our obsession for innovation and enthusiasm for understanding of polymers are significant elements which encourage us to achieve our goals and put us above the rest.

"Excellence in Extrusion" is our Company's maxim and is an expression of our corporate vision and culture which guides us in all that we do.



Launched the first ever sheet line for HIPS, christened LAMINA



Begun operation at Rajkot. Entered into a technical collaboration with a British Company. went public and the issue was over subscribed by nearly 24 times.



Commenced business as Rajoo Engineers Pvt. Ltd. at Manavadar, a small village in Junagadh Dist. to manufacture mechanical cutting-sealing machines.



Made an entry into the International market with maiden export of a blown film line to Tanzania



Rajoo introduced India's first ever Foamed PVC profile line and delivered to the pioneer in this field, M/S Trio Polymers, Junagadh



Introduced the first indigenously designed wide width blown film line for a lay-flat width of 3000 mm MULTIFOIL



Exported country's first "CE" marked machine to the British market

1986

1988

1989

1990

1991

1992

1994

1995

1996

1997



Ventured into the manufacture of blown film lines and delivered first PPTQ blown film line.

Launched the first ever blown film line to manufacture chemically foamed PE films



Launched Asia's first ever chemically foamed sheet line for EPE was christened FOMEX



Introduced the first Indian co-extrusion feed block for multilayer sheet line



Introduced the first ever indigenously designed and developed Oscillating Haul-off system for blown film lines and displayed at Plastindia 1994.



introduced the first indigenously designed extruder incorporating grooved feed bush, barrier screw and cross-hole mixing section.



Introduced Internal Bubble Cooling(IBC) System for blown film lines



37 YEARS OF LEADERSHIP

Launched monolayer blown film line, christened FOILEX

Launched the first ever sheet line for PET at Plastindia 2000



Awarded Export Excellence Certificate from Engineering Export Promotion Council of India in recognition of highest exports during the year



Developed Asia's first seven layer blown film line and exported to Columbia



Developed Asia's first seven layer blown film line incorporating Conical Spiral Stack(INCOIS) die



Developed Asia's first three layer wide width blown film line incorporating die dia 1200 mm and 4000 mm LFW with maximum output is 1200 kg/hr



Developed Asia's first ever 2000mm width physically foam sheet line



Rajoo made a break-through and introduced its first plug assist, roll fed thermoforming machine, christened DISPOCON



Introduced world's highest output TQPP downward extrusion blown film line at Plastivision 2002, christened AQUAFLEX



Launched Asia's highest output 3 layer blown film line with stack die(UCD) during Plastindia



Awarded with GUJARAT GAURAV AWARD for its outstanding contributions to the plastic industry

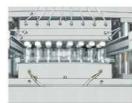
1998 — 1999 — 2000 — 2001 — 2002 — 2003 — 2004 — 2005 — 2006 — 2007

Secured ISO 9001 certification



5 layer stack die (UCD) with horizontal spirals - first time in Asia & 4th in the world

Introduced India's first Electro-hydro-pneumatic plug-assist thermoformer with in-mould cutting for PP & PS containers



Asia's first 2 layer PPTQ film plant - 150 kg/hour



Developed a CE compliance high output sheet line for processing rPET with 700 kg/hr and exported to germany



Developed and supplied Asia's first sheet line for physically foamed PE sheets using carbon dioxide as blowing agent



Developed Asia's first resin sack three layer blown film line and exported to Iran



Entered into technical collaboration with Commodore Inc. USA for manufacture of XPS sheet line and thermoformer.





Developed World's first ever four extruder five layer blown film and sheet extrusion system for Laboratory of Reliance industries



Developed Asia's first ever four extruder five layer barrier sheet extrusion system with Unilit polishing roll stack assembly



Launched India's first PS foam extrusion line and vacuum forming machine and exported to Ghana



Rajoo Engineers JV with Bausano of Italy : plastic pipe manufacturing industry



Wonderpack Merger : A Unified Approach for the benefit of the thermofforming industry



Developed world's first smallest 3 layer blown film line, christened LABEX



Developed CSD (Cylindrical Spiral Die) die head with rheologically optimized melt flow path for blown film line



Launched Drip irrigation pipe plant for round dripper, christened DRIPEX



Our Mentor Mr. C. N. Doshi awarded With Life time Achievement Award in recognition of his contribution to the innovation in plastics processing machinery segment and to the global plastic fraternity



Developed Asia's first ever smallest 5 layer sheet line, displayed at K, Germany & awarded by IPMMI



India's first ever live demonstrations of cPVC Twin screw pipe plant with 250 kg/hr having pipe OD ranging from 250 - 500mm, christened FLOWEX



Launched LAMEX Extrusion Coating & Lamination Line to meet the needs of the flexible packaging industry



Developed Asia's first ever and Rajoo's 21st five layer blown film line with elevated air ring and displaying at PlastIndia



Launched Asia's first ever most highest output sheet extrusion system amongst its class of lines & displaying at PlastIndia



Launched HEPTAFOIL Seven Layer Co-extruded Blown Film Line in Plast India - 2018 and demonstrated through Virtual Reality(VR)



Launch a skill development hub Rajoo Innovation Centre for the plastics extrusion industry (a first in Asia)

2008 — 2009 — 2010 — 2011 — 2012 — 2013 — 2014 — 2015 — 2016 — 2018

37 YEARS OF LEADERSHIP

Vacuum forming machine with mould : model RECR 7086 XPS received and award Machinery for packaging operations from IPMMI IMDIR 2009.



Supplied Asia's First CE Compliance 7 Layer Fully Automatic Blown Film Line to Turkey



Developed India's first ever PP non woven fabric making machine christened FABREX



Developed Asia's first ever 65mm sheetline extruder for 180kg/hr output



Launched and displayed first ever fully automatic Hybrid 5 layer blown film and displayed at Pastindia



Launched Two extruder three layer blown film line to meet highly competitive market of bag making, christened MULTIFOIL Lite



Launched Drip irrigation pipe plant for flat dripper and became India's largest supplier



Launched Asia's first ever WPC line with 70% sawdust processibility



Launched tilting mould Thermoforming with stacking, counting and packing solution, christened DISPOTILT



Introduced PENTAFOIL five layer POD blown film line to re-define application segments and demonstrated live @ K-2016





Ms. Khushboo Chandrakant Doshi, Managing Director of the Company has been awarded the "Women Entrepreneur of the Year Award – Manufacturing Sector at the India SME Excellence Awards.



Joined hands with Kohli Industries to create a formidable alliance to build and maintain one of the most advanced and versatile Extrusion Coating and Lamination machines. Also appointed Multigraph for promoting these machines pan India.



First time in India, LAMEX - Extrusion Coating & Lamination line running at 350 mt/hr was showcased live from our customer M/s Balaji Multiflex Pvt. Ltd -Rajkot on July 29, 2021



Launched of "LAMINA-è" - India's First Mono & Multi-Layer EVA/POE Sheet Line for producing encapsulant sheets for solar cells

2019      2020      2021      2022      2023

Introduced FABREX - Melt Blown Fabric Making Machine



Launched MASCON - Automatic N-95 Mask Making Machine to produce various types of Masks like N 95 (with valve & without valve).



Introduced LAMEX-R series of extrusion coating and lamination lines for the raffia industry are designed for absolute ease of operation and high quality coating on flat / tubular HDPE / PP woven fabric with suitable back to back print registration control and are available in a host of configurations to suit individual customer's requirements.



**LOOKING AT 2022–2023 : A YEAR OF PROGRESS AND ACCOMPLISHMENTS**

**1. AIPMA-National Convention 2022 on Plastic Recycling and Waste Management Technology, 20th May, 2022, Ahmedabad**



Mr. Sunil Jain, Director & President of Rajoo Engineers as a Panelist at National Convention 2022 on Plastic Recycling and Waste Management Technology supported by Ministry of Chemicals and Fertilizers, Department of Chemicals and Petrochemicals, Govt. of India scheduled on 20th May, 2022 at Courtyard by Marriot, Ahmedabad.

**2. MACHINE IN ACTION: LIVE DEMONSTRATION SHOWCASING PERFORMANCE AND POTENTIAL**



On the 9th of September 2022, Rajoo Engineers orchestrated an in-person open house event to mark the launch of innovative product, PentaFoil<sup>®</sup> - POD – AX, a state-of-the-art 5-layer blown film line. This event proved to be an exceptional success, drawing substantial attendance of more than 200 participants, The event provided a platform for attendees to witness firsthand the unveiling of this groundbreaking technology and to engage in informative discussions.

The event featured the machine's capabilities, including producing up to 700 kg of film per hour with a maximum width of 2,500 mm. Ms. Khushboo Doshi, Managing Director,

highlighted Pentafoil's Industry 4.0 support and its focus on delivering consistent high-quality blown films. The company aims to target overseas markets, particularly Europe, with this innovation.

Following this, on the 27th of September 2022, Rajoo Engineers seamlessly transitioned to a virtual open house format. This adaptation allowed them to reach a wider audience and continue the momentum. The virtual event attracted the participation of over 500 attendees, with a noteworthy representation from overseas locations. This global participation underscored the significance of Rajoo's technological advancement and the interest it sparked within the industry.

Both the in-person and virtual open house events not only highlighted the introduction of PentaFoil<sup>®</sup> - POD – AX but also exemplified Rajoo Engineers' commitment to innovation, engagement, and industry leadership.

**3. INNOVATING THE FUTURE : PIONEERING EXCELLENCE THROUGH PRODUCT INNOVATION FOR RENEWABLE ENERGY SECTOR**



Rajoo unveiled Lamina® : India's inaugural EVA/POE sheet line for EVA encapsulation sheet for solar cell, marking its foray into renewable energy.

Leveraging 15 years of EVA sheet line experience, Rajoo employed extrusion skills and polymer chemistry insights to create this trend-setting solution. The move aligned with India's renewable vision, conserving foreign exchange, empowering solar panel makers, and providing cost-effective solutions for plastic processors. Rajoo's confidence in local parts availability strengthens the growing solar panel sector. The versatile Lamina®è series offers output ranges from 300 to 900 kg/hr, widths of 1,300 - 3,000 mm, and thicknesses of 0.30 - 0.90 mm, featuring automatic feeding and tailored extruders. This venture expands Rajoo's reach beyond packaging, diversifying into new markets and elevating Indian manufacturing.

**4. CONNECTING, SHOWCASING, AND INSPIRING - UNVEILING POSSIBILITIES**

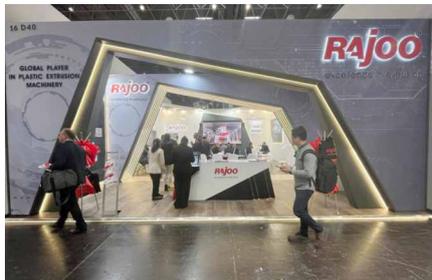
**Saurashtra Plast 2022**

Elevated our Brand as a Platinum Sponsor at the 2nd Saurashtra Plast 2022 , Presented by SPMA (Saurashtra Plastics Manufacturers Association) & Co-Organized by Sunline Infotech Event India In Valuable Partnership with MSME, Govt. of Gujarat



YEAR HIGHLIGHTS

**K 2022**



In the absence of recent global trade fairs, K 2022 became a highly anticipated event, emerging as the leading trade fair for plastics and rubber. It infused new energy into various sectors despite challenges. The fair saw significant contract negotiations, underlining its importance.



Amid industry unpredictability, exhibitor commitment and visitor engagement stayed strong. Strangely, the ongoing changes and the shift to a circular economy in the industry made K 2022 even more pertinent. It offered a platform to collectively shape the future path amid this dynamic era.



Rajoo's innovative event approach utilized cutting-edge technologies like augmented roscoping, projections, virtual tours, interactive tactile tables, and a web app for registration. These elements collectively created an immersive, informative, and user-friendly experience for attendees, highlighting Rajoo's achievements, capabilities, and commitment to embracing modern advancements.

Innovative application of augmented roscoping provided an immersive exploration of technologies. Projected visuals vividly chronicled Rajoo's 35-year developmental journey. The company's infrastructure, technology, and products come alive through virtual tours and interactive tactile tables, seamlessly presenting essential facts and figures. The convenience of hassle-free digital registration via the Rajoo Connect web app further elevated the visitor experience.

**Plastindia-2023**

Plastindia is a dynamic platform that not only showcases products but also elevates the potential of businesses by effectively connecting marketing efforts to sales outcomes. Despite economic difficulties, this event shone as a beacon of opportunity, fostering unexpected connections and negotiations that underscored its importance in driving industry growth and success

Revolutionizing exhibitions through digital transformation, we bridged the gap between virtual and real experiences. Leveraging the digital transition, projected images ingeniously portrayed Rajoo's 35-year journey of growth and development, delving into our technology. Immersive virtual tours animated the company's infrastructure, technology, and products. The user-friendly Rajoo Connect web app enhances the overall visitor experience by simplifying digital registration.

YEAR HIGHLIGHTS



**Ruplastica-2023**



Our goal was twofold: first, to extend our presence beyond our existing boundaries and second, to tap into the potential of the emerging Russian market. By participating in Ruplastica-2023, we aimed to not only showcase our offerings but also to establish connections, build partnerships, and gain insights into the specific needs and preferences of the Russian market.

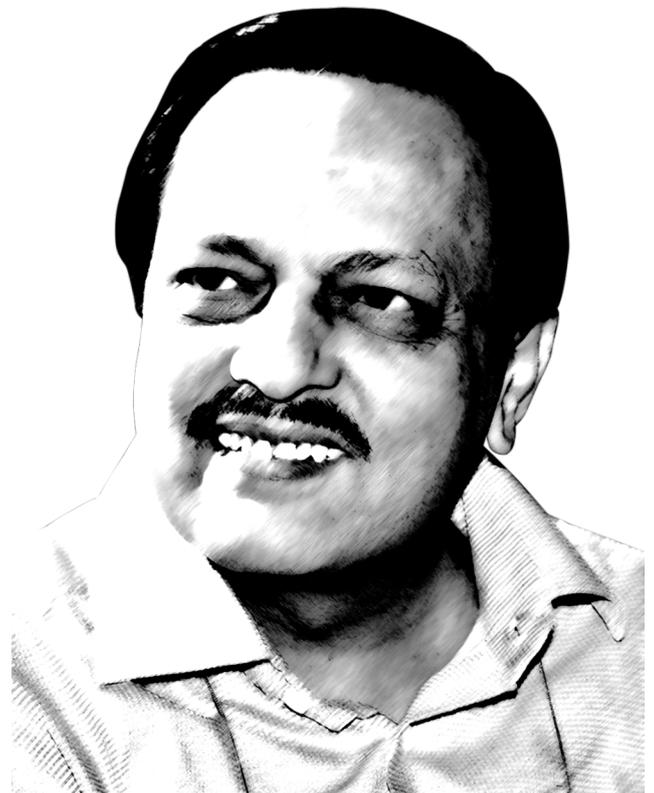
This decision was grounded in a deep understanding of the economic and industrial landscape of the region and the dynamic geo-political situation. The participation was a proactive move, highlighting our commitment to adapt and capitalize on changing circumstances. We saw this as a pivotal moment to strengthen our brand's position and reinforce our industry presence

**TRIBUTEX**

**5. 5th January, 2023**

Rajoo honored and remembered, once again , Shri Chandrakantbhai N. Doshi, Founder & Mentor, on the anniversary of his heavenly abode. His legacy, rooted in rectitude, integrity, and philanthropy, continues to inspire. His innovative spirit and unwavering commitment to entrepreneurship remain guiding lights as we progress.

On this occasion, the Rajoo family distributed blankets and food to patients at Civil Hospital, Rajkot, extending support to those in need. Oil tins were also distributed to the employees.



**6. 26<sup>th</sup> JANUARY, 2023**



At Rajoo, Republic Day is a day of fostering patriotism among our employees and uplifting their spirits. Our day commenced with a pledge to uphold the company's five pillars: Safety, Quality (ISO 9001), Shreshtha (5s Japanese workplace management system), Samvidha (SAP S4 HANNA), and Sankrakshan (resource conservation for future generations).

Following the pledge, we hoisted the flag in the along with our staff, reinforcing our unity as one continuous family and filling us with pride.

**7. EMPOWERING VOICES, CELEBRATING ACHIEVEMENTS: RAJOO'S TRIBUTE TO INTERNATIONAL WOMEN'S DAY- MARCH 8, 2023**

On this global occasion, we proudly recognize the contributions of women across diverse domains and champion the cause of gender equality. At Rajoo, we marked this significant day by honoring our female employees, embracing their journeys, and fostering inspiration that resonates with all.

The event concluded with a thank-you speech to the male members who have supported and helped create a safe and healthy working environment for all.



## 8. MEGA CLEANING DAY

"Revitalizing Excellence: Rajoo's 'Mega Cleaning Day' - Where Cleanliness Meets Celebration



Committed to Elevating our workspace, 'Mega Cleaning Day' Reflects our devotion to an immaculate environment"

Employees from every echelon unite to restore excellence. As the day drew to a close, we honored the 'Best Sparkling Zone Award' to the most immaculate area.

In tandem, we also lauded the 'Best Zone Award,' celebrating a year-long dedication to upholding the 'Shreshta' - 5S, a Japanese workplace management system. It's a day of recognition, a tribute to our shared pledge to maintain excellence in every corner.



## 8. RECOGNIZED EXCELLENCE

Ms. Khushboo Chandrakant Doshi, the Managing Director of the Company, was honored with the "Women Entrepreneur of the Year Award – Manufacturing Sector" at the India SME Excellence Awards. This esteemed award ceremony took place on March 25, 2023, at 10:00 am, hosted at Hotel Sofitel in BKC. The award was presented to Ms. Doshi by Shri Narayan Rane, the Hon'ble Union Minister of MSME.



YEAR HIGHLIGHTS

**EXECUTIVE DIRECTORS:**

**Mr. Rajesh N. Doshi**  
Chairman & Director

**Mr. Sunil B. Jain**  
Executive Director

**Ms. Khushboo C. Doshi**  
Managing Director

**Mr. Utsav K. Doshi**  
Joint Managing Director

**NON-EXECUTIVE DIRECTORS:**

**Mr. Kirit R. Vachhani**  
Independent Director

**Mr. Ramesh A. Shah**  
Independent Director  
(Resigned w.e.f. February 02, 2023)

**Mr. Pratik R. Kothari**  
Independent Director  
(Appointed w.e.f. February 13, 2023)

**Mr. Laxman R. Ajagiya**  
Independent Director

**Mr. Rajendra G. Vaja**  
Independent Director  
(Resigned w.e.f. January 28, 2023)

**Dr. Shital Badshah**  
Independent Director  
(Appointed w.e.f. February 13, 2023)

**KEY MANAGERIAL PERSONNEL:**

**Mr. Jayantilal T. Jhalavadia**  
Chief Financial Officer  
(Resigned w.e.f. September 30, 2022)

**Mr. Darshak B. Thaker**  
Company Secretary & Compliance Officer  
(Resigned w.e.f. April 22, 2022)

**Mr. Prakash C. Daga**  
Chief Financial Officer  
(Appointed w.e.f. October 01, 2022)

**Mr. Rohit D. Sojitra**  
Company Secretary & Compliance Officer  
(Appointed w.e.f. July 04, 2022)

**BANKERS**

**Axis Bank Ltd.**

**Yes Bank Ltd.**

**STATUTORY AUDITOR**

**M/s. Rushabh R. Shah & Co.**  
Chartered Accountants

**INTERNAL AUDITOR**

**M/s. Savjani & Associates**  
Chartered Accountants

**SECRETARIAL AUDITOR**

**CS Nirav D. Vekariya**  
Practising Company Secretary

**COST AUDITOR**

**M/s. Shailesh Thaker & Associates**  
Cost Accountant

**REGISTERED OFFICE & WORKS**

**Rajoo Avenue,**  
Survey No. 210, Plot No. 1,  
Industrial Area, Veraval (Shapar),  
Dist. Rajkot – 360024, Gujarat, India  
Contact: +91 97129 62704/ 52701/ 32706  
E-mail: compliances@rajoo.com  
Website: www.rajoo.com  
Contact: 079 - 2646 5179

**REGISTRAR AND SHARE TRANSFER AGENT**

**Link Intime India Private Limited**  
5th Floor, 506 to 508,  
Amarnath Business Centre - I (ABC - I),  
Beside Gala Business Centre,  
Nr. St. Xavier's College Corner,  
Off C G Road, Ellisbridge, Navarangpura,  
Ahmedabad - 380006, Gujarat  
E-mail: ahmedabad@linkintime.co.in  
Website: www.linkintime.co.in

(Rs. In Lacs except EPS)

Particulars	2022-23	2021-22	2020-21	2019-20	2018-19	2017-18
<b>OPERATING RESULTS</b>						
Revenue From Operations & Other Income	16257.59	17498.59	15283.07	9369.42	12352.25	14732.93
Profit before depreciation & Interest	1678.09	2365.36	1931.91	746.00	1527.84	2193.62
Profit before tax (PBT)	1298.77	1989.57	1488.07	159.86	925.69	1816.68
Profit after tax (PAT)	1001.57	1479.71	1040.50	146.71	788.81	1205.94
PAT as % of Sales	6.16%	8.46%	6.81%	1.57%	6.39%	8.19%
Retained earnings	1001.57	1479.71	1040.50	146.71	788.81	1028.32
Earning per share (EPS) Rs.	1.63	2.40	1.69	0.24	1.28	2.03
Dividend % p.a.	25%	25%			25%	25%
<b>FINANCIAL SUMMARY</b>						
<b>Assets</b>						
Non- Current Assets						
(a) Fixed Assets (Net)	3866.24	4098.55	4258.36	4498.83	4831.17	4917.80
(b) Non- Current Investment	210.27	204.63	199.02	196.73	197.70	200.25
(c) Long Term Loans & Advances	31.36	30.81	44.40	44.80	51.78	37.02
(d) Other Non - Current Assets	46.29	2.77	2.41	6.53	6.65	66.03
Current Assets	13230.75	10768.57	10110.04	9353.99	7641.08	9655.88
<b>Total</b>	<b>17384.91</b>	<b>15105.33</b>	<b>14614.23</b>	<b>14100.88</b>	<b>12728.38</b>	<b>14876.98</b>
Equity and Liabilities						
Shareholders Fund						
(a) Share Capital	615.31	615.31	615.31	615.31	615.31	615.31
(b) Reserves & Surplus	9628.54	8765.93	7248.36	6142.68	5989.64	5399.96
Total Shareholders Funds	10243.85	9381.24	7863.67	6757.99	6604.95	6015.27
Non Current Liabilities	434.29	375.94	493.29	807.94	1100.55	785.59
Current Liabilities	6706.78	5348.15	6257.27	6534.95	5022.89	8076.13
<b>Total</b>	<b>17384.91</b>	<b>15105.33</b>	<b>14614.23</b>	<b>14100.88</b>	<b>12728.38</b>	<b>14876.98</b>
Current Ratio	1.97	2.01	1.62	1.43	1.52	1.20
Debts Equity	0.70	0.61	0.86	1.09	0.93	1.47
<b>OTHERS</b>						
Book Value per Share (Rs.)	16.65	15.25	12.78	10.98	10.73	9.78
Gross Fixed Assets	7619.85	7775.70	7607.76	7511.43	7471.93	7188.44

FINANCIAL POSITION FOR PAST 6 YEARS

## RAJOO ENGINEERS LIMITED

**Registered Office :** Rajoo Avenue, Survey No. 210,  
Plot No.1 Industrial Area, Veraval (Shapar), Dist- Rajkot – 360024 Gujarat – India.

**CIN :** L27100GJ1986PLC009212, **Email ID :** compliances@rajoo.com,

**Contact No :** +91 97129 62704 / 52701 / 32706, **Website :** www.rajoo.com

**NOTICE** is hereby given that **Thirty-Sixth Annual General Meeting** (36th AGM) of the Members of **RAJOO ENGINEERS LIMITED** will be held on **Saturday, September, 23, 2023 at 12:00 P.M.** at the Registered Office of the Company situated at Rajoo Avenue, Survey No. 210, Plot No.1 Industrial Area, Veraval (Shapar), Dist. Rajkot, Gujarat - 360024, India to transact the following business:

### ORDINARY BUSINESS

#### 1. Adoption of Audited Standalone Financial Statements

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023, together with the reports of the Board of Directors and Auditors thereon.

#### 2. Adoption of Audited Consolidated Financial Statements

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company and its associate for the financial year ended March 31, 2023, together with the Report of Auditors thereon.

#### 3. Declaration of Dividend

To declare a final dividend of 0.35 per equity share of the face value of 1 each (35%) for the financial year ended March 31, 2023.

#### 4. Appointment of Mr. Utsav Kishorbhai Doshi (DIN: 00174486) as Director, liable to retire by rotation

To appoint a Director in place of Utsav Kishorbhai Doshi (DIN: 00174486) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, seeks re-appointment.

### SPECIAL BUSINESS

#### 5. Ratification of Cost Auditor's Remuneration for FY 2023-24

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, remuneration of Rs. 40,000/- (Rupees Forty Thousands only) plus GST and out-of pocket expenses as per actual payable to M/s. Shailesh Thaker & Associates, Cost Accountants (Membership No: 6239, FRN: 101454) who have been re-appointed as the Cost Auditors of the Company by the Board of Directors to the conduct of the audit of the cost records of the Company for the financial year 2023-24 be and is hereby ratified .”

**“RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

#### 6. Materials Related Party Transaction(s) with Rajoo Bausano Extrusion Private Limited

To consider and, if thought fit, to pass, with or without modification, the following resolution as an **ordinary Resolution**:

**“RESOLVED THAT** pursuant to Regulations 2(1)(zc), 23(4) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Section 188 and applicable provisions, if any, of the Companies Act, 2013 (the Act), read with relevant Rules, if any, as amended from time to time and the Company’s Policy on Related Party Transactions and based on the recommendation and approval of the Audit Committee and the Board of Directors of the Company, consent of the Members be and is hereby accorded to the Board of Directors (hereinafter referred to as the 'Board', which term shall be deemed to include any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) for entering into any contract(s)/ arrangement(s)/ transaction(s) (whether by way of an individual transaction or transactions taken together with previous transactions during the financial year), with the following Party for an amount not exceeding the limits as detailed below, at arm’s length price basis and in the ordinary course of business of the Company as set out under the Explanatory Statement annexed:”

Name of the Related Party	Nature of Relationship	Transaction Up To (Amount in Rs.)	Nature of Transaction
1 Rajoo Bausano Extrusion Private Limited	Joint Venture Company	25.00Crore	Sale or Purchase of Goods; Rendering or Availing of Services

**“RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

#### 7. Approval for giving loan or guarantee or providing security in connection with loan availed by any person in whom any of the director of the company is interested as specified under section 185 of the Companies Act, 2013.

To consider and, if thought fit, to pass, with or without modification, the following resolution as a Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 185 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Companies (Meeting of Board and its Powers) Rules, 2014 (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force), the consent of the Members of the Company, be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include, unless the context otherwise required, any Committee of the Board or any Director(s) or Officer(s) authorised by the Board to exercise the powers conferred on the Board under this resolution) for giving loan(s) in one or more tranches including loan represented by way of book debt (the "Loan") to, and/or giving of

guarantee(s), and/or providing of security(ies) in connection with any Loan taken/to be taken by any entity, if any, which is a Subsidiary or Associate or Joint Venture or group entity of the Company or any other person in which any of the Director of the Company is deemed to be interested (collectively referred to as the "Entities"), up to a sum not exceeding Rs. 200 Crores [Rupees Two Hundred Crores Only] at any point in time, in its absolute discretion deem beneficial and in the best interest of the Company."

**"RESOLVED FURTHER** THAT the powers be delegated to the Board of the Company and the Board is hereby authorised to negotiate, finalise agree the terms and conditions of the aforesaid loan/guarantee/security and to do all such acts, deeds and things as may be necessary and incidental including signing and/or execution of any deeds/documents/undertakings/agreements/papers/writings for giving effect to this Resolution."

Veraval (Shapar)  
August 27, 2023

**By order of the Board of Directors  
For Rajoo Engineers Limited**

**Regd. Office**

Rajoo Avenue, Survey No. 210, Plot No.1,  
Industrial Area, Veraval (Shapar) Dist: Rajkot - 360024  
CIN: L27100GJ1986PLC009212  
Tel: +91 97129 62704 / 52701  
Email ID: compliances@rajoo.com  
Website: www.rajoo.com

**Rajesh N. Doshi**  
Chairman & Director  
(DIN: 00026140)

## NOTES

1. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act"), Secretarial Standard - 2 on General Meeting issued by the Institute of Company Secretaries of India ('ICSI') and Regulation 36(3) and (5) of The SEBI Listing Regulations setting out material facts concerning the business under Item Nos. 4 to 7 of the Notice respectively, is annexed hereto and part of this Notice.
- 2. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL ON HIS / HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

Pursuant to Section 105 of the Companies Act, 2013, a person can act as a Proxy on behalf of not more than fifty Members holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. Members holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as Proxy, who shall not act as a Proxy for any other Member.

If a Proxy is appointed for more than fifty Members, the Proxy shall choose any fifty Members and confirm the same to the Company not later than 48 hours before the commencement of the meeting. In case, the Proxy fails to do so, only the first fifty proxies received by the Company shall be considered as valid. The instrument of Proxy, in order to be effective, should be deposited, either in person or through post, at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / letter of authority, as applicable.

Corporate Members intending to appoint their authorized representatives pursuant to Sections 112 and 113 of the Companies Act, 2013, as the case may be, to attend and vote on their behalf at the AGM are requested to send a certified copy of the Board Resolution to the Scrutinizer by email id on [csniravkariya@gmail.com](mailto:csniravkariya@gmail.com), with a copy marked to [compliances@rajoo.com](mailto:compliances@rajoo.com).

Members, Proxies and Authorized Representatives are requested to bring the duly completed Attendance Slip enclosed herewith to attend the AGM.

### 3. Book Closure

The Register of Members and Transfer Books of the Company will be closed from Saturday, September 16, 2023 to Saturday, September 23, 2023 (both days inclusive) for the purpose of Dividend and AGM.

### 4. DIVIDEND

The dividend on equity shares for the financial year ended March 31, 2023, as recommended by the Board of Directors and if declared at the AGM, will be paid/ dispatched by the Company, through permitted modes, after Saturday, September 23, 2023 to those shareholders or their mandates:

a) whose names appear as Beneficial Owners as at the end of the business hours on Friday, September 15, 2023 i.e. Cut-off/Record date in the list of Beneficial Owners to be furnished by National Securities Depository Limited and Central Depository Services (India) Limited in respect of the shares held in dematerialised form; and

b) whose names appear as Members in the Register of Members of the Company as at the end of the business hours on Friday, September 15, 2023 i.e. Cut-off/Record date in respect of the shares held in physical form, after giving effect to valid request(s) received for transmission / transposition of shares and lodged with the Company or Registrar and Transfer Agent on or before Friday, September 15, 2023.

## 5. TDS ON DIVIDEND

Pursuant to the Finance Act, 2020, dividend income is taxable in the hands of shareholders w.e.f. April 01, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, please refer to the Finance Act, 2020 and the amendments thereof. The shareholders are requested to update their PAN with the DP (if shares held in electronic form) and Company / RTA (if shares held in physical form).

A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G / 15H, to avail the benefit of non-deduction of tax at source by e-mail to ahmedabad@linkintime.co.in by Friday, September 15, 2023. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.

Non-resident shareholders [including Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs)] can avail beneficial rates under tax treaty between India and their country of tax residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits. For this purpose the shareholder may submit the above documents (PDF / JPG Format) by e-mail to ahmedabad@linkintime.co.in. The aforesaid declarations and documents need to be submitted by the shareholders by Friday, September 15, 2023.

## 6. UPDATION OF MANDATE FOR RECEIVING DIVIDENDS DIRECTLY IN BANK ACCOUNT THROUGH ELECTRONIC CLEARING SYSTEM OR ANY OTHER MEANS IN A TIMELY MANNER IS AS UNDER:

SEBI has made it mandatory for listed companies to make all payments to investors including dividend to Members, by using any RBI approved electronic mode of payment viz. Electronic Clearing Service / Direct Credit / Real Time Gross Settlement / National Electronic Fund Transfer etc. Members are, therefore, requested to add / update their bank account details as under:

**a) In case Shares held in electronic/demat form:** Members may please note that their bank details as furnished by the respective Depositories to the Company will be considered for remittance of dividend as per the applicable regulations of the Depositories and the Company will not be able to accede to any direct request from such Members for change/addition/deletion in such bank details. Accordingly, the Members holding shares in demat form are requested to ensure that their DPs update their Electronic Bank Mandate details by **Friday, September 15, 2023**.

**b) In case Shares held in physical form:** Members are requested to send the following documents in original to RTA i.e. Link Intime India Private Limited latest by **Friday, September 15, 2023**

- i) Form ISR-1 along with the supporting documents. The said form is available on the website of the RTA at <https://web.linkintime.co.in/KYC-downloads.html>.
- ii) Original cancelled cheque bearing the name of the Member or first holder, in case shares are held jointly. In case name of the holder is not available on the cheque, kindly submit the following documents:-

- a. cancelled cheque in original.
- b. bank attested legible copy of the first page of the Bank Passbook / Bank Statement bearing the names of the account holders, address, same bank account number and type as on the cheque leaf and the full address of the Bank branch.
- iii) Self-attested photocopy of the PAN Card of all the holders; and
- iv) Self-attested photocopy of any document (such as Aadhaar Card, Driving Licence, Election Identity Card, Passport) in support of the address of the first holder as registered with the Company.

Further, please note that instructions, if any, already given by the Members in respect of shares held in physical form, will not be automatically applicable to the dividend paid on shares held in electronic form.

For Members who are unable to receive the dividend directly in their bank accounts through Electronic Clearing Service or any other means due to non-registration of the Electronic Bank Mandate, the Company shall dispatch the dividend warrant/demand draft to such Members.

## **7. UNPAID/UNCLAIMED DIVIDEND**

Members are requested to note that dividends not encashed or remaining unclaimed for a period of 7 (seven) years from the date of transfer to the Company's unpaid dividend account shall be transferred to the Investors Education & Protection Fund (IEPF) established by the Central Government. Accordingly, the Company has transferred the unclaimed / unpaid dividends upto FY 2014-15 to the Investor Education and Protection Fund (IEPF) established by Central Government and also transferred unclaimed / unpaid dividend for the FY 2015-16 to IEPF in May, 2023. The Company has uploaded the information in respect of the unclaimed dividends of the Financial Years from 2016 onwards, as on date of the 36th Annual General Meeting held on September 24, 2022 on the Company website, [www.rajoo.com](http://www.rajoo.com). Members who have not yet encashed dividend warrants from the FY 2016-17 are requested to contact the Company at [compliances@rajoo.com](mailto:compliances@rajoo.com) to claim their unclaimed dividends.

The Members / Claimants whose unclaimed dividend amount have been transferred to IEPF may claim the shares or apply for refund by making an application to IEPF Authority in Form IEPF 5 (available on [www.iepf.gov.in](http://www.iepf.gov.in)) along with applicable requisite fee. The Member/Claimant can file only one consolidated claim in a financial year as per the IEPF Rules. The Company has uploaded the information in respect of the unclaimed dividends on its website at [www.rajoo.com](http://www.rajoo.com). It is in Members' interest to claim any un-encashed dividends and for future, opt for Electronic Clearing Service, so that dividends paid by the Company are credited to Members' account on time.

Pursuant to the provisions of Section 124 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended ('IEPF Rules'), all the shares on which dividends remain unpaid or unclaimed for a period of seven Consecutive years or more shall be transferred to the Demat account of the IEPF Authority as notified by the Ministry of Corporate Affairs. Accordingly, Company shall send individual notice to all the members whose shares are due to be transferred to the IEPF Authority and has also published newspaper advertisement in this regard.

## 8. UPDATION OF MANDATORY KYC DETAILS

### (a) Shares held in physical form:

SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/ CIR/2021/655 dated November 03, 2021 read with clarificatory Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB /P/CIR/2021/687 dated December 14, 2021, has mandated physical shareholders to furnish PAN, nomination, contact details (postal address with PIN, mobile number & E-mail address), bank account details (bank name & branch, bank account number and IFSC code) and specimen signature ('mandatory KYC'). Accordingly, Members holding shares in physical form are requested to complete the mandatory KYC by sending an E-mail request along with duly signed Form ISR-1 and other relevant forms to RTA i.e. Link Intime India Private Limited at the E-mail ID: ahmedabad@linkintime.co.in.

As per SEBI circular, non-availability of any of the above documents/details with Link Intime India Private Limited on or after April 01, 2023 will result in freezing of the physical shareholders' folios.

### (b) Shares held in dematerialised form:

Members holding shares in dematerialized form are requested to submit/update their KYC details with their respective Depository Participant.

## 9. TRANSFER & TRANSMISSION OF SHARES

### (a) Mandatory processing of Transfer & Transmission request in Demat form:

As per Regulation 40 of the Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialised form with effect from April 01, 2019. Further, SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022, has with effect from January 24, 2022 mandated listed companies to issue securities in dematerialized form while processing service request for issue of duplicate securities certificate, claim from Unclaimed Suspense Account, renewal/exchange of securities certificate, endorsement, sub-division/splitting of securities certificate, consolidation of securities certificates/folios, transmission, transposition, etc.

In view of the above and to eliminate the risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to convert their holdings to dematerialised form.

Members are accordingly requested to get in touch with any Depository Participant having registration with SEBI to open a Demat account or alternatively, contact the nearest branch of Link Intime India Private Limited to seek guidance with respect to the demat procedure. Members may also visit the website of depositories viz. National Securities Depository Limited: <https://nsdl.co.in/faqs/faq.php> or Central Depository Services (India) Limited: <https://www.cdsindia.com/investors/open-demat.html> for further understanding the demat procedure.

### (b) Simplified Procedure for transmission of securities and Issuance of Duplicate Share certificates:

SEBI vide its Circular Nos. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/65 dated May 18, 2022 and SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/70 dated May 25, 2022 has simplified the procedure and standardized the format of documents for transmission of securities and issuance of duplicate securities certificates. Members are requested to submit their requests, if any, along with documents as per the said circular.

## 10. NOTICE OF AGM

The Notice calling the 36th AGM has been uploaded on the website of the Company at [www.rajoo.com](http://www.rajoo.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com). The said Notice of the AGM is also available on the website of NSDL (agency for providing the Remote e-Voting facility) at <https://eservices.nsdl.com>.

## 11. ROUTE MAP

The route map giving directions to reach the venue of the 36th AGM is given at the end of the Notice.

## 12. NOMINATION

Members can avail of the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Act read with Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014. Members desiring to avail of this facility may send their nomination in the prescribed Form No. SH-13 duly filled in to RTA i.e. Link Intime India Private Limited having their office at 5th floor, 506 to 508 Amarnath Business Centre - I (ABC - I), Beside Gala Business Centre, Nr. St. Xavier's College Corner Off C G Road, Navarangpura, Ahmedabad, Gujarat, 380009 or send an E-mail at: [ahmedabad@linkintime.co.in](mailto:ahmedabad@linkintime.co.in) and Members holding shares in dematerialised form need to contact their respective Depository Participants for availing this facility.

## 13. JOINT SHAREHOLDERS

In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.

## 14. VOTING THROUGH ELECTRONIC MEANS

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies Management and Administration) Rules, 2015, and Regulation 44 of Listing Regulations, the Company is pleased to provide Members with a facility to exercise their right to vote at the 36th Annual General Meeting (AGM) by electronic means and the business may be transacted through Electronic Voting (e-Voting) Services. The facility for casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL):

### INSTRUCTIONS FOR E-VOTING

**The instructions for shareholders voting electronically are as under:**

- i. The remote e-voting period begins on Wednesday, September 20, 2023, at 10:00 A.M. and ends on Friday, September 22, 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 record date (cut-off date) i.e. Friday, September 15, 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 said cut-off date.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

- iii. Pursuant to SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts / websites of Depositories / Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

**iv. 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 for Individual shareholders holding securities in demat mode**

In terms of SEBI master circular dated July 11, 2023 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	<p>1. Existing IDeAS user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> 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 If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS Portal" or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>2. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> 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.</p> <p>3. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p><b>App Store</b></p>  </div> <div style="text-align: center;">  <p><b>Google Play</b></p>  </div> </div>
Individual Shareholders holding securities in demat mode with CDSL	<p>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</p>

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

Type of shareholders	Login Method
	<p>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. 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.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p> <p>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</p>
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.

**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. CDSL and NSDL**

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact in demat mode with NSDL/NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

**B) Login Method for e-Voting 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 101456 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 use 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](https://www.evoting.nsdl.com/).

- b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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](mailto: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 on NSDL e-Voting system.**

#### **How to cast your vote electronically 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 is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
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 CS Nirav Vekariya [csniravvekariya@gmail.com](mailto:csniravvekariya@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) and [compliances@rajoo.com](mailto:compliances@rajoo.com). 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](http://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](http://www.evoting.nsdl.com) or call on : 022 - 4886 7000 and 022 - 2499 7000 or send a request to NSDL Official at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail 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 compliances@rajoo.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 compliances@rajoo.com. If you are an Individual shareholders 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 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 master circular dated July 11, 2023 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.
- v. CS Nirav D. Vekariya, Practising Company Secretary. (Membership No. F11660 and COP: 17709) at Rajkot, has been appointed as the Scrutinizer to scrutinize the remote e – Voting Process as well as the voting by way of poll, to be conducted at the AGM, in fair and transparent manner.

**CONTACT DETAILS**

<b>Company</b>	:	<b>RAJOO ENGINEERS LIMITED</b>
Registrar & Transfer Agent	:	<b>Link Intime India Private Limited</b>
Ahmedabad Office	:	5th Floor, 506 to 508, Amarnath Business, Centre – 1 (ABC-1), Beside Gala Business, Centre, Nr. St. Xavier's College Corner, Off C G Road, Navrangpura, Ahmedabad-380009 Email ID: ahmedabad@linkintime.co.in Tel: +91-79264 65179
E- Voting Agency	:	<b>National Securities Depository Limited</b> Email: evoting@nsdl.co.in Phone: 022 - 4886 7000 and 022 - 2499 7000
Scrutinizer	:	<b>CS Nirav D. Vekariya</b> Practising Company Secretary Email: csnirawekariya@gmail.com

The Scrutinizer shall, immediately after the conclusion of voting at the general meeting, would Count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than 48 hours of the conclusion of the AGM, a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing who shall countersign the same.

The results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.rajoo.com](http://www.rajoo.com) immediately after the result is declared. The Company shall simultaneously forward the results to BSE Limited ("BSE") where the shares of the Company are listed.

15. Notice of the AGM along with the Annual Report 2022-23 is being sent by electronic mode to those Members whose email addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their email addresses, physical copies are being sent by the permitted mode. Members may note that the Notice and Annual Report 2022-23 will also be available on the Company's website <https://www.rajoo.com>.

16. To support the "Green Initiative", Members who have not registered their email addresses are requested to register the same with Company's R & T Agent / Depository Participants, in respect of shares held in physical / electronic mode respectively.

Veraval (Shapar)  
August 27, 2023

**By order of the Board of Directors  
For Rajoo Engineers Limited**

**Regd. Office**

Rajoo Avenue, Survey No. 210, Plot No.1,  
Industrial Area, Veraval (Shapar) Dist: Rajkot - 360024  
CIN: L27100GJ1986PLC009212  
Tel: +91 97129 62704 / 52701  
Email ID: [compliances@rajoo.com](mailto:compliances@rajoo.com)  
Website: [www.rajoo.com](http://www.rajoo.com)

**Rajesh N. Doshi**  
Chairman & Director  
(DIN: 00026140)

## EXPLANATORY STATEMENTS AS PER SECTION 102 OF THE COMPANIES ACT, 2013, AND SECRETARIAL STANDARD-2

### ITEM NO. 5

As per the provisions of Section 148 of the Companies Act, 2013 ("the Act") read with the Companies (Cost Records and Audit) Rules, 2014 ("the Rules"), as amended from time to time, the Company is required to have an audit of its cost records conducted by a cost accountant for products covered under the Companies (Cost Records and Audit) Rules, 2014. The Board, based on the recommendation of the Audit Committee, has approved the re-appointment of M/s. Shailesh Thaker & Associates, Cost Accountants (Membership No: 6239, FRN: 101454), as the Cost Auditors to conduct the audit of the cost records of the Company, for the financial year ending March 31, 2024, at a remuneration of Rs. 40,000/- (Rupees Forty Thousand only) plus GST and out-of-pocket expenses as per actual payable to.

In pursuance of Section 148(3) of the Act, read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors, as recommended by the Audit Committee and approved by the Board of Directors, is required to be ratified by the Members of the Company. Accordingly, the consent of the Members is sought for passing an Ordinary Resolution as set out in Item No. 5 of the Notice for ratification of the remuneration payable to the Cost Auditors, for the financial year ending March 31, 2024.

The Board recommends an Ordinary Resolution set out in the Notice for approval by the Members.

None of the Director, Key Managerial Personnel, or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

### ITEM NO. 6

Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations'), as amended vide SEBI (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021, effective April 01, 2022, states that all Material Related Party Transaction(s) ('RPT') with an aggregate value exceeding Rs. 1,000 crore or 10% of annual consolidated turnover of the Company as per the last audited financial statements

of the Company, whichever is lower, shall require prior approval of shareholders by means of an ordinary resolution. The said limits are applicable, even if the transactions are in the ordinary course of business of the concerned company and at an arm's length basis. The amended Regulation 2(1)(zc) of the SEBI Listing Regulations has also enhanced the definition of related party transaction which now includes a transaction involving a transfer of resources, services or obligations between a listed entity or any of its subsidiaries on one hand and a related party of the

listed entity or any of its subsidiaries on the other hand, regardless of whether a price is charged or not. It is in the above context that Resolution No. 6 is placed for the approval of the Members.

#### Background, details and benefits of the transaction

Rajoo Bausano Extrusion Private Limited (RBEPL) is a joint venture between Rajoo Engineers Limited (REL) and Bausano Holdings S.R.L. RBEPL was established and incorporated under the provisions of the Companies Act, 1956 and having registered office at Survey No.210, Plot No.1, Industrial Area, Veraval(Shapar) – 360024 Rajkot, Gujarat, India and engaged in manufacturers, traders, suppliers, merchant & commission agents, importers, exporters, stockiest, distributors and dealers of all kinds of plastic processing plants, briquetting plants, machineries as part of manufacturing lines. REL holds 49% stake in BEPL.

REL and RBEPL are related party as per section 2(76) of the Companies Act, 2013 and/or under applicable accounting standard.

**Nature, Concept, Benefit and Rationale of transaction(s):**

The REL is engaged in the business of manufacturers, traders, suppliers, commission agents, importers, exporters, stockiest, distributors and dealers of all kinds of plastic processing plants, briquetting plants and machineries.

The management of REL has provided the Audit Committee with the details of proposed material RPTs. The Audit Committee, after reviewing all necessary information, has recommended entering into proposed material RPTs with RBEPL for an aggregate value not exceeding Rs. 25.00 Crore to be entered during FY 2023-24 for sale of goods and services and providing services. The Audit Committee has noted that the said transactions will be executed in the ordinary course of business and at arm's length price basis.

The REL being a flagship entity sells goods and material as well as provides services to RBEPL on need basis. Considering the nature of the business of your company and the relevance of the transactions in the business, the same shall be without interruptions and in line of generation of revenue and business of both the companies to cater to their business requirements.

**Information pursuant to SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 Dated July 11, 2023**

Description	Details
1 A summary of information provided by the management to the Audit Committee:	
a. Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	Rajoo Bausano Extrusion Private Limited (RBEPL) is a Joint Venture company of Rajoo Engineers Limited holding 49 % stake in RBEPL.
b. Name of the director or key managerial personnel who is related, if any and nature of relationship	Ms. Khushboo Chandrakant Doshi, Managing Director, and Mr. Utsav Kishorbhai Doshi, Joint Managing Director are the Director on the Board of Directors of RBEPL.
c. Type, material terms and particulars of the proposed transaction	The transactions involve sale and services to RBEPL in ordinary course of business and at arm's length price basis.
d. Value of Proposed RPTs	Up to Rs. 25.00 Crore - Sale of goods and providing of services
e. Tenure of Proposed RPTs	During the financial year 2023-24.
f. Value of proposed RPT as % of Company's audited consolidated annual turnover of Crores for the financial year 2022-2023.	13.99%
g. If the transaction relates to any loans, inter – corporate deposits, advances or investments made or given by the listed entity or its subsidiary:	Not Applicable

Description	Details
(i) details of the source of funds in connection with the proposed transaction;	Not Applicable
(ii) Details of financial indebtedness Incurred.	Not Applicable
(iii) Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security.	Not Applicable
(iv) The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the related party transaction.	Not Applicable
h. Percentage of counterparty's annual consolidated turnover that is represented by the value of the proposed RPT, on a voluntary basis	80.65%
i. Any other information that may be relevant	All important information forms part of the statement setting out material facts of the proposed RPTs.

Accordingly consent of the members is sought by way of a Ordinary Resolution as set out in Item No. 6 of the Notice for approval of material related party transactions. Hence this resolution is put for the consideration of the shareholders.

The Board recommends an Ordinary Resolution set out in item no. 6 of the Notice for approval by the Members.

None of the Directors or Key Managerial Personnel of the Company and their respective relatives are concerned or interested, financially or otherwise, except to their equity holdings and Directorships in the Company, if any, in the Resolution set out at Item No. 6 of the accompanying Notice.

#### ITEM NO. 7

The Company may have to render support for the business requirements of its, if any, Subsidiary Companies or Associate or Joint Venture or group entity or any other person in whom any of the Director of the Company is deemed to be interested (collectively referred to as the "Entities"), from time to time. However, owing to certain restrictive provisions contained in Section 185 of the Companies Act, 2013 ('the Act'), the Company was unable to extend financial assistance by way of loan to such Entities.

The Board of Directors seek consent of the Members by way of a Special Resolution pursuant to Section 185 of the Act (as amended by the Companies (Amendment) Act, 2017) for making loan(s) or providing financial assistance or providing guarantee or securities in connection with the loans taken or to be taken by the Entities for the capital expenditure of the projects and/or working capital requirements including

purchase of fixed assets as may be required from time to time for the expansion of its business activities and other matters connected and incidental thereon for their principal business activities.

The Members may note that Board of Directors would carefully evaluate proposals and provide such loan, guarantee or security through deployment of funds out of internal resources/accruals and/or any other appropriate sources, from time to time, only for principal business activities of such Entities.

The Board recommends a Special Resolution set out in item no. 7 of the Notice for approval by the Members.

None of the Directors or Key Managerial Personnel of the Company and their respective relatives are concerned or interested, financially or otherwise, except to their equity holdings and Directorships in the Company, if any, in the Resolution set out at Item No. 7 of the accompanying Notice.

Veraval (Shapar)  
August 27, 2023

**By order of the Board of Directors  
For Rajoo Engineers Limited**

**Regd. Office**

Rajoo Avenue, Survey No. 210, Plot No.1,  
Industrial Area, Veraval (Shapar) Dist: Rajkot - 360024  
CIN: L27100GJ1986PLC009212  
Tel: +91 97129 62704 / 52701  
Email ID: compliances@rajoo.com  
Website: www.rajoo.com

**Rajesh N. Doshi**  
Chairman & Director  
(DIN: 00026140)

### Annexure to the Notice

Details of Directors seeking Appointment/Re-appointment at the Thirty-Sixth Annual General Meeting

Name of Director	Utsav Kishorbhai Doshi
Designation	Joint Managing Director
DIN	00174486
Age	38 Years
Date of first appointment on the Board	13/05/2016
A Brief Resume of the Director & Nature of her Expertise in Specific Functional Areas	<p>Utsav Kishorbhai Doshi, a second generation entrepreneur, joined Rajoo Engineers Limited in 2011 as an Engineer Vender Development. He holds a Bachelor's Degree in Mechanical Engineering with a Masters in Polymer technology from HTW Aalen University, Germany. He has cross functional expertise in Design and Operations. He is an integral part of the senior management and responsible for entire manufacturing activity at Rajoo.</p> <p>Utsav Kishorbhai Doshi has technical experience to convert market requirements into technical layout, and having thorough knowledge in manufacturing and Plastic Processing.</p>
Disclosure of Relationships Between Directors Inter-Se	<p>Mr. Rajesh Nanalal Doshi – Uncle</p> <p>Ms. Khushboo C. Doshi – Cousin Sister</p>
Names of Listed Entities in which the person also holds the Directorship and the Membership/ Chairmanship of Committees of the Board	None
Names of the listed entities from which Director has resigned in the past three years	None
Shareholding of Non-Executive Director in the Company, including shareholding as a Beneficial Owner	Not Applicable

## DIRECTORS' REPORT

Dear Shareholders,

Your Directors are pleased to present the 36th Annual Report along with the audited financial statements of your Company for the financial year ended on March 31, 2023

### FINANCIAL SUMMARY AND HIGHLIGHTS:

The summarized financial performance highlights are depicted below:

( ₹ In Lakhs except EPS )

Sr. No.	Particulars	CONSOLIDATED		STANDALONE	
		Year Ended 2022-23	Year Ended 2021-22	Year Ended 2022-23	Year Ended 2021-22
1	Revenue from Operations	17,871.08	19,032.55	15,978.57	17,204.41
2	Other Income	293.32	195.46	279.02	273.90
3	<b>Total Revenue</b>	<b>18,164.41</b>	<b>19,228.01</b>	<b>16,257.59</b>	<b>17,478.31</b>
4	Cost of Material Consumed	11,083.62	11,753.51	9,644.03	10,398.91
5	Purchase of Stock in trade	10.62	47.02	10.62	47.02
6	Change in inventories/Work in Progress/ stock-in-trade	89.90	141.85	207.83	79.92
7	Employee Benefits Expense	1,949.06	1,766.31	1,848.26	1,671.36
8	Finance Cost	36.33	33.09	32.64	31.90
9	Depreciation & Amortization Exp.	353.62	350.41	346.69	343.89
10	Other Expenses	3,148.82	3,069.84	2,868.75	2,915.74
11	<b>Total Expenses</b>	<b>16,671.97</b>	<b>17,162.03</b>	<b>14,958.82</b>	<b>15,488.74</b>
12	<b>Profit/ (Loss) Before Tax</b>	<b>1,492.43</b>	<b>2,065.98</b>	<b>1,298.77</b>	<b>1,989.57</b>
13	Current Tax	337.83	599.01	292.85	555.26
14	Deferred Tax	5.73	(43.41)	4.35	(45.39)
15	<b>Profit/ (Loss) After Tax</b>	<b>1,148.88</b>	<b>1,510.38</b>	<b>1,001.57</b>	<b>1,479.71</b>
16	Other Comprehensive Income	12.75	39.89	14.86	37.87
17	Total Comprehensive Income	1,161.63	1,550.27	1,016.43	1,517.57
18	Paid-up equity share capital	615.31	615.31	615.31	615.31
19	Reserves excluding Revaluation Reserve as per balance sheet of previous accounting year	10,275.24	9,267.44	9,628.54	8,765.93
20	<b>Earnings per share (Re. 1/- each)</b>				
	<b>Basic</b>	1.87	2.45	1.63	2.40
	<b>Diluted</b>	1.87	2.45	1.63	2.40

**SUMMARY/STATEMENT OF BUSINESS OPERATIONS/AFFAIRS**

Revenue from operations was Rs. 159.79 Crore in FY 2023 as against Rs. 172.04 Crore in FY 2022. Profit after Tax was at Rs. 10.02 Crore in FY 2023 as against Rs. 14.80 Crore in FY 2022.

**TRANSFER TO RESERVES**

During the year under review, no amount has transferred to General Reserve.

**DIVIDEND**

The Board of Directors of your company has recommended a dividend of Rs. 0.35 per equity share of the face value of Rs. 1.00 (35% of face value) for the financial year ended on March 31, 2023. The payment of said dividend is subject to your approval at the ensuing 36th Annual General Meeting of the Company.

In view of the changes made under the Income Tax Act, 1961, by the Finance Act, 2020, dividend paid or distributed by the Company shall be taxable in the hands of the shareholders. Your Company shall, accordingly, make the payment of the dividend after deduction of tax at source.

**SHARE CAPITAL**

The paid-up Share Capital of the Company as on March 31, 2023 is Rs. 6,15,30,750/- divided into 6,15,30,750 equity shares of Re. 1/- each. During the year under review, the Company has not issued any shares. The Company has not issued shares with differential voting rights. It has neither issued employee stock options nor sweat equity shares and does not have any scheme to fund its employees to purchase the shares of the Company.

**LISTING**

The Equity Shares of the Company continue to remain listed on the Bombay Stock Exchange Limited.

**PUBLIC DEPOSIT**

The Company has not accepted any deposit within the meaning of Chapter V of the Companies Act, 2013 and the Rules framed there under.

**PARTICULARS OF LOANS, GUARANTEE AND INVESTMENTS**

The Particulars of loans, guarantees and Investments have been disclosed in the Financial Statements.

**SUBSIDIARY & ASSOCIATE COMPANY**

Your Company has a 49:51 joint venture agreement with Bausano Holdings SRL, Italy under the name of Rajoo Bausano Extrusion Private Limited to manufacture and market pipe and profile extrusion machinery lines including for wood composite profiles in India, with a special emphasis on Africa, Gulf and SAARC markets.

Rajoo Bausano Extrusion Private Limited is a combination of Rajoo's best in class infrastructure and Bausano's sublime pioneering technology, availability of indigenous raw material and access to the latest technology.

Through this unique Joint Venture, customers are offered world class technological products at affordable price levels.

The Consolidated Financial Statements of the Company along with its Associates (Rajoo Bausano Extrusion Private Limited) prepared for the year 2022-23 forms part of this Annual Report.

A Report on the performance and financial position of each of the subsidiaries, associates and joint venture companies as per the Companies Act, 2013 is provided in Form AOC-1 as **Annexure I**.

The Company does not have any subsidiary as on reporting date. During the year under review, no company became or ceased to be Company's subsidiaries, joint ventures or associate companies.

#### DETAILS OF APPOINTMENT/RESIGNATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the year under review following changes occurred in Directors and Key Managerial Personnel of the Company:

Name of Directors/ KMP	Date of Event	Nature of Changes
Mr. Rajendra G. Vaja	January 28, 2023	Resignation as Independent Director
Mr. Ramesh A. Shah	February 02, 2023	Resignation as Independent Director
Mr. Pratik R. Kothari	February 13, 2023	Appointment as Additional Director (Independent)
Dr. Shital Badshah	February 13, 2023	Appointment as Additional Director (Independent)
Mr. Darshak B. Thaker	April 22, 2022	Resignation as Company Secretary & Compliance Officer
Mr. Rohit D. Sojitra	July 04, 2022	Appointment as Company Secretary & Compliance Officer
Mr. Jayantilal T. Jhalavadia	September 30, 2022	Resignation as Chief Financial Officer
Mr. Prakash C. Daga	October 01, 2022	Appointment as Chief Financial Officer

In the opinion of the Board, all the Independent Directors appointed during the year, possess the integrity, expertise and experience including the proficiency required to be Independent Directors of the Company, fulfil the conditions of independence as specified in the Act and the Listing Regulations and are independent of the management and have also complied with the Code for Independent Directors as prescribed in Schedule IV of the Companies Act, 2013.

#### DIRECTORS AND KEY MANAGERIAL PERSONNEL

As of March 31, 2023, your Company's Board has eight members comprising of four executive non-independent directors and non-executive independent directors. The Board has a woman Director. The Details of the Directors of the Company has been provided in the Corporate Governance Report annexed to Annual Report.

Pursuant to the provisions of Section 149, 152 and other applicable provisions of the Companies Act, 2013, one third of such directors as are liable to retire by rotation, shall every year and if eligible, offer themselves for re-appointment at every AGM. Consequently Mr. Utsav K. Doshi, Executive Director (DIN: 00174486) will retire by rotation and being eligible has offered himself for re-appointment. The Board of Directors on recommendation of Nomination and Remuneration Committee has recommended his re-appointment.

Brief particulars of Mr. Utsav K. Doshi proposed to be re-appointed regarding the nature of his expertise in specific functional areas, names of companies in which he holds Directorships, committee memberships/ chairmanships, their shareholdings etc., are annexed to the notice of the ensuing 36th AGM.

**Following are the Directors and Key Managerial Personnel of the Company as on March 31, 2023**

1. Mr. Rajesh N. Doshi, Chairman & Executive Director
2. Ms. Khushboo C. Doshi, Executive Managing Director
3. Mr. Utsav K. Doshi, Executive Joint Managing Director
4. Mr. Sunil B. Jain, Executive Professional Director
5. Mr. Kirit R. Vachhani, Non-Executive Independent Director
6. Mr. Laxman R. Ajagiya, Non-Executive Independent Director
7. Mr. Pratik R. Kothari, Non-Executive Additional Director (Independent)
8. Dr. Shital B. Badshah, Non-Executive Additional Director (Independent)
9. Mr. Prakash C. Daga, Chief Financial Officer
10. Mr. Rohit D. Sojitra, Company Secretary & Compliance Officer

**STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS UNDER SUB-SECTION (6) OF SECTION 149**

The Company has received necessary declaration from all the Independent Directors under Section 149(7) of the Companies Act, 2013 confirming that they meet the criteria of independence as laid down in Section 149(6) of the Companies Act, 2013 and the Listing Regulations.

**DIRECTORS' RESPONSIBILITY STATEMENT**

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

- (i) that in the preparation of the Annual Accounts for the year ended March 31, 2023, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- (ii) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2023 and of the profit of the Company for the year ended on that date;
- (iii) that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) the annual accounts have been prepared on a going concern basis;
- (v) that the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- (vi) that the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## NUMBER OF MEETINGS OF THE BOARD

Ten Meetings of the Board were held during the year under review. For details of meetings of the Board, please refer to the Corporate Governance Report, which is a part of this report.

## INDEPENDENT DIRECTORS' MEETING AND FAMILIARISATION PROGRAMME

The Independent Director met on March 23, 2023 without attendance of Non-Independent Directors and members of the Management. The independent Directors reviewed the performance of non-independent directors and the Board as a whole; the performance of the Chairperson of the Company, taking in to account the views of the Executive Directors and Non-Executive Directors and assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties. Non-Executive including Independent Directors plays a crucial role in balancing the functioning of Board by providing independent judgments on various issues raised in the Board Meetings like formulation in business strategies, monitoring of performances etc.,. Their role, inter alia, includes:

- Impart balance to the board by providing Independent Judgments
- Provide feedback on company's strategies and performances
- Provide effective recommendations for further improvements

The Company has no pecuniary relationships with the Independent directors except sitting fees for attending meetings of the Board/committees thereof if any paid.

The details of the program for familiarization of the Independent Directors of the Company are available on the Company's website [www.rajoo.com](http://www.rajoo.com)

## ANNUAL EVALUATION OF BOARD PERFORMANCE AND PERFORMANCE OF ITS COMMITTEES AND OF DIRECTORS

Pursuant to the applicable provisions of the Companies Act, 2013, Listing Regulations and Governance Guidelines, the Board has carried out an annual evaluation of its own performance, performance of the Directors as well as the evaluation of the working of its Committees.

The Nomination and Remuneration Committee has defined the evaluation criteria, procedure and time schedule for the Performance Evaluation process for the Board, its Committees and Directors.

The performance of the Board and individual Directors was evaluated by the Board after seeking inputs from all the Directors. The performance of the Committees was evaluated by the Board after seeking inputs from the Committee Members. The criteria for performance evaluation of the Board included aspects such as Board composition and structure, effectiveness of Board processes, contribution in the long term strategic planning, etc. The criteria for performance evaluation of the Committees included aspects such as structure and composition of Committees, effectiveness of Committee meetings, etc. The above criteria for evaluation were based on the Guidance Note issued by Securities and Exchange Board of India.

## POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

The Company's policy on Directors' appointment and remuneration and other matters provided in Section 178 (3) of the Companies Act, 2013 is made available on the Company's website [www.rajoo.com](http://www.rajoo.com)

## **BOARD COMMITTEES**

Detailed composition of the mandatory Board committees namely Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee, Stakeholders Relationship Committee, number of meetings held during the year under review and other related details are set out in the Corporate Governance Report which forms a part of this Report.

There have been no situations where the Board has not accepted any recommendation of the Audit Committee.

## **CORPORATE SOCIAL RESPONSIBILITY (CSR)**

The Company has constituted a CSR Committee and has framed a CSR Policy. The brief details of CSR Committee are provided in Corporate Governance Report. The Annual Report on CSR Activities in prescribed format is enclosed in Annexure II of this report. The policy is available on the website of the Company at <http://www.rajoo.com/csr.html> and [https://www.rajoo.com/pdf/Codes\\_and\\_Policies/Amended\\_CSR\\_Policy.pdf](https://www.rajoo.com/pdf/Codes_and_Policies/Amended_CSR_Policy.pdf)

## **MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT AND CORPORATE GOVERNANCE REPORT**

The Management Discussion and Analysis Report and the Report on Corporate Governance, as required under the Listing Regulations, forms part of the Annual Report.

## **RISK MANAGEMENT**

Your Company recognizes that Risk as an integral part of business and is committed to minimizing the risk in a pro-active and efficient manner. More details on risk management are covered in the Management Discussion and Analysis forming part of this Annual Report.

## **INTERNAL FINANCIAL CONTROL SYSTEM AND THEIR ADEQUACY**

The details in respect of internal financial control and their adequacy are included in the Management Discussion and Analysis, which is a part of this report.

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

At Rajoo Engineers Limited, all employees are of equal value. There is no discrimination between individuals at any point on the basis of race, colour, gender, religion, political opinion, national extraction, social origin, sexual orientation or age.

At Rajoo Engineers Limited, every individual is expected to treat his/her colleagues with respect and dignity. This is enshrined in values and in the Code of Ethics & Conduct of Rajoo Engineers Limited. The Direct Touch (Whistle-Blower & Protection Policy) Policy provides a platform to all employees for reporting unethical business practices at workplace without the fear of reprisal and help in eliminating any kind of misconduct in the system. The Policy also includes misconduct with respect to discrimination or sexual harassment

The Company has zero tolerance for sexual harassment at workplace and has adopted a Policy on Prevention, Prohibition, and Redressal of Sexual Harassment at workplace as per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 ('POSH Act') and Rules made thereunder.

The Company has also constituted an Internal Committee to redress complaints received regarding sexual harassment with the objective of providing a safe working environment; all employees (permanent, contractual, temporary, trainees) are covered under this policy. An Internal Complaints Committee (ICC) is in place to redress complaints received regarding sexual harassment.

The following is a summary of sexual harassment complaints received and disposed off during the year:

- No. of complaints received: Nil
- No. of complaints pending: Nil
- No. of complaints disposed off: Nil

## ANNUAL RETURN

Pursuant to Section 134(3) (a) of the Act, the draft annual return as on March 31, 2023, prepared in accordance with Section 92(3) of the Act, is made available on the website of the Company and can be assessed using the link <https://www.rajoo.com/investorszone.html#sec1>

## RELATED PARTY TRANSACTIONS

In line with the requirements of the Companies Act, 2013 and Listing Regulations, your Company has formulated a Policy on Related Party Transactions which is also available on Company's website at <http://www.rajoo.com/investorszone.html>. The Policy intends to ensure that proper reporting; approval and disclosure processes are in place for all transactions between the Company and Related Parties.

All Related Party Transactions are placed before the Audit Committee for review and approval. Prior omnibus approval is obtained for Related Party Transactions on a quarterly basis for transactions which are of repetitive nature and / or entered in the Ordinary Course of Business and are at Arm's Length price basis.

All contracts/arrangements/transactions entered by the Company during the financial year with the related parties were in ordinary course of business and on an arm's length basis. Your Company had not entered in to any transactions with related parties which could be considered material in terms of Section 188 of the Companies Act, 2013. 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.

## INSURANCE

Your Company has taken appropriate insurance for all the assets against foreseeable perils.

## STATUTORY AUDITOR AND AUDITOR'S REPORT

M/s. Pankaj K. Shah & Associates, Chartered Accountants, (M. No.: 034603, FRN.: 107352W) vide letter dated June 21, 2022 have resigned from the position of Statutory Auditors of the Company, resulting into a casual vacancy in the office of Statutory Auditors of the Company as envisaged by section 139(8) of the Companies Act, 2013.

Pursuant to the provisions of Section 139(8) of the Companies Act, 2013, the Board of Directors at its meeting held on July 4, 2022, on the recommendation of the Audit Committee, have appointed M/s. Rushabh R. Shah & Co., Chartered Accountants, (M. No.: 607585, FRN. 156419W), to hold office as the Statutory Auditors of the Company till the conclusion of 35th Annual General Meeting and to fill the casual vacancy caused

due to resignation of M/s. Pankaj K. Shah & Associates, Chartered Accountants, (M. No.: 034603, FRN.: 107352W) subject to the approval of the members in the forthcoming general meeting of the Company, on such remuneration including out of pocket and other expenses as may be decided by the shareholders of the Company as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by Board of Directors of the Company.

Pursuant to provisions of Section 139(8) of the Companies Act, 2013, casual vacancy and remuneration of M/s. Rushabh R. Shah & Co., Chartered Accountants, (M. No.: 607585, FRN. 156419W) was confirmed and ratified by the members in 35th Annual General Meeting held on September 24, 2022.

Pursuant to the provisions of section 139 of the Companies Act, 2013 and the Rules framed thereunder, M/s. Rushabh R. Shah and Co., Chartered Accountants (M. No.: 607585, FRN. 156419W), were appointed as statutory auditors of the Company for a term of 5 years at the 35th Annual General Meeting held on September 24, 2022 until the conclusion of the 40th Annual General Meeting to be held in the year 2027 on such remuneration plus applicable taxes, and out of pocket expenses, as may be recommended by the Audit Committee and as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors from time to time.

The statutory Auditor's Report does not contain any qualifications, reservations, or adverse remarks or disclaimer.

#### **DETAILS OF FRAUD REPORT BY AUDITOR**

During the year under review, the Statutory Auditors, Cost Auditors and Secretarial Auditor have not reported any instances of fraud committed against your Company by its officers or employees to the Audit Committee or the Board, under Section 143(12) of the Act. As per auditors' report, no fraud u/s 143(12) reported by the Auditor.

#### **SECRETARIAL AUDITOR AND SECRETARIAL AUDIT REPORT**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the rules made thereunder and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015, The Board has appointed CS Nirav D. Vekariya, Practicing Company Secretaries to conduct the Secretarial Audit of the Company for the year ended March 31, 2024. Form MR-3 i.e. Secretarial Audit Report for FY 2022-23 is annexed herewith marked as "**Annexure -III**".

The Observations of the Secretarial Auditor and the response of the Directors to the same are as follows:

**1) Observations :** It is observed that, the Company filed some Form late in time with additional fees to Registrar of Companies/Regional Director/Central Government under The Companies Act, 2013.

**Response :** The Company has adopted good corporate governance practice and standard and forms were filed late inadvertently.

**2) Observations :** It was observed that, the company has passed an ordinary resolution for grant loan pursuant to regulation Regulations 2(1) (zc), 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and under the applicable provisions of the Companies Act, 2013 for granting inter corporate loan to M/s. Essen Speciality Films Private Limited. However, it was required to pass as a special resolution under section 185 of The Companies Act, 2013.

**Response :** The Company has adopted good corporate practice and standard. According the Company had obtained the approval of the members by 100 % of votes in favour on votes polled for granting of inter corporate loan to M/s. Essen Speciality Films Limited in 35th Annual General Meeting of the Company which was beyond the requirement of section 185 of the Companies Act, 2013.

- 3) Observations :** It was observed that, there is some minor delay in filing some information to the stock exchange within prescribed time limit.

**Response :** There were delay in filling of Related Party Transactions for the quarter and year ended March 31, 2022 to stock exchange and the fine Rs. 64,900/- was paid to the BSE Limited for the same.

- 4) Observations :** The Company not given prior intimation of Board Meeting held on 14th May, 2022 in which dividend was recommended by the Board.

**Response :** The item of Recommendation of Final Dividend was not forming part of Agenda of the said Board Meeting. However, the board meeting was held for consideration of Financial Result / Financial Statement for the quarter and year ended on 31st March, 2022. On the Basis of performance and considering allocable surplus Board recommended the final dividend for members' approval.

- 5) Observations :** The Company has not publish financial results for the quarter and year ended on 31st March, 2022 in newspaper as required under Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and not given any intimation to the stock exchange about publication of the same.

**Response :** The Company has adequate system to compliant with the said regulation. Inadvertently the advertisement of financial results for the quarter ended on 31st March, 2022 was not published and submitted to BSE Limited.

- 6) Observations :** The Company has not disclose/uploaded the Investor Presentation of analyst/investor meeting held on 26th December, 2022. However, the management has clarified that, no any presentation was presented before the said meeting.

**Response :** It was a just conference call meet and no presentation was made at the meeting. Therefore, the presentation was not required to disclose/upload on the website of the Company under said regulation.

## **COST AUDIT REPORT**

Your Company has appointed M/s. Shailesh Thaker & Associates, Practicing Cost Accountants to conduct audit of the cost records of the Company for the year ended March 31, 2024. The Cost Audit Report for the year 2021-22 was filed before the due date with the Ministry of Corporate Affairs.

Your Company has maintained the cost accounts and records in accordance with Section 148 of the Act and rules made thereunder.

## **PARTICULARS OF EMPLOYEES**

The Disclosure as required under Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the information required under Section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given in **Annexure-IV** and forms a part of this report.

## HUMAN RESOURCES AND INDUSTRIAL RELATIONS

The Company has established a robust Human Resources ('HR') system that nurtures a conducive and productive work culture. It emphasises on the freedom to express views, competitive pay structure, performance-based reward system and growth opportunities, and internal job postings within the organisation for career options for the employees. It has well-documented and disseminated employee-friendly policies to enhance transparency, create a sense of teamwork and trust among employees and align employee interests with organisational strategic goals. These policies assist in holistic HR development and play a key role in right talent on-boarding, talent retention, and leadership development.

The Company ensures equal access to opportunities in the areas of recruitment, training and up gradation, professional development and advancement, regardless of gender, age, racial/ethnic background, religion or social status. The Company adheres to the Rajoo's Code of Conduct to strengthen core Rajoo's values of excellence and leadership.

## SECRETARIAL STANDARDS

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

## OTHER DISCLOSURES

- There are no material changes and commitments affecting the financial position of the company between the end of the financial year and the date of this report.
- There has been no change in the nature of business of the Company.
- No significant material orders have been passed by the Regulators or Courts or Tribunals which would impact the going concern status of the Company and its future operations.
- There are no proceedings initiated/ pending against the company under the Insolvency and Bankruptcy Code, 2016 which materially impact the business of the company.
- There were no instances where the Company required the valuation for one time settlement or while taking the loan from the Banks or Financial institutions.

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

### 1. CONSERVATION OF ENERGY

(a) Energy conservation measures taken:

The Company has continued its efforts to improve energy efficiency with more vigor and depth. Your Company continually took necessary steps to absorb and adopt the latest technologies and innovations in the Plastic Manufacturing Machines Industry. All machinery and equipment are continuously serviced, updated and overhauled in order to maintain them in good condition. This resulted in consumption of lesser energy consumption. Energy audits and Inter unit studies are carried out on a regular basis for taking steps for reduction of the energy consumption.

(b) Steps taken by the Company for utilizing alternate sources of Energy:

As part of its long term sustainability plan, the Company has initiated various steps towards utilizing alternate source/renewable source of energy:

- The company has installed and commissioned 304.64 KW (DC) capacity Solar Power Plant in the state of Gujarat at Village Hadamtala, Taluka Kotda-Sangani, District Rajkot.

- All efforts are made to use more natural lights in offices/Factory/stores premises to optimize the consumption of energy.

(c) The capital investment on energy conservation equipment: NIL

## 2. TECHNOLOGY ABSORPTION

(a) Efforts made towards Technology Absorption:

- The Company continues to adopt and use the latest technologies to improve the productivity and quality of its products.
- The Company has technical collaboration with Commodore LLC., USA, Bausano & Figli, Italy and MEAF Machines B.V. of Netherlands are strategic partners.

(b) Benefits derived like product improvement, cost reduction, product development or import substitution:

Due to integrated facility and infusion of new technology, the Company is in position to offer most energy efficient products to consumers.

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

No Technology was imported for conservation of energy.

(d) The expenditure incurred on Research and Development **(Rs. In lacs)**

Particulars	F.Y. 2022-23	F.Y. 2021-22
Capital Expenditure	0.00	0.00
Revenue Expenditure	157.77	144.12
<b>Total</b>	<b>157.77</b>	<b>144.12</b>

**3. FOREIGN EXCHANGE EARNINGS AND OUTGO: (Rs. In lacs)**

Particulars	F.Y. 2022-23	F.Y. 2021-22
Foreign Exchange earned	5183.08	8942.48
Foreign Exchange used	1679.11	1341.16

## APPRECIATION

Your Directors wish to place on record their appreciation, for the contribution made by the employees at all levels but for whose hard work, and support, your Company's achievements would not have been possible. Your Directors also wish to thank its customers, vendors, suppliers, investors and bankers for their continued support and faith reposed in the Company.

Date: 27/08/2023  
Place: Veraval (Shapar)

For and on behalf of the Board of Directors  
**Rajoo Engineers Limited**

**Rajesh N. Doshi**  
Chairman & Director  
DIN: 00026140

**Annexure - I**

**Form AOC-1**

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

**Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures**

**Part "B": Associates and Joint Ventures**

**Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

Name of Joint Ventures	Rajoo Bausano Extrusion Private Limited
1. Latest audited Balance Sheet Date	March 31, 2023
2. Shares of Associate/Joint Ventures held by the company on the year end	
i. No.	19,60,000
ii. Amount of investment (Rs. in Lakhs)	196.00
iii. Extend of holding %	49.00%
3. Description of how there is significant influence	Joint Venture Agreement
4. Reason why the associate/joint venture is not consolidated	Not applicable
5. Net worth attributable to shareholding as per latest audited Balance Sheet	842.70
6. Profit/Loss for the year	
i. Considered in Consolidation	145.20
ii. Not Considered in Consolidated	Nil

1. Names of associates or joint ventures which are yet to commence operations: NIL  
 2. Names of associates or joint ventures which have been liquidated or sold during the year:  
 NIL

**Note :** Part A of the Annexure is not applicable as the Company does not have any Subsidiary as on 31st March, 2023.

**For, Rushabh R Shah And Co.**  
**Chartered Accountants**  
**(FRN: 156419W)**

**Rushabh Shah**  
 Proprietor  
 M. No.: 607585  
 Date: 27/08/2023  
 Place: Veraval (Shapar)

For and on behalf of the Board of Directors  
**Rajoo Engineers Limited**

**Utsav K. Doshi**  
 Joint Managing Director  
 DIN: 00174486

**Khushboo C. Doshi**  
 Managing Director  
 DIN: 00025581

**Prakash Daga**  
 Chief Financial Officer  
 PAN: ADSPP7140D

**Rohit Sojitra**  
 Company Secretary  
 M No.: A53623

## Annexure -II

### Annual Report on Corporate Social Responsibility (CSR) Activities for Financial Year 2022-23 as per the Section 135 of the Companies Act, 2013

The practice of Corporate Social Responsibility ('CSR') Policy as a paradigm for firms and businesses to follow has evolved from its early days to the present day realities where it is a business requirement to be socially responsible. This evolution has been necessitated both due to the changed environment under which companies operate as well as the realisation that profits as the sole reason for existence can no longer hold good. At Rajoo, our relentless pursuit has always been to not just become a leading plastic extrusion machinery company but also one that cares for society. Our mission is to build an inclusive society and to make a meaningful difference to the community around us. It is this quest that enthruses us to approach our corporate responsibility with all seriousness. We aim to positively impact not just our financial performance, but our future generations as well. The projects undertaken during the year ended March 31, 2023 are within the broad framework of Schedule VII of the Act.

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

Rajoo Engineers Limited ('Rajoo' or 'the Company') has adopted CSR initiatives so as to attain sustained economic performance, environmental and social stewardship. The Company engages with society beyond business as it believes a good business needs to create higher impact in building a better future for communities in its environment. The Company works towards removing malnutrition, improving healthcare infrastructure, supporting primary education, rehabilitating abandoned women and children, and preserving Indian art and culture. The Company's focus has always been to contribute to the sustainable development of the society and environment, and to make our planet a better place for future generations. The CSR activities shall be undertaken within the territory of the Republic of India, and the Company shall give preference to the local area/ areas around which it operates, for spending the amount earmarked for CSR activities.

Rajoo' CSR activities will focus on:

- **Hunger, Poverty Malnutrition and Health** : Eradicating extreme hunger, poverty and malnutrition, promoting preventive healthcare and sanitation, Disaster Management and making available safe drinking water;
- **Education** : Promoting and engaging in deep and meaningful systemic work in the area of school and college education including special education and employment enhancing vocational skills especially among children, women, elderly and the differently abled, livelihood enhancement projects, contributing towards improving the infrastructure of schools by building additional classrooms and other infrastructure (such as public libraries), providing study and play materials, and providing special care to introduce digital technology in primary and secondary education for improving quality of education.
- **Environmental Sustainability** : Ensuring environmental sustainability, ecological balance, and conservation of natural resources and maintaining the quality of soil, air and water.
- **National Heritage, Art and Culture** : Protecting national heritage, art and culture including restoration of buildings and sites of historical importance and works of art, setting up public libraries and promoting and developing traditional arts and handicrafts.

## 2. Composition of CSR Committee:

Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1. Ms. Khushboo C. Doshi (Chairperson)	Executive Managing Director	3	3
2. Mr. Rajesh N. Doshi	Executive Director and Chairman	3	3
3. Mr. Ramesh A. Shah <sup>1</sup>	Non-Executive Independent Director	2	2
4. Dr. Shital B. Badshah <sup>2</sup>	Non-Executive Independent Director	0	0

### Note:

1. Mr. Ramesh Amrutlal Shah (DIN: 00031928) ceased as Independent Director of the Company w.e.f. February 02, 2023
2. Dr. Shital Badshah (DIN: 10039677) was appointed as an Additional Director (Independent) of the Company w.e.f. February 13, 2023

### 3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.

CSR Projects undertaken will be within the broad framework of Schedule VII of the Companies Act, 2013 and details of CSR activities under taken are available on <http://www.rajoo.com/csr.html>.

CSR Policy and Composition of CSR Committee are disclosed on the website of the Company at <https://www.rajoo.com/investorszone.html#sec8>.

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

### 5. (a) Average net profit of the company as per sub-section (5) of section 135: Rs. 1,212.50 Lakhs

(b) Two percent of average net profit of the company as per sub-section (5) of section 135: Rs. 24.25 Lakhs

(c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: NIL

(d) Amount required to be set off for the financial year, if any: Rs. 24.25 Lakhs

(e) Total CSR obligation for the financial year [(b) + (c) - (d)]: NIL

### 6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): Rs. 25.59 Lakhs

(b) Amount spent in Administrative Overheads: NIL

(c) Amount spent on Impact Assessment, if applicable: N.A.

(d) Total amount spent for the Financial Year [(a) + (b) + (c)]: Rs. 25.59 Lakhs

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

Total Amount Spent for the Financial Year	Amount Unspent				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135		
	Amount	Date of transfer	Name of the Fund	Amount	Date of Transfer
Rs. 25.59 Lakhs	NIL		NIL		

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

Particulars (1)	(2)	Amount (Rs. in Lakhs) (3)
(i) Two percent of average net profit of the company as per sub-section (5) of section 135		24.25
(ii) Total amount spent for the Financial Year		25.59
(iii) Excess amount spent for the Financial Year [(ii)-(i)]		1.34
(iv) Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any		N.A.
(v) Amount available for set off in succeeding Financial Years [(iii)-(iv)]		1.34

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account sub-section (6) of section 135 (in Lakhs)	Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (in Lakhs)	Amount Spent in the Financial Year (in Lakhs)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any		Deficiency, if any
						Amount remaining to be spent in succeeding financial years (in Lakhs)	
1.	2021-22	NIL					
2.	2020-21						
3.	2019-20						

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year : No

If Yes, enter the number of Capital assets created/ acquired : Not Applicable

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

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent (Rs. In Lakhs)	Details of entity/ Authority/ beneficiary of the registered owner		
(1)	(2)	(3)	(4)	(5)	(6)		
					CSR Registration Number, if applicable	Name	Registered Address
Not Applicable							

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

Sd/-

**Ms. Khushboo C. Doshi**

DIN: 00025581

(Managing Director &  
Chairperson of CSR Committee)

Date: 27/08/2023  
Place: Veraval (Shapar)

Sd/-

**Mr. Utsav K. Doshi**

DIN: 00174486

(Joint Managing Director)

**Form No. MR-3**  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED 31.03.2022**  
**[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies**  
**(Appointment and Remuneration Personnel) Rules, 2014]**

To,  
The Members,  
**Rajoo Engineers Limited.**  
Rajoo Avenue, Survey No. 210, Plot No.1,  
Industrial Area, Veraval (Shapar),  
Rajkot – 360024 (Gujarat) India.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. RAJOO ENGINEERS LIMITED (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2023 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by RAJOO ENGINEERS LIMITED for the financial year ended on 31st March, 2023 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz.:-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; - Not Applicable to the Company during the Audit period.

- (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2021 ; - Not Applicable to the Company during the Audit period.
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - Not Applicable to the Company during the Audit period.
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; - Not Applicable to the Company during the Audit period.
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; - Not Applicable to the Company during the Audit period.
- (i) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

(vi) As confirmed and identified by the company, the following laws as specifically applicable to the Company.

- a. The Trade Mark Act, 1999
- b. The Negotiable Instruments Act, 1881
- c. Labour Laws, Environmental Laws and other incidental laws related to labour and employees appointed by the Company either on its payroll or on contractual basis as related to wages, provident fund, compensation etc.

Based on the representation made by the Company and its officers, during the period under review the Company has proper system and process in place for compliance under provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above;

I further report that compliance of applicable financial laws including Direct and Indirect Tax laws and various law related to labour and employee of the company has not been reviewed in this Audit since the same has been subject to review by the Statutory Auditors and other designated professionals.

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

- (i) Secretarial Standards with regard to Meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India and made effective from 1st October 2017 and.
- (ii) The Listing Agreements entered into by the Company with BSE Limited read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except to the extent as mentioned below:

- 1) It is observed that, the Company filed some Form late in time with additional fees to Registrar of Companies/Regional Director/Central Government under The Companies Act, 2013.

- 2) It was observed that, the company has passed an ordinary resolution for grant loan pursuant to regulation Regulations 2(1) (zc), 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and under the applicable provisions of the Companies Act, 2013 for granting inter corporate loan to M/s. Essen Speciality Films Private Limited. However, it was required to pass as a special resolution under section 185 of The Companies Act, 2013.
- 3) It was observed that, there are some minor delay in filing some information to the stock exchange within prescribed time limit.
- 4) Company not given prior intimation of Board Meeting held on 14th May, 2022 in which dividend was recommended by the Board.
- 5) Company has not publish financial results for the quarter and year ended on 31st March, 2022 in newspaper as required under Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and not given any intimation to the stock exchange about publication of the same.
- 6) Company has not disclose/uploaded the Investor Presentation of analyst/investor meeting held on 26th December, 2022. However, the management has clarified that, no any presentation was presented before the said meeting.

**I further report that,**

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

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance or lesser days as agreed by all directors pursuant to clause no. 1.3.7 of Secretarial Standard 1 ("SS 1"), circulated separately or placed at the Meetings of the Board and the Committees, after due compliance with the SS 1 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

Minutes of the meeting is duly recorded and signed by the Chairman, Decision of Board is unanimous and no dissenting views have been recorded.

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

This report is to be read with our letter of even date which is annexed as "Annexure-1" and forms an integral part of this report.

Date: 21/08/2023  
Place: Rajkot

**CS Nirav D. Vekariya.**  
**Practicing Company Secretary**  
**FCS 11660, C.P. No. 17709**  
**UDIN : F011660E000835021**  
**Peer Review No.: 2442/2022**

**“Annexure-1”**

To,  
The Members,  
**Rajoo Engineers Limited.**  
Rajoo Avenue, Survey No. 210, Plot No.1,  
Industrial Area, Veraval (Shapar),  
Rajkot – 360024 (Gujarat) India.

My Secretarial Audit Report dated 21/08/2023 is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Date: 21/08/2023  
Place: Rajkot

**CS Nirav D. Vekariya.**  
**Practicing Company Secretary**  
**FCS 11660, C.P. No. 17709**  
**UDIN : F011660E000835021**  
**Peer Review No.: 2442/2022**

**Annexure IV**

Details pertaining to Remuneration as required under Section 197 of Companies Act, 2013 read with Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

- (i) The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2022-23 and the percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary in the financial year 2022-23

Name of Directors/ KMP	Ratio of remuneration to median remuneration of Employees	% increase in remuneration in the financial year
<b>Executive Directors</b>		
Mr. Rajesh N. Doshi	40.18:1	10.00%
Ms. Khushboo C. Doshi	17.18:1	19.01%
Mr. Utsav K. Doshi	14.49:1	17.26%
Mr. Sunil B. Jain		-
<b>Key Managerial Personnel</b>		
Mr. Prakash C. Daga	-	N. A.
Mr. Rohit D. Sojitra	-	N. A.

- (ii) The percentage increase in the median remuneration of employees in the financial year : **17.33%**

- (iii) The number of permanent employees on the rolls of company as on March 31, 2023: **288**

- (iv) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

- Average increase in remuneration of employees excluding KMPs: 10.19%
- Average increase in remuneration of KMPs: 32.28%
- KMP salary increases are decided based on the Company's performance, individual performance, inflation, prevailing industry trends and benchmarks.

**(V) Affirmation that the remuneration is as per the Remuneration Policy of the Company**

The Company affirms remuneration is as per the Remuneration Policy of the Company.

**(VI) Particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:**

There was no employee throughout or part of the financial year drawing remuneration more than Rs. 8.5 Lacs per month.

The details of employee drawing remuneration more than Rs. 1.02 Crore per annum are as under

Name	Mr. Rajesh N. Doshi
Designation	Chairman & Director
Date of Joining	December 09, 1986
Remuneration ( in Lakhs)	130.90
Nature of Employment	Permanent
Age	62
Qualifications and Experience (in Years)	37 years of technical experience to convert market requirements in to technical layout, and having thorough knowledge in manufacturing and Plastic Processing, which will be a great asset to the Company.
Last Employment	NIL
Relationship with Director	NIL

## MANAGEMENT DISCUSSION AND ANALYSIS

### Forward looking statement

Statements in this Management Discussion and Analysis of Financial Condition and Results of Operations of the Company describing the Company's objectives, expectations or predictions may be forward looking within the meaning of applicable securities laws and regulations. Forward looking statements are based on certain assumptions and expectations of future events.

The Company cannot guarantee that these assumptions and expectations are accurate or will be realized. The Company assumes no responsibility to publicly amend, modify or revise forward looking statements, on the basis of any subsequent developments, information or events. Actual results may differ materially from those expressed in the statement. Important factors that could influence the Company's operations include changes in government regulations, tax laws, economic developments within the country and such other factors globally.

The financial statements are prepared under historical cost convention, on accrual basis of accounting, and in accordance with the provisions of the Companies Act, 2013 (the Act) and comply with the Indian Accounting Standards as pronounced by the Institute of Chartered Accountants of India (ICAI) from time to time. The Management of Creative Peripherals and Distribution Limited has used estimates and judgments relating to the financial statements on a prudent and reasonable basis, in order that the financial statements, reflect in a true and fair manner, the state of affairs and profit for the year.

The following discussions on our financial condition and result of operations should be read together with our audited financial statements and the notes to these statements included in the annual report. Unless otherwise specified or the context otherwise requires, all references herein to "we", "us", "our", "the Company", "Creative" are to "Creative Peripherals and Distribution Limited".

### Global Plastic Industry Overview-

The global plastic market size was valued at USD 439.28 billion in 2021 and is projected to grow from USD 457.73 billion in 2022 to USD 643.37 billion by 2029, exhibiting a CAGR of 5.0% during the forecast period. The global COVID- 19 pandemic has been unprecedented and staggering, with plastic experiencing lower-than-anticipated demand across all regions compared to pre-pandemic levels. Based on our analysis, the global market exhibited a decline of 2.5% in 2020 as compared to 2019.

Plastics, also known as polymers, are used to manufacture a wide variety of products ranging from paper clips to spacecraft due to their versatility, easy manufacturing, moldability, lightweight, waterproof nature, and low cost. They are traditionally derived from natural gas and petroleum. The depleting sources of polymers have encouraged manufacturers to use renewable sources. The plastics manufactured using renewable biomass sources, such as corn starch, sawdust, vegetable fats and oil, and food waste, are called bioplastics. Moreover, rising awareness about the environmental harm caused by polymers influences manufacturers to develop recyclable products. Surging demand for high-performance plastic packaging solutions for the protection of products is a key factor driving the market.

Although there are thousands of different plastics, there are approximately seven broader types of plastic that are produced and consumed in large quantities: polyethylene terephthalate (PET), high-density polyethylene (HDPE), polyvinyl chloride (PVC), low-density polyethylene (LDPE), polypropylene (PP), polystyrene/styrofoam (PS), and miscellaneous plastics. Polyethylene (PE) is the most widely produced plastic

worldwide and is used to produce many products, such as packaging. The second-most produced plastic is polypropylene (PP), of which more than 70 million metric tons worth was produced in 2020.

<https://www.fortunebusinessinsights.com/plastics-market-102176>

### Trend in plastic export

Overall, the total plastics exports between April-September 2022 stood at US\$ 6.38 billion. During this time period, the exports of plastic raw materials, medical items, and pipes and fittings increased by 32.3%, 24.8% and 17.9% over the same time last year, respectively.

The cumulative exports of plastics and related materials during 2021-22 were valued at US\$ 13.34 billion. This was a 33.4% increase from the 2020-21 exports valued at US\$ 10 billion. Plastic raw materials were the largest exported category and constituted 30.7% of the total exports in 2021-22; it recorded a growth of 26.5% over the previous year. Plastic films and sheets were the second largest category, comprised 15.2% of the total exports, and grew 32.7% over the previous year.

In May 2022, the exports of plastics and linoleum from India were valued at US\$ 1,073 million. During the same period, medical items of plastics; plastic films & sheets; plastic pipes & fittings; FRP & composites; packaging items; cordage fishnets & monofilaments; and miscellaneous products recorded strong growth. The cumulative exports for April and May 2022 grew 2.6% YoY to US\$ 2,173 million.

Source: <https://www.ibef.org/exports/plastic-industry-india#:~:text=Export%20Trend,stood%20at%20US%24%206.38%20billion.>

### Plastic demand continues to grow

Despite the recent backlash against plastics due to pollution concerns, plastic remains a hugely important commodity that is used in virtually all aspects of modern daily life. Thus, plastic demand is set to continue growing for the foreseeable future, with production set to reach 589 million metric tons in 2050. The global demand for polyethylene terephthalate (PET) – a thermoplastic polymer most associated with plastic bottles– reached 27 million metric tons in 2020 and is projected to reach 42 million metric tons by 2030. The demand for eco-friendly solutions such as sustainable plastic packaging is also expected to experience growth. However, COVID-19 has had an impact on sustainability goals within the industry. Hygiene concerns have resulted in a substantial rise in the demand for single-use plastic products such as gloves and face masks, with some cities having to temporarily reverse bans on these items.

Source: <https://www.statista.com/topics/5266/plastics-industry/#topicOverview>

### India Plastic Industry Overview

Due to the enormous potential of the Indian market, local businesses have been encouraged to develop their technical skills, meet high-quality requirements, and expand their capabilities across a wide range of sectors of the growing plastics industry.

Currently, the Indian plastic processing industry comprises approximately 30,000 units that use injection molding, blow molding, extrusion, and calendaring to create a wide range of products. Plastic material is becoming increasingly important across various industries, and per capita consumption is rising quickly. Traditional materials are being quickly replaced by plastic technology, processing equipment, expertise, and cost-effective manufacturing. The Indian plastics industry has advanced significantly over the past few decades, becoming one of the nation's most significant sectors with a considerable base.

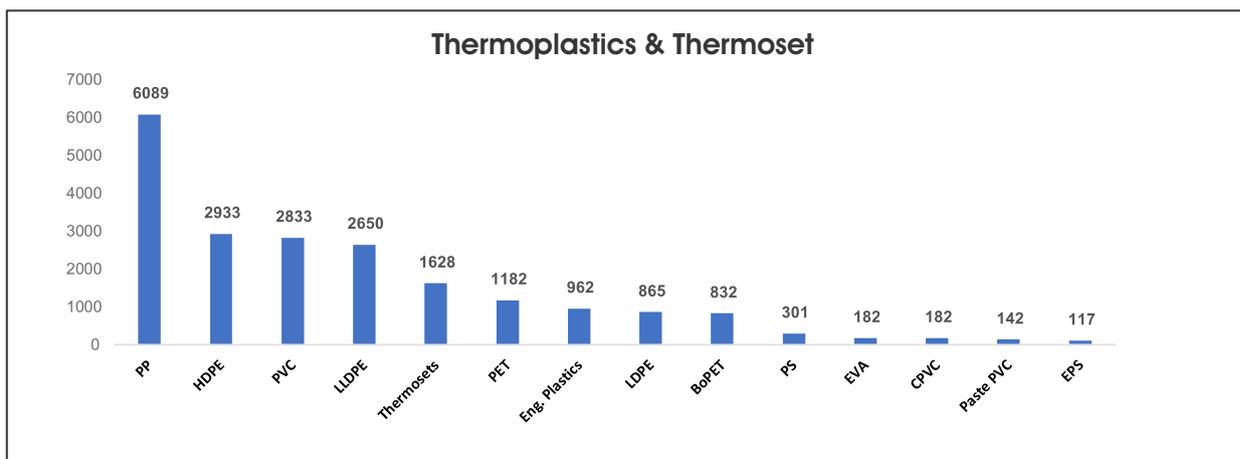
## Consumption of Plastics in India

The consumption of plastics in India has significant regional variation, with Western India accounting for 47%, Northern India for 23%, and Southern India for 21%. The end-use sectors of automotive, packaging (including bulk packaging), plastics applications, electronic appliances, etc., account for the majority of consumption in Northern India and are located mostly in Uttar Pradesh and Delhi-NCR. However, other regions, including Rajasthan, Punjab, Haryana, Uttarakhand, J&K, and Himachal Pradesh, are anticipated to see growth in plastic processing due to increasing feedstock supply and a greater focus on the manufacturing sector.

The plastics industry is currently home to about 50,000 industries, most of which are micro, small, and medium-sized enterprises (MSMEs). These enterprises contribute Rs. 3.5 lakh crore (US\$ 42.89 billion) to India's economy and employ more than 50,000 people. The country recycles plastic at a rate of 60%, which is higher than that of developed nations. The "Make in India," "Skill India," "Swachh Bharat," and "Digital India" initiatives of the government are increasing plastic production, and by 2027, it is expected that the plastics industry will generate Rs. 10 lakh billion (US\$ 122.54 billion) annual revenue, with two lakh tonnes of exports.

Source: <https://www.ibef.org/research/case-study/india-s-plastic-industry>

India's Scenario on Polymer Demand (2021 -22) All Fig in KT



2021-22 Demand 20898 KT 2022-23 Est. 22152 KT YoY Growth ~ 6 %

Source: PLASTINDIA FOUNDATION /Industry Estimate

## Government Initiatives

The Union Ministry of Commerce and Industry of India targets to increase the plastic exports of the country to US\$ 25 billion by 2025. There are multiple plastic parks are being set up in the country in a phased manner that will help improve the plastic manufacturing outputs of the country. Under the plastic park schemes, funds of up to 50% of the project costs or a ceiling cost of Rs. 40 crore (US\$ 5 million) per project.

Government initiatives like "Digital India", "Make in India", and "Skill India" will also boost India's Plastic industry. For instance, under the "Digital India" program, the government aims to reduce the import dependence of products from other countries, which will lift the local plastic part manufacturers.

The government also launched a program for building Centres of Excellence (CoEs) to develop the existing petrochemical technology and promote the research environment pertaining to the sector in the country. This will aid in promoting and developing new applications of polymers and plastics in the country. Additionally, about 23 Central Institute of Plastics Engineering & Technology (CIPET) have been approved to accelerate financial and technological collaboration for promoting skills in chemicals and petrochemicals sector.

**Source:** Plastic Production Plant, Plastic Manufacturers and Exporters In India – IBEF

### Global Plastic Extrusion Machine Industry Overview

The global plastic extrusion machines market reached a value of US\$ 6.05 Billion in 2021. Looking forward, IMARC Group expects the market to reach a value of US\$ 8.12 Billion by 2027, exhibiting a growth rate (CAGR) of 4.70% during 2022-2027. Keeping in mind the uncertainties of COVID-19, we are continuously tracking and evaluating the direct as well as the indirect influence of the pandemic on different end use industries. These insights are included in the report as a major market contributor.

Plastic extrusion machines, also known as plastic extruders, refer to mechanical systems employed in a high-volume manufacturing process to melt and transform raw plastic into a continuous profile. They comprise hopper, barrel, temperature controller, screw drive, and screw drive motor. They work by heating, melting, and transporting the plastic through a screw to press it in a mold or work with it freehand. In recent years, plastic extrusion machines have gained traction across various industries due to their high speed, bulk production advantage, greater flexibility, easy to operate process, and excellent production quality.

### Plastic Extrusion Machines Market Trends

The escalating demand for extruded plastic products from numerous end use sectors, such as consumer goods, packaging, automotive, and construction, represents the primary factor driving the market growth. Additionally, there has been a significant shift toward automated plastic processing and manufacturing to enhance productivity and efficiency, thereby increasing the demand for plastic extrusion machines. Along with this, the growing awareness regarding the benefits of the plastic extrusion process for manufacturing fixed cross-sectional products with high accuracy is augmenting the product demand.

Besides this, the rising integration of plastic extrusion machines with advanced technologies, such as artificial intelligence (AI), is catalyzing the market growth. Furthermore, several leading manufacturers are focusing on the development of innovative product variants with improved quality and energy efficiency. For instance, Japan Steel Works, Ltd. Other factors, including the rising investments in the industrial sector, technological advancements, extensive research and development (R&D) activities, and increasing sales of consumer goods, are also creating a positive market outlook.

Source: <https://www.imarcgroup.com/plastic-extrusion-machines-market#:~:text=The%20global%20plastic%20extrusion%20machines%20market%20was%20valued%20at%20US,4.70%25%20during%202022%2D2027>

## Plastic Extrusion Machine Market Dynamics

### Growing Awareness about Plastic Extrusion Machine

The growth of the plastic extrusion machine market is fueled by an increase in global awareness about energy conservation. As a result, producers of plastic extrusion machines are increasingly focusing on providing efficient and dependable twin-screw plastic extrusion machines to fuel market growth. In addition, the global plastic extrusion machine market is expected to grow due to higher manufacturing rates and rapid production through plastic extrusion.

### Advancement in Plastic Extrusion Machine

A rise in consumer interest in producing energy-efficient, innovative blown film extrusion for the market is driving market growth across the globe. Plastic extrusion machines for building and construction applications are being offered by major firms such as China National Chemical Corporation Ltd., UNION Officine Meccaniche SpA, and others. In addition, plastic extrusion is used to make a variety of plastic goods utilized in the industrial sector. This factor has contributed significantly to the growth of the global plastic extrusion machine market. In the global plastic extrusion machine market, wire insulations have merged as a prominent product.

### Growing Adoption of Product among Several Industries

In recent years, plastics have become an indispensable component of production and packaging. The packaging industry's increased demand for plastics propels the market forward. Plastics processing gains a boost in demand across packaging sectors as a result of toxin resistant and pollutant-free elements, pushing the worldwide plastics processing machinery market. In addition, manufacturers in the automotive industry have a great chance to launch revolutionary plastic goods that are being developed to suit consumer demand for fuel-efficient and high-performance lightweight automobiles. During the forecast period, the oil and gas and construction industries are expected to drive up demand for plastic extrusion machines.

Source: <https://www.maximizemarketresearch.com/market-report/global-plastic-extrusion-machine-market/30066/>

### Indian Plastics Processing Industry Overview (2021-22)

- Plastics Processing Industry is robust and has potential to become significant part of
- India's manufacturing economy as in industrialized countries like Germany, Italy, France,
- USA, Canada, Japan, China, Taiwan, South Korea.
- More than 2 lakh core machines are presently in operation producing various products
- adopting processes like Injection Moulding, Extrusion and Blow Moulding etc.,
- The machinery market is growing @ 8.5% over the last 4 years.
- Processing Machinery Exported to over 50 countries
- Machinery Building activity remains quite labour intensive, while being highly technical.
- Industry employs different skill levels from the various strata of the society.
- There are 20+ major manufacturers of machinery and nearly 300+ small & medium
- manufacturers
- All Electric Injection Molding Machine is growing in the recent years. The application
- Segment includes Medical, Packaging, Electrical & Electronics.

Source: Industry Estimate /PMMAI

### Core Processing Machinery Additions Last 4 Years

Description	No. of Machines					4 Years CAGR
	2017-18	2018-19	2019-20	2020-21	2021-22	
Injection Moulding	7,560	9,650	8,350	8,600	10,050	7.4%
Extrusion	2,400	2,950	3,100	3,200	3,700	11.4%
Blow Moulding	650	775	700	900	950	10.0%
<b>Total</b>	<b>10,610</b>	<b>13,375</b>	<b>12,150</b>	<b>12,700</b>	<b>14,700</b>	<b>8.5%</b>

Description	Investment in INR Crores					4 Years CAGR
	2017-18	2018-19	2019-20	2020-21	2021-22	
Injection Moulding	2,450	3,450	2,950	2,500	3,625	10.3%
Extrusion	2,300	2,850	3,625	3745	5,690	25.4%
Blow Moulding	425	500	490	630	640	10.7%
<b>Total</b>	<b>5,175</b>	<b>6,800</b>	<b>7,065</b>	<b>6875</b>	<b>9,955</b>	<b>17.8%</b>

Source: <https://www.plastindia.org/plastic-industry-status-report>

Source: Industry Estimate/PMMAI

### Plastics Machinery Projections

Description	No. of Machines				4 Years CAGR
	2022-23(E)	2023-24 (E)	2024-25 (E)	2025-26 (E)	
Injection Moulding	10,800	11,750	12,650	13,700	8.1%
Extrusion	3,950	4,200	4,450	4,700	6.2%
Blow Moulding	1,000	1,080	1,150	1,200	6.0%
<b>Total</b>	<b>15,750</b>	<b>17,030</b>	<b>18,250</b>	<b>19,600</b>	<b>7.5%</b>

Description	Investment (in INR Crores)				4 Years CAGR
	2022-23(E)	2023-24 (E)	2024-25 (E)	2025-26 (E)	
Injection Moulding	4,000	4,400	4,850	5,350	10.20%
Extrusion	6,150	6,650	7,200	7,800	8.2%
Blow Moulding	690	750	800	870	8.0%
<b>Total</b>	<b>10,840</b>	<b>11,800</b>	<b>12,850</b>	<b>14,020</b>	<b>8.9%</b>

Source : <https://www.plastindia.org/plastic-industry-status-report>

Source : Industry Estimate/PMMAI

### About Rajoo Engineers Limited

We are one of the leading plastic extrusion machinery manufacturers in India, with nearly 35 years of excellence in extrusion in the industry. Based in Rajkot Rajoo Engineers Limited had made a modest beginning in 1986 and has emerged as an undisputed global player in blown film, sheet extrusion lines, Thermoformers and Extrusion Coating and Laminating Lines.

Owing to its focused efforts in blown film and sheet extrusion lines, the Company enjoys premium market position in this segment. Being a technology driven Company, product innovations, world-class quality, state-of-the-art workmanship, increased energy efficiency and high levels of sophistication and automation have become the hallmark of Rajoo products during all these years, positioning the Company's products on

a global platform, competing with the established world leaders. With representations in many countries of the world and customers in over 70 countries, the Company's exports have multiplied after its debut in the international market in 1990. The Company unveiled Extrusion Coating and Lamination machine as post extrusion process to substitute conventional adhesive lamination process for producing laminate for various packaging applications. our expert has multiplied since debuting in the international market in 1990.

### Strong & Diverse Product Portfolio

- LAMINA –E - India's first mono & multi-layer EVA/POE sheet
- PentaFoil<sup>®</sup> - New generation 5 - layer blownfilm line
- FOILEX – Monolayer Blown Film Lines
- AQUAFLEX - Downward Extrusion Blown Film Lines
- LABEX - Lab Extrusion Equipment
- MULTIFOIL- Multilayer Blown Film Lines
- LAMINA - Mono & multilayer sheet lines
- HEPTAFOIL - Seven-layer Co-Extruded Blown Film Lines
- LAMEX - Extrusion Coating & Lamination Lines
- DISPOCON - Thermoforming, Foam Vacuum Forming

### Achievement during the Year

- **Mrs. Khushboo Chandrakant Doshi, Managing Director of the Company has been awarded the "Women Entrepreneur of the Year Award - Manufacturing sector at the India SME Excellence Awards.**
  - ✓ Award function was held on 25th March 2023, at 10 am, at Hotel Sofitel, BKC, Mumbai.
  - ✓ Shri Narayan Rane - Hon'ble Union Minister of MSME presented the award
  - ✓ Other notable dignitaries at the event were Shri Ramesh Bais - Hon'ble Governor of Maharashtra, Shri S. N. Subrahmanyam - CEO & Managing Director, Larsen & Toubro Limited and Shri Shashikiran Shetty Chairman & MD, Allcargo & Gati Ltd
- **Entered into new era of solar cell manufacturers – launched LAMINA –E, India's first mono & multi-layer EVA/POE sheet line for producing encapsulant sheets for solar cells.**
  - ✓ Marking its foray into renewable energy sector and move that would save country precious foreign exchange and empower solar panel manufacturers
  - ✓ Sheet extrusion lines comes with an output range of 300 to 900 kg/hr with width of 1,300 - 3,000 mm and thickness range of 0.30 – 0.90 mm
  - ✓ Line is equipped with fully automatic and continuous gravimetric feeding system and has energy efficient extruders with universal barrier screws.
- **On 9th September 2022 Rajoo Engineers organized an in-person open house to launch their new product - PentaFoil<sup>®</sup> - POD - the new generation 5-layer blownfilm line**
  - ✓ This event was hugely successful; attended by more than 500 participants from India and abroad

- ✓ It incorporates reLEX 4.0 Extruders, leading to 27% increased output
- ✓ It is Industry 4.0 compliant with remote diagnostics and support through Smart Glasses
- ✓ Applications of the new product: Lamination grade film for flexible Packaging, Shrink Films, liquid packaging films etc
- **On 27th September 2022, a virtual open-house was also carried out and attended by more than 200 participants and nearly 50 from overseas**

### Strategic Partnerships

- **Kohli Industries** – Alliance between Rajoo Engineers and Kohli Industries has changed the market dynamics for Extrusion Coating and Lamination Machines. The alliance created between Rajoo Engineer and Kohli Industries (leaders in rotogravure printing and laminating machines) for the flexible packaging industry, has comprehended the industry need and both companies joined hands to create a formidable alliance and are now supplying one of the most advanced and versatile Extrusion Coating and Lamination machines.
- **Bausano & Figli, Italy** - Joint Venture with Bausano & Figli, Italy for plastic pipe manufacturing machines, granulation machines and WPC extrusion machines in India since 2011
- **Wonderpack, India** – Merger of Wonderpack with Rajoo. A unified approach for benefit of thermoforming industry since 2010

### FINANCIAL OVERVIEW

The financial performance of the Company for the year ended March 31st, 2023, is as follows:

Total revenue from operations at Rs. Rs. 159.79 crore in FY23, as against Rs. 172.04 crore in FY22, a YoY decrease of 7.13%, due to decrease in export dispatches. There has been tremendous shortage of USD currency in financial systems in some African countries. Our customers in these countries are not able to open LCs or remit the balance pre-dispatch payments due to which, at the end of the year some machines were ready but waiting for dispatch against their orders

EBITDA (excluding Other Income) was at Rs. 13.99 crore in FY23 as against Rs. 20.91 crore in FY22, decrease of 33.11% YoY due to due to some significant expenditure on sales promotions, exhibitions and some amount of R&D spend.

Profit after Tax was Rs. 10.02 crore in FY23 compared to Rs. 14.80 crore in FY22, YoY decrease of 32.31%.

Basic EPS stood at Rs. 1.63 in FY23 as compared to Rs. 2.40 in FY22

### RESOURCES AND LIQUIDITY

As on March 31, 2023, the Consolidated Networth stood at Rs. 102.44 crore and the total debt was at Rs. 1.52 crore.

The cash and cash equivalents at the end of March 31, 2023, were Rs. 0.14 crore.

The net debt to equity ratio of the Company stood at 0.01 as on March 31, 2023.

## SEGMENT WISE BUSINESS PERFORMANCE

The Company is operating in one segment only i.e. Plastic extrusion machines specifically film, thermoforming and sheet extrusion. As compared to other players in this segment, Company continues to be among the top performers in terms of growth in sales and profits and market share.

## RISKS AND CONCERNS

Like every business, the Company faces risks, both internal and external, in the undertaking of its day-to-day operations and in pursuit of its longer-term objectives. A detailed policy drawn up and dedicated risk workshops are conducted for each business vertical and key support functions wherein risks are identified, assessed, analyzed and accepted / mitigated to an acceptable level within the risk appetite of the organization. The risk registers are also reviewed from time to time.

The Company faces the following Risks and Concerns

### Credit Risk

To manage its credit exposure, Rajoo has determined a credit policy with credit limit requests and approval procedures. Company does its own research of client's financial health and project prospects before bidding for a project. Timely and rigorous process is followed up with clients for payments as per schedule. The Company has suitably streamlined the process to develop a focused and aggressive receivables management system to ensure timely collections.

### Interest Rate Risk

The Company has judiciously managed the debt-equity ratio. It has been using a mix of loans and internal cash accruals. The Company has well managed the working capital to reduce the overall interest cost.

### Competition Risk

This risk arises from more players wanting a share in the same pie. Like in most other industries, opportunity brings with itself competition. We face different levels of competition in each segment, from domestic as well as multinational companies. The Company has created strong differentiators in project execution, quality and delivery which make it resilient to competition. Furthermore, the Company continues to invest in technology and its people to remain ahead of the curve. A strong, stable client base consisting of large and mid-sized corporations further helps to insulate the Company from this risk. We counter this risk with the quality of our infrastructure, our customer-centric approach and our ability to innovate customer specific solutions, focusing on pricing and aggressive marketing strategy, disciplined project executions, coupled with prudent financial and human resources management and better control over costs. Thus, we do not expect to be significantly affected by this risk.

### Input Cost Risk

Our profitability and cost effectiveness may be affected due to change in the prices of raw materials, power and other input costs. Some of the risks that are potentially significant in nature and need careful monitoring are Raw Materials prices, availability of Power etc.

### Liability Risk

This risk refers to our liability arising from any damage to cargo, equipment, life and third parties which may adversely affect our business. The Company attempts to mitigate this risk through contractual obligations and insurance policies.

## OPPORTUNITIES

### Technology Trends

- Innovation in raw materials such as Nano-composite reinforcing agents and bio-degradable polymers
- Plastics are replacing wood, metals, natural rubber and other expensive engineered plastics

### Regulatory Trends

- Increasing emphasis on safe, odour-free, sustainable and green materials
- Stringent CO2 emissions regulations and guidelines especially in automotive industry

### Raw Material Trends

- The fluctuation in the price of crude oil or natural gas has an impact on plastic industry
- Plastic additives market to register highest growth in packaging and automotive applications

### Application Trends

- Increasing demand for lightweight materials replacing glass, rubber and wood in numerous applications is driving plastics market
- Replacement of heavy metals in dyes and pigments applications by plastics

### Supplier Power

- Factors such as presence of few supplier and large number of buyers are leading to greater supplier power
- Multiple plastics applications have spurred higher product variety demand

## THREATS

- Competition from local and multinational players
- Execution risk
- Regulatory changes
- Credit squeeze on lending by NBFCs
- Input Cost risk
- Attraction and retention of human capital
- Technological Advancements

The most critical, challenges that Indian plastic industry is facing today is the “image of plastics” and unmindful ban on some plastic products in some states in India. Some of the myths perpetuated about plastics are

- Feared as being toxic
- Maybe harmful to the soil
- Could cause acid rain
- Is not environment friendly
- Has high carbon foot print

### **INTERNAL CONTROL SYSTEMS AND ADEQUACY**

The Company implemented proper and adequate systems of internal control to ensure that all assets are safeguarded and protected against loss from any unauthorized use or disposition and all transactions are authorized, recorded and reported correctly. The Company also implemented effective systems for achieving highest level of efficiency in operations, to achieve optimum and effective utilization of resources, monitoring thereof and the compliance with provisions all laws including the Companies Act, 2013, Listing Agreement, directions issued by the Securities and Exchange Board of India, labour laws, tax laws etc. It also aimed at improvement in financial management, and investment policy. The System ensures appropriate information flow to facilitate effective monitoring. The internal audit system also ensures formation and implementation of corporate policies for financial reporting, accounting, information security, project appraisal, and corporate governance. A qualified and independent Audit Committee of the Board of Directors also reviews the internal control system and its impacts on improvement of overall performance of the Company.

### **HUMAN RESOURCES**

The Company's HR philosophy is to establish and build a high performing organization, where everyone is motivated to perform to the fullest capacity; to contribute to developing and achieving individual excellence and departmental objectives and continuously improve performance to realize the full potential of our personnel. As on March 31, 2023, Company is giving direct employment to 288 employees. Industrial relations are cordial and satisfactory.

### **OUTLOOK**

The future of the plastic extrusion sector looks promising. Extruding plastic includes melting raw materials and moulding them into the desired shape, and is a commonly used manufacturing method. The method is flexible and can be applied to produce a variety of goods, including as pipes, tubes, profiles, films, and sheets. Plastic extrusion industry is expanding as a result of the rising demand for plastic products across a variety of sectors, including construction, automotive, healthcare, and packaging. According to a report by Grand View Research, the size of the worldwide plastic extrusion market is anticipated to reach USD 11.08 billion by 2028, expanding at a CAGR of 5.6% over the forecast period (2021-2028).

The market for products made of plastic extrusion is anticipated to increase as lightweight, fuel-efficient vehicles and energy-efficient buildings become more popular. The demand for items made of plastic

extrusion is also anticipated to rise as a result of the expanding usage of plastic products in the healthcare sector, notably for medical equipment and devices.

The plastic extrusion sector does, however, also have issues with environmental sustainability. As a major source of plastic waste and pollution, the business is under increasing pressure to adopt sustainable practises and lessen its environmental impact. In order to meet this problem, the industry is creating new goods and procedures that make use of recycled materials and reduce waste.

The growing demand for plastic products and the industry's response to the issues of environmental sustainability are driving the overall expansion of the plastic extrusion sector in the next years. Businesses who can implement these trends and sustainable practises will probably succeed in the market.

At Rajoo, we are pleased to inform you that, we have received high value order of Rs. 31 Crores from one of the leading manufacturers of farm machinery & equipment based out of Europe. This is one of the highest value order ever in the history of the Company. This prestigious order is for our cutting edge blown film line machine which is used to manufacture silo bags as per need and requirement of the Customer.

We also entered into new era of solar cell manufacturers where we launched LAMINA –E, India's first mono & multi-layer EVA/POE sheet line for producing encapsulant sheets for solar cells. A move that would save the country precious foreign exchange and empower solar panel manufacturers and also make a difference to India's energy programme and India's journey towards energy Independence by 2047. We also launched the PentaFoil<sup>®</sup>-POD-the new generation 5-layer blown film line as it incorporates reLEX 4.0 Extruders, leading to 27% increased output.

We are aware about the headwinds and the challenges that we faced. We are being nimble footed and agile with our business strategy and focusing on making ourselves better to create a strong & sustainable business. One step that we have taken towards to focus on enhancing the features of existing products and have emerged to become first player in India to offer advanced products with higher output and more energy efficient. We believe that this is just one-step towards the right direction and will continue to work hard & strive to build a robust business and aiming to reach newer heights.

**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**

Sr No.	Particulars	FY 2022-23	FY 2021-22	Variance	Detailed Explanations There of
1	Debtors Turnover (times)	15.08	21.44	-29.66%	There is fall in this ratio due to fall in turnover during the year
2	Inventory Turnover	2.93	3.21	-8.72%	-
3	Interest Coverage Ratio	51.42	74.16	-30.66%	There is a fall in this ratio due to a fall in profit for the current year.
4	Current Ratio (times)	1.97	2.09	-5.45%	-
5	Debt Equity Ratio (times)	0.02	0.003	539.23%	There is rise in this ratio on account of rise in overall debt during current year
6	Operating Profit Margin (%)	19.28%	28.70%	-32.82%	There is a fall in this ratio due to a fall in profit for the current year.
7	Net Profit Margin (%)	6.36%	8.82%	-27.88%	There is fall in this ratio due to lower profit for the current year
8	Return on Net Worth	9.78%	15.77%	-37.98%	There is fall in this ratio due to lower profit for the current year

## REPORT ON CORPORATE GOVERNANCE

(Chapter IV read with Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)

### RAJOO'S PHILOSOPHY ON CORPORATE GOVERNANCE

The fundamental principle of Corporate Governance is achieving sustained growth ethically and in the best interest of all stakeholders. It is not a mere compliance of laws, rules and regulations, but a commitment to values, best management practices and adherence to the highest ethical principles in all its dealings, to achieve the objects of the Company, enhance stakeholder value and discharge its social responsibility.

The Company has a strong legacy of fair, transparent and ethical governance practices and it believes that good Corporate Governance is essential for achieving long term corporate goals and to enhance stakeholders' value. In this pursuit, the Company's philosophy on the Code of Governance is based on the belief that effective Corporate Governance practices constitute a strong foundation on which successful commercial enterprises are built to last. Good Corporate Governance is indispensable to resilient and vibrant capital markets and is, therefore, an important instrument of investor protection. As a good corporate citizen, the Company lays great emphasis on a corporate culture of conscience, integrity, fairness, transparency, accountability and responsibility for efficient and ethical conduct of its business.

### BOARD OF DIRECTORS

#### GOVERNANCE STRUCTURE

The Corporate Governance structure at Rajoo is as follows:

**BOARD OF DIRECTORS** : The Board is entrusted with an ultimate responsibility of the Management, compliances, directions and performance of the Company. As its primary role is fiduciary in nature, the Board provides leadership, strategic guidance, objective and independent view to the Company's management while discharging its responsibilities, thus ensuring that the management adheres to ethics, transparency and disclosures.

**COMMITTEE OF THE BOARD:** The Board has constituted the following Committees viz, Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility (CSR) Committee, Stakeholders' Relationship Committee. Each of the said Committees has been mandated to operate within a given framework.

#### COMPOSITION AND CATEGORY OF DIRECTORS

The Board is broad-based and consists of eminent individuals from Industrial, Managerial, Technical, Financial and Marketing background. The Company is managed by the Board of Directors in co-ordination with the Senior Management team. The composition and strength of the Board is reviewed from time to time for ensuring that it remains aligned with statutory as well as business requirements.

i. As of March 31, 2023, our Board had four Executive Directors and four Non-Executive Independent Directors. The Chairman and Managing Directors of the Board are Promoter Directors. Executive Director is a Professional. The profiles of the Directors can be found on <https://www.rajoo.com/thecorporate.html#sec4>. The composition of the Board is in conformity with Regulation 17 of the SEBI Listing Regulations read with Section 149 of the Companies Act, 2013.

ii. None of the Directors on the Board holds directorships in more than ten public companies. None of the Independent Directors serves as an independent director on more than seven listed entities. Necessary disclosures regarding Committee positions in other public companies as on March 31, 2023 have been made by the Directors.

iii. Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act along with rules framed thereunder. In terms of Regulation 25(8) of SEBI Listing Regulations, they have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations and that they are independent of the management.

iv. Ten Board Meetings were held during the year under review. The dates and notices along with detailed agenda were fixed / issued well in advance in compliance with the Secretarial Standards. The necessary quorums were present for all the meetings. The maximum interval between any two meetings did not exceed 120 days.

The said meetings were held on

April 22, 2022, May 14, 2022, July 04, 2022, July 29, 2022, August 12, 2022, August 27, 2022, September 24, 2022, September 29, 2022, November 05, 2022 and February 13, 2023.

v. The names, categories of the Directors on the Board, their shareholding, attendance at the last Annual General Meeting ("AGM"), name of other listed entities in which the Director is a director and the number of Directorships and Committee Chairmanships / Memberships held by them in other public limited companies as on March 31, 2023 are given herein below. Other directorships do not include directorships of private limited companies, foreign companies and companies registered under Section 8 of the Act. Further, none of them is a member of more than ten committees or chairman of more than five committees across all the public companies in which he/she is a Director. For the purpose of determination of limit of the Board Committees, chairpersonship and membership of the Audit Committee and Stakeholders' Relationship Committee has been considered as per Regulation 26(1)(b) of SEBI Listing Regulations.

Name of the Director	Category	Number of Directorship in other Public Limited Companies	Name of Listed Company and Designation of Director	Number of Committee position held in other public Limited Companies		Attendance at last AGM held on September 24, 2022	No. of Shares held as on March 31, 2023
				Chairman	Member		
Mr. Rajesh N. Doshi (DIN: 00026140)	Executive Director and Chairman	1	-	-	-	Yes	74,53,640
Ms. Khushboo C. Doshi (DIN: 00025581)	Executive Managing Director	-	-	-	-	Yes	48,67,042
Mr. Sunil B. Jain (DIN: 00043541)	Executive Director	-	-	-	-	Yes	17,150

Name of the Director	Category	Number of Directorship in other Public Limited Companies	Name of Listed Company and Designation of Director	Number of Committee position held in other public Limited Companies		Attendance at last AGM held on September 24, 2022	No. of Shares held as on March 31, 2023
				Chairman	Member		
Mr. Utsav K. Doshi (DIN: 00174486)	Executive Joint Managing Director	-	-	-	-	Yes	29,19,372
Mr. Kirit R. Vachhani (DIN: 07113088)	Independent Director	1	Essen Speciality Films Limited - Independent Non-executive	1	2	Yes	6,500
Mr. Laxman R. Ajagiya (DIN: 07517935)	Independent Director	-	-	-	-	Yes	10,650
Mr. Ramesh A. Shah <sup>1</sup> (DIN: 00031928)	Independent Director	-	-	-	-	Yes	-
Mr. Rajendra G. Vaja <sup>2</sup> (DIN: 05264701)	Independent Director	-	-	-	-	NA	-
Mr. Pratik R. Kothari <sup>3</sup> (DIN: 03550736)	Independent Director	1	Essen Speciality Films Limited - Independent Non-executive	1	2	2	10,560
Dr. Shital B. Badshah <sup>3</sup> (DIN: 10039677)	Independent Director	1	Essen Speciality Films Limited - Independent Non-executive	1	2	2	-

**Notes:**

1. Mr. Ramesh Amrutlal Shah resigned as an Independent Director due to with effect from February 02, 2023.
2. Mr. Rajendra Gokalbhahi Vaja resigned as an Independent Director with effect from January 28, 2023.
3. Mr. Pratik Rajendrabhai Kothari and Dr. Shital Bharatkumar Badshah were appointed as an Additional Director (Independent) of the Company, by Board of Directors, whose appointments were regularized and approved by members in Extra-ordinary General Meeting held on May 05, 2023, for a term of 5 years with effect from February 13, 2023 to February 12, 2028.

Mr. Rajendra Gokalbhahi Vaja vide his resignation letter dated January 28, 2023 and Mr. Ramesh Amrutlal Shah vide his resignation letter dated February 02, 2023 resigned due to advancing age and related health Issue.

None of the Directors are related to each other.

The Board of Directors of the Company has opinion and confirmed that the Independent Directors of the Company fulfill the conditions mentioned under section 149(6) of the Companies Act, 2013 and regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Companies Act, 2013 read with relevant Rules made thereunder, facilitates the participation of Director in the Board/Committee meeting through video conferencing or other audio mode. However none of the Directors have availed such a facility.

During FY 2022-23, information as mentioned in Part A of Schedule II of the SEBI Listing Regulations, has been placed before the Board for its consideration.

Terms and Conditions of Independent directors' appointment are available in Company's website at <http://www.rajoo.com/investorszone.html>

vi. In compliance with the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, separate meeting of Independent Directors of the Company, without the attendance of Non-Independent Directors and members of management, was held on February 13, 2023 to review the performance of Non-Independent Directors and the Board as a whole; to review the performance of the Chairman of the Company and Assess the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform its duties as required under Schedule IV of the Companies Act, 2013 and Listing Regulations. The meeting was attended by all the Independent Directors.

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

Name of the Director	Expertise in specific functional area
Mr. Rajesh N. Doshi	Entrepreneur, Business and Corporate Planning and Strategy. Experience in managing companies and associations including general management
Ms. Khushboo C. Doshi	Marketing, Advertising and Media. Experience in human resources and communication.
Mr. Sunil B. Jain	Experience in the field of flexible packaging and international marketing.
Mr. Utsav K. Doshi	Expertise in the field of science and technology given the Company's focus on research and innovation as well as knowledge in the field of Information Technology and digitalisation.
Mr. Ramesh A. Shah	Relevant experience and knowledge in the matters of Safety and Corporate Social Responsibility including environment, sustainability, community and values. Having multiple geography and cross-cultural experience.
Mr. Rajendra G. Vaja	Expertise in Finance, Banking, monitoring of control systems and corporate restructuring.

Name of the Director	Expertise in specific functional area
Mr. Kirit R. Vachhani	Expertise in Finance, Capital Markets, Investment Banking and Corporate Banking.
Mr. Laxman R. Ajagiya	Expertise in fund mobilization, investments, evaluation of mergers and acquisitions, strategic planning and capital structuring.
Mr. Pratik R. Kothari	Expertise in commerce and finance with having vast experience of 15 years in plastic industry with manufacturing of flexible packaging and trading of polymer, chemicals and ink. With depth knowledge of polymer processing, technology and converting, he also associated to many processing house.
Dr. Shital B. Badshah	Expertise in Leadership coaching/training and Human Resource Management

#### COMMITTEES OF THE BOARD:

There are Four Board Committees as on March 31, 2023 are as follows

Name of the Committee	Extract of Terms of Reference	Category and Composition		Other Details
		Name	Category	
Audit Committee	<p>Committee is constituted in line with the provisions of Regulation 18 of SEBI Listing Regulations, read with Section 177 of the Companies Act.</p> <ul style="list-style-type: none"> <li>Oversight of financial reporting process.</li> <li>Reviewing with the management, the annual financial statements and auditors' report thereon before submission to the board for approval.</li> <li>Evaluation of internal financial controls and risk management systems.</li> <li>Recommendation for appointment, remuneration and terms of appointment of auditors of the Company.</li> <li>Approve policies in relation to the implementation of the Insider Trading Code and to supervise</li> </ul>	Kirit R. Vachhani (Chairperson)	Independent, Non-Executive	<ul style="list-style-type: none"> <li>Committee invites such of the executives, as it considers appropriate (particularly the head of the finance function), representatives of the statutory auditors, cost auditor and internal auditors to be present at its meetings.</li> <li>The meetings of Audit Committee are also invites as special invitees, Chief Financial Officer and Internal Auditor. The Company Secretary acts as the Secretary to the audit committee.</li> <li>Quarterly Reports are sent to the members of the Committee on matters relating to the Insider Trading Code.</li> </ul>
		Laxman R. Ajagiya	Independent, Non-Executive	
		Pratik R. Kothari	Independent, Non-Executive	
		Shital B. Badshah	Independent, Non-Executive	
		Company Secretary acts as the Secretary to the Audit Committee.		

Name of the Committee	Extract of Terms of Reference	Category and Composition		Other Details
		Name	Category	
	<p>implementation of the same.</p> <ul style="list-style-type: none"> <li>Reviewing, with the management, the quarterly financial statements before submission to the board for approval</li> <li>Reviewing, approving or subsequently modifying any Related Party Transactions in accordance with the Related Party Transaction Policy of the Company</li> <li>Reviewing and monitoring the auditor's independence and performance and effectiveness of audit process</li> </ul>			<ul style="list-style-type: none"> <li>The minutes of each Audit Committee meeting are placed in the next meeting of the Board.</li> <li>The previous AGM of the Company was held on September 24, 2022 and was attended by Mr. Kirit Vachhani, Chairman of the Audit Committee.</li> </ul>

Name of the Committee	Extract of Terms of Reference	Category and Composition		
		Name	Category	
Stakeholders' Relationship Committee	<p>Committee is constituted in line with the provisions of Regulation 20 of SEBI Listing Regulations read with section 178 of the Act.</p> <ul style="list-style-type: none"> <li>Consider and resolve the grievances of security holders.</li> <li>Consider and approve issue of share certificates, transfer and transmission of securities, etc.</li> <li>Evaluating performance and service standards of Registrar and Share Transfer Agent of the Company.</li> <li>Recommend methods to upgrade the standard of services to investor.</li> </ul>	<p>Pratik R. Kothari (Chairperson)</p> <p>Kirit R. Vachhani</p> <p>Laxman R. Ajagiya</p> <p>Shital B. Badshah</p>	<p>Independent, Non-Executive</p> <p>Independent, Non-Executive</p> <p>Independent, Non-Executive</p> <p>Independent, Non-Executive</p>	<ul style="list-style-type: none"> <li>The Committee specifically redressed the shareholders' grievances pertaining to share transfers, non-receipts of annual reports, non-receipt of declared dividend and other allied complaints.</li> <li>During 2022-23, no/NIL complaint was received.</li> <li>Nil complaint was pending as on March 31, 2023.</li> <li>Nil number of complaints was not solved to the satisfaction of shareholders.</li> </ul>
		Company Secretary acts as the Secretary to the Stakeholders' Relationship Committee		

### Name, designation and address of Compliance Officer

Mr. Rohit Sojitra  
 Compliance Officer (w.e.f. July 04, 2022)  
 Rajoo Avenue, Survey No. 210, Plot No. 1,  
 Industrial Area,  
 Veraval (Shapar) Dist: Rajkot – 360 024  
 Ph. No.: +91 97129 52701/97129 62704/97129 32706

The Company's dedicated e-mail address for Investors' Complaints and other communications is compliances@rajoo.com

Name of the Committee	Extract of Terms of Reference	Category and Composition		Other Details
		Name	Category	
Corporate Social Responsibility Committee	<p>Committee is constituted in line with the provisions of Section 135 of the Act.</p> <ul style="list-style-type: none"> <li>Formulate and recommend to the board, a CSR Policy indicating the activities to be undertaken by the Company as specified in Schedule VII of the Act.</li> <li>Recommend the amount of expenditure to be incurred on the activities mentioned in the CSR Policy.</li> <li>Monitor the CSR Policy.</li> </ul>	<p>Khushboo C. Doshi (Chairperson)</p> <p>Rajesh N. Doshi</p> <p>Shital B. Badshah</p>	<p>Managing Director</p> <p>Executive Director</p> <p>Independent, Non-executive Director</p>	<ul style="list-style-type: none"> <li>The CSR Charter and the CSR Policy of the Company is available on our website, <a href="http://www.rajoo.com/csr.html">http://www.rajoo.com/csr.html</a></li> <li>The CSR report for the year ended March 31, 2023 is attached as <b>Annexure II</b> to the Directors' Report.</li> </ul>
		Company Secretary acts as the Secretary to the Stakeholders' Relationship Committee		

Name of the Committee	Extract of Terms of Reference	Category and Composition		Other Details
		Name	Category	
Nomination and Remuneration Committee	<p>Committee is constituted in line with the provisions of Regulation 19 of SEBI Listing Regulations, read with Section 178 of the Act.</p> <ul style="list-style-type: none"> <li>Recommend to the Board the setup and composition of the Board and its committees.</li> <li>Recommend to the Board the Appointment/Re-appointment of Directors and Key Managerial Personnel.</li> </ul>	<p>Khushboo C. Doshi (Chairperson)</p> <p>Rajesh N. Doshi</p> <p>Shital B. Badshah</p>	<p>Managing Director</p> <p>Executive Director</p> <p>Independent, Non-executive Director</p>	<ul style="list-style-type: none"> <li>The company does not have any Employee Stock Option Scheme.</li> <li>Committee has conducted the Performance Evaluation of the Directors for the financial year 2022-23.</li> </ul>
		Company Secretary acts as the Secretary to the Stakeholders' Relationship Committee		

	<b>Extract of Terms of Reference</b>		
	<ul style="list-style-type: none"> <li>• Carry out evaluation of every director's performance and support the Board and Independent Directors in evaluation of the performance of the Board, its committees and individual directors.</li> <li>• Recommend to the Board the Remuneration Policy for directors, executive team or Key Managerial Personnel as well as the rest of employees</li> <li>• Oversee the Human Resource philosophy, Human Resource and People strategy and Human Resource practices including those for leadership development, rewards and recognition, talent management and succession planning.</li> </ul>		

### **Remuneration Policy**

Remuneration policy in the Company is designed to create a high performance culture. It enables the Company to attract, retain and motivate employees to achieve results. The remuneration policy supports such mobility through pay models that are compliant to local regulations. Annual increments are decided by the Nomination and Remuneration Committee within the salary scale approved by the members and are effective July 1, each year. The Remuneration policy is available on the website of the Company <https://www.rajoo.com/investorszone.html#sec1>

There were no pecuniary relationships or transactions of Non- Executive Director's vis-à-vis the Company. The criteria for making payments to the Non-Executive Directors is posted on website of the Company at <https://www.rajoo.com/investorszone.html#sec1> criteria-of-making-payments-to-non-executive-directors.pdf

### **Remuneration of Executive and Non-Executive Directors**

Non-Executive Directors are not paid sitting fees during FY 2022-23 and the sitting fees may be fixed from time to time by the Board on the recommendations of the Nomination and Remuneration Committee for attending the meetings of the Board/ Committee within the limits as prescribed under the Companies Act, 2013.

**REMUNERATION PAID TO EXECUTIVE DIRECTORS DURING 2022-23:**

**Amount in Lakhs**

Name of Director	Category	Salary Per Annum (incl. Pf)	Benefits Perquisites and allowances	Sitting Fees
Mr. Rajesh N. Doshi	Chairman & Executive Director	134.70	8.85	NIL
Mr. Sunil B. Jain	Executive Director	48.00	NIL	NIL
Ms. Khushboo C. Doshi	Managing Director	56.60	2.50	NIL
Mr. Utsav K. Doshi	Joint Managing Director	47.90	2.14	NIL
Mr. Kirit Vachhani	Non-Executive Independent Director	NIL	NIL	NIL
Mr. Laxman Ajagya	Non-Executive Independent Director	NIL	NIL	NIL
Mr. Ramesh A. Shah	Non-Executive Independent Director	NIL	NIL	NIL
Mr. Rajendra Vaja	Non-Executive Independent Director	NIL	NIL	NIL
Mr. Pratik R. Kothari	Non-Executive Independent Director	NIL	NIL	NIL
Mr. Shital B. Badshah	Non-Executive Independent Director	NIL	NIL	NIL
	<b>Total:</b>	<b>287.2</b>	<b>13.49</b>	<b>NIL</b>

**Board and Director evaluation and criteria for evaluation**

In terms of the requirement of the Act and the Listing Regulations, an annual performance evaluation of the Board is undertaken where the Board formally assesses its own performance with the aim to improve the effectiveness of the Board and the Committees. During the year under review, the Board has carried out an annual evaluation of its own performance, performance of the Directors, as well as the evaluation of the working of its Committees. The exercise was led by the Chairman of the Nomination and Remuneration Committee along with the Chairman of Board.

The Nomination and Remuneration Committee has defined the evaluation criteria, procedure and time schedule for the Performance Evaluation process for the Board, its Committees and Directors. The criteria for Evaluation of Board, Individual Directors and Committees include, inter alia, the following

Board Evaluation	Category and Composition	Other Details
<ul style="list-style-type: none"> <li>Board Structure - qualifications, experience and competencies</li> <li>Board Diversity</li> <li>Meetings – regularity, frequency, agenda, discussion and recording of minutes.</li> <li>Functions – strategy, governance, compliances, evaluation of risks, stakeholder value and responsibility, conflict of interest.</li> <li>Independence of management from the Board, access of and management to each other</li> <li>Succession plan and professional development.</li> </ul>	<ul style="list-style-type: none"> <li>Professional qualifications and experience</li> <li>Knowledge, skills and Competencies</li> <li>Fulfilment of functions, ability to function as a team</li> <li>Attendance</li> <li>Commitment, contribution, integrity and independence</li> </ul> <p>In addition to the above, the Chairman of the Board Meetings is also evaluated on key aspects of his role, including effectiveness of leadership and ability to steer Meetings, impartiality and ability to keep shareholders' interests in Mind.</p>	<ul style="list-style-type: none"> <li>Mandate and composition</li> <li>Effectiveness of the Committee</li> <li>Structure of the Committee</li> <li>Meetings – regularity, frequency, agenda, discussion and dissent, recording of minutes</li> <li>Independence of the Committee from the Board and contribution to decisions of the Board</li> </ul>
<p>The procedure followed for the performance evaluation of the Board, Committees and Directors is detailed in the Board's Report.</p>		

Details of attendance of Directors at the Board meetings and Committee meetings for the year ended March 31, 2023, are as under:

Asset	Board Meeting	Audit Committee	Nomination and Remuneration Committee	Stakeholders' Relationship Committee	Corporate Social Responsibility Committee
No. of Meetings held during FY 2022-23	10	8	6	2	3
Date of Meetings	April 22, 2022 May 14, 2022 July 04, 2022 July 29, 2022 August 12, 2022 August 27, 2022 Sept. 24, 2022 Sept. 29, 2022 Nov. 05, 2022 and Feb. 13, 2023	May 14, 2022 July 04, 2022 July 29, 2022 August 12, 2022 August 27, 2022 Sept. 29, 2022 Nov. 05, 2022 and Feb. 13, 2023	May 14, 2022 July 04, 2022 August 12, 2022 August 27, 2022 Sept. 29, 2022 and Nov. 05, 2022	May 14, 2022 and February 13, 2023	May 14, 2022 August 12, 2022 and Feb. 13, 2023
<b>Attendance of Directors</b>					
Mr. Rajesh N. Doshi	10	NA	NA	NA	3
Ms. Khushboo C. Doshi	10	NA	NA	NA	3
Mr. Sunil B. Jain	10	NA	NA	NA	NA
Mr. Utsav K. Doshi	10	NA	NA	NA	NA
Mr. Kirit R. Vachhani	10	8	6	2	NA
Mr. Laxman R. Ajagiya	10	8	6	2	NA
Mr. Ramesh A. Shah	9	7	5	1	2
Mr. Rajendra G. Vaja	7	6	4	0	NA
Mr. Pratik R. Kothari	NA	NA	NA	NA	NA
Dr. Shital B. Badshah	NA	NA	NA	NA	NA

#### IV. GENERAL BODY MEETINGS:

i. The details of the last three Annual General Meetings are as follows

Financial Year Ended	Date	Time	Venue
March 31, 2022	September 24, 2022	11:00 a.m.	Rajoo Avenue, Survey No. 210, Plot No. 1, Industrial Area, Veraval (Shapar), Dist. Rajkot - 360024, Gujarat, India
March 31, 2021	September 25, 2021	11:00 a.m.	Junagadh Road, Manavadar, Dist. Junagadh - 362630, Gujarat, India
March 31, 2020	September 30, 2020	11:00 a.m.	Junagadh - 362630, Gujarat, India

- I. During the year under review, no resolution was put through by Postal Ballot. Further, no special resolution is being proposed to be passed through Postal Ballot.

Details of Special Resolutions passed in the immediately preceding three AGMs:

AGM	Particulars of Special Resolutions passed thereat
35th	NIL
34th	<ul style="list-style-type: none"> <li>• Increase of remuneration of Mr. Rajesh N. Doshi for the period of 3 years.</li> <li>• Increase of remuneration of Ms. Khushboo C. Doshi for the period of 3 years.</li> <li>• Increase of remuneration of Mr. Utsav K. Doshi for the period of 3 years.</li> <li>• Increase of remuneration of Mr. Sunil Jain for the period of 3 years.</li> <li>• Re-appointment of Mr. R. N. Doshi, a "Chairman" of the Company for a period of five years w.e.f. June 01, 2021.</li> <li>• Appointment of Ms. Khushboo Chandrakant Doshi as the Managing Director of the Company for a period of five years commencing from June 01, 2021.</li> <li>• Appointment of Mr. Utsav Kishor Doshi as the Joint Managing Director of the Company for a period of five years commencing from June 01, 2021.</li> <li>• Reappointment of Mr. Sunil Jain as Whole Time Director (Executive Professional) of the Company for a period of five years commencing from July 01, 2021.</li> </ul>
33rd	<ul style="list-style-type: none"> <li>• Re-appointment of Laxman Rudabhai Ajagiya as Independent Director.</li> </ul>

#### Prevention of Insider Trading

Your company had adopted a Code of conduct as per SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time, in order to preserve the confidentiality and prevent misuse of unpublished price sensitive information. All Directors, Designated Employees who could have access to the Unpublished Price Sensitive Information of the Company are governed by this Code. The main object of the Code is to intimate all insiders a guideline, which they should follow in letter and spirit, while trading in target company's securities. During the year under review, the Company had made due compliance with SEBI (Prohibition of Insider trading) Regulations, 2015.

#### Certificate from CEO/CFO

The Managing Directors and the Chief Financial Officer have certified to the Board in accordance with Part B of Schedule II to the Listing Regulations pertaining to CEO/ CFO certification for the Financial Year ended March 31, 2023. (Annexure VI)

#### Means of Communication

AGM	Particulars of Special Resolutions passed thereat
Official News Releases and Presentations made to Institutional investor/analysts	All our news releases and presentations made at investor conferences and to analysts are posted on the Company's website at <a href="https://www.rajoo.com/investorszone.html#sec4">https://www.rajoo.com/investorszone.html#sec4</a>
Quarterly results	Our quarterly results are published in English language national daily newspapers such as Financial Express, Economic Times and Indian Express and in Gujarati language daily newspapers such as Navgujarat Samay and Financial Express
Website	The Company's website contains a dedicated section for Investors ( <a href="https://www.rajoo.com/investorszone.html#">https://www.rajoo.com/investorszone.html#</a> ), where annual reports, earnings press releases, stock exchange filings, quarterly results, and corporate governance policies are available, apart from the details about the Company, Board of Directors and Management.

## V. GENERAL SHAREHOLDER INFORMATION

**Registered Office:** Rajoo Avenue, Survey No. 210, Plot No.1 Industrial Area, Veraval Shapar- 360024, Rajkot, Gujarat.

**Corporate Identification Number (CIN):** L27100GJ1986PLC009212

### Annual General Meeting:

The 36th Annual General Meeting (AGM) of the Company will be held on Saturday, September 23, 2022, at 12:00 p.m. at registered office of the Company Rajoo Avenue, Survey No. 210, Plot No. 1, Industrial Area, Veraval (Shapar), Dist. Rajkot - 360024, Gujarat, India.

**Financial Year:** April 1, 2022 to March 31, 2023

**Dividend Payment Date:** On or before October 22, 2023

Details of Stock Exchanges where Listed

Stock Exchanges	ISIN	Stock/Script Code
BSE Ltd, Phiroze Jeejeebhoy Towers Dalal Street, Mumbai-400001	INE535F01024	522257
The annual listing fees for the financial year 2023-24 to BSE have been paid.		

### Market Information

Market price data: high, low during each month in F.Y. 2022-23:

Month	High (Rs.)	Low (Rs.)	Volume of shares traded (No.)
April-22	41.90	30.00	33,19,011
May-22	37.90	30.50	18,37,401
June-22	33.95	28.25	10,26,821
July-22	39.00	31.55	13,28,553
August-22	36.60	26.35	19,87,155
September-22	35.50	29.70	22,73,336
October-22	31.45	29.00	6,20,692
November-22	31.45	27.50	7,34,394
December-22	30.70	27.05	7,44,305
January-23	29.80	27.50	3,80,084
February-23	29.60	24.30	5,36,357
March-23	30.00	23.75	7,70,087

A performance chart showing share price of the company in comparison with BSE Sensex during the year 2022-23 is as below:

Month	RAJOOENG	Sensex
April-22	34.45	57,060.87
May-22	33.35	55,566.41
June-22	32.05	53,018.94
July-22	35.75	57,570.25
August-22	30.90	59,537.07
September-22	30.15	57,426.92
October-22	29.45	60,746.59
November-22	28.90	63,099.65
December-22	29.20	60,840.74
January-23	28.75	59,549.90
February-23	25.25	58,962.12
March-23	24.84	58,991.52

None of the securities of the Company are suspended from trading during the financial year 2022-23.

#### **REGISTRAR AND SHARE TRANSFER AGENT**

##### **Link Intime India Private Limited**

5th Floor, 506 to 508, Amarnath Business Centre-1  
(ABC-1), Besides Gala Business Centre,  
Nr. St. Xavier's College Corner,  
Off C G Road, Ellisbridge,  
Ahmedabad - 380006  
Tel No : 079 - 2646 5179  
E-mail id : ahmedabad@linkintime.co.in  
Website : www.linkintime.co.in

##### **Share Transfer System**

During the year, the share transfers which were received in physical form and for which documents were valid and complete in all respects, were processed and the share certificates were returned within the prescribed time from the date of receipt.

The transfers are normally processed within 10-12 days from the date of receipt, if the documents are complete in all respects. The Company Secretary has been empowered to approve the transfer of shares.

## DISTRIBUTION OF SHAREHOLDING:

### i. The Shareholding Pattern as on March 31, 2023:

Month	RAJOOENG	Sensex
Promoters	4,05,13,140	65.84
Institutional Investors:		
Mutual Funds	3,000	0.00
Non Institutional Investors:		
Resident Individuals	1,94,51,415	31.61
Hindu Undivided Family (HUF)	10,99,621	1.79
Non Resident Individuals	2,26,132	0.37
Bodies Corporate	2,03,966	0.33
Directors and their relatives	17,250	0.03
Body Corporate - Ltd Liability Partnership	5,991	0.01
Clearing Members	10,235	0.02
<b>Grand Total</b>	<b>6,15,30,750</b>	<b>100.00</b>

### i. Distribution of Shareholding as on March 31, 2023:

No. of Equity Share Held (Range)	No. of Share holders	Percentage to Total Shareholders	No. of shares held	Percentage to Total Shares held
0001 – 0500	25,665	82.10	24,14,601	3.92
0501 – 1000	3,054	9.77	27,71,960	4.51
1001 – 2000	1,201	3.84	20,03,524	3.26
2001 – 3000	384	1.23	10,13,739	1.65
3001 – 4000	201	0.64	7,38,216	1.20
4001 – 5000	187	0.60	9,07,984	1.48
5001 – 10000	287	0.92	21,85,493	3.55
Above 10000	281	0.90	4,94,95,233	80.44
<b>Total</b>	<b>31,260</b>	<b>100.00</b>	<b>6,15,30,750</b>	<b>100.00</b>

### Dematerialization of shares and liquidity

Effective April 01, 2021, SEBI has amended Regulation 40 of the Listing Regulations, which deals with transfer or transmission or transposition of securities. According to this amendment, the requests for effecting the transfer of listed securities shall not be processed unless the securities are held in dematerialised form with a Depository. Therefore, for effecting any transfer, the securities shall mandatorily be required to be in Demat form.

According to SEBI, this amendment will bring the following benefits:

- It shall curb fraud and manipulation risk in physical transfer of securities by unscrupulous entities.
- Transfer of securities only in demat form will improve ease, convenience and safety of transactions for investors.

### Bifurcation of shares held in Physical and Demat form as on March 31, 2023:

No. of Equity Share Held (Range)	No. of Share holders	Percentage to Total Shareholders
Physical Shares	23,47,010	3.81
Demat Shares		
NSDL	4,79,67,190	77.96
CDSL	1,12,16,550	18.23
Total:	6,15,30,750	100.00

## **OUTSTANDING GDRS/ADRS/WARRANTS OR ANY CONVERTIBLE INSTRUMENTS, CONVERSION DATE AND LIKELY IMPACT ON EQUITY**

The Company has not issued any GDRs/ADRs/Warrants or any convertible instruments in the past and hence, as on March 31, 2023, the Company does not have any outstanding GDRs/ADRs/Warrants or any convertible instruments.

## **COMMODITY PRICE RISK OR FOREIGN EXCHANGE RISK AND HEDGING ACTIVITIES**

Commodity price risk and hedging activities: The Company purchases a variety of commodities related to raw materials and finished products and the associated commodity price risks is managed through commercial negotiation with customers and suppliers. The Company does not have any exposure hedged through Commodity derivatives.

During the year, the Company has managed foreign exchange risk and hedged to the extent considered necessary. Net open exposures are reviewed regularly and covered through forward contracts and Packing Credits in Foreign Currency. The details of foreign currency exposure are disclosed in Note No. 28 to the Standalone Financial Statements.

## **PLANT LOCATIONS**

The Company has various offices in India and abroad. Details of these locations are available on our website at <https://www.rajoo.com/contactus.html#>

## **ADDRESS FOR CORRESPONDENCE**

Rajoo Avenue Survey No. 210,  
Plot No. 1, Industrial Area, Veraval (Shapar),  
Dist-Rajkot - 360 024, Gujarat, India.  
Contact: +91 97129 62704/ 52701/ 32706  
E-mail: [rel@rajoo.com](mailto:rel@rajoo.com)  
Website: [www.rajoo.com](http://www.rajoo.com)

## **CREDIT RATING**

Care Edge Rating has assigned the long-term rating to CARE A- (Stable) / CARE A2+ (Single A Minus; Outlook: Stable / A Two Plus) for Rs. 22.00 crores cash credit facility of Rajoo Engineers Limited (the company) as on December 02, 2022.

### IMPACT ON EQUITY

Name of the Committee	Extract of Terms of Reference	Category and Composition	Other Details
Related Party Transaction	Regulation 24 of the SEBI Listing Regulations	There are no material related party transactions during the year that have conflict with the interest of the Company. Transactions entered into with related parties during the financial year were in the ordinary course of business and at arms' length basis and were approved by the Audit Committee. The Board's approved policy for related party transactions is uploaded on the website of the Company.	<a href="https://www.rajoo.com/investorszone.html#sec8">https://www.rajoo.com/investorszone.html#sec8</a>
Vigil Mechanism / Whistle Blower Policy	Regulation 22 of SEBI Listing Regulations	Company has formulated Whistle Blower Policy for vigil mechanism of Directors and employees to report to the management about the unethical behavior, fraud or Violation of Company's code of conduct. The mechanism provides for adequate safeguards against victimization of employees and Directors who use such mechanism and makes provision for direct access to the Chairman of the Audit Committee in exceptional cases. None of the personnel of the Company have been denied access to the Audit Committee.	<a href="https://www.rajoo.com/investorszone.html#sec8">https://www.rajoo.com/investorszone.html#sec8</a>
Policy for determining Material Subsidiaries	Regulation 24 of the SEBI Listing Regulations.	The objective of this policy is to lay down criteria for identification and dealing with material subsidiaries and to formulate a governance framework for subsidiaries of the Company.	<a href="https://www.rajoo.com/investorszone.html#sec8">https://www.rajoo.com/investorszone.html#sec8</a>

## IMPACT ON EQUITY

Name of the Committee	Extract of Terms of Reference	Category and Composition	Other Details
Policy on Determination of Materiality for Disclosures	Regulation 30 of SEBI Listing Regulations	The Company has adopted a Policy on Determination of Materiality for Disclosures.	<a href="https://www.rajoo.com/investorszone.html#sec8">https://www.rajoo.com/investorszone.html#sec8</a>
Policy on Archival and Preservation of Documents	Regulation 9 of SEBI Listing Regulations	The Company has adopted a Policy on Archival and Preservation of Documents.	<a href="https://www.rajoo.com/investorszone.html#sec8">https://www.rajoo.com/investorszone.html#sec8</a>
Code of Conduct	Regulation 17 of the SEBI Listing Regulations	The members of the Board and Senior Management Personnel have affirmed compliance with the Code of Conduct applicable to them during the year ended March 31, 2022. The Annual Report of the Company contains a certificate by the Managing Director, on the compliance declaration received from Independent Directors, Non-Executive Directors and Senior Management.	<a href="https://www.rajoo.com/investorszone.html#sec8">https://www.rajoo.com/investorszone.html#sec8</a>
Terms of Appointment of Independent Directors Familiarization Program	Regulation 46 of SEBI Listing Regulations and Section 149 read with Schedule IV of the Act Regulations 25(7) and 46 of SEBI Listing Regulations	Terms and conditions of appointment/re-appointment of Independent Directors are available on the Company's website. Details of familiarization program imparted to Independent Directors are available on the Company's website.	<a href="https://www.rajoo.com/investorszone.html#sec8">https://www.rajoo.com/investorszone.html#sec8</a>

- Details of non-compliance by the Company, penalties, and strictures imposed on the Company by Stock Exchanges or SEBI or any statutory authority, on any matter related to capital markets, during last three Financial Years
  - F.Y. 2022-23: Fine of Rs. 64,900 was imposed by BSE Limited on violation of Regulation 23(9) of SEBI Listing Regulations, 2015.
  - F.Y. 2021-22: Fine of Rs. 4,36,600 was imposed by BSE Limited on violation of Regulation 13(1) of the Listing Regulations, 2015.

- Details of Adoption on Non- Mandatory (Discretionary) Requirements
  - The requirement relating to maintenance of office and reimbursement of expenses of Non-Executive Chairman is not applicable to the Company since the Chairman of the Company is an Executive Director.
  - The Company has not adopted the practice of sending out half-yearly declaration of financial performance to shareholders. Quarterly results as approved by the Board are disseminated to Stock Exchanges and updated on the website of the Company.
  - There are no modified opinions in audit report.
  - In accordance with the provisions of Section 138 of the Companies Act, 2013, the Company has appointed an Internal Auditor who reports to the Audit Committee. Quarterly internal audit reports are submitted to the Audit Committee which reviews the audit reports and suggests necessary action.
- The Company did not raise any funds through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A) of the Listing Regulations during the year.
- In terms of the Listing Regulations, there have been no instances during the year under review, when the recommendations of any of the Committees were not accepted by the Board.
- Total fees for all services paid by the Company to Statutory Auditors of the Company and other firms in the network entity of which the Statutory Auditors are a part, during the year ended March 31, 2023, is 3.50 Lakhs.
- Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 are given in the Director's Report forming part of this Annual Report.
- During the financial year 2022-23, the Company has advanced loans to Essen Speciality Films Limited (Company in which directors are interested) amounting to 38.58 Crores.
- The Company does not have material subsidiary companies as on reporting date. Hence, the said disclosure is not applicable.

#### **SECRETARIAL AUDIT AND OTHER CERTIFICATES**

- CS Nirav D. Vekariya, Practicing Company Secretaries have conducted the Secretarial Audit of the Company for FY 2022-23. Their Audit Report confirms that the Company has complied with its Memorandum and Articles of Association, the applicable provisions of the Act and the Rules made thereunder, Listing Regulations, Applicable SEBI Regulations and other laws applicable to the Company. The Secretarial Audit Report forms part of the Board's Report.
- Pursuant to Regulation 40 (9) of the Listing Regulations, certificates have been issued on a yearly basis, by CS Nirav D. Vekariya, Practicing Company Secretaries, certifying due compliance of share transfer formalities by the Company.
- A Chartered Accountant in practice carries out a quarterly Reconciliation of Share Capital Audit, to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. The audit confirms that

the total issued/ paid-up capital is in agreement with the aggregate of the total number of shares in physical form and the total number of shares in dematerialized form (held with NSDL and CDSL).

- In pursuant to Regulation 24A of the Listing Regulations read with the SEBI Master Circular dated July 11, 2023, the Company has obtained an Annual Secretarial Compliance Report from CS Nirav D. Vekariya, Practicing Company Secretaries confirming compliances with all applicable SEBI Regulations, Circulars and Guidelines for the year ended March 31, 2023.
- CS Nirav D. Vekariya, Practicing Company Secretaries Practicing Company Secretary has issued a certificate confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by SEBI/Ministry of Corporate Affairs or any such statutory authority.

#### SENIOR MANAGEMENT

Name of Senior Management	Designation	Date of Appointment	Date of Cessation
<b>Chief Financial Officer &amp; Company Secretary</b>			
1. Mr. Prakash Daga	Chief Financial Officer	01.10.2022	-
2. Mr. Jayantilal Jhalavadia	Chief Financial Officer	14.08.2014	30.09.2022
3. Mr. Rohit Sojitra	Company Secretary	04.07.2022	-
4. Mr. Darshak Thakkar	Company Secretary	25.10.2020	22.04.2022
<b>Core Management Team Officer and Personnel</b>			
1. Mr. Manish Vasavada	Senior Executive Vice President-Sales	06.05.2008	-
2. Mr. Subhaschandra Shenoy	Executive Vice President – Operations	11.05.2023	-
3. Mr. Jinesh Shah	Vice President - Export Sales	02.01.2006	-
4. Mr. Prakash Daga	Chief Financial Officer, HRM, Admin and Finance Head	01.10.2022	-
<b>Officer and Personnel one level below the Chief Executive Officer or Managing Director or Whole Time Director or Manager</b>			
1. Mr. Manish Vasavada	Senior Executive Vice President-Sales	06.05.2008	-
2. Mr. Subhaschandra Shenoy	Executive Vice President – Operations	11.05.2023	-
3. Mr. Jinesh Shah	Vice President - Export Sales	02.01.2022	-
4. Mr. Prakash Daga	Chief Financial Officer, HRM, Admin and Finance Head	01.10.2022	-
<b>Functional Heads</b>			
1. Ms. Khushboo C. Doshi	The Sales & Marketing Department Head	01.01.2012	-
2. Mr. Utsav K Doshi	Operation Head	13.05.2016	-
3. Mr. Prakash Daga	HRM, Admin and Finance Head	01.10.2022	-

**ANNEXURE V**

To,  
The Members of Rajoo Engineers Limited

**DECLARATION REGARDING COMPLIANCE WITH CODE OF CONDUCT**

We, Khushboo Chandrakant Doshi, Managing Director and Utsav Kishorbhai Doshi, Joint Managing Director of Rajoo Engineers Limited, hereby confirm that:

- The Board of Directors of Rajoo Engineers Limited had laid down a Code of Conduct for all the Board members and senior management of the Company. The said Code of Conduct has also been hosted on the Investors Relation page of the Company website at <https://www.rajoo.com/investorszone.html#sec8>.
- In accordance with the requirements of Regulation 26(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, all the members of the Board and Senior Management personnel have affirmed their compliance with the said Code of Conduct for the year ended March 31, 2023.

For and on behalf of the Board of Directors  
**Rajoo Engineers Limited**

Date: 27/08/2023  
Place: Veraval (Shapar)

**Khushboo C. Doshi**  
Managing Director  
DIN: 00025581

**Utsav K. Doshi**  
Joint Managing Director  
DIN: 00174486

**ANNEXURE VI**

**CEO AND CFO CERTIFICATION**

To,  
The Board of Directors,  
**Rajoo Engineers Limited**

We hereby certify that:

1. We have reviewed financial statements and the cash flow statement of the Company for the year ended March 31, 2023 and to the best of our knowledge and belief:
  - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which is fraudulent, illegal or violating the Company's Code of Conduct.
3. We are responsible for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of Company's internal control systems pertaining to financial reporting. We have not come across any reportable deficiencies in the design or operation of internal control system, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
4. We have indicated to the Auditors and the Audit Committee:
  - (i) There are no significant changes in internal control system during the year;
  - (ii) there are no significant changes in accounting policies during the year; and
  - (iii) there have been no instances of significant fraud of which we have become aware, involving management or an employee having a significant role in the Company's internal control system.

**Khushboo C. Doshi**  
Managing Director  
DIN: 00025581

**Utsav K. Doshi**  
Joint Managing Director  
DIN: 00174486

**Prakash C. Daga**  
Chief Financial Officer

Date: 27/08/2023  
Place: Veraval (Shapar)

**ANNEXURE VII**

**CERTIFICATE OF CORPORATE GOVERNANCE**

To,  
The Members,  
**Rajoo Engineers Limited**  
Rajoo Avenue, Survey No. 210, Plot No.1,  
Industrial Area, Veraval (Shapar),  
Rajkot – 360024 (Gujarat) India.

I have examined all the relevant records of RAJOO ENGINEERS LIMITED (CIN: L27100GJ1986PLC009212) (the Company) for the purpose of certifying compliance of the conditions as stipulated in regulations 17 to 27, clause (b) to (i) and (t) of regulations 46(2) and para C, D and E of Schedule V of Corporate Governance under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the financial year ended on March 31, 2023. I have obtained all the information and explanations which to the best of my knowledge and belief were necessary for the purposes of certification.

The Compliance of conditions of corporate governance is the responsibility of the Management. My examination was limited to the procedure and implementation process adopted by the company for ensuring the compliance of the conditions of the corporate governance.

This certificate 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.

In my opinion and to the best of my information and according to the explanations and information furnished to me, I certify that the Company has complied with all the mandatory requirements of Corporate Governance as stipulated in regulations 17 to 27, clause (b) to (i) and (t) of regulations 46(2) and para C, D and E of Schedule V of the said regulations

Date: 21/08/2023  
Place: Rajkot

**CS Nirav D. Vekariya.**  
**Practicing Company Secretary**  
**FCS 11660, C.P. No. 17709**  
**UDIN : F011660E000835208**  
**Peer Review No: 2442/2022**

### CERTIFICATE OF NON DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34 (3) and Schedule V Para C Clause (10) (i) of the SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015

To,  
The Members,  
**Rajoo Engineers Limited**  
Rajoo Avenue, Survey No. 210, Plot No.1,  
Industrial Area, Veraval (Shapar),  
Rajkot – 360024 (Gujarat) India

I have examined the relevant register, records, forms, returns and disclosures received from the Directors of RAJOO ENGINEERS LIMITED (CIN: L27100GJ1986PLC009212) having registered office at Rajoo Avenue, Survey No. 210, Plot No.1, Industrial Area, Veraval (Shapar), Rajkot – 360024 (Gujarat) India and other necessary record produced before me by the Management of the Company, for the purpose of issuing this certificate in accordance with regulation 34 (3) read with Schedule V, Para –C, Sub Clause 10 (i) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirement) regulation 2015.

In my opinion and to the best of my information and according to the verification (Including Directors Identification Number (DIN) status at the portal www.mca.gov.in as considered necessary and explanation furnished to me by the Company & its officer, I hereby certify that, none of the Directors on the Board of the company as stated herein below for the Financial year ended on 31st March 2023 have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Ministry of Corporate affairs or any such statutory authority.

S. No.	Director Identification Number (DIN)	Name of the Director	Date of Appointment	Date of Cessation
1	00026140	Rajesh Nanaldal Doshi	09/12/1986	-
2	00025581	Khushboo Chandrakant Doshi	01/01/2012	-
3	00174486	Utsav Kishorbhai Doshi	13/05/2016	-
4	00043541	Sunil Jain	30/06/2002	-
5	03550736	Pratik Kothari	13/02/2023	-
6	10039677	Shital Badshah	13/02/2023	-
7	07113088	Kirit Ratanashi Vachhani	19/03/2015	-
8	07517935	Laxman Rudabhai Ajagiya	13/05/2016	-

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

Date: 21/08/2023  
Place: Rajkot

**CS Nirav D. Vekariya.**  
**Practicing Company Secretary**  
**FCS 11660, C.P. No. 17709**  
**UDIN : F011660E000835087**  
**Peer Review No: 2442/2022**

## INDEPENDENT AUDITOR'S REPORT

To the Members,  
**RAJOO ENGINEERS LIMITED**

### Report on the Audit of the Standalone Financial Statements

#### Opinion

We have audited the standalone financial statements of **RAJOO ENGINEERS LIMITED** ("the Company"), which comprise the Balance sheet as at March 31, 2023, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the 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.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 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 in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statement section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### 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 for the financial year ended March 31, 2023. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the Standalone Financial Statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the Standalone Financial Statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying Standalone Financial Statements.

Key Audit Matter	How the matter was addressed in our audit We have:
<p>Warranty Obligation Involves critical estimates: This estimated has a high inherent uncertainty as it involves management judgement by making assumption based on past experience. Company is estimating provision of Rs. 178.08 lakhs at 1.15% of total revenue from machines sold.</p>	<p>Principal Audit Procedures:</p> <ol style="list-style-type: none"> <li>1. We have obtained representation from the management regarding assumption and estimation of warranty obligation.</li> <li>2. Performed analytical procedures and test of controls for reasonableness of management estimation.</li> <li>3. Reviewed the management assumption and estimated efforts on these uncertainties.</li> <li>4. Our audit process did not identify any change required to managements position on these uncertainties.</li> </ol>
<p>Impairment of Investment in joint Venture in terms of Deemed Cost as per IND AS 101 "First Time Adoption of Indian Accounting Standards the company has valued its investment in Joint Venture amounting to Rs. 196.00 lakhs as on 31st March, 2023 at cost.</p>	<p>Performed the Following in Relation to Management's judgement in identification of impairment of value of investment in joint Venture:</p> <ol style="list-style-type: none"> <li>1. We have obtained representation from the management regarding indication of likely impairment loss in respect of Investments made in Joint Venture and process of estimation of recoverable amount.</li> <li>2. In case of a Joint venture having material value under investment, in respect of which no observable inputs were available we have referred to the valuation obtained by the Management regarding its value in use and tested and discussed the assumptions used in the process of valuation with the management to ensure that no impairment provision against the same is required</li> <li>3. Our Audit process did not identify any requirement of provisioning of impairment in the value of investment in Subsidiaries.</li> </ol>

### Information Other than the Financial Statements and Auditor's Report thereon

The Company's Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis and Board's Report including Annexure to Board's Report but does not include the standalone financial statements and our auditor's report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and in doing so, consider whether the other information is materially inconsistent with the standalone financial statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### **Responsibility of Management for Standalone Financial Statements**

The 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 of these standalone financial statements that give a true and fair view of the financial position, financial performance of the Company in accordance with the accounting principle 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 financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors are also responsible for overseeing the company's financial reporting process.

### **Auditor's Responsibilities for the Audit of the Financial Statements**

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the over-ride 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 standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in: (i) Planning the scope of our audit work and in evaluating the results of our work; and (ii) To evaluate the effect of any identified misstatements in the standalone financial statements.

We communicate with Management 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 Management 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 be threat to our independence, and where applicable, related safe guards.

### **Report on Other Legal and Regulatory Requirements**

As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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 and Standalone Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors as on 31st March, 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". Our report expresses an unmodified opinion on the adequacy operating effectiveness of the company's internal financial controls over financial reporting.
- (g) In our opinion, the managerial remuneration for the year ended March 31, 2023 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position.
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
  - iv. The Management has represented that, to the best of its knowledge:
    - a. no funds have been advanced or loaned or invested by the company to or in any other person(s) or entities, including foreign entities ("Intermediaries"), with the understanding that the intermediary shall whether directly or indirectly lend or invest in other persons or entities identified in any manner by or on behalf of the company (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of ultimate beneficiaries.
    - b. no funds have been received by the company from any person(s) or entities including foreign entities ("Funding Parties") with the understanding that such company shall whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or provide guarantee, security or the like on behalf of the Ultimate beneficiaries.
    - c. Based on such audit procedures as 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 iv(a) and iv(b) contain any material mis-statement.

- v. The final dividend paid by the Company during the year in respect of the same declared for the previous year is in accordance with section 123 of the Act to the extent it applies to payment of dividend.

**For, Rushabh R Shah And Co.**

Chartered Accountants

FRN: 156419W

**Rushabh Shah**

Proprietor

M.NO.: 607585

UDIN: 23607585BGWJVS7404

Date : 15th May,2023

Place: Rajkot

**Annexure "A" to the Independent Auditor's Report**

**Referred to in Paragraph 1 under the heading "Report on other Legal Regulatory Requirement "of our report of even date to the financial statement of the company for the year ended March 31,2023.**

(i) In respect of the Company's Property, Plant and Equipment:

(a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, plant and equipment.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) As Explained to us, the Company has a regular program of physical verification of its Property, plant and equipment by which all Property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this program, 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) The title deeds of immovable properties (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favor of the lessee) disclosed in the standalone financial statements are held in the name of the Company.

(d) The Company has not revalued its Property, plant and equipment (including Right-of-use assets) or Intangible assets or both during the year.

(e) There are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made there under.

(ii) In respect of the Company's Inventory:

(a) The inventory has been physically verified by the Management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by Management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were 10% or more in the aggregate for each class of inventory.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets. The Quarterly returns/Statements Filed by the Company with such banks are in agreement with the books of accounts of the company.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments or provided guarantee or security granted any loans, or advances in the nature of secured or unsecured to companies, firms, limited liability partnerships or any other parties during the year. The details are disclosed in Table below Point (a).

(a) During the year the Company has provided loans, advances in the nature of loans,

**Provided guarantee and security to companies as follows:**

Particulars	Amount
Aggregate amount during the year - Others	Rs.38,58.05 lakhs
Balance outstanding as at balance sheet date - Others	Rs.0.00 /-

- (b) We are of the opinion that the terms and conditions of all loans and advances in nature of loan given are, prima facie, not prejudicial to the interest of the Company.
- (c) Further, the Company comply with the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular.
- (d) There is no overdue amount for more than ninety days in respect of loans given.
- (e) There is no loan given falling due during the year, which has been renewed or extended or fresh loans given to settle the over dues of existing loans given to the same party.
- (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 given any loans either repayable on demand or without specifying any terms or period of repayment.
- (iv) The Company has not given any loans, or provided any guarantee or security as specified under Section 185 of the Companies Act, 2013 and the Company has not provided any guarantee or security as specified under Section 186 of the Companies Act, 2013. Further, the Company has complied with the provisions of Section 186 of the Companies Act, 2013 in relation to loans given and investments made.
- (v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public in terms of section 73 to 76 or any other relevant provisions of companies Act, 2013.
- (vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013, related to the manufacturing activities and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.
- (vii) According to the information and explanations given to us, in respect of statutory dues:
- (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues applicable to it. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable except as mentioned below

Particulars	Amount
Tax deducted at source	Rs. 1,29,370/-

- (b) According to the information and explanations given to us, there are no dues of GST, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Value added tax, Cess or other statutory dues which have not been deposited by the Company on account of disputes except mentioned below:

Name of the Statute	Nature of the Dues	Amount Rs.	Period to Which amount relate	Forum where Dispute
Income Tax Act, 1961	Income Tax	Rs. 8,64,22,130/-	F.Y. 2013-14	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	Rs. 72,05,190/-	F.Y. 2016-17	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	Rs. 58,59,060/-	F.Y. 2017-18	Commissioner of Income Tax (Appeals)

The Above Stated Demands are raised in the name of Rajoo Engineers limited . Further, the company has paid following amounts against Income Tax disputed as under :

1. A.Y. 2014-15 Rs. 1,30,26,596/-
2. A.Y. 2017-18 Rs. 14,41,038/-
3. A.Y. 2018-19 Rs. 11,71,812/-

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income-tax Act, 1961 as income during the year.

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

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

(c) 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 obtained any term loans during the year. Accordingly, clause 3(ix)(c) of the Order is not applicable.

(d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds have been raised on short-term basis by the Company. Accordingly, clause 3(ix)(d) of the Order is not applicable.

(e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, joint venture associates or as defined under the Companies Act, 2013.

(f) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint venture or associate companies 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 moneys by way of initial public offer or further public offer (including debt instruments) during the year . Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. 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 sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) No whistle blower complaints have been raised during the year within the company.

(xii) The Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Sections 177 and 188 of the Companies Act, 2013, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable Indian Accounting Standards.

(xiv) (a) The Company has an internal audit system commensurate with the size and nature of its business.

(b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable;

(b) The Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the order is not applicable;

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

(d) According to the information and explanations provided to us during the course of audit, the Group does not have any CIC. Accordingly, the requirements of clause 3(xvi)(d) are not applicable.

(xvii) The Company has not incurred cash losses in the current financial year and in the immediately preceding financial year;

(xviii) There has been resignation of the statutory auditors "Pankaj K. Shah Associates" during the year on account of completion of Audit Term on 21st June, 2022.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due

(xx) (a) In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to sub section 5 of section 135 of the Act.

(b) There are no unspent amounts in respect of ongoing projects, that are required to be transferred to a special account in compliance of provision of sub section (6) of section 135 of Companies Act.

**For, Rushabh R Shah And Co.**

Chartered Accountants  
FRN: 156419W

**Rushabh Shah**

Proprietor  
M.NO.: 607585  
UDIN: 23607585BGWJVS7404

Date : 15th May, 2023  
Place: Rajkot

**“Annexure B” to the Independent Auditor’s Report**  
**Referred to in Paragraph 2 under the heading “ Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013**

We have audited the internal financial controls over financial reporting of Rajoo Engineers 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.

**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 ( The “ 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.

**Auditor’s 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 prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls 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

(1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company

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

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

### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

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

### **Opinion**

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

### **For, Rushabh R Shah And Co.**

Chartered Accountants  
FRN: 156419W

### **Rushabh Shah**

Proprietor  
M.NO.: 607585  
UDIN: 23607585BGWJVS7404

Date : 15th May,2023  
Place: Rajkot

### Balance Sheet As At 31 March, 2023

Particulars	Note No.	As at 31/03/2023 Rs. in Lakh	As at 31/03/2022 Rs. in Lakh
<b>I. ASSETS</b>			
<b>1. Non- Current Assets</b>			
(a) Property, Plant & Equipments	1	3,509.01	3,717.73
(b) Capital Work In Progress	1	255.93	255.15
(c) Intangible assets	1	101.30	125.67
(d) Intangible assets under development	1	-	-
		<b>3,866.24</b>	<b>4,098.56</b>
(e) Financial assets			
- Investments	2	210.27	204.63
- Loans		-	-
- Other Non-Current Financial Assets	3	31.36	30.81
(f) Other Non-Current assets	4	46.29	-
		287.92	235.44
<b>Total Non-Current Assets</b>		<b>4,154.16</b>	<b>4,333.99</b>
2. Current Assets			
(a) Inventories	5	5,656.44	5,258.01
(b) Financial Assets			
- Investments	2	848.07	1,082.10
- Trade Receivables	6	1,650.61	468.50
- Loans	7	14.49	23.37
- Cash and Cash Equivalents	8	1,578.03	1,080.97
- Other Balances with bank	9	2,850.47	1,450.33
- Other Financial Assets	3	137.47	667.01
(c) Other Current assets	4	495.18	407.46
		<b>13,230.75</b>	<b>10,437.75</b>
<b>Total</b>		<b>17,384.91</b>	<b>14,771.75</b>
<b>II. EQUITY AND LIABILITIES</b>			
1. Equity			
(a) Share Capital	10	615.31	615.31
(b) Other Equity	11	9,628.54	8,765.93
(c) Money received against Share Warrants		-	-
		<b>10,243.85</b>	<b>9,381.24</b>

**Balance Sheet As At 31 March, 2023**

Particulars	Note No.	As at 31/03/2023 Rs. in Lakh	As at 31/03/2022 Rs. in Lakh
<b>2. Non- Current Liabilities</b>			
(a) Financial Liabilities			
- Other Financial Liabilities	12	54.00	11.83
(b) Provisions		-	-
(b) Deferred Tax Liabilities (Net)	13	380.29	375.94
(c) Other Non Current Liabilities	14		-
		<b>434.29</b>	<b>387.77</b>
<b>3. Current Liabilities</b>			
(a) Financial Liabilities			
- Borrowings	15	152.21	27.96
- Trade Payables			
(A) total outstanding dues of micro enterprises and small enterprises	16	347.98	409.06
(B) total outstanding dues of creditors other than micro enterprises and small enterprises.	16	1,641.70	1,560.89
- Other Financial Liabilities	12	147.32	139.74
(b) Provisions	17	336.73	281.31
(c) Current Tax Liabilities		35.55	221.67
(d) Other Current Liabilities	14	4,045.29	2,362.11
		<b>6,706.78</b>	<b>5,002.74</b>
<b>Total</b>		<b>17,384.91</b>	<b>14,771.75</b>

The accompanying Notes to Accounts are an integral part of the financial statements

**For, RAJOO ENGINEERS LIMITED**

For, Rushabh R Shah And Co.  
Chartered Accountants  
(FRN: 156419W)

Khushboo C. Doshi  
Managing Director  
DIN: 00025581

Rushabh Shah  
Proprietor  
M. No.: 607585  
UDIN: 23607585BGWJVS7404

Utsav K. Doshi  
Joint Managing Director  
DIN: 00174486

Rohit Sojitra  
Company Secretary  
M No.: A53623

Date : 15th May, 2023  
Place: Rajkot

Prakash Daga  
Chief Financial Officer  
PAN: ADSPP7140D

Date : 15th May, 2023  
Place: Veraval (Shapar)

**Statement Of Profit And Loss For The Year Ended On 31 March, 2023**

**Rs. in Lakh**

Particulars	Note No.	For year ended 31.03.2023	For year ended 31.03.2022
Revenue from operations	18	15,978.57	17,204.41
Other Income	19	279.02	273.90
<b>Total Revenue</b>		<b>16,257.59</b>	<b>17,478.31</b>
<b>EXPENDITURE:</b>			
Cost of Materials consumed	20	9,644.03	10,398.91
Purchase of Finished Goods	21	10.62	47.02
Changes in Inventories of Finished Goods	22	207.83	79.92
Employee Benefits Expenses	23	1,848.26	1,671.36
Financial Cost	24	32.64	31.90
Depreciation and amortisation expense	1	346.69	343.89
Other Expenses	25	2,868.75	2,915.74
<b>Total Expenses</b>		<b>14,958.82</b>	<b>15,488.74</b>
<b>Profit before Exceptional items Tax</b>		<b>1,298.77</b>	<b>1,989.57</b>
Exceptional items			
<b>Less: Tax Expenses</b>			
Current Tax	26	292.85	555.26
Deferred Tax	26	4.35	(45.39)
<b>Total Tax</b>		<b>297.20</b>	<b>509.86</b>
<b>Profit (Loss) for the period from continuing operations</b>		<b>1,001.57</b>	<b>1,479.71</b>
Profit/(loss) from discontinued operations		-	-
Tax expenses of discontinued operations		-	-
Profit/(loss) from Discontinued operations (after tax)		-	-
<b>Profit/(loss) for the period</b>		<b>1,001.57</b>	<b>1,479.71</b>
<b>Other Comprehensive Income</b>			
Items not to be reclassified to profit or loss in subsequent year		14.86	37.87
Items to be reclassified to profit or loss in subsequent year		-	-
<b>OCI for the year, net of tax</b>		<b>14.86</b>	<b>37.87</b>
<b>Total Comprehensive Income for the year</b>		<b>1,016.43</b>	<b>1,517.57</b>
<b>Earning Per Equity Share</b>			
Basic (in Rs.)	27	1.63	2.40
Diluted (in Rs.)	27	1.63	2.40

The accompanying Notes to Accounts are an integral part of the financial statements

**For, RAJOO ENGINEERS LIMITED**

**For, Rushabh R Shah And Co.  
Chartered Accountants  
(FRN: 156419W)**

**Rushabh Shah  
Proprietor  
M. No.: 607585  
UDIN: 23607585BGWJVS7404**

**Date : 15th May, 2023  
Place: Rajkot**

**Utsav K. Doshi  
Joint Managing Director  
DIN: 00174486**

**Prakash Daga  
Chief Financial Officer  
PAN: ADSPP7140D**

**Khushboo C. Doshi  
Managing Director  
DIN: 00025581**

**Rohit Sojitra  
Company Secretary  
M No.: A53623**

**Date : 15th May, 2023  
Place: Veraval (Shapar)**

**CASH FLOW STATEMENT FOR THE PERIOD ENDED ON 31 MARCH, 2023**

**Rs. in Lakh**

<b>Particulars</b>	<b>For year ended 31.03.2023</b>	<b>For year ended 31.03.2022</b>
<b>(A) CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net profit after tax and extraordinary items	1,001.57	1,479.71
Adjustments for :		
- Income Tax	292.85	555.26
- Deferred Tax	4.35	(45.39)
- Depreciation	346.69	343.89
- (Profit) / Loss on Sale / Discard of Assets (Net)	(80.91)	(4.63)
- Unrealized gain on mutual funds	(9.84)	(7.71)
-Realised (Gain) / Loss of Sale of Investment	(5.89)	(4.49)
- Interest Income	142.69	94.55
- Dividend Income	(0.01)	(98.00)
- Finance Cost	32.64	31.90
- Unrealised Gain/Loss on Exchange Difference	16.17	(55.90)
- Non-Cash Items and OCI	62.88	(34.07)
- Provisions created during the year	336.73	281.31
<b>Operating Profit Before Working Capital Change</b>	<b>2,139.91</b>	<b>2,536.41</b>
<b>Add / Less: working capital change</b>		
<b>Current Assets</b>		
Inventory	(398.43)	196.78
Trade and other receivables	(1,214.52)	714.02
Other Current Assets/ Receivables	(140.99)	176.47
Loans	8.88	21.59
Financial Assets	544.77	15.63
<b>Current Liabilities</b>		
Other Current Liabilities/ Payables	1,683.17	(688.83)
Short term provisions	(281.31)	(142.38)
Financial Liabilities	7.58	6.72
Trade Payables	35.98	(288.16)
Tax Liability		
<b>CASH GENERATED FROM OPERATIONS</b>	<b>2,385.05</b>	<b>2,548.24</b>
Less: Cash (Payments) / Refunds of income tax unless they can be specifically identified with financing and investing activities	(478.96)	(393.70)
<b>Cash before extra ordinary items</b>	<b>1,906.08</b>	<b>2,154.54</b>
Add / Less: Cash (Payments) / receipts in relation to extraordinary items	-	-
<b>NET CASH FROM OPERATING ACTIVITIES (A)</b>	<b>1,906.08</b>	<b>2,154.54</b>

**CASH FLOW STATEMENT FOR THE PERIOD ENDED ON 31 MARCH, 2023**

**Rs. in Lakh**

<b>Particulars</b>	<b>For year ended 31.03.2023</b>	<b>For year ended 31.03.2022</b>
<b>(B) CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Fixed Assets	(120.76)	(204.62)
Sales of Fixed Assets	92.43	25.16
Sale of Investment	1,087.94	-
Purchase of Investment	(843.82)	(1,075.51)
Investment/(Proceeds from maturity) in Fixed Deposit - Net	(1,400.14)	86.75
Other non current assets	(5.25)	-
Dividend Income from others	0.01	98.00
Non current Financial Assets	-	-
Other non current assets	-	-
Net Cash Flow for other financial assets	(0.55)	13.59
Realised (Gain) / Loss of Sale of Investment	-	-
Interest Income	(157.91)	(95.89)
Long Term Loans & Advances	-	-
<b>NET CASH FROM INVESTMENT ACTIVITIES (B)</b>	<b>(1,348.06)</b>	<b>(1,152.52)</b>
<b>(C) CASH FLOW FROM FINANCING ACTIVITIES</b>		
Share Capital	-	-
Long Term Provisions	-	-
Borrowings	-	-
Finance Cost	(30.62)	(31.90)
Short Term Borrowings (Net)	(27.96)	(209.29)
Dividend	(153.83)	-
Other Non Current Financial Liabilities	(0.78)	1.67
Proceeds from Long Term Borrowings	-	(71.96)
<b>NET CASH FROM FINANCING ACTIVITIES (C)</b>	<b>(213.18)</b>	<b>(311.48)</b>
<b>Increase/(Decrease) in Cash and Cash Equivalents( A + B + C )</b>	<b>344.84</b>	<b>690.54</b>
Cash and Cash Equivalent at the beginning of the year		
(less Bank Overdraft)	1,080.97	390.44
Cash and Cash Equivalent at the end of the year		
(less Bank Overdraft)	1,425.82	1,080.97

**Note**

**Cash and Cash Equivalents include other bank balances**

**Rs. in Lakh**

<b>Particulars</b>	<b>For year ended 31.03.2023</b>	<b>For year ended 31.03.2022</b>
Cash and Cash Equivalents	1,578.03	1,080.97
Bank Overdraft	(152.21)	-
Other Balances with bank		
<b>Cash and Cash Equivalents for Cash Flow</b>	<b>1,425.82</b>	<b>1,080.97</b>

**For, RAJOO ENGINEERS LIMITED**

**For, Rushabh R Shah And Co.  
Chartered Accountants  
(FRN: 156419W)**

**Khushboo C. Doshi  
Managing Director  
DIN: 00025581**

**Rushabh Shah  
Proprietor  
M. No.: 607585  
UDIN: 23607585BGWJVS7404**

**Utsav K. Doshi  
Joint Managing Director  
DIN: 00174486**

**Rohit Sojitra  
Company Secretary  
M No.: A53623**

**Date : 15th May, 2023  
Place: Rajkot**

**Prakash Daga  
Chief Financial Officer  
PAN: ADSPP7140D**

**Date : 15th May, 2023  
Place: Veraval (Shapar)**

**Statement of Changes In Equity As At 31 March, 2023**

**Rs. in Lakh**

	Equity Share Capital	Other Equity					
	Issued, Paid up and Subscribed Capital	Securities Premium	Profit & Loss A/c (Retained Earning)	OCI	General Reserve	Capital Reserve	Total
<b>FY 2022-23</b>							
Opening Balance	615.31	1,188.79	7,111.59	53.92	385.37	26.25	9,381.24
Equity Shares issued during the year	-	-	-	-	-	-	-
Profit for the year	-	-	1,001.57	-	-	-	1,001.57
Other comprehensive income/(losses)	-	-	-	14.86	-	-	14.86
Dividends	-	-	153.83	-	-	-	153.83
Others	-	-	-	-	-	-	-
Closing Balance	615.31	1,188.79	7,959.33	68.78	385.37	26.25	10,243.85

**Rs. in Lakh**

	Equity Share Capital	Other Equity					
	Issued, Paid up and Subscribed Capital	Securities Premium	Profit & Loss A/c (Retained Earning)	OCI	General Reserve	Capital Reserve	Total
<b>FY 2021-22</b>							
Opening Balance	615.31	1,188.79	5,631.88	16.05	385.37	26.25	7,863.67
Equity Shares issued during the year	-	-	-	-	-	-	-
Profit for the year	-	-	1,479.71	-	-	-	1,479.71
Other comprehensive income/(losses)	-	-	-	37.87	-	-	37.87
Dividends	-	-	-	-	-	-	-
Others	-	-	-	-	-	-	-
Closing Balance	615.31	1,188.79	7,111.59	53.92	385.37	26.25	9,381.24

**For, RAJOO ENGINEERS LIMITED**

**For, Rushabh R Shah And Co.**  
Chartered Accountants  
(FRN: 156419W)

**Khushboo C. Doshi**  
Managing Director  
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DIN: 00174486

**Rohit Sojitra**  
Company Secretary  
M No.: A53623

Date : 15th May, 2023  
Place: Rajkot

**Prakash Daga**  
Chief Financial Officer  
PAN: ADSPP7140D

Date : 15th May, 2023  
Place: Veraval (Shapar)

## 1 Corporate Information

"The Standalone Financial Statements comprise the financial statements of Rajoo Engineers Limited ("The Company") for the year ended March 31, 2023.

Rajoo Engineers Ltd. (The Company) is a public limited Company incorporated in India. The Company's shares are listed on Bombay Stock Exchange in India. The company is mainly engaged in manufacturing and selling a reputed brand of Plastic Processing Machineries and post Extrusion Equipment. The company caters to both international and domestic markets."

The Company is domiciled at Rajoo Avenue, Survey No. 210, Plot No. 1, Rajoo Engineers Road, Industrial Area, Veraval (Shapar)- 360024 Rajkot, Gujarat. Landmark - Next to Essen Road and near Narmada Pipes factory.

The Board of Directors approved the standalone financial statements for the year ended March 31st March, 2023 on 15th May, 2023.

## 2 Significant Accounting Policies

### A Basis of Preparation and Presentation

"The Financial Statements have been prepared on the historical cost basis except for following assets and liabilities which have been measured at fair value amount:

- i) Certain Financial Assets and Liabilities (including derivative instruments),
- ii) Defined Benefit Plans – Plan Assets and
- iii) Equity settled Share Based Payments

The Financial Statements of the Company have been prepared to comply with the Indian Accounting standards ('Ind AS'), including the rules notified under the relevant provisions of the Companies Act, 2013, (as amended from time to time) and Presentation and disclosure requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS Compliant Schedule III) as amended from time to time. The Company's Financial Statements are presented in Indian Rupees (₹), which is also its functional currency and all values are rounded to the nearest LAKhs (₹ 00,000), except when otherwise indicated.

### 2.01 Summary of Significant Accounting policies

#### A Current and Non Current Classification

"The Company presents assets and liabilities in the Balance Sheet based on Current/ Non-Current classification. An asset is treated as Current when it is - Expected to be realized or intended to be sold or consumed in normal operating cycle;

- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current. "

" A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

## **B Property, plant & equipment**

Property, plant and equipment are stated at cost, net of recoverable taxes, trade discounts and rebates less accumulated depreciation and impairment losses, if any. Such costs comprises of purchase price, borrowing cost and any initial directly attributable cost of bringing the asset to its working condition for its intended use. Net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets.

Subsequent costs are included in the assets carrying amount or recognized as separate asset as appropriate only when it is probable that future economic benefits associated with the item will flow to the entity and cost can be measured reliably.

Depreciation is provided for property, plant and equipment on a Straight-Line Basis (SLM) so as to expense the cost less residual value over their estimated useful lives based on a technical evaluation. The estimated useful lives and residual values are reviewed at the end of each reporting period with the effect of any change in estimated accounted for on a prospective basis.

Gains or losses arising from derecognition of a property, plant and equipment are measured as the difference between net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit & loss when the asset is derecognized.

The estimated useful lives are as mentioned below:

<b>Asset</b>	<b>Useful Life</b>
Computer System	3 Years
Factory/Office Electrification	10 years
Furniture, Fittings and Fixtures	10 years
Office Equipment	5 years
Plant and Machinery	15 years
Vehicles	8-10 years
Building	10 years
Solar Power Plant	25 years
Tools, Jigs & Moulds	15 years

Property, plant and equipment with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e., higher of the fair value less cost to sell and the value-in-use) is determined on

an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs. If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised in the statement of profit and loss.

## **C Intangible Assets**

Intangible assets purchased are measured at cost as at the date of acquisition, as applicable, less accumulated amortisation and accumulated impairment, if any.

Intangible assets consist of Trademark and Patent and software licenses which are amortised over license period which equates the economic useful life ranging between 5-10 years on a straight-line basis over the period of its economic useful life.

Intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e., higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs. If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised in the statement of profit and loss.

Gains or losses arising from de recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized.

## **D Leases**

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

### **Company as a Lessee**

"The Company has elected to apply the requirements of Ind AS 116 Leases to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

The company has entered in Lease for the land as well building. The lease agreement provides for a non-cancellable term of 6 months and total period covered by the agreement is 5 years. However, there is a cancellation clause available to lessor as well as the lessee and this carries no significant penalty to lessor or lessee. Hence, the lease is cancellable at any point of time without incurring any significant penalty. Owing to this the lease term is determined as 6 months which is less than 12 months and thus the exemption available for short term lease is exercised by the company. "

## **E Research and Development Expenditure**

Revenue expenditure pertaining to research is charged to the Statement of Profit and Loss as and when incurred. Development costs are capitalized as an intangible asset if it can be demonstrated that the project is expected to generate future economic benefits, it is probable that those future economic benefits will flow to the entity and the costs of the asset can be measured reliably, else it is charged to the Statement of Profit and Loss.

## **F Cash and Cash Equivalent**

Cash and cash equivalents comprise of cash on hand, cash at banks, short-term deposits and short-term highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

## **G Inventories**

Inventories consists of a) Raw materials, Indegenous and Imported, b) Testing Material; and c) Consumable Stores d) Consumable Stores e) Stock in Process f) Stationery Stock. Inventories are carried at lower of cost and net realizable value. The cost of raw materials, sub-assemblies and components is determined on a weighted average basis. Cost of finished goods produced or purchased by the Company includes direct material and labor cost and a proportion of manufacturing overheads.

## **H Finance Cost**

Borrowing costs include exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. All other borrowing costs are charged to the Statement of Profit and Loss for the period for which they are incurred.

## **I Impairment of Non-Financial Assets - Property, Plant and Equipment and Intangible Assets**

The Company assesses at each reporting date as to whether there is any indication that any Property, Plant and Equipment and Intangible Assets or group of Assets, called Cash Generating Units (CGU) may be impaired. If any such indication exists, the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs. An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount.

The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

## **J Provision**

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

### **Provision for Decommissioning Liability**

The Company records a provision for decommissioning costs towards site restoration activity. Decommissioning costs are provided at the present value of future expenditure using a current pre-tax rate expected to be incurred to fulfil decommissioning obligations and are recognised as part of the cost of the underlying assets. Any change in the present value of the expenditure, other than unwinding of discount on the provision, is reflected as adjustment to the provision and the corresponding asset. The change in the provision due to the unwinding of discount is recognised in the Statement of Profit and Loss.

## **K Contingent Liabilities**

Disclosure of contingent liability is made when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources embodying economic benefits will be required to settle or a reliable estimate of amount cannot be made.

## **L Employee Benefits**

### **Defined Benefit plans**

For defined benefit plans, the cost of providing benefits is determined using the Projected Unit Credit Method, with actuarial valuations being carried out at each balance sheet date. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling and the return on plan assets (excluding interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Past service cost, both vested and unvested, is recognised as an expense at the earlier of (a) when the plan amendment or curtailment occurs; and (b) when the entity recognises related restructuring costs or termination benefits.

The retirement benefit obligations recognised in the balance sheet represents the present value of the defined benefit obligations reduced by the fair value of scheme assets. Any asset resulting from this calculation is limited to the present value of available refunds and reductions in future contributions to the scheme. The benefit plans in relation to gratuity and leave encashment are maintained separately and hence shown separately in the balance sheet.

The Company provides benefits such as gratuity and leave encashment to its employees which are treated as defined benefit plans.

### **Defined Contribution plans**

Contributions to defined contribution plans are recognised as expense when employees have rendered services entitling them to such benefits. The Company provides Provident Fund to its employees which is treated as defined contribution plans.

### **Short term employee benefits**

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages etc. and the expected cost of ex-gratia are recognised in the period in which the employee renders the related service. A liability is recognised for the amount expected to be paid when there is a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

### **B. Gratuity and Leave Encashment**

"The company pays gratuity to the employees whoever has completed five years of service with the company at the time of resignation as per the payment of Gratuity Act, 1972.

The Gratuity plan provides for a lump sum payment to vested employees on retirement (subject to completion of five years of continuous employment) death, disability or termination of employment that are based on last drawn salary and tenure of employment. Liabilities with regard to the Gratuity Plan are determined by Actuarial valuation on the reporting date and the Company makes annual contribution to the gratuity fund administered by Life Insurance Companies under their respective Group Gratuity Scheme. The company has not obtained a report from the actuary, but reliance is placed on the reports generated by the Life Insurance Corporation.

## **M Foreign Currencies Transactions and Translation**

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss except to the extent of exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings that are directly attributable to the acquisition or construction of qualifying assets which are capitalised as cost of assets.

Additionally, exchange gains or losses on foreign currency borrowings taken prior to April 1, 2016 which are related to the acquisition or construction of qualifying assets are adjusted in the carrying cost of such assets. Non-monetary items that are measured in terms of historical cost in a foreign currency are recorded using the exchange rates at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured.

The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e. translation differences on items whose fair value gain or loss is recognised in Other Comprehensive Income or Statement of Profit and Loss are also recognised in Other Comprehensive Income or Statement of Profit and Loss,

respectively). In case of an asset, expense or income where a non-monetary advance is paid/received, the date of transaction is the date on which the advance was initially recognised. If there were multiple payments or receipts in advance, multiple dates of transactions are determined for each payment or receipt of advance consideration.

## **N Revenue Recognition**

The company earns revenue primarily from supply of extrusion machines. The revenue is recognized on transfer of the promised products to the customers and when the company is certain to realize the consideration related to the product.

Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, service level credits, performance bonuses, price concessions and incentives, if any, as specified in the contract with the customer. Revenue also excludes taxes collected from customers.

The Company's contracts with customers could include promises to transfer multiple products and services to a customer. The Company assesses the products / services promised in a contract and identifies distinct performance obligations in the contract. Identification of distinct performance obligation involves judgement to determine the deliverables and the ability of the customer to benefit independently from such deliverables.

Judgement is also required to determine the transaction price for the contract and to ascribe the transaction price to each distinct performance obligation. The transaction price could be either a fixed amount of customer consideration or variable consideration with elements such as volume discounts, service level credits, performance bonuses, price concessions and incentives. The transaction price is also adjusted for the effects of the time value of money if the contract includes a significant financing component. Any consideration payable to the customer is adjusted to the transaction price unless it is a payment for a distinct product or service from the customer. The estimated amount of variable consideration is adjusted in the transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur and is reassessed at the end of each reporting period. The Company allocates the elements of variable considerations to all the performance obligations of the contract unless there is observable evidence that they pertain to one or more distinct performance obligations.

The Company exercises judgement in determining whether the performance obligation is satisfied at a point in time or over a period of time. The Company considers indicators such as how customer consumes benefits as services are rendered or who controls the asset as it is being created or existence of enforceable right to payment for performance to date and alternate use of such product or service, transfer of significant risks and rewards to the customer, acceptance of delivery by the customer, etc.

"Contract fulfilment costs are generally expensed as incurred. In accordance with Ind AS 37, the Company recognises an onerous contract provision when the unavoidable costs of meeting the obligations under a contract exceed the economic benefits to be received. Contracts are subject to modification to account for changes in contract specification and requirements. The Company reviews modification to contract in conjunction with the original contract, basis which the transaction price could be allocated to a new performance obligation, or transaction price of an existing obligation could undergo a change. In the event transaction price is revised for existing obligation, a cumulative adjustment is accounted for.

## **O Other Income**

Interest income from a financial asset is recognized using effective interest rate method and dividend income is recognized when the right to receive dividend is established.

## **P Cost Recognition**

Costs and expenses are recognized when incurred and have been classified according to their nature. The costs of the company are broadly categorized in employee benefit expenses, cost of materials, changes in inventories, depreciation and amortization expense and other expense.

## **Q Income Taxes**

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred taxes are recognised in statement of profit and loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively.

### **Current income Taxes**

The current tax expense represents the tax payable by the company in relation to its global income for the current year being a domestic company. Advance taxes and provisions for current income taxes are presented in the balance sheet after off-setting advance tax paid and income tax provision as the company intends to settle the asset and liability on a net basis.

### **Deferred income taxes**

Deferred income tax is recognised using the balance sheet approach. Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred income tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred income 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 income tax asset to be utilized. Deferred tax assets and liabilities are measured using substantively enacted tax rates expected to apply to taxable income in the years in which the temporary differences are expected to be received or settled.

## **R Financial Instruments**

### **(i) Financial Assets**

#### **A Initial Recognition and Measurement**

All Financial Assets are initially recognised at fair value. Transaction costs that are directly attributable to the acquisition or issue of Financial Assets, which are not at Fair Value Through Profit or Loss, are adjusted to the fair value on initial recognition. Purchase and sale of Financial Assets are recognised using trade date accounting.

## **B Subsequent Measurement**

### **(a) Financial Assets measured at Amortised Cost (AC)**

A Financial Asset is measured at Amortised Cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the Financial Asset give rise to cash flows on specified dates that represent solely payments of principal and interest on the principal amount outstanding.

### **(b) Financial Assets measured at Fair Value Through Other Comprehensive Income (FVTOCI)**

A Financial Asset is measured at FVTOCI if it 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 represents solely payments of principal and interest on the principal amount outstanding.

### **(c) Financial Assets measured at Fair Value Through Profit or Loss (FVTPL)**

A Financial Asset which is not classified in any of the above categories are measured at FVTPL. Financial assets are reclassified subsequent to their recognition, if the Company changes its business model for managing those financial assets. Changes in business model are made and applied prospectively from the reclassification date which is the first day of immediately next reporting period following the changes in business model in accordance with principles laid down under Ind AS 109 – Financial Instruments.

## **C Investment in Subsidiaries, Associates and Joint Ventures**

The Company has accounted for its investments in Subsidiaries, associates and joint venture at cost less impairment loss (if any). The investments in preference shares with the right of surplus assets which are in nature of equity in accordance with Ind AS 32 are treated as separate category of investment and measured at FVTOCI.

## **D Other Equity Investments**

All other equity investments are measured at fair value, with value changes recognised in Statement of Profit and Loss, except for those equity investments for which the Company has elected to present the value changes in 'Other Comprehensive Income'. However, dividend on such equity investments are recognised in Statement of Profit and loss when the Company's right to receive payment is established.

## **E Impairment of Financial Assets**

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of Financial Assets other than those measured at Fair Value Through Profit and Loss (FVTPL). Expected Credit Losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument).

For Trade Receivables the Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward-looking estimates are analysed. For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

## **(ii) Financial Liabilities**

### **A Initial Recognition and Measurement**

All Financial Liabilities are recognised at fair value and in case of borrowings, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

### **B Subsequent Measurement**

Financial Liabilities are carried at amortised cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

## **(iii) Derecognition of Financial Instruments**

The Company derecognises a Financial Asset when the contractual rights to the cash flows from the Financial Asset expire or it transfers the Financial Asset and the transfer qualifies for derecognition under Ind AS 109. A Financial liability (or a part of a Financial liability) is derecognised from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

## **(iv) Offsetting**

Financial Assets and Financial Liabilities are offset and the net amount is presented in the balance sheet when, and only when, the Company has a legally enforceable right to set off the amount and it intends, either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

## **S Non-current Assets Held for Sale**

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and sale is considered highly probable. A sale is considered as highly probable when decision has been made to sell, assets are available for immediate sale in its present condition, assets are being actively marketed and sale has been agreed or is expected to be concluded within 12 months of the date of classification. Non-current assets held for sale are neither depreciated nor amortised. Assets and liabilities classified as held for sale are measured at the lower of their carrying amount and fair value less cost of disposal and are presented separately in the Balance Sheet.

## **T Earning per Share**

Basic earnings per share is calculated by dividing the net profit after tax by the weighted average number of equity shares outstanding during the year adjusted for bonus element in equity share. Diluted earnings per share adjusts the figures used in determination of basic earnings per share to take into account the conversion of all dilutive potential equity shares.

1 Property, Plant and Equipment, Other Intangible Assets, Capital Work in Progress and Intangible Assets under Development  
Property, Plant and Equipment:

Description	Computer System	Factory Office Electrification	Land	Furniture, Fittings and Fixtures	Office Equipment	Plant and Machinery	Vehicles	Building	Solar Power Plant	Solar Equipment	Fire Fighting Equipment	Site Development	Capital Work In Progress	TOTAL
Cost as at 01 April, 2022	467.08	110.11	362.47	186.71	251.50	3,343.04	460.71	1,636.90	154.99	1.12	1.32	4.58	255.15	6,980.53
Addition	10.12	0.55	-	12.76	27.62	24.88	3.70	35.62	-	-	-	-	0.78	115.24
Disposals	-	-	-	-	0.43	-	-	20.24	-	-	-	-	-	20.67
Cost as at 31 March, 2023	477.20	110.66	362.47	199.47	278.68	3,367.92	464.41	1,652.28	154.99	1.12	1.32	4.58	255.93	7,075.10
Accumulated Depreciation														
as at 01 April, 2022	422.74	84.86	-	134.42	228.04	1,549.43	293.74	518.33	25.93	0.77	0.92	3.62	-	3,262.80
Addition	9.56	4.17	-	9.48	5.78	189.84	41.11	36.23	6.69	0.21	0.05	0.24	-	303.37
Disposals	-	-	-	-	-	-	-	0.08	-	-	-	-	-	0.08
Accumulated Depreciation														
as at 31 March, 2023	432.30	89.03	-	143.90	233.82	1,739.26	334.85	554.48	32.62	0.98	0.97	3.87	-	3,566.09
Net carrying amount														
as at March 31, 2023	44.90	21.63	362.47	55.56	44.86	1,628.66	129.56	1,097.80	122.37	0.14	0.35	0.71	255.93	3,509.01

(Rs. In lacs)

(Rs. In lacs)

Description	Computer System	Factory Office Electrification	Land	Furniture, Fittings and Fixtures	Office Equipment	Plant and Machinery	Vehicles	Building	Solar Power Plant	Solar Equipment	Fire Fighting Equipment	Site Development	Capital Work In Progress	TOTAL
Cost as at 01 April, 2021	454.07	110.11	362.47	181.14	240.86	3,340.97	423.65	1,617.91	154.99	1.12	1.32	4.58	174.55	6,893.19
Addition	22.47	-	-	5.57	10.64	29.27	37.06	18.99	-	-	-	-	80.61	124.01
Disposals	9.46	-	-	-	-	27.21	-	-	-	-	-	-	-	36.68
Cost as at 31 March, 2022	467.08	110.11	362.47	186.71	251.50	3,343.04	460.71	1,636.90	154.99	1.12	1.32	4.58	255.15	6,980.53
Accumulated Depreciation														
as at 01 April, 2021	425.33	80.74	-	125.56	220.88	1,363.72	250.52	473.17	19.24	0.55	0.86	3.38	-	2,963.96
Addition	-	4.12	-	8.86	7.17	185.71	43.21	45.16	6.69	0.21	0.05	0.24	-	301.43
Disposals	2.59	-	-	-	-	-	-	-	-	-	-	-	-	2.59
Accumulated Depreciation														
as at 31 March, 2022	422.74	84.86	-	134.42	228.04	1,549.43	293.74	518.33	25.93	0.77	0.92	3.62	-	3,262.80
Net carrying amount as														
at March 31, 2022	44.34	25.25	362.47	52.29	23.45	1,793.61	166.98	1,118.57	129.07	0.35	0.40	0.96	255.15	3,717.73

### Intangible Assets

(Rs. In lacs)

Description	Software	Trademark and Patent	Goodwill (Merger)	TOTAL
Cost as at 01 April, 2022	121.98	361.43	56.61	483.41
Addition	4.73	-	-	4.73
Disposals	-	-	-	-
Cost as at 31 March, 2023	126.71	361.43	56.61	544.75
Accumulated Depreciation as at 01 April, 2022	53.72	339.23	21.39	414.35
Addition	11.79	17.31	-	29.11
Disposals	-	-	-	-
Accumulated Depreciation as at 31 March, 2023	65.52	356.54	21.39	443.45
Net carrying amount as at March 31, 2023	61.19	4.89	35.23	101.30

(Rs. In lacs)

Description	Software	Trademark and Patent	Goodwill (Merger)	TOTAL
Cost as at 01 April, 2021	121.98	361.43	56.61	540.02
Addition	-	-	-	-
Disposals	-	-	-	-
Cost as at 31 March, 2022	121.98	361.43	56.61	540.02
Accumulated Depreciation as at 01 April, 2021	42.14	321.92	21.39	385.45
Addition	11.59	17.31	-	28.90
Disposals	-	-	-	-
Accumulated Depreciation as at 31 March, 2022	53.72	339.23	21.39	414.35
Net carrying amount as at March 31, 2022	68.25	22.20	35.23	125.67

### Research and Development Expenditure

The company has recognized the research & development expenditure incurred for the development, modification, upgradation of plastic processing machinery and spares manufacturing. The capital expenditure is recognized and included in the cost of Plant & Machinery and Computer in the Balance sheet and Revenue expenditure is charged to Statement of Profit and Loss Account as detailed here

(Rs. In lacs)

Particulars	For the Year ended 31.03.2023	For the Year ended 31.03.2022
1. Capital Expenditure	-	-
2. Revenue Expenditure	157.77	144.12
<b>Total</b>	<b>157.77</b>	<b>144.12</b>

### CWIP ageing Schedule of balances as at 31.03.2023

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	0.78	80.61	18.31	156.24	255.93
Projects temporarily suspended	-	-	-	-	-
	<b>0.78</b>	<b>80.61</b>	<b>18.31</b>	<b>156.24</b>	<b>255.93</b>

## 2 Investments

### A. Non-Current Investments

(Rs. In lacs)

Description	As at 31.03.2023		As at 31.03.2022	
	Unit	Amt	Unit	Amt
<b>Investment in Joint Venture</b>	<b>1,960,000.00</b>	<b>196.00</b>	<b>1,960,000.00</b>	<b>196.00</b>
<b>Investment Measured at Fair Value Through Profit and Loss Account</b>				
In Equity Shares				
(Unquoted, Fully Paid Up)				
Windsor Machines Limited	470.00	0.18	470.00	0.19
Kabra Extrusion Technic Limited	1,600.00	7.74	1,600.00	8.44
ITC Limited	101.00	0.39	-	-
Uma converter Limited	2,500.00	4.76	-	-
TATA Power Co LTD	4,000.00	1.21	-	-
		<b>210.27</b>		<b>204.63</b>

### B. Current Investments

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
<b>Investment in Mutual Funds</b>		
Axis Mutual Funds	400.45	1,082.10
ICICI Mutual Funds	142.38	-
Aditya Birla Mutual Funds	305.23	-
	<b>848.07</b>	<b>1,082.10</b>

Aggregate value of quoted and unquoted investments is as follows:

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Aggregate value of quoted investments	862.34	1,090.73
Aggregate value of unquoted investments	196.00	196.00
Aggregate market value of quoted investments		
	<b>1,058.34</b>	<b>1,286.73</b>

## 3 Other Financial Assets

Other Financial Assets consist of the following

### A. Non Current Financial Assets

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Non-Current		
Security Deposits		
Employee Security Deposits	31.36	30.81
	<b>31.36</b>	<b>30.81</b>

## B. Current Financial Assets

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Accrued Interest	15.23	1.34
<b>Balance with Government Authorities</b>		
Income Tax Authority	29.80	16.30
Sales Tax Authority	10.97	10.97
GST / Excise / Service Tax/Customs	9.10	324.50
Export Incentives Receivable	72.37	313.88
	<b>137.47</b>	<b>667.01</b>

## 4 Other Assets

Other Assets consist of the following

### A. Other Non Current Asset

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Right To Use Assets	46.29	-
	46.29	-

### B. Other Current Assets

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Others		
Prepaid Custom Duty	72.06	72.06
Prepaid Insurance / Expenses	55.20	54.80
Appeal Deposit	-	-
Advance to Suppliers	331.62	185.12
Capital Advances	2.49	2.77
Advance to Employees	10.01	6.26
Other Advances	5.12	14.51
Fair value of Leave Encashment	(5.57)	3.84
Fair value of plan asset - Gratuity	24.24	68.10
	<b>495.18</b>	<b>407.46</b>

\* Fair Value of Plan Asset gratuity and leave encashment are net off defined benefit obligation

## 5 Inventories

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
<b>Raw Material</b>		
Indigenous	4,088.78	3,421.72
Imported	233.13	293.94
Stock In Process	1,334.52	1,542.36
	<b>5,656.44</b>	<b>5,258.01</b>

\*Inventory is valued at weighted Average cost method

## 6 Trade Receivables

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Trade Receivables considered good - Secured	-	-
Trade Receivables considered good - Unsecured	1,650.61	468.50
Trade Receivables-having significant increase in Credit Risk	-	-
Trade Receivables - credit impaired.	-	-
	<b>1,650.61</b>	<b>468.50</b>
Less: Allowance for bad and doubtful debts	-	-
	<b>1,650.61</b>	<b>468.50</b>

Ageing for trade receivables – current outstanding as at 31st March, 2023 is as follows:

Particulars	Outstanding for following periods from bill date					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	1,534.10	4.76	53.50	56.25	2.00	1,650.61
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-
Disputed-Trade Receivables - considered good	-	-	-	-	-	-
Disputed-Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
Disputed Trade Receivables - credit impaired	-	-	-	-	-	-
<b>TOTAL</b>	<b>1,534.10</b>	<b>4.76</b>	<b>53.50</b>	<b>56.25</b>	<b>2.00</b>	<b>1,650.61</b>

Ageing for trade receivables – current outstanding as at 31st March, 2022 is as follows:

Particulars	Outstanding for following periods from bill date					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	381.89	3.84	36.44	46.33	-	468.50
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-
Disputed-Trade Receivables - considered good	-	-	-	-	-	-
Disputed-Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
Disputed Trade Receivables - credit impaired	-	-	-	-	-	-
<b>TOTAL</b>	<b>381.89</b>	<b>3.84</b>	<b>36.44</b>	<b>46.33</b>	<b>-</b>	<b>468.50</b>

#### 7 Loans

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Current		
Loan Receivable considered good- Unsecured		
Loans and advances to employees	14.49	23.37
	<b>14.49</b>	<b>23.37</b>

#### 8 Cash and Cash Equivalents

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
<b>Balance with banks</b>		
In Current Accounts	1,570.21	1,071.36
<b>Cash on Hand</b>	<b>7.82</b>	<b>9.61</b>
	<b>1,578.03</b>	<b>1,080.97</b>

Balance with Bank includes Rs. 20,68,927 Towards unclaimed Dividend

#### 9 Other Balances with Banks

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Deposits Held with Bank *	2,850.47	1,450.33
	<b>2,850.47</b>	<b>1,450.33</b>

\* As Earmarked against the borrowings.

## 10 Equity Instruments

The authorized, issued, subscribed and fully paid-up share capital consist of the following (Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
<b>Authorised Share Capital</b>		
7,70,00,000 Equity shares of Re.1/- each	770.00	770.00
<b>Issued, Subscribed &amp; Paid up Capital</b>		
6,15,30,750 Equity shares of Re.1/- each fully paid up	615.31	615.31
	<b>615.31</b>	<b>615.31</b>

The Company's objective for capital management is to maximize shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The funding requirements are met through equity and operating cash flows generated. The Company is not subject to any externally imposed capital requirements.

### I. Reconciliation of number of shares

Particulars	As at 31.03.2023		As at 31.03.2022	
	Equity Shares		Equity Shares	
	No. of Shares	(Rs. In lacs)	No. of Shares	(Rs. In lacs)
Shares outstanding at the beginning of the year	61,530,750	615.31	61,530,750	615.31
Add : Shares Issued during the year	-	-	-	-
Less : Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	<b>61,530,750</b>	<b>615.31</b>	<b>61,530,750</b>	<b>615.31</b>

### II. Rights, preferences and restrictions attached to shares

The Company has one class of equity shares having a par value of Re. 1 each. Each shareholder is eligible for one vote per share held and carry a right to dividend. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. 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 to their shareholding.

### III. Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

Particulars	As at 31.03.2023		As at 31.03.2022	
	No. of Shares Held	% of Holding	No. of Shares Held	% of Holding
1. Devyani Chandrakant Doshi	6,322,560	10.28%	6,322,560	10.28%
2. Khushboo Chandrakant Doshi	4,867,042	7.91%	4,867,042	7.91%
3. Pallav Kishorbhai Doshi	4,826,609	7.84%	4,826,609	7.84%
4. Rita Rajesh Doshi	-	0.00%	4,513,440	7.34%
4. Rajesh Nanalal Doshi	7,453,640	12.11%	2,940,200	4.78%
5. Nita Kishorbhai Doshi	3,884,600	6.31%	3,884,600	6.31%
6. Kruti Rajeshbhai Doshi	3,144,132	5.11%	3,144,132	5.11%

**IV. Shares allotted, as fully paid up pursuant to contracts without payment being received in cash / by way of bonus shares and shares bought back during the preceding five years**

Particulars	Year ( Aggregate No. of Shares )				
	2021-22	2020-21	2019-20	2017-18	2016-17
Equity Shares :					
Fully paid up pursuant to contract (s) without payment being received in cash	NIL	NIL	NIL	NIL	NIL
Fully paid up by way of bonus shares	NIL	NIL	NIL	NIL	NIL
Shares bought back	NIL	NIL	NIL	NIL	NIL

**V. Shareholding of Promoters and Promoters Group as on 31.03.2023**

Particulars	As at 31.03.2023		As at 31.03.2022	
	No. of Shares Held	% of Holding	No. of Shares Held	% of Holding
Devayani Chandrakant Doshi	6,322,560	10.28%	6,322,560	10.28%
Khushboo Chandrakant Doshi	4,867,042	7.91%	4,867,042	7.91%
Pallav Kishorbhai Doshi	4,826,609	7.84%	4,826,609	7.84%
Rita Rajesh Doshi	-	0.00%	4,513,440	7.34%
Nita Kishorbhai Doshi	3,884,600	6.31%	3,884,600	6.31%
Kruti Rajeshbhai Doshi	3,144,132	5.11%	3,144,132	5.11%
Rajesh Nanalal Doshi	7,453,640	12.11%	2,940,200	4.78%
Karishma Rajesh Doshi	2,933,395	4.77%	2,933,395	4.77%
Utsav Kishorkumar Doshi	2,919,372	4.74%	2,919,372	4.74%
Kishor Nanlal Doshi	1,443,000	2.35%	1,443,000	2.35%
Utkarsh Rajesh Doshi	1,734,790	2.78%	1,734,790	2.78%
Rajesh N. Doshi (HUF)	660,000	1.07%	660,000	1.07%
Kishor N. Doshi (HUF)	324,000	0.53%	324,000	0.53%

## 11 Other Equity

Other Equity consist of the following

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
<b>Surplus</b>		
<b>Capital Reserve</b>		
Opening Balance	26.25	26.25
Add : Addition During the year	-	-
	26.25	26.25
<b>Securities Premium</b>		-
Opening Balance	1,188.79	1,188.79
Add : Addition During the year	-	-
	<b>1,188.79</b>	<b>1,188.79</b>
<b>General Reserve</b>		
Opening Balance	385.37	385.37
Add : Transferred from Retained Earning	-	-
	385.37	385.37
<b>Retained Earnings</b>		
Opening Balance	7,111.59	5,631.88
Add : Profit for the year	1,001.57	1,479.71
	<b>8,113.16</b>	<b>7,111.59</b>
Less : Appropriations		
Dividend on Equity Shares	153.83	-
	7,959.33	7,111.59
<b>Other Comprehensive Income (OCI)</b>		
Opening Balance	53.92	16.05
Add : Movement in OCI (Net) during the year	14.86	37.87
	68.78	53.92
	<b>9,628.54</b>	<b>8,765.93</b>

## 12 Other Financial Liabilities

Other Financial Liabilities consist of the following:

A. Non Current Financial Liabilities-

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Lease Liability	42.95	-
Security Deposits	11.05	11.83
	<b>54.00</b>	<b>11.83</b>

## B. Current Financial Liabilities

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Unclaimed Dividend	20.69	24.04
Employee Dues payable	126.63	115.70
	<b>147.32</b>	<b>139.74</b>

## 13 Deferred Tax Asset/Liability stands as Follows:

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Opening Balance	375.94	421.33
Add : Current Year	4.35	(45.39)
	<b>380.29</b>	<b>375.94</b>

## Significant components of Deferred Tax

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
<b>Deferred Tax Liability</b>		
Difference between book depreciation and tax depreciation	382.53	378.89
<b>Gross Deferred Tax Liability (A)</b>	<b>382.53</b>	<b>378.89</b>
<b>Deferred Tax Asset</b>		
Expenses provided but allowable in Income tax on Payment basis	-	-5.74
Investments	-	-2.16
Lease Liability	0.84	-
Provision for Leave Encashment	1.40	10.85
<b>Gross Deferred Tax Asset (B)</b>	<b>2.24</b>	<b>2.96</b>
<b>Net Deferred Tax Liability (A)-(B)</b>	<b>380.29</b>	<b>375.94</b>

## 14 Other Liabilities

### Other Current Liabilities

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
<b>Other Payables</b>		
Advances from Customers	3,939.40	2,309.92
Statutory Dues Payable	89.75	37.73
Deferred Revenue	1.38	-
Director Remuneration	14.30	13.55
Sundry Creditors - Capital Goods	0.45	0.91
	<b>4,045.29</b>	<b>2,362.11</b>

### 15 Current Borrowings

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Current Maturities of Long Term Borrowings	-	27.96
<b>Secured - at Amortized Cost</b>		
Yes Bank CC	152.21	-
	<b>152.21</b>	<b>27.96</b>

### Particulars of Borrowings

Name of Lender/ Type of Loan	Rate of Interest	Nature of Security
Yes Bank	EBLR + 2.6%	<p>1) First pari passu charge by way of hypothecation on current assets under multiple banking with axis bank.</p> <p>2) First pari passu charge by way of hypothecation on movable fixed assets (present and future) of the company under multiple banking with axis bank. (Except for specific assets being charge to lender)</p> <p>3) 3. First Pari Passu charge on immovable properties as listed below with Axis bank:</p> <p>i) industrial land (Admeasuring 506-00 Sq.Mt.) and building situated at Plot No. 82, 83 and U, Survey No.12/1 and 18/1Paiki, Off. Junagarh Road, Manavadar, District -Junagadh owned by Rajoo Engineers Limited.</p> <p>ii) Industrial land-admeasuring 199.75 q.,Mt: and- building. situated., constructed on Plot No. 2 paiki, SurveYNo-12/2 Paiki, OffJunagarh Road, Manavadar, District - Junagadh owned by Raioo Engineers Limited.</p> <p>iii) Industrial land (admeasuring 607 -64 q.Mt.) and building situated at Plot No 2Paiki and Plot No. 3,Survey No.12/2 Paiki, at.Junagarh Road, Manavadar, District- Junagadh owned by Rajoo Engineers Limited.</p> <p>4. Unconditional and irrevocable personal Guarantee of Mr. Rajesh Doshi. "</p>
Axis Bank	Repo + 4.8% <sup>4)</sup>	Charge on securities mentioned above and hypothecated with Yes Bank

## 16 Trade Payables

Trade Payables consist of the following

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
MSME	347.98	409.06
Others	1,641.70	1,560.89
Disputed-MSME	-	-
Disputed-Others	-	-
	<b>1,989.68</b>	<b>1,969.95</b>

Ageing for trade payables – current outstanding as at 31st March, 2023 is as follows:

(Rs. In lacs)

Particulars	Outstanding for following periods from date of invoice for 22-23				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	347.98	-	-	-	347.98
(ii) Others	1,641.70	-	-	-	1,641.70
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues-Others	-	-	-	-	-
	<b>1,989.68</b>	-	-	-	<b>1,989.68</b>

Ageing for trade payables – current outstanding as at 31st March, 2022 is as follows:

(Rs. In lacs)

Particulars	Outstanding for following periods from date of invoice for 21-22				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	409.06	-	-	-	409.06
(ii) Others	1,560.89	-	-	-	1,560.89
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues-Others	-	-	-	-	-
	<b>1,560.89</b>	-	-	-	<b>1,969.95</b>

### Dues of micro, small, medium enterprises

The disclosure pursuant to the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED Act) for dues to micro enterprises and small enterprises as at March 31, 2023 and March 31, 2022 is as under

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
<b>Dues remaining unpaid to any supplier</b>		
Principal	347.98	409.06
Interest on above	-	-
Amount of interest paid in terms of section 16 of the MSMED Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	-	-
Amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006	-	-
Amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006	-	-
Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of MSMED Act, 2006	-	-

#### 17 Provisions

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Provision for Other Expenses	155.50	11.88
Audit Fees	3.15	1.35
Warranty Provision	178.08	268.08
	<b>336.73</b>	<b>281.31</b>

### 18 Revenue Recognition

(Rs. In lacs)

Particulars		As at 31.03.2023	As at 31.03.2022
<b>Revenue</b>			
Sale of goods :	Domestic	10,529.80	7,968.64
	Export	5,133.47	8,409.68
		<b>15,663.27</b>	<b>16,378.32</b>
Sale of services :	Domestic	65.79	42.39
	Exports	17.05	112.32
		<b>82.85</b>	<b>154.71</b>
<b>Total Revenue</b>		<b>15,746.12</b>	<b>16,533.03</b>
<b>Other operating Revenue</b>			
Excess Provision of Warranty W/off			
Discount on Forward Contract		(6.75)	3.87
Net Foreign Exchange Difference		(16.17)	55.90
Net gain from expenses recovered		151.09	399.81
Export Incentives		104.27	211.79
<b>Total Other operating Revenue</b>		<b>232.45</b>	<b>671.37</b>
<b>Total Revenue from Operations</b>		<b>15,978.57</b>	<b>17,204.41</b>

### Disclosure pursuant to Ind AS 115: Revenue from contract with customers

#### A. Disaggregated revenue

##### (i) Revenue by geographical market

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Within India	10,595.59	8,011.03
Outside India	5,150.53	8,522.00
	<b>15,746.12</b>	<b>16,533.03</b>

#### B. Contract Balances

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Trade Receivables	1,650.61	468.50
Advance from customers	3,939.40	2,309.92

**C. Reconciling the amount of revenue recognised in the Restated Statement of Profit and Loss with the contracted price**

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
<b>Revenue as per contracted price (recognised at a point of time)</b>	15,746.12	16,533.03
Less: Discounts and rebates	-	-
Add/ (Less): Changes in revenue due to performance obligations (net)	-	-
<b>Net revenue from contract with customers</b>	<b>15,746.12</b>	<b>16,533.03</b>

**19 Other Income**

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Interest Income		
- From Bank	84.63	94.55
- From others	58.05	-
	142.69	94.55
<b>Other non-operating income</b>		
Other Income	2.61	5.48
Gain/Loss on foreign Currency Transaction	25.84	51.03
Dividend Income	0.01	98.00
Net Gain / (Loss) on sale of Fixed Assets	80.91	4.63
Unrealised Gain on Mutual Funds (FVTPL)	9.84	7.71
Realised gain on Mutual Fund	5.89	4.49
Bond Income	3.23	-
Rent Income	8.00	8.00
	<b>136.33</b>	<b>179.35</b>
	<b>279.02</b>	<b>273.90</b>

**20 Cost of Material Consumed**

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
<b>Opening Stock of Raw Material</b>	3,715.66	3,832.51
Add: Purchases and related expenses	10,250.29	10,282.05
<b>Less: Closing Stock</b>	4,321.92	3,715.66
<b>Raw material consumed</b>	<b>9,644.03</b>	<b>10,398.91</b>

**21 Purchase of Stock In Trade**

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Purchase of Stock in Trade	10.62	47.02
<b>Raw material consumed</b>	<b>10.62</b>	<b>47.02</b>

## 22 The changes in Inventory

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
<b>Finished Goods</b>		
Opening Stock	-	54.85
Less : Closing Stock	-	-
<b>Increase/(Decrease)</b>	<b>-</b>	<b>54.85</b>
<b>Work in Progress</b>		
Opening Stock	1,542.36	1,567.43
Less : Closing Stock	1,334.52	1,542.36
<b>Increase/(Decrease)</b>	<b>207.83</b>	<b>25.07</b>
<b>Changes in Inventories</b>	<b>207.83</b>	<b>79.92</b>

## 23 Employee benefit expenses consist of the following

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Salary and Wages	1,554.66	1,425.77
Staff Welfare Expenses	123.93	117.33
Bonus to Staff	22.39	21.59
Current Service Cost on Gratuity/Leave Encashment	23.78	22.92
Interest Cost on Gratuity/Leave Encashment	(1.84)	18.41
Gratuity Expense	42.98	-
Leave Encashment Expense	16.12	1.80
PF Expense	66.24	63.55
	<b>1,848.26</b>	<b>1,671.36</b>

\*Interest cost on gratuity/leave encashment is net off interest on present value of obligation and interest income on plan asset

## Reconciliation of opening and closing balances of Defined Benefit Obligation

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Present value of obligations as at beginning of year	259.75	257.98
Interest cost	18.18	18.41
Current Service Cost	23.78	22.92
Benefits Paid	(12.43)	-
Actuarial (gain)/ loss on obligations	(20.08)	(39.56)
<b>Present value of obligations as at end of year</b>	<b>269.21</b>	<b>259.75</b>

**Reconciliation of opening and closing balances of fair value of Plan Assets** (Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
<b>Fair value of plan assets at beginning of year</b>	327.85	328.34
Expected return on plan assets	19.81	(1.69)
Contributions	-	1.20
Past Service Cost	(41.78)	-
Benefit Paid	(12.43)	-
Actuarial (gain)/ loss on Plan Assets	-	-
<b>Fair value of plan assets at End of year</b>	<b>293.45</b>	<b>327.85</b>

**Reconciliation of fair value of Assets and Obligations** (Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Fair value of plan assets at End of year	293.45	327.85
Present value of obligations as at end of year	269.21	259.75
<b>Amount recognized in Balance Sheet Surplus/(Deficit)</b>	<b>24.24</b>	<b>68.10</b>

**Expenses recognized during the year** (Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
<b>In Income Statement</b>		
Interest cost	18.18	18.41
Past Service Cost	(41.78)	-
Current Service Cost	23.78	22.92
Return on Plan Assets	20.02	(1.69)
<b>Net Cost</b>	<b>20.21</b>	<b>39.64</b>
<b>In Other Comprehensive Income</b>		
Return on Plan Assets	0.21	(1.69)
Actuarial (Gain) / Loss	(20.08)	(39.56)
<b>Net (Income) / Expenses recognised in OCI</b>	<b>(19.86)</b>	<b>(41.25)</b>

**24 Finance Cost** (Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
<b>Interest Paid</b>		
Bank	1.06	10.49
Others	4.53	1.00
<b>Bank Commission / Charges</b>	<b>27.05</b>	<b>20.40</b>
	<b>32.64</b>	<b>31.90</b>

The interest cost on gratuity and leave encashment obligation has been net off against the expected return on plan assets of them respectively.

## 25 Other Expenses

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
<b>A. Manufacturing Expenses</b>		
Clearing & Forwarding Charges	28.78	53.70
Electrical Repairs and Maintenance	5.91	8.26
Factory Building Repairs and Maintenance	20.27	2.27
Factory Misc. Expenses	19.38	5.80
Freight Expenses	76.16	77.95
Gas Consumption Expense	11.61	9.38
Goods Packing Material	63.92	115.24
Job Work Charges	422.61	365.29
Labour Expenses	284.63	284.41
Licence Fees	-	0.20
Plant Repairs and Maintenance	69.79	76.03
Power and Fuel Expense	191.85	147.97
Testing Expense	6.40	6.98
	<b>1,201.31</b>	<b>1,153.47</b>

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
B.Administrative, Selling & Services Expenses		
Advertisement Expense	14.47	9.51
Books & Periodicals	7.03	0.10
Business Meeting Expense	0.81	0.26
Car / Vehicle Hire Expenses	14.81	11.59
Computer Maintenance & Other Expenses	6.81	3.94
Consulting Expenses	94.42	97.01
Conveyance Expense	0.42	0.17
Demat Expense	1.80	1.23
Donation and CSR	32.18	31.52
Exhibition & Display	277.06	14.23
FOC Supply	0.94	0.36
Garden Maintenance charges	4.07	5.68
GST Expense	4.28	0.20
Guest House Expenses	7.59	7.25
Hotel charges	7.68	3.11
House Keeping Expense- Maintenance Expense	2.29	3.11
Income Tax - TDS	0.21	64.98
Installation & Commissioning Expense	55.30	32.78
Insurance Expense	37.43	44.39
ISO Consultancy Charges	0.31	-
Legal & Professional Fees	49.31	57.49
Listing Expense	3.00	3.00
Membership & Subscription Expenses	2.28	2.10
Miscellaneous Expenses	0.02	0.05
Office Building Repairs and Maintenance	1.06	1.20
Office Equipment Repairs and Maintenance	3.86	4.29
Office Expense	36.05	35.70
Office Furniture Repairs & Maintenance	1.27	1.77
Outward Freight	64.43	62.69
Overseas Ocean Freight	97.40	371.32
Payment to Auditors	3.50	1.50
Penalty Expense	0.00	4.87
Petrol Expense	22.30	21.29
Postage & Angadia Expenses	3.79	2.85
Printing & Stationery	14.45	4.65
Rent, Rates & Taxes	2.69	5.37
Royalty Expenses	-	-
Sales Promotion Expense	67.39	14.36
Security Services Charges	20.77	15.46
Selling Commission	288.01	291.58
Software AMC Expenses	38.96	59.51
Solar Power Plant Exp	3.21	3.06

P.T.O.

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Telephone and Internet Expense	7.94	6.31
Travelling expense	209.03	93.70
VAT & CST Expense	-	27.93
Warranty Expense	135.25	318.39
Water Supply & Other Expense	13.74	13.05
Website Maintenance	7.80	7.37
	<b>1,667.44</b>	<b>1,762.27</b>
	<b>2,868.75</b>	<b>2,915.74</b>

## 26 Tax Expense

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Current Tax	292.85	555.26
Deferred Tax	4.35	(45.39)
	<b>297.20</b>	<b>509.86</b>

## Reconciliation of Tax Expenses

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Profit before Exceptional items and Tax	1,298.77	1,989.57
Applicable rate of tax	25.168%	25.168%
Computed Tax Expense	326.87	500.74
<b>Tax effect of:</b>		
Depreciation allowance difference	18.02	7.17
Disallowed Expenses	10.21	45.49
Other	(62.26)	1.86
<b>Current Tax Provision (A)</b>	<b>292.85</b>	<b>555.26</b>
<b>Incremental Deferred Tax Liability/(Asset) on account of</b>		
Tangible and Intangible Assets	3.64	(49.36)
Financial Assets and other items	0.72	3.97
<b>Deferred Tax Provision (B)</b>	<b>4.35</b>	<b>(45.39)</b>
<b>Tax Expense recognized in P&amp;L</b>	<b>297.20</b>	<b>509.86</b>
<b>Effective Tax Rate</b>	<b>22.88%</b>	<b>25.63%</b>

## 27 Earnings Per Share (EPS)

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Net Profit after Tax as per Statement of Profit and Loss Attributable to Equity Shareholders	1,001.57	1479.71
Weighted Average number of Equity Shares used as denominator for calculating Basic EPS	61,530,750	61,530,750
<b>BASIC EPS</b>	<b>1.63</b>	<b>2.40</b>
Weighted Average number of Equity Shares used as denominator for calculating Diluted EPS	61,530,750	61,530,750
<b>Diluted EPS</b>	<b>1.63</b>	<b>2.40</b>

## 28 Financial Instrument Valuation

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

- The fair value of investment in quoted Equity Shares is measured at quoted price or NAV.
- All foreign currency denominated assets and liabilities are translated using exchange rate at reporting date.

The financial instruments are categorized into two levels based on the inputs used to arrive at fair value measurements as described below:

**Level 1:** Quoted prices (unadjusted) in active markets for identical assets or liabilities; and

**Level 2:** Inputs other than the quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly

**Level 3:** Techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

### Fair value measurement hierarchy

The carrying value of financial instruments by categories as at March 31, 2023 is as follows: (Rs. In lacs)

Particulars	FVTPL	FVOCI	Amortized Cost	Total
<b>Financial Assets</b>				
Investments	1,058.34	-	-	1,058.34
Trade Receivables	-	-	1,650.61	1,650.61
Loans	-	-	14.49	14.49
Cash and Cash Equivalents	-	-	1,578.03	1,578.03
Other Balances with bank	-	-	2,850.47	2,850.47
Other Financial Assets	-	-	168.83	168.83
<b>TOTAL</b>	<b>1,058.34</b>	<b>-</b>	<b>6,262.43</b>	<b>7,320.77</b>
<b>Financial Liabilities</b>				
Borrowings	-	-	152.21	152.21
Trade Payables	-	-	1,989.68	1,989.68
Other Financial Liabilities	-	-	201.31	201.31
<b>TOTAL</b>	<b>-</b>	<b>-</b>	<b>2,343.21</b>	<b>2,343.21</b>

The carrying value of financial instruments by categories as at March 31, 2022 is as follows: (Rs. In lacs)

Particulars	FVTPL	FVOCI	Amortized Cost	Total
<b>Financial Assets</b>				
Investments	1,286.73	-	-	1,286.73
Trade Receivables	-	-	468.50	468.50
Loans	-	-	23.37	23.37
Cash and Cash Equivalents	-	-	1,080.97	1,080.97
Other Balances with bank	-	-	1,450.33	1,450.33
Other Financial Assets	-	-	697.82	697.82
<b>TOTAL</b>	<b>1,286.73</b>	<b>-</b>	<b>3,720.99</b>	<b>5,007.72</b>
<b>Financial Liabilities</b>				
Borrowings	-	-	27.96	27.96
Trade Payables	-	-	1,969.95	1,969.95
Other Financial Liabilities	-	-	151.57	151.57
<b>TOTAL</b>	<b>-</b>	<b>-</b>	<b>2,149.48</b>	<b>2,149.48</b>

### 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. The Company's principal financial assets include trade and other receivables, and cash and cash equivalents that are derived directly from its operations.

The Board of Directors reviews and agrees policies for managing each of these risks which are summarized as below:

#### Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprises three types of risk: currency rate risk, interest rate risk. Financial instruments affected by market risks include loans and borrowings, deposits, investments, and foreign currency receivables and payables. The sensitivity analysis in the following sections relate to the position as at reporting date. The analysis excludes the impact of movements in market variables on: the carrying values of gratuity and other post-retirement obligations; provisions; and the non-financial assets and liabilities. The sensitivity of the relevant Profit and Loss item and equity is the effect of the assumed changes in the respective market risks. This is based on the financial assets and financial liabilities held as of March 31, 2023 and March 31, 2022.

#### Foreign Currency Risk

The following table shows foreign currency exposures in USD and EURO on financial instruments at the end of the reporting period. The exposure to foreign currency for all other currencies are not material.

(Rs. In lacs)

Particulars	As at 31.03.2023		As at 31.03.2022	
	USD	EURO	USD	EURO
Trade and other Payable	20.49	3.48	8.22	5.69
Trade and other Receivable	0.79	(0.59)	(1.27)	(0.46)
<b>Net Exposure</b>	<b>21.28</b>	<b>2.89</b>	<b>6.95</b>	<b>5.23</b>

Sensitivity analysis of 5% change in exchange rate at the end of reporting period net of hedges (Rs. In lacs)

Particulars	As at 31.03.2023		As at 31.03.2022	
	USD	EURO	USD	EURO
<b>5% Depreciation in INR</b>				
Impact on Equity	-	-	-	-
Impact on P&L	(86.95)	(12.90)	(26.35)	(22.02)
<b>Total</b>	<b>(86.95)</b>	<b>(12.90)</b>	<b>(26.35)</b>	<b>(22.02)</b>
<b>5% Appreciation in INR</b>				
Impact on Equity	-	-	-	-
Impact on P&L	86.95	12.90	26.35	22.02
<b>Total</b>	<b>86.95</b>	<b>12.90</b>	<b>26.35</b>	<b>22.02</b>

#### Interest Rate Risk

The exposure of the company's borrowing and derivatives to interest rate changes at the end of the reporting period are as follows

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Loans		
Long Term Borrowing	-	27.96
Short Term Borrowing	152.21	-
<b>Total</b>	<b>152.21</b>	<b>27.96</b>

#### Impact on Interest Expenses for the year on 1% change in Interest rate

(Rs. In lacs)

Particulars		
<b>UP MOVE</b>		
Impact on Profit & Loss	(0.13)	(0.28)
<b>DOWN MOVE</b>		
Impact on Profit & Loss	(0.13)	(0.28)

### Credit Risk

Credit risk is the risk that a customer or counterparty to a financial instrument fails to perform or pay the amounts due causing financial loss to the company. Credit risk arises from company's activities in investments, dealing in derivatives and outstanding receivables from customers.

The company has a prudent and conservative process for managing its credit risk arising in the course of its business activities. Sales made to customers on credit are generally secured through Letters of Credit and advance payments.

### Liquidity Risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time, or at a reasonable price. The Company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related such risk are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows.

### 29 Payment to Auditors

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Statutory Audit Fees	1.50	1.50
Other Services	1.50	1.50
<b>Total</b>	<b>3.00</b>	<b>3.00</b>

### 30 Corporate Social Responsibility (CSR)

CSR amount required to be spent as per Section 135 of the Companies Act, 2013 read with Schedule VII thereof by the Company during the year is Rs. 24,43,050 (Previous Year Rs. 17,16,000)

Expenditure related to Corporate Social Responsibility is Rs. 25,58,640 (Previous Year Rs. 25,65,000).

#### Details of Amount spent towards CSR given below:

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Promoting Education		
Health care and Medical Facilities and Eradicating Malnutrition	19.89	10.17
Promoting Financial Support		
Old Age Home		
Promoting Sports		
Ensuring environment sustainability and Conserving Natural Resources		
Eradicating Malnutrition and hunger	-	15.48
Day care centres and such other facilities for senior citizens	5.70	-
<b>Total CSR Activity</b>	<b>25.59</b>	<b>25.65</b>

\*Contribution with regards to the CSR compliance are made in a Shrutina Foundation which is a trust which is a related party to the company.

### 31 Related Party Disclosure

As per Ind AS 24, the disclosures of transactions with the related parties are given below:

#### 31.1 List of related parties where control exists and also related parties with whom transactions have taken place and relationships

(Rs. In lacs)

Name	Relationship
Shri Rajesh N. Doshi	Chairman & Director
Shri Sunil Jain	Director
Ms. Khushboo C. Doshi	Key Management Personnel(MD)
Mr. Utsav K. Doshi	Key Management Personnel(JMD)
Mr. J. T. Zalawadia	Key Management Personnel(CFO)
Mr. Darshak Thakar	Key Management Personnel(CS)
Mr. Rohit Sojitra	Key Management Personnel(CS)
Mr. Prakash Daga	Key Management Personnel(CFO)
Rajoo Bausano Extrusion Pvt. Ltd.	Joint Venture
Rajoo Innovation Centre LLP	Associate Concern
Essen Speciality Disposable LLP	Associate Concern
Starpack International	Associate Concern
Essen Speciality Films Ltd.	Associate Concern
Rajoo Eng Ltd Employees Gratuity Fund	Employees Benefit Plans
Rajoo Eng Ltd Employees Leave Enachment	Employees Benefit Plans
Ruby Jain	Relative of KMP
Karishma Doshi	Relative of KMP

#### 31.2 Transactions during the year with related parties

(Rs. In lacs)

Nature of Transaction (Excluding Reimbursements)	Key Management Personnel	Joint Venture	Associates Concern	Post Employee Benefit Plans	Relatives of KMP
Purchase	-	0.03	118.59	-	-
Sale & Service	-	991.18	61.75	-	-
Remuneration	297.71	-	-	-	-
Commission	-	-	62.96	-	-
Rent Paid	6.00	-	-	-	12.00
Post Employee Benefit Paid	-	-	-	-	-
Professional Fees	-	-	-	-	-
Jobwork Charges Paid	-	-	10.17	-	-
Inter Company Deposit	-	-	3,858.05	-	-
Sale of Property,Plant and Equipment	-	0.51	-	-	-
Others	-	2.99	4.35	-	-
Net Payables / (Receivable)	3.60	-	-	-	-

### 31.3 Disclosure in Respect of Major Related Party Transactions during the year (Rs. In lacs)

Nature of Transaction (Excluding Reimbursements)	Relationship	As at 31.03.2023	As at 31.03.2022
Purchase of Goods			
Rajoo Bausano Extrusion Pvt. Ltd.	Joint Venture	0.03	10.57
Rajoo Innovation Centre LLP	Associates Concern	5.87	1.93
Essen Speciality Disposable LLP	Associates Concern	0.77	0.57
Essen Speciality Films Ltd.	Associates Concern	111.95	5.37
<b>Sale &amp; Service</b>			
Rajoo Bausano Extrusion Pvt. Ltd.	Joint Venture	991.18	1,220.60
Rajoo Innovation Centre LLP	Associates Concern	17.48	120.42
Essen Speciality Films Ltd.	Associates Concern	37.00	213.88
Essen Speciality Disposable LLP	Associates Concern	7.28	12.03
<b>Sales Return</b>			
Rajoo Innovation Centre LLP	Associates Concern	-	-
Essen Speciality Disposable LLP	Associates Concern	-	-
Essen Speciality Films Ltd.	Associates Concern	-	-
<b>Jobwork Charges Paid</b>			
Rajoo Innovation Centre LLP	Associates Concern	10.17	8.04
<b>Rent Paid</b>			
Mr. Utsav K. Doshi	Key Management Personnel(JMD)	6.00	6.00
Karishma Doshi	Relatives of KMP	-	12.00
Ruby Jain	Relatives of KMP	12.00	-
<b>Selling Commission Paid</b>			
Starpack International	Associates Concern	62.96	83.00
<b>Professional Fees Paid</b>			
Shri Sunil Jain	Director	-	48.00
<b>Remuneration paid</b>			
Shri Rajesh N. Doshi	Chairman & Director	130.90	114.60
Ms. Khushboo C. Doshi	Key Management Personnel(MD)	54.10	43.85
Mr. Utsav K. Doshi	Key Management Personnel(JMD)	45.76	38.13
Mr. J. T. Zalawadia	Key Management Personnel(CFO)	4.47	8.95
Mr. Darshak Thakkar	Key Management Personnel(CS)	-	4.57
Mr. Rohit Sojitra	Key Management Personnel(CS)	4.52	-
Mr. Prakash Daga	Key Management Personnel(CFO)	9.96	-
Shri Sunil Jain	Director	48.00	-
<b>Employee Benefit Paid</b>			
Rajoo Eng Ltd Employees Gratuity Fund	Employee Benefit Plans		1.20
<b>Inter Company Deposit</b>			
Essen Speciality Films Ltd.	Associates Concern	3,858.05	-
<b>Sale of Property,Plant and Equipment</b>			
Rajoo Bausano Extrusion Pvt. Ltd.	Joint Venture	0.51	-

### 31.3 Disclosure in Respect of Major Related Party Transactions during the year (Rs. In lacs)

Nature of Transaction (Excluding Reimbursements)	Relationship	As at 31.03.2023	As at 31.03.2022
<b>Others</b>			
Rajoo Bausano Extrusion Pvt. Ltd.	Joint Venture	2.99	-
Rajoo Innovation Centre LLP	Associates Concern	0.00	-
Essen Speciality Films Ltd.	Associates Concern	4.21	-
Essen Speciality Disposable LLP	Associates Concern	0.14	-

### 31.4 Disclosure in Respect of Major Related Party Transactions during the year (Rs. In lacs)

Nature of Transaction (Excluding Reimbursements)	Relationship	As at 31.03.2023	As at 31.03.2022
Mr. Utsav K. Doshi	Key Management Personnel(JMD)	51.76	44.13
Rajoo Bausano Extrusion Pvt. Ltd.	Joint Venture	991.71	1,231.17
Essen Speciality Disposable LLP	Associates Concern	8.05	12.60
Essen Speciality Films Ltd.	Associates Concern	4,007.00	219.25
Starpack International	Associates Concern	62.96	83.00
Rajoo Innovation Centre LLP	Associates Concern	33.52	130.39
Ruby Jain	Relatives of KMP	12.00	-

### 31 Disclosure in Respect of Related Party Balances at the end of the year (Rs. In lacs)

Nature of Transaction (Excluding Reimbursements)	Relationship	As at 31.03.2023	As at 31.03.2022
Shri Rajesh N. Doshi	Chairman & Director	5.91	4.95
Shri Sunil Jain	Director	3.60	3.60
Ms. Khushboo C. Doshi	Key Management Personnel(MD)	2.19	2.65
Ruby Jain	Relatives of KMP	0.90	-
Utsav Doshi	Key Management Personnel(JMD)	2.60	-

### 32 Contingent Liability and Commitment (Rs. In lacs)

Nature of Transaction (Excluding Reimbursements)	Relationship	As at 31.03.2023	As at 31.03.2022
<b>Contingent Liability</b>			
A. Claim against the company / disputed liabilities not acknowledged as debt net off against advance paid		994.86	994.86
B. Guarantees			
I. Guarantees to Bank and Financial Institution against Credit Facilities extended to third parties and other Guarantees		-	-
II. Performance Guarantees		57.52	82.76
III. Outstanding Guarantees furnished to Bank or financial institution including in respect of Letter of Credit		974.54	702.88
C. Other Money for which the company is contingent liable		-	-
I. Pending C-Form		-	-
II. Liability in respect of bills discounted with Banks (Including third party bills discounting)		-	-
III. Customs Duty Obligations towards EPCG License		-	-
<b>Commitment</b>			
A. Estimated amount of contract remaining to be executed on capital account and not provided for (Net of Advances)		-	-
B. Other Commitment		-	-

### 33 Details of Forex Inflow and Outflow during the year:

(Rs. In lacs)

Currencies	Inflow	Outflow
USD	64.63	4.32
EURO	0.25	14.56
CHF	-	0.45
GBP	-	0.03
ZAR AFRICAN	-	0.35

### 34 Earnings in Foreign Currencies

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Export of Goods calculated on FOB basis		
USD	64.42	109.20
EUR	0.24	0.17
Service Charges	0.21	1.50
Royalty, know-how, professional and consultation fees		
Interest and dividend		
Other income, indicating the nature thereof		
<b>Total</b>	<b>64.88</b>	<b>110.88</b>

### 35 Value of Import on CIF basis

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Goods Imported:		
USD	1.13	6.00
EUR	14.22	9.72
CHF	0.45	-
GBP	0.03	-
ZAR	-	0.32
<b>Total</b>	<b>15.82</b>	<b>16.03</b>

### 36 Financing arrangements

The Company had access to following Financing arrangement facilities at end of reporting period

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Cash & Cash Equivalent	1,578.03	1,080.97
Undrawn Credit Facility Expire within 1 Year	2,848.79	1,014.36
<b>Total</b>	<b>4,426.82</b>	<b>2,095.33</b>

### 37 Contractual maturity patterns of borrowings

(Rs. In lacs)

Particulars	As at 31.03.2023		As at 31.03.2022	
	0-1 Year	1-5 Years	0-1 Year	1-5 Years
Long term borrowings (Including current maturity of long term debt)	-	-	27.96	-
Short Term Borrowings	152.21	-	-	-
<b>Total</b>	<b>152.21</b>	<b>-</b>	<b>27.96</b>	<b>-</b>

### 38 Additional Regulatory Information

#### A. RATIOS

(Rs. In lacs)

Ratio	Numerator	Denominator	Current Year	Previous Year	Variance
Current Ratio (times)	Total Current Assets	Total Current Liabilities	1.97	2.09	-5.45%
Debt Equity Ratio (times)	Borrowings and lease liabilities	Total Equity	0.02	0.003	539.23%
Debt Service coverage ratio (times)	Earning for Debt Service = Net Profit after taxes + non-cash operating expenses + Interest + Other non-cash adjustments	Debt service = Interest and lease payments + Principal repayments	16.66	7.37	126.17%
Return on Equity (%)	Profit for the year less Preference dividend (if any)	Average total equity	0.10	0.18	-41.15%
Trade Receivables turnover (times)	Revenue from operations	Average trade receivables	15.08	21.44	-29.66%
Trade Payables turnover (times)	Cost of material consumed + Other expenses( Purchases)	Average trade payables	6.33	6.29	0.54%
Net Capital turnover (times)	Revenue from operations	Average working capital	2.67	3.70	-27.87%
Net Profit Ratio (%)	Profit for the year	Revenue from operations	6.36%	8.82%	-27.88%
Return on capital employed (%)	Profit before tax and finance costs	Net worth + Borrowings	12.81%	21.48%	-40.39%
Return on investments (%)	Income generated from invested funds	Average invested funds	1.34%	1.64%	-18.33%

#### Variance Justification

1. Debt Equity Ratio - There is rise in this ratio on account of rise in overall debt during current year
2. Debt Service Coverage Ratio - There is rise in this ratio on account of increase in cash flows for service of debt
3. Return on Equity Ratio - There is fall in this ratio due to fall in net profit during the year
4. Trade Receivable Turnover Ratio - There is fall in this ratio due to fall in turnover during the year

5. Net capital Turnover Ratio - There is fall in this ratio due to fall in turnover during the year
6. Net Profit Ratio - There is fall in this ratio due to lower profit for the current year
7. Return on Capital Employed - There is fall in this ratio due to reduction in profit for the current year

## **B. Additional Regulatory Information**

- "1. The Company has not granted any Loans or Advances in the nature of loans to promoters, Directors, KMPs or the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person, repayable on demand or without specifying any terms or period of repayment.
2. The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.
3. The Company is not declared willful defaulter by any bank or financials institution or lender during the year.
4. The Company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.
5. The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies (ROC) beyond the statutory period.
6. The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Companies Act 2013 read with Companies (Restrictions on number of Layers) Rules, 2017.
7. There are no Scheme of Arrangements approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.
8. 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:
  - a. 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
  - b. provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.
9. The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
  - a. 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
  - b. provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

10. 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).
11. The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
12. As per the information and explanation given to us, the records examined by us and based on the examination of the conveyance deeds/ registered sale deed provided to us We report that the title deeds comprising all the Immovable Properties of building which are freehold and are held in the name of the Company as at the Balance Sheet date.
13. The Company has not revalued its Property, Plant and Equipments during the year.
14. The Company does not have any Intangible Assets under development as at the Balance Sheet Date.
15. The company has borrowings from banks or financial institutions on the basis of security of current assets and quarterly returns or statements of current assets filed by the company with banks or financial institutions are in agreement with the books of accounts.
16. The Previous period figures have been re-grouped/ re-classified wherever required to confirm to current year classification.

**For, RAJOO ENGINEERS LIMITED**

**For, Rushabh R Shah And Co.**  
**Chartered Accountants**  
**(FRN: 156419W)**

**Rushabh Shah**  
**Proprietor**  
**M. No.: 607585**  
**UDIN: 23607585BGWJVS7404**

**Date : 15th May, 2023**  
**Place: Rajkot**

**Utsav K. Doshi**  
**Joint Managing Director**  
**DIN: 00174486**

**Prakash Daga**  
**Chief Financial Officer**  
**PAN: ADSPP7140D**

**Khushboo C. Doshi**  
**Managing Director**  
**DIN: 00025581**

**Rohit Sojitra**  
**Company Secretary**  
**M No.: A53623**

**Date : 15th May, 2023**  
**Place: Veraval (Shapar)**

## Consolidated Independent Auditor's Report

To the Members of  
**Rajoo Engineers Limited**

### Report on the Audit of the Consolidated Financial Statements

#### Opinion

We have audited the accompanying Consolidated Financial Statements of Rajoo Engineers Limited (hereinafter referred to as "the Holding Company") and its Joint operation (the Holding Company and its Joint operation together referred to as "the Group") comprising of the consolidated Balance sheet as at March 31 2023, the consolidated Statement of Profit and Loss, including other comprehensive income, the consolidated Cash Flow Statement and the consolidated Statement of Changes in Equity for the year then ended, and notes to the Consolidated Financial Statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the joint operation, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013, as amended ("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 consolidated state of affairs of the Group as at March 31, 2023, the consolidated profit including other comprehensive income, their consolidated cash flows and the consolidated statement of changes in equity 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), as 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 together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our 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 for the financial year ended March 31, 2022. 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. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the

Consolidated Financial Statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the Consolidated Financial Statements. The results of audit procedures performed by us and by other auditors of components not audited by us, as reported by them in their audit reports furnished to us by the management, including those procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying Consolidated Financial Statements.

Key Audit Matter	How the matter was addressed in our audit We have:
<p>Warranty Obligation Involves critical estimates: This estimated has a high inherent uncertainty as it involves management judgement by making assumption based on past experience. Company is estimating provision of Rs. 204.47 lakhs at 1.15% of total revenue from machines sold.</p>	<p><b>Principal Audit Procedures</b></p> <ol style="list-style-type: none"> <li>1. We have obtained representation from the management regarding assumption and estimation of warranty obligation</li> <li>2. Performed analytical procedures and test of controls for reasonableness of management estimation.</li> <li>3. Reviewed the management assumption and estimated efforts on these uncertainties.</li> <li>4. Our audit process did not identify any change required to managements position on these uncertainties.</li> </ol>
<p>Key audit matter has been determined in the standalone report of Rajoo Engineers Limited regarding Impairment of Investment in joint arrangement in terms of Deemed Cost as per IND AS 101 "First Time Adoption of Indian Accounting Standards the company has valued its investment in Joint arrangement amounting to Rs. 19600000 as on 31st March, 2023 at cost.</p>	<p>Performed the Following in Relation to Management's judgement in identification of impairment of value of investment in joint arrangement:</p> <ol style="list-style-type: none"> <li>1. We have obtained representation from the management regarding indication of likely impairment loss in respect of Investments made in Joint arrangement and process of estimation of recoverable amount.</li> <li>2. In case of a Joint arrangement having material value under investment, in respect of which no observable inputs were available we have referred to the valuation obtained by the Management regarding its value in use and tested and discussed the assumptions used in the process of valuation with the management to ensure that no impairment provision against the same is required</li> <li>3. Our Audit process did not identify any requirement of provisioning of impairment in the value of investment in joint arrangements.</li> </ol>

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

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report but does not include the Consolidated Financial Statements and our auditor's report thereon.

Our opinion on the Consolidated Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

### **Responsibilities of Management for the Consolidated Financial Statements**

The Holding Company's Board of Directors is responsible for the preparation and presentation of these Consolidated Financial Statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting in accordance with the provisions of the Act for safeguarding of the assets of the Group 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Directors of the Holding Company, as aforesaid.

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

Those respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

### **Auditor's Responsibilities for the Audit of the Financial Statements**

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

can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

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

We communicate with Management 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 Management 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 be threat to our independence, and where applicable, related safeguards.

#### **Other Matter**

The accompanying Consolidated Financial Statements include the financial statements and other financial information in respect of a Joint Operation which reflect total assets of Rs. 245.75 Lakhs as at March

31, 2023, and total revenues of Rs. 3154.17 Lakhs and net cash inflows of Rs. (73.95) Lakhs for the year ended on that date and the financial statements and other financial information of joint operation which reflects Group's share of Net Profit after tax of Rs. 147.31 Lakhs for the year ended March 31, 2023, which have been audited by us.

### Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, based on our audit and on the consideration of our report on separate financial statements and the other financial information of the joint operation, incorporated in India, as noted in the 'Other Matter' paragraph we give in the "Annexure A" a statement on the matters specified in paragraph 3(xi) of the Order.

#### 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 Group so far as it appears from our examination of those books.
- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity 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 (IND AS) 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 of the Group are 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 with reference to Consolidated Financial Statements of the Holding Company and its joint operation, incorporated in India, and the operating effectiveness of such controls, refer to our separate Report in "Annexure B" to this report
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Group Companies do not have any pending litigations which would impact its financial position.
  - ii. The Group Companies do not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

- iv. The Management has represented that, to the best of its knowledge:
- No funds have been advanced or loaned or invested by the group to or in any other person (s) or entities, including foreign entities ("Intermediaries"), with the understanding that the intermediary shall whether directly or indirectly lend or invest in other persons or entities identified in any manner by or on behalf of the group (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of ultimate beneficiaries.
  - No funds have been received by the group from any person(s) or entities including foreign entities ("Funding Parties") with the understanding that such group shall whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or provide guarantee, security or the like on behalf of the Ultimate beneficiaries.
  - Based on such audit procedures as 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 iv(a) and iv(b) contain any material mis-statement.
- v. The final dividend paid by the Holding Company is in respect of the same declared for the previous year is in accordance with section 123 of the Act to the extent it applies to payment of dividend.
- (j) In our opinion and based on the consideration of reports of the joint operation, the managerial remuneration for the year ended March 31, 2023 has been paid/provided by the Holding Company, and joint operation to their directors in accordance with the provisions of section 197 read with Schedule V to the Act;

**For, Rushabh R Shah And Co.**

Chartered Accountants

FRN: 156419W

**Rushabh Shah**

Proprietor

M.NO.: 607585

UDIN: 23607585BGWJVT2998

Date: 15th May,2023

Place: Rajkot

**“Annexure A” to the Independent Auditor' s Report**

To the Independent Auditors' Report of even date on the Consolidated Financial Statements of  
**Rajoo Engineers Limited**

In terms of the information and explanations sought by us and given by the group and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

- (xii) There are no qualifications or adverse remarks by the respective auditors in the Companies (Auditors Report) Order (CARO) reports of the companies included in the consolidated financial statements. Accordingly, the requirement to report on clause 3(xii) of the Order is not applicable to the Holding Company

**For, Rushabh R Shah And Co.**

Chartered Accountants

FRN: 156419W

**Rushabh Shah**

Proprietor

M.NO.: 607585

UDIN: 23607585BGWJVT2998

Date: 15th May,2023

Place: Rajkot

## **“Annexure B” to the Independent Auditor’s Report**

To the Independent Auditors' Report of even date on the Consolidated Financial Statements of  
**Rajoo Engineers Limited**

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

In conjunction with our audit of the Consolidated Financial Statements of Rajoo Engineers Limited (hereinafter referred to as the “Holding Company”) as of and for the year ended March 31, 2023, we have audited the internal financial controls with reference to Consolidated Financial Statements of the Holding Company and its joint operation (together referred to as “the Group”), which are companies incorporated in India, as of that date.

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

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

#### **Auditor’s Responsibility**

Our responsibility is to express an opinion on the Holding Company’s and joint operation internal financial controls with reference to Consolidated Financial Statements 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, specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both, issued by 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 with reference to Consolidated Financial Statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to Consolidated Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to Consolidated Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the 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 internal financial controls with reference to Consolidated Financial Statements.

### **Meaning of Internal Financial Controls with reference to Consolidated Financial Statements**

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

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

### **Inherent Limitations of Internal Financial Controls With Reference to Consolidated Financial Statements**

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

### **Opinion**

In our opinion, the Group has maintained in all material respects, adequate internal financial controls with reference to Consolidated Financial Statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 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 issued by the ICAI.

**For, Rushabh R Shah And Co.**  
Chartered Accountants  
FRN: 156419W

**Rushabh Shah**  
Proprietor  
M.NO.: 607585  
UDIN: 23607585BGWJVT2998

Date: 15th May, 2023  
Place: Rajkot

**Consolidated Balance Sheet as at 31 March, 2023**

**(Rs. In lacs)**

Particulars	Note No.	As at 31/03/2023 Rs. in Lakh	As at 31/03/2022 Rs. in Lakh
<b>I. ASSETS</b>			
<b>1. Non- Current Assets</b>			
(a) Property, Plant & Equipments	1	3,554.06	3,751.27
(b) Capital Work In Progress	1	255.93	255.15
(c) Intangible assets	1	110.87	136.81
(d) Intangible assets under development		-	-
		<b>3,920.87</b>	<b>4,143.24</b>
(e) Financial assets			
- Investments	2	14.27	8.63
- Loans	3	-	-
- Other Non-Current Financial Assets	4	36.21	35.66
(f) Other Non-Current assets	5	46.29	-
		<b>96.76</b>	<b>44.28</b>
<b>Total</b>		<b>4,017.63</b>	<b>4,187.52</b>
<b>2. Current Assets</b>			
(a) Inventories	6	6,267.59	5,694.16
(b) Financial Assets			
Investments	2	898.85	1,659.59
Trade Receivables	7	1,892.85	727.08
Loans	3	14.52	23.84
Cash and Cash Equivalents	8	1,586.50	1,125.68
Other Balances with bank	9	2,965.62	1,457.92
Other Financial Assets	4	207.65	706.21
(c) Other Current assets	5	531.39	425.30
<b>Total</b>		<b>14,364.97</b>	<b>11,819.78</b>
<b>Total</b>		<b>18,382.60</b>	<b>16,007.30</b>
<b>II. EQUITY AND LIABILITIES</b>			
1. Equity			
(a) Share Capital	10	615.31	615.31
(b) Other Equity	11	10,275.24	9,267.44
(c) Money received against Share Warrants		-	-
<b>Total</b>		<b>10,890.55</b>	<b>9,882.74</b>

**Consolidated Balance Sheet as at 31 March, 2023**

**(Rs. In lacs)**

Particulars	Note No.	As at 31/03/2023 Rs. in Lakh	As at 31/03/2022 Rs. in Lakh
<b>2. Non- Current Liabilities</b>			
(a) Financial Liabilities			
Other Financial Liabilities	14	55.31	13.11
(b) Provisions	15	-	-
(b) Deferred Tax Liabilities (Net)	16	383.31	377.58
(c) Other Non Current Liabilities	17	-	-
<b>Total</b>		<b>438.62</b>	<b>390.70</b>
<b>3. Current Liabilities</b>			
(a) Financial Liabilities			
Borrowings	12	152.21	27.96
Trade Payables			
(A) total outstanding dues of micro enterprises and small enterprises	13	359.09	447.17
(B) total outstanding dues of creditors other than micro enterprises and small enterprises.	13	1,714.80	1,781.70
Other Financial Liabilities	14	156.59	148.67
(b) Provisions	15	363.85	349.42
(c) Current Tax Liabilities		43.00	232.48
(d) Other Current Liabilities	17	4,263.90	2,746.46
<b>Total</b>		<b>7,053.43</b>	<b>5,733.86</b>
<b>Total</b>		<b>18,382.60</b>	<b>16,007.30</b>

The accompanying Notes to Accounts are an integral part of the financial statements

**For, RAJOO ENGINEERS LIMITED**

For, Rushabh R Shah And Co.  
Chartered Accountants  
(FRN: 156419W)

Khushboo C. Doshi  
Managing Director  
DIN: 00025581

Rushabh Shah  
Proprietor  
M. No.: 607585  
UDIN: 23607585BGWJVT2998

Utsav K. Doshi  
Joint Managing Director  
DIN: 00174486

Rohit Sojitra  
Company Secretary  
M No.: A53623

Date : 15th May, 2023  
Place: Rajkot

Prakash Daga  
Chief Financial Officer  
PAN: ADSPP7140D

Date : 15th May, 2023  
Place: Veraval (Shapar)

Consolidated Statement Of Profit And Loss For The Year Ended On 31 March, 2023

(Rs. In lacs)

Particulars	Note No.	For year ended 31.03.2023	For year ended 31.03.2022
Revenue from operations	18	17,871.08	19,032.55
Other Income	19	293.32	195.46
<b>Total Revenue</b>		<b>18,164.41</b>	<b>19,228.01</b>
<b>EXPENDITURE:</b>			
Cost of Materials consumed	20	11,083.62	11,753.51
Purchase of Finished Goods	21	10.62	47.02
Changes in Inventories of Finished Goods	22	89.90	141.85
Employee Benefits Expenses	23	1,949.06	1,766.31
Financial Cost	24	36.33	33.09
Depreciation and amortisation expense	1	353.62	350.41
Other Expenses	25	3,148.82	3,069.84
<b>Total Expenses</b>		<b>16,671.97</b>	<b>17,162.03</b>
<b>Profit before Exceptional items Tax (III-V)</b>		<b>1,492.43</b>	<b>2,065.98</b>
Exceptional items			
<b>Less: Tax Expenses</b>			
Current Tax	26	337.83	599.01
Deferred Tax	26	5.73	(43.41)
<b>Total Tax</b>		<b>343.56</b>	<b>555.60</b>
<b>Profit (Loss) for the period from continuing operations (VII-VIII)</b>		<b>1,148.88</b>	<b>1,510.38</b>
Profit/(loss) from discontinued operations		-	-
Tax expenses of discontinued operations		-	-
Profit/(loss) from Discontinued operations (after tax) (X-XI)		-	-
<b>Profit/(loss) for the period (IX+XII)</b>		<b>1,148.88</b>	<b>1,510.38</b>
<b>Other Comprehensive Income</b>			
Items not to be reclassified to profit or loss in subsequent year		12.75	39.89
<b>Items to be reclassified to profit or loss in subsequent year</b>		<b>-</b>	<b>-</b>
<b>OCI for the year, net of tax</b>		<b>12.75</b>	<b>39.89</b>
<b>Total Comprehensive Income for the year</b>		<b>1,161.63</b>	<b>1,550.27</b>
<b>Earning Per Equity Share</b>			
Basic (in Rs.)	27	1.87	2.45
Diluted (in Rs.)	27	1.87	2.45

The accompanying Notes to Accounts are an integral part of the financial statements

**For, RAJOO ENGINEERS LIMITED**

For, Rushabh R Shah And Co.  
Chartered Accountants  
(FRN: 156419W)

Rushabh Shah  
Proprietor  
M. No.: 607585  
UDIN: 23607585BGWJVT2998

Date : 15th May, 2023  
Place: Rajkot

Utsav K. Doshi  
Joint Managing Director  
DIN: 00174486

Prakash Daga  
Chief Financial Officer  
PAN: ADSPP7140D

Khushboo C. Doshi  
Managing Director  
DIN: 00025581

Rohit Sojitra  
Company Secretary  
M No.: A53623

Date : 15th May, 2023  
Place: Veraval (Shapar)

**Consolidated Cash Flow Statement For The Period Ended On 31 March, 2023**

**(Rs. In lacs)**

Particulars	For year ended 31.03.2023	For year ended 31.03.2022
<b>(A) CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net profit after tax and extraordinary items	1,148.88	1,510.38
Adjustments for :		
- Income Tax	337.83	599.01
- Deferred Tax	5.73	(43.41)
- Depreciation	353.62	350.41
- (Profit) / Loss on Sale / Discard of Assets (Net)	(80.91)	(4.63)
- Unrealized gain on mutual funds	(12.24)	(26.15)
-Realised (Gain) / Loss of Sale of Investment	(13.38)	(4.79)
- Interest Income	138.30	93.74
- Dividend Income	(0.01)	-
- Finance Cost	36.33	33.09
- Unrealised Gain/Loss on Exchange Difference	3.54	(63.88)
- Non-Cash Items and OCI	60.77	(32.05)
- Provisions created during the year	363.85	349.42
<b>Operating Profit Before Working Capital Change</b>	2,342.31	2,761.14
<b>Add / Less: working capital change</b>		
<b>Current Assets</b>		
Inventory	(573.43)	215.57
Trade and other receivables	(1,201.12)	752.51
Other Current Assets/ Receivables	(159.88)	231.84
Loans	9.32	21.18
Financial Assets	513.86	52.32
<b>Current Liabilities</b>		
Other Current Liabilities/ Payables	1,516.55	(679.20)
Short term provisions	(349.42)	(175.75)
Financial Liabilities	7.94	7.69
Trade Payables	(121.75)	(263.18)
<b>Tax Liability</b>		
<b>CASH GENERATED FROM OPERATIONS</b>	1,984.38	2,924.12
Less: Cash (Payments) / Refunds of income tax unless they can be specifically identified with financing and investing activities	(527.39)	(429.76)
Cash before extra ordinary items	1,456.99	2,494.36
Add / Less: Cash (Payments) / receipts in relation to extraordinary items	-	-
<b>NET CASH FROM OPERATING ACTIVITIES (A)</b>	<b>1,456.99</b>	<b>2,494.36</b>

**Consolidated Cash Flow Statement For The Period Ended On 31 March, 2023**

**(Rs. In lacs)**

<b>Particulars</b>	<b>For year ended 31.03.2023</b>	<b>For year ended 31.03.2022</b>
<b>(B) CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Fixed Assets	(137.64)	(213.93)
Sales of Fixed Assets	92.43	25.16
Sale of Investment	1,624.53	(240.10)
Purchase of Investment	(843.82)	(1,075.51)
Investment/(Proceeds from maturity) in Fixed Deposit - Net	(1,507.69)	79.15
Other non current assets	(5.25)	-
Dividend Income from others	0.01	-
Non current Financial Assets	-	-
Other non current assets	-	-
Net Cash Flow for other financial assets	(0.55)	13.59
Realised (Gain) / Loss of Sale of Investment	-	-
Interest Income	(153.53)	(95.09)
Long Term Loans & Advances	-	-
<b>NET CASH FROM INVESTMENT ACTIVITIES</b>	<b>(931.51)</b>	<b>(1,506.72)</b>
<b>(C) CASH FLOW FROM FINANCING ACTIVITIES</b>		
Share Capital	-	-
Long Term Provisions	-	-
Borrowings	-	-
Finance Cost	(34.31)	(33.09)
Short Term Borrowings (Net)	(27.96)	(209.29)
Dividend	(153.83)	-
Other Non Current Financial Liabilities	(0.78)	1.67
Proceeds from Long Term Borrowings	-	(71.96)
<b>NET CASH FROM FINANCING ACTIVITIES</b>	<b>(216.87)</b>	<b>(312.68)</b>
<b>Increase/(Decrease) in Cash and Cash Equivalents( A + B + C )</b>	<b>308.61</b>	<b>674.96</b>
Cash and Cash Equivalent at the beginning of the year		
(less Bank Overdraft)	1,125.68	450.71
Cash and Cash Equivalent at the end of the year		
(less Bank Overdraft)	<b>1,434.29</b>	<b>1,125.68</b>

**Note**

**Cash and Cash Equivalents include other bank balances**

**(Rs. In lacs)**

Particulars	For year ended 31.03.2023	For year ended 31.03.2022
Cash and Cash Equivalents	1,586.50	1,125.68
Bank Overdraft	(152.21)	-
Other Balances with bank		
<b>Cash and Cash Equivalents for Cash Flow</b>	<b>1,434.28</b>	<b>1,125.68</b>

**For, RAJOO ENGINEERS LIMITED**

**For, Rushabh R Shah And Co.  
Chartered Accountants  
(FRN: 156419W)**

**Khushboo C. Doshi  
Managing Director  
DIN: 00025581**

**Rushabh Shah  
Proprietor  
M. No.: 607585  
UDIN: 23607585BGWJVT2998**

**Utsav K. Doshi  
Joint Managing Director  
DIN: 00174486**

**Rohit Sojitra  
Company Secretary  
M No.: A53623**

**Date : 15th May, 2023  
Place: Rajkot**

**Prakash Daga  
Chief Financial Officer  
PAN: ADSPP7140D**

**Date : 15th May, 2023  
Place: Veraval (Shapar)**

**Consolidated Statement Of Changes In Equity As At 31 March, 2023**

**(Rs. In lacs)**

	Equity Share Capital	Other Equity					
		Issued, Paid up and Subscribed Capital	Securities Premium	Profit & Loss A/c (Retained Earning)	OCI	General Reserve	Capital Reserve
<b>FY 2022-23</b>							
Opening Balance	615.31	1,188.79	7,610.25	56.77	385.37	26.25	9,882.74
Equity Shares issued during the year	-	-	-	-	-	-	-
Profit for the year	-	-	1,148.88	-	-	-	1,148.88
Other comprehensive income/(losses)	-	-	-	12.75	-	-	12.75
Dividends	-	-	(153.83)	-	-	-	(153.83)
Others	-	-	-	-	-	-	-
<b>Closing Balance</b>	<b>615.31</b>	<b>1,188.79</b>	<b>8,605.30</b>	<b>69.52</b>	<b>385.37</b>	<b>26.25</b>	<b>10,890.55</b>

**(Rs. In lacs)**

	Equity Share Capital	Other Equity					
		Issued, Paid up and Subscribed Capital	Securities Premium	Profit & Loss A/c (Retained Earning)	OCI	General Reserve	Capital Reserve
<b>FY 2021-22</b>							
Opening Balance	615.31	1,188.79	6,099.87	16.88	385.37	26.25	8,332.48
Equity Shares issued during the year	-	-	-	-	-	-	-
Profit for the year	-	-	1,510.38	-	-	-	1,510.38
Other comprehensive income/(losses)	-	-	-	39.89	-	-	39.89
Dividends	-	-	-	-	-	-	-
Others	-	-	-	-	-	-	-
<b>Closing Balance</b>	<b>615.31</b>	<b>1,188.79</b>	<b>7,610.25</b>	<b>56.77</b>	<b>385.37</b>	<b>26.25</b>	<b>9,882.74</b>

**For, RAJOO ENGINEERS LIMITED**

**For, Rushabh R Shah And Co.**  
Chartered Accountants  
(FRN: 156419W)

**Khushboo C. Doshi**  
Managing Director  
DIN: 00025581

**Rushabh Shah**  
Proprietor  
M. No.: 607585  
UDIN: 23607585BGWJVT2998

**Utsav K. Doshi**  
Joint Managing Director  
DIN: 00174486

**Rohit Sojitra**  
Company Secretary  
M No.: A53623

**Date : 15th May, 2023**  
**Place: Rajkot**

**Prakash Daga**  
Chief Financial Officer  
PAN: ADSPP7140D

**Date : 15th May, 2023**  
**Place: Veraval (Shapar)**

## 1 Corporate Information

The Consolidated Financial Statements comprise the financial statements of Rajoo Engineers Limited ("The Company") and its Joint Venture Rajoo Bausano Extrusion Private Limited (collectively referred to as "The Group") for the year ended March 31, 2023.

Rajoo Engineers Ltd. (The Company) is a public limited Company incorporated in India. The Company's shares are listed on Bombay Stock Exchange in India. The company is mainly engaged in manufacturing and selling a reputed brand of Plastic Processing Machineries and post Extrusion Equipment. The company caters to both international and domestic markets.

The Company is domiciled at Rajoo Avenue, Survey No. 210, Plot No. 1, Rajoo Engineers Road, Industrial Area, Veraval (Shapar)- 360024 Rajkot, Gujarat. Landmark - Next to Essen Road and near Narmada Pipes factory.

## 2 Significant Accounting Policies

### A Basis of Preparation and Presentation

The Financial Statements have been prepared on the historical cost basis except for following assets and liabilities which have been measured at fair value amount:

- i) Certain Financial Assets and Liabilities (including derivative instruments),
- ii) Defined Benefit Plans – Plan Assets and
- iii) Equity settled Share Based Payments

The Financial Statements of the Company have been prepared to comply with the Indian Accounting standards ('Ind AS'), including the rules notified under the relevant provisions of the Companies Act, 2013, (as amended from time to time) and Presentation and disclosure requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS Compliant Schedule III) as amended from time to time. The Company's Financial Statements are presented in Indian Rupees (₹), which is also its functional currency and all values are rounded to the nearest lakhs ( ,00,000), except when otherwise indicated.

### 2.01 Summary of Significant Accounting policies

#### A Current and Non Current Classification

The Company presents assets and liabilities in the Balance Sheet based on Current/ Non-Current classification. An asset is treated as Current when it is - Expected to be realized or intended to be sold or consumed in normal operating cycle;

- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

### 2.03 Principles of Consolidation

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

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

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

The difference between the proceeds from disposal of investment in subsidiaries and the carrying amount of its assets less liabilities as on the date of disposal is recognised in the Consolidated Statement of Profit and Loss being the profit or loss on disposal of investment in subsidiary.

Investment in Associates and Joint Ventures has been accounted under the Equity Method as per Ind AS 28 – Investments in Associates and Joint Ventures. Investments in joint operations are accounted using the Proportionate Consolidation Method as per Ind AS 111 – Joint Arrangements.

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

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

### B Property, plant & equipment

Property, plant and equipment are stated at cost, net of recoverable taxes, trade discounts and rebates less accumulated depreciation and impairment losses, if any. Such costs comprises of purchase price, borrowing cost and any initial directly attributable cost of bringing the asset to its working condition for its intended use. Net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets.

Subsequent costs are included in the assets carrying amount or recognized as separate asset as appropriate only when it is probable that future economic benefits associated with the item will flow to the entity and cost can be measured reliably.

Depreciation is provided for property, plant and equipment on a Straight-Line Basis (SLM) so as to expense the cost less residual value over their estimated useful lives based on a technical evaluation. The estimated useful lives and residual values are reviewed at the end of each reporting period with the effect of any change in estimated accounted for on a prospective basis.

Gains or losses arising from derecognition of a property, plant and equipment are measured as the difference between net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit & loss when the asset is derecognized.

The estimated useful lives are as mentioned below:

Asset	Useful Life
Computer System	3 Years
Factory/Office Electrification	10 years
Furniture, Fittings and Fixtures	10 years
Office Equipment	5 years
Plant and Machinery	15 years
Vehicles	8-10 years
Solar Power Plant	25 years
Building	10 years
Tools, Jigs & Moulds	15 years

Property, plant and equipment with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e., higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs. If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised in the statement of profit and loss.

### C Intangible Assets

Intangible assets purchased are measured at cost as at the date of acquisition, as applicable, less accumulated amortisation and accumulated impairment, if any.

Intangible assets consist of Trademark and Patent and software licenses which are amortised over license period which equates the economic useful life ranging between 5-10 years on a straight-line basis over the period of its economic useful life.

Intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e., higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs. If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised in the statement of profit and loss.

Gains or losses arising from de recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized.

## D Leases

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

### Group as a Lessee

"The Company has elected to apply the requirements of Ind AS 116 Leases to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

The company has entered in Lease for the land as well building. The lease agreement provides for a non-cancellable term of 6 months and total period covered by the agreement is 5 years. However, there is a cancellation clause available to lessor as well as the lessee and this carries no significant penalty to lessor or lessee. Hence, the lease is cancellable at any point of time without incurring any significant penalty. Owing to this the lease term is determined as 6 months which is less than 12 months and thus the exemption available for short term lease is exercised by the group. "

## E Research and Development Expenditure

Revenue expenditure pertaining to research is charged to the Statement of Profit and Loss as and when incurred. Development costs are capitalized as an intangible asset if it can be demonstrated that the project is expected to generate future economic benefits, it is probable that those future economic benefits will flow to the entity and the costs of the asset can be measured reliably, else it is charged to the Statement of Profit and Loss.

## F Cash and Cash Equivalent

Cash and cash equivalents comprise of cash on hand, cash at banks, short-term deposits and short-term highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

## G Inventories

Inventories consists of a) Raw materials,Indegenous and Imported, b) Testing Material; and c) Comsumable Stores d) Consumable Stores e) Stock in Process f) Stationery Stock. Inventories are carried at lower of cost and net realizable value. The cost of raw materials, sub-assemblies and components is determined on a weighted average basis. Cost of finished goods produced or purchased by the Company includes direct material and labor cost and a proportion of manufacturing overheads.

## H Finance Cost

Borrowing costs include exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. All other borrowing costs are charged to the Statement of Profit and Loss for the period for which they are incurred.

## **I Impairment of Non-Financial Assets - Property, Plant and Equipment and Intangible Assets**

The Group assesses at each reporting date as to whether there is any indication that any Property, Plant and Equipment and Intangible Assets or group of Assets, called Cash Generating Units (CGU) may be impaired. If any such indication exists, the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs. An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount.

The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

## **J Provision**

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

### **Provision for Decommissioning Liability**

The Group records a provision for decommissioning costs towards site restoration activity. Decommissioning costs are provided at the present value of future expenditure using a current pre-tax rate expected to be incurred to fulfil decommissioning obligations and are recognised as part of the cost of the underlying assets. Any change in the present value of the expenditure, other than unwinding of discount on the provision, is reflected as adjustment to the provision and the corresponding asset. The change in the provision due to the unwinding of discount is recognised in the Statement of Profit and Loss.

## **K Contingent Liabilities**

Disclosure of contingent liability is made when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources embodying economic benefits will be required to settle or a reliable estimate of amount cannot be made.

## **L Employee Benefits**

### **Defined Benefit plans**

For defined benefit plans, the cost of providing benefits is determined using the Projected Unit Credit Method, with actuarial valuations being carried out at each balance sheet date. Remeasurement,

comprising actuarial gains and losses, the effect of the changes to the asset ceiling and the return on plan assets (excluding interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Past service cost, both vested and unvested, is recognised as an expense at the earlier of (a) when the plan amendment or curtailment occurs; and (b) when the entity recognises related restructuring costs or termination benefits.

The retirement benefit obligations recognised in the balance sheet represents the present value of the defined benefit obligations reduced by the fair value of scheme assets. Any asset resulting from this calculation is limited to the present value of available refunds and reductions in future contributions to the scheme. The benefit plans in relation to gratuity and leave encashment are maintained separately and hence shown separately in the balance sheet.

The Group provides benefits such as gratuity and leave encashment to its employees which are treated as defined benefit plans.

### **Defined Contribution plans**

Contributions to defined contribution plans are recognised as expense when employees have rendered services entitling them to such benefits. The Company provides Provident Fund to its employees which is treated as defined contribution plans.

### **Short term employee benefits**

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages etc. and the expected cost of ex-gratia are recognised in the period in which the employee renders the related service. A liability is recognised for the amount expected to be paid when there is a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

## **B. Gratuity and Leave Encashment**

"The Group pays gratuity to the employees whoever has completed five years of service with the company at the time of resignation as per the payment of Gratuity Act, 1972.

The Gratuity plan provides for a lump sum payment to vested employees on retirement (subject to completion of five years of continuous employment) death, disability or termination of employment that are based on last drawn salary and tenure of employment. Liabilities with regard to the Gratuity Plan are determined by Actuarial valuation on the reporting date and the Group makes annual contribution to the gratuity fund administered by Life Insurance Companies under their respective Group Gratuity Scheme. The Group has not obtained a report from the actuary, but reliance is placed on the reports generated by the Life Insurance Corporation.

## **M Foreign Currencies Transactions and Translation**

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss except to the

extent of exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings that are directly attributable to the acquisition or construction of qualifying assets which are capitalised as cost of assets.

Additionally, exchange gains or losses on foreign currency borrowings taken prior to April 1, 2016 which are related to the acquisition or construction of qualifying assets are adjusted in the carrying cost of such assets. Non-monetary items that are measured in terms of historical cost in a foreign currency are recorded using the exchange rates at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured.

The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e. translation differences on items whose fair value gain or loss is recognised in Other Comprehensive Income or Statement of Profit and Loss are also recognised in Other Comprehensive Income or Statement of Profit and Loss, respectively). In case of an asset, expense or income where a non-monetary advance is paid/received, the date of transaction is the date on which the advance was initially recognised. If there were multiple payments or receipts in advance, multiple dates of transactions are determined for each payment or receipt of advance consideration.

## **N Revenue Recognition**

The Group earns revenue primarily from supply of extrusion machines. The revenue is recognized on transfer of the promised products to the customers and when the company is certain to realize the consideration related to the product.

Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, service level credits, performance bonuses, price concessions and incentives, if any, as specified in the contract with the customer. Revenue also excludes taxes collected from customers.

The Group contracts with customers could include promises to transfer multiple products and services to a customer. The Company assesses the products / services promised in a contract and identifies distinct performance obligations in the contract. Identification of distinct performance obligation involves judgement to determine the deliverables and the ability of the customer to benefit independently from such deliverables.

Judgement is also required to determine the transaction price for the contract and to ascribe the transaction price to each distinct performance obligation. The transaction price could be either a fixed amount of customer consideration or variable consideration with elements such as volume discounts, service level credits, performance bonuses, price concessions and incentives. The transaction price is also adjusted for the effects of the time value of money if the contract includes a significant financing component. Any consideration payable to the customer is adjusted to the transaction price unless it is a payment for a distinct product or service from the customer. The estimated amount of variable consideration is adjusted in the transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur and is reassessed at the end of each reporting period. The Company allocates the elements of variable considerations to all the performance obligations of the contract unless there is observable evidence that they pertain to one or more distinct performance obligations.

The Group exercises judgement in determining whether the performance obligation is satisfied at a point in time or over a period of time. The Group considers indicators such as how customer consumes benefits as services are rendered or who controls the asset as it is being created or existence of enforceable right to payment for performance to date and alternate use of such product or service, transfer of significant risks and rewards to the customer, acceptance of delivery by the customer, etc.

"Contract fulfilment costs are generally expensed as incurred. In accordance with Ind AS 37, the Company recognises an onerous contract provision when the unavoidable costs of meeting the obligations under a contract exceed the economic benefits to be received. Contracts are subject to modification to account for changes in contract specification and requirements. The Group reviews modification to contract in conjunction with the original contract, basis which the transaction price could be allocated to a new performance obligation, or transaction price of an existing obligation could undergo a change. In the event transaction price is revised for existing obligation, a cumulative adjustment is accounted for."

#### **O Other Income**

Interest income from a financial asset is recognized using effective interest rate method and dividend income is recognized when the right to receive dividend is established.

#### **P Cost Recognition**

Costs and expenses are recognized when incurred and have been classified according to their nature. The costs of the Group are broadly categorized in employee benefit expenses, cost of materials, changes in inventories, depreciation and amortization expense and other expense.

#### **Q Income Taxes**

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred taxes are recognised in statement of profit and loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively.

##### **Current income Taxes**

The current tax expense represents the tax payable by the Group in relation to its global income for the current year being a domestic company. Advance taxes and provisions for current income taxes are presented in the balance sheet after off-setting advance tax paid and income tax provision as the company intends to settle the asset and liability on a net basis.

##### **Deferred income taxes**

Deferred income tax is recognised using the balance sheet approach. Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred income tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred income 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 income tax asset to be utilized. Deferred tax assets and liabilities are measured using substantively enacted tax rates expected to apply to taxable income in the years in which the temporary differences are expected to be received or settled.

## **R Financial Instruments**

### **(i) Financial Assets**

#### **A Initial Recognition and Measurement**

All Financial Assets are initially recognised at fair value. Transaction costs that are directly attributable to the acquisition or issue of Financial Assets, which are not at Fair Value Through Profit or Loss, are adjusted to the fair value on initial recognition. Purchase and sale of Financial Assets are recognised using trade date accounting.

#### **B Subsequent Measurement**

##### **(a) Financial Assets measured at Amortised Cost (AC)**

A Financial Asset is measured at Amortised Cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the Financial Asset give rise to cash flows on specified dates that represent solely payments of principal and interest on the principal amount outstanding.

##### **(b) Financial Assets measured at Fair Value Through Other Comprehensive Income (FVTOCI)**

A Financial Asset is measured at FVTOCI if it 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 represents solely payments of principal and interest on the principal amount outstanding.

##### **(c) Financial Assets measured at Fair Value Through Profit or Loss (FVTPL)**

A Financial Asset which is not classified in any of the above categories are measured at FVTPL. Financial assets are reclassified subsequent to their recognition, if the Company changes its business model for managing those financial assets. Changes in business model are made and applied prospectively from the reclassification date which is the first day of immediately next reporting period following the changes in business model in accordance with principles laid down under Ind AS 109 – Financial Instruments.

#### **C Investment in Subsidiaries, Associates and Joint Ventures**

The Company has accounted for its investments in Subsidiaries, associates and joint venture at cost less impairment loss (if any). The investments in preference shares with the right of surplus assets which are in nature of equity in accordance with Ind AS 32 are treated as separate category of investment and measured at FVTOCI.

## **D Other Equity Investments**

All other equity investments are measured at fair value, with value changes recognised in Statement of Profit and Loss, except for those equity investments for which the Company has elected to present the value changes in 'Other Comprehensive Income'. However, dividend on such equity investments are recognised in Statement of Profit and loss when the Group right to receive payment is established.

## **E Impairment of Financial Assets**

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of Financial Assets other than those measured at Fair Value Through Profit and Loss (FVTPL). Expected Credit Losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument).

For Trade Receivables the Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward-looking estimates are analysed. For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

### **(ii) Financial Liabilities**

#### **A Initial Recognition and Measurement**

All Financial Liabilities are recognised at fair value and in case of borrowings, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

#### **B Subsequent Measurement**

Financial Liabilities are carried at amortised cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

### **(iii) Derecognition of Financial Instruments**

The Company derecognises a Financial Asset when the contractual rights to the cash flows from the Financial Asset expire or it transfers the Financial Asset and the transfer qualifies for derecognition under Ind AS 109. A Financial liability (or a part of a Financial liability) is derecognised from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

### **(iv) Offsetting**

Financial Assets and Financial Liabilities are offset and the net amount is presented in the balance sheet when, and only when, the Company has a legally enforceable right to set off the amount and it intends, either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

## **S Non-current Assets Held for Sale**

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and sale is considered highly probable. A sale is considered as highly probable when decision has been made to sell, assets are available for immediate sale in its present condition, assets are being actively marketed and sale has been agreed or is expected to be concluded within 12 months of the date of classification. Non-current assets held for sale are neither depreciated nor amortised. Assets and liabilities classified as held for sale are measured at the lower of their carrying amount and fair value less cost of disposal and are presented separately in the Balance Sheet.

## **T Earning per Share**

Basic earnings per share is calculated by dividing the net profit after tax by the weighted average number of equity shares outstanding during the year adjusted for bonus element in equity share. Diluted earnings per share adjusts the figures used in determination of basic earnings per share to take into account the conversion of all dilutive potential equity shares.

Description	Computer System	Factory Office Electrification	Land	Furniture, Fittings and Fixtures	Office Equipment	Plant and Machinery	Vehicles	Building	Solar Power Plant	Solar Equipment	Fire Fighting Equipment	Site Development	Capital Work In Progress	TOTAL
Cost as at 01 April, 2022	477.68	122.99	362.47	196.78	254.16	3,351.05	468.43	1,643.70	154.99	1.12	1.32	4.58	255.15	7,039.27
Addition	11.29	0.55	-	13.50	27.57	29.91	13.41	35.62	-	-	-	-	0.78	131.85
Disposals	-	-	-	-	0.21	-	-	20.24	-	-	-	-	-	20.45
Cost as at 31 March, 2023	488.96	123.54	362.47	210.29	281.51	3,380.95	481.84	1,659.08	154.99	1.12	1.32	4.58	255.93	7,150.66
Accumulated Depreciation														
as at 01 April, 2022	426.85	89.76	-	140.09	230.32	1,552.16	297.75	519.85	25.93	0.77	0.92	3.62	-	3,288.00
Addition	10.00	5.67	-	10.29	5.84	190.51	42.29	36.88	6.69	0.21	0.05	0.24	-	308.69
Disposals	-	-	-	-	-	-	-	0.08	-	-	-	-	-	0.08
Accumulated Depreciation														
as at 31 March, 2023	436.85	95.43	-	150.37	236.16	1,742.67	340.04	556.64	32.62	0.98	0.97	3.87	-	3,596.60
Net carrying amount as at March 31, 2023	52.11	28.12	362.47	59.91	45.36	1,638.29	141.80	1,102.44	122.37	0.14	0.35	0.71	255.93	3,554.06

(Rs. In lacs)

Description	Computer System	Factory Office Electrification	Land	Furniture, Fittings and Fixtures	Office Equipment	Plant and Machinery	Vehicles	Building	Solar Power Plant	Solar Equipment	Fire Fighting Equipment	Site Development	Capital Work In Progress	TOTAL
Cost as at 01 April, 2021	458.97	122.99	362.47	191.21	243.52	3,347.29	431.37	1,624.71	154.99	1.12	1.32	4.58	174.55	6,944.53
Addition	28.17	-	-	5.57	10.64	30.97	37.06	18.99	-	-	-	-	80.61	131.42
Disposals	9.46	-	-	-	-	27.21	-	-	-	-	-	-	-	36.68
Cost as at 31 March, 2022	477.68	122.99	362.47	196.78	254.16	3,351.05	468.43	1,643.70	154.99	1.12	1.32	4.58	255.15	7,039.27
Accumulated Depreciation														
as at 01 April, 2021	428.25	84.14	-	130.41	223.05	1,366.10	254.14	474.04	19.24	0.55	0.86	3.38	-	2,984.16
Addition	7.59	5.62	-	9.68	7.27	193.22	43.60	45.80	6.69	0.21	0.05	0.24	-	319.98
Disposals	8.99	-	-	-	-	7.16	-	-	-	-	-	-	-	16.15
Accumulated Depreciation														
as at 31 March, 2022	426.85	89.76	-	140.09	230.32	1,552.16	297.75	519.85	25.93	0.77	0.92	3.62	-	3,288.00
Net carrying amount as at March 31, 2022	50.83	33.23	362.47	56.70	23.84	1,798.89	170.68	1,123.85	129.07	0.35	0.40	0.96	255.15	3,751.27

CWIP ageing Schedule of balances as at 31.03.2023

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	0.78	80.61	18.31	156.24	255.93
Projects temporarily suspended	-	-	-	-	-
	0.78	80.61	18.31	156.24	255.93

## 1 Intangible Assets

(Rs. In lacs)

Description	Software	Trademark and Patent	Goodwill (Merger)	TOTAL
Cost as at 01 April, 2022	137.58	361.43	56.61	499.01
Addition	4.79	-	-	4.79
Disposals	-	-	-	-
Cost as at 31 March, 2023	142.37	361.43	56.61	560.41
Accumulated Depreciation as at 01 April, 2022	58.19	339.23	21.39	418.81
Addition	13.42	17.31	-	30.73
Disposals	-	-	-	-
Accumulated Depreciation as at 31 March, 2023	71.61	356.54	21.39	449.54
Net carrying amount as at March 31, 2023	70.76	4.89	35.23	110.87

(Rs. In lacs)

Description	Software	Trademark and Patent	Goodwill (Merger)	TOTAL
Cost as at 01 April, 2021	135.67	361.43	56.61	553.72
Addition	1.91	-	-	1.91
Disposals	-	-	-	-
Cost as at 31 March, 2022	137.58	361.43	56.61	555.63
Accumulated Depreciation as at 01 April, 2021	45.07	321.92	21.39	388.38
Addition	13.12	17.31	-	30.43
Disposals	-	-	-	-
Accumulated Depreciation as at 31 March, 2022	58.19	339.23	21.39	418.81
Net carrying amount as at March 31, 2022	79.39	22.20	35.23	136.81

## Research and Development Expenditure

The company has recognized the research & development expenditure incurred for the development, modification, upgradation of plastic processing machinery and spares manufacturing. The capital expenditure is recognized and included in the cost of Plant & Machinery and Computer in the Balance sheet and Revenue expenditure is charged to Statement of Profit and Loss Account as detailed here

(Rs. In lacs)

Particulars	2022-23	2021-22
1. Capital Expenditure	-	
2. Revenue Expenditure	157.77	144.12
<b>Total</b>	<b>157.77</b>	<b>144.12</b>

## 2 Investments

Investments consists of the following:

### A. Non-Current Investments

(Rs. In lacs)

Description	As at 31.03.2023		As at 31.03.2022	
	Unit	Amount	Unit	Amount
<b>Investment Measured at Fair Value Through</b>				
Profit and Loss Account				
In Equity Shares				
(Unquoted, Fully Paid Up)				
Windsor Machines Limited	470.00	0.18	470.00	0.19
Kabra Extrusion Technic Limited	1,600.00	7.74	1,600.00	8.44
ITC Limited	101.00	0.39		-
Uma converter Limited	2,500.00	4.76		-
TATA Power Co LTD	4,000.00	1.21		-
		<b>14.27</b>		<b>8.63</b>

### B. Current Investments

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
<b>Mutual Funds</b>		
Axis Mutual Funds	451.24	1,659.59
ICICI Mutual Funds	142.38	-
Aditya Birla Mutual Funds	305.23	-
	<b>898.85</b>	<b>1,659.59</b>

Aggregate value of quoted and unquoted investments is as follows:

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Aggregate value of quoted investments		
Aggregate value of unquoted investments	913.12	1,668.22
Aggregate market value of quoted investments		
	<b>913.12</b>	<b>1,668.22</b>

## 3 Loans

Current loans:

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
<b>Loan Receivable considered good- Unsecured</b>		
Loans and advances to employees	14.52	23.84
	<b>14.52</b>	<b>23.84</b>

#### 4 Other Financial Assets

Other Financial Assets consist of the following

##### A. Non Current Financial Assets

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
<b>Non-Current</b>		
Security Deposits		
Employee Security Deposits	36.21	35.66
	<b>36.21</b>	<b>35.66</b>

##### B. Current Financial Assets

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Accrued Interest	17.10	2.07
<b>Balance with Government Authorities</b>		
Income Tax Authority	29.80	17.01
Sales Tax Authority	10.97	10.97
GST / Excise / Service Tax/Customs	74.58	352.94
Export Incentives Receivable	75.20	323.21
	<b>207.65</b>	<b>706.21</b>

#### 5 Other Assets

Other Assets consist of the following

##### A. Other Non Current Asset

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Right To Use Assets	46.29	-
	<b>46.29</b>	

##### B. Other Current Assets

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
<b>Others</b>		
Prepaid Custom Duty	72.06	72.06
Prepaid Insurance / Expenses	58.86	56.79
Appeal Deposit	6.28	-
Advance to Suppliers	350.41	191.29
Capital Advances	9.76	11.12
Advance to Employees	10.42	6.71
Other Advances	5.12	14.51
Fair Value of Plan Asset for Leave Encashment	(5.94)	6.00
Fair Value of Plan Asset for Gratuity	24.42	66.83
	<b>531.39</b>	<b>425.30</b>

\* Fair Value of Plan Asset gratuity and leave encashment are net off defined benefit obligation

## 6 Inventories

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Raw Material		
Indigenous	4,301.55	3,580.22
Imported	362.42	420.42
Stock In Process	1,603.62	1,662.79
Finished Goods	-	30.73
	<b>6,267.59</b>	<b>5,694.16</b>

\*Inventory is valued at weighted Average cost method.

## 7 Trade Receivables

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Trade Receivables considered good - Secured	-	-
Trade Receivables considered good - Unsecured;	1,892.85	727.08
Trade Receivables-having significant increase in Credit Risk	-	-
Trade Receivables - credit impaired.	-	-
	1,892.85	727.08
Less: Allowance for bad and doubtful debts	-	-
	<b>1,892.85</b>	<b>727.08</b>

Ageing for trade receivables – current outstanding as at 31st March, 2023 is as follows

Particulars	Outstanding for following periods from bill date					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade Receivables - considered good	1,695.89	69.15	53.09	49.06	25.67	1,892.85
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-
Disputed-Trade Receivables - considered good	-	-	-	-	-	-
Disputed-Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
Disputed Trade Receivables-credit impaired	-	-	-	-	-	-
<b>TOTAL</b>	<b>1,695.89</b>	<b>69.15</b>	<b>53.09</b>	<b>49.06</b>	<b>25.67</b>	<b>1,892.85</b>

Ageing for trade receivables – current outstanding as at 31st March, 2022 is as follows:

Particulars	Outstanding for following periods from bill date					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables-considered good	551.45	12.64	116.66	46.33		727.08
Undisputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-
Undisputed Trade Receivables-credit impaired	-	-	-	-	-	-
Disputed-Trade Receivables-considered good	-	-	-	-	-	-
Disputed-Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-
Disputed Trade Receivables-credit impaired	-	-	-	-	-	-
<b>TOTAL</b>	<b>551.45</b>	<b>12.64</b>	<b>116.66</b>	<b>46.33</b>	<b>-</b>	<b>727.08</b>

## 8 Cash and Cash Equivalents

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
<b>Balance with banks</b>		
In Current Accounts	1,578.39	1,115.81
<b>Cash on Hand</b>	8.10	9.87
	<b>1,586.50</b>	<b>1,125.68</b>

Balance with Bank includes Rs. 20,68,927 Towards unclaimed Dividend

## 9 Other Balances with Banks

Other Balances with bank consists of the following

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Deposits Held with Bank	2,850.47	1,450.33
Fixed Deposit	115.15	7.60
	<b>2,965.62</b>	<b>1,457.92</b>

\*As Earmarked against the borrowings.

## 10 Equity Instruments

The authorized, issued, subscribed and fully paid-up share capital consist of the following: **(Rs. In lacs)**

Particulars	As at 31.03.2023	As at 31.03.2022
<b>Authorised Share Capital</b>		
7,70,00,000 Equity shares of Re.1/- each	770.00	770.00
<b>Issued, Subscribed &amp; Paid up Capital</b>		
6,15,30,750 Equity shares of Re.1/- each fully paid up	615.31	615.31
	<b>615.31</b>	<b>615.31</b>

The Company's objective for capital management is to maximize shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The funding requirements are met through equity and operating cash flows generated. The Company is not subject to any externally imposed capital requirements.

### I. Reconciliation of number of shares

Particulars	As at 31.03.2023		As at 31.03.2022	
	Equity Shares		Equity Shares	
	No. of Shares	(Rs. In lacs)	No. of Shares	(Rs. In lacs)
Shares outstanding at the beginning of the year	61,530,750	615.31	61,530,750	615.31
Add : Shares Issued during the year	-	-	-	-
Less : Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	<b>61,530,750</b>	<b>615.31</b>	<b>61,530,750</b>	<b>615.31</b>

### II. Rights, preferences and restrictions attached to shares

The Company has one class of equity shares having a par value of Re. 1 each. Each shareholder is eligible for one vote per share held and carry a right to dividend. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. 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 to their shareholding.

### III. Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

Particulars	As at 31.03.2023		As at 31.03.2022	
	No. of Shares Held	% of Holding	No. of Shares Held	% of Holding
1. Devyani Chandrakant Doshi	6,322,560	10.28%	6,322,560	10.28%
2. Khushboo Chandrakant Doshi	4,867,042	7.91%	4,867,042	7.91%
3. Pallav Kishorbhai Doshi	4,826,609	7.84%	4,826,609	7.84%
4. Rita Rajesh Doshi	-	0.00%	4,513,440	7.34%
4. Rajesh Nanalal Doshi	7,453,640	12.11%	2,940,200	4.78%
5. Nita Kishorbhai Doshi	3,884,600	6.31%	3,884,600	6.31%
6. Kruti Rajeshbhai Doshi	3,144,132	5.11%	3,144,132	5.11%

**IV. Shares allotted, as fully paid up pursuant to contracts without payment being received in cash / by way of bonus shares and shares bought back during the preceding five years**

Particulars	2021-22	2020-21	2019-20	2017-18	2016-17
Equity Shares :					
Fully paid up pursuant to contract (s) without payment being received in cash *	NIL	NIL	NIL	NIL	NIL
Fully paid up by way of bonus shares	NIL	NIL	NIL	NIL	NIL
Shares bought back	NIL	NIL	NIL	NIL	NIL

**V. Shareholding of Promoters and Promoters Group as on 31.03.2023**

Particulars	As at 31.03.2023		As at 31.03.2022	
	No. of Shares Held	% of Holding	No. of Shares Held	% of Holding
Deyani Chandrakant Doshi	6,322,560.00	10.28%	6,322,560.00	10.28%
Khushboo Chandrakant Doshi	4,867,042.00	7.91%	4,867,042.00	7.91%
Pallav Kishorbhai Doshi	4,826,609.00	7.84%	4,826,609.00	7.84%
Rita Rajesh Doshi	-	0.00%	4,513,440.00	7.34%
Nita Kishorbhai Doshi	3,884,600.00	6.31%	3,884,600.00	6.31%
Kruti Rajeshbhai Doshi	3,144,132.00	5.11%	3,144,132.00	5.11%
Rajesh Nanalal Doshi	7,453,640.00	12.11%	2,940,200.00	4.78%
Karishma Rajesh Doshi	2,933,395.00	4.77%	2,933,395.00	4.77%
Utsav Kishorkumar Doshi	2,919,372.00	4.74%	2,919,372.00	4.74%
Kishor Nanlal Doshi	1,443,000.00	2.35%	1,443,000.00	2.35%
Utkarsh Rajesh Doshi	1,734,790.00	2.78%	1,734,790.00	2.78%
Rajesh N. Doshi (HUF)	660,000.00	1.07%	660,000.00	1.07%
Kishor N. Doshi (HUF)	324,000.00	0.53%	324,000.00	0.53%

## 11 Other Equity

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
<b>Surplus :</b>		
<b>Capital Reserve</b>		
Opening Balance	26.25	26.25
Add : Addition During the year	-	-
	<b>26.25</b>	<b>26.25</b>
<b>Securities Premium</b>		
Opening Balance	1,188.79	1,188.79
Add : Addition During the year	-	-
	<b>1,188.79</b>	<b>1,188.79</b>
<b>General Reserve</b>		
Opening Balance	385.37	385.37
Add : Transferred from Retained Earning	-	-
	<b>385.37</b>	<b>385.37</b>
<b>Retained Earnings</b>		
Opening Balance	7,610.25	6,099.87
Add : Profit for the year	1,148.88	1,510.38
	<b>8,759.13</b>	<b>7,610.25</b>
Less : Appropriations		
Dividend on Equity Shares	153.83	-
	<b>8,605.30</b>	<b>7,610.25</b>
Other Comprehensive Income (OCI)		
Opening Balance	56.77	16.88
Add : Movement in OCI (Net) during the year	12.75	39.89
	<b>69.52</b>	<b>56.77</b>
	<b>10,275.24</b>	<b>9,267.44</b>

## 12 Borrowings

### Borrowings - Current

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Current maturities of Long Term Debt	-	27.96
<b>Secured - at amortized Cost</b>		
<b>Loan Repayable on Demands</b>		
- From Banks	152.21	-
	<b>152.21</b>	<b>27.96</b>

### Particulars of Borrowings

Name of Lender/ Type of Loan	Rate of Interest	Nature of Security
Yes Bank	EBLR+ 2.6%	<ol style="list-style-type: none"> <li>1) First pari passu charge by way of hypothecation on current assets under multiple banking with axis bank.</li> <li>2) First pari passu charge by way of hypothecation on movable fixed assets (present and future) of the company under multiple banking with axis bank. (Except for specific assets being charge to lender)</li> <li>3. First Pari Passu charge on immovable properties as listed below with Axis bank:               <ol style="list-style-type: none"> <li>i) industrial land (Admeasuring 506-00 Sq.Mt.) and building situated at Plot No. 82, 83 and U, Survey No.12/1 and 18/1Paiki, Off. Junagarh Road, Manavadar, District -Junagadh owned by Rajoo Engineers Limited.</li> <li>ii) Industrial land-admeasuring 199.75 q.,Mt: ,: and- building. situated., constructed on Plot No. 2 paiki, SurveyNo-12/2 Paiki, OffJunagarh Road, Manavadar, District - Junagadh owned by Raioo Engineers Limited. iii) Industrial land (admeasuring 607 -64 q.Mt.) and building situated at Plot No 2Paiki and Plot No. 3,Survey No.12/2 Paiki, at . Junagarh Road,Manavadar, District -Junagadh owned by Rajoo Engineers Limited.</li> </ol> </li> <li>4. Unconditional and irrevocable personal Guarantee of Mr. Rajesh Doshi.</li> </ol>
Axis Bank	Repo+ 4.8%	Charge on securities mentioned above and hypothecated with Yes Bank

### 13 Trade Payables

Trade Payables consists of the following

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
MSME	359.09	447.17
Others	1,714.80	1,781.70
Disputed-MSME	-	-
Disputed-Others	-	-
	<b>2,073.88</b>	<b>2,228.87</b>

Ageing for trade payables – current outstanding as at 31st March, 2023 is as follows:

Ageing for trade receivables – current outstanding as at 31st March, 2022 is as follows: **(Rs. In lacs)**

Particulars	Outstanding for following periods from date of invoice for 22-23				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	359.09	-	-	-	359.09
(ii) Others	1,714.80	-	-	-	1,714.80
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues-Others	-	-	-	-	-
	<b>2,073.88</b>	-	-	-	<b>2,073.88</b>

Ageing for trade payables – current outstanding as at 31st March, 2022 is as follows: **(Rs. In lacs)**

Particulars	Outstanding for following periods from date of invoice for 22-23				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	434.76	12.41	-	-	447.17
(ii) Others	1,781.70	-	-	-	1,781.70
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues-Others	-	-	-	-	-
	<b>1,781.70</b>	<b>12.41</b>	-	-	<b>2,228.87</b>

#### Dues of micro, small, medium enterprises

The disclosure pursuant to the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED Act) for dues to micro enterprises and small enterprises as at March 31, 2023 and March 31, 2022 is as under

### 13 Trade Payables

Trade Payables consists of the following

**(Rs. In lacs)**

Dues remaining unpaid to any supplier	As at 31.03.2023	As at 31.03.2022
Principal	359.09	447.17
Interest on above	-	-
Amount of interest paid in terms of section 16 of the MSMED Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	-	-
Amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006	-	-
Amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006	-	-
Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of MSMED Act, 2006	-	-

#### 14 Other Financial Liabilities

##### A. Non Current Financial Liabilities

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Lease Liability	42.95	-
Security Deposits	12.36	13.11
	<b>55.31</b>	<b>13.11</b>

##### B. Current Financial Liabilities

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Unclaimed Dividend	20.69	24.04
Employee Dues payable	135.90	124.63
	<b>156.59</b>	<b>148.67</b>

#### 15 Provisions

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Provision for Other Expenses	156.01	12.61
Audit Fees	3.37	1.67
Warranty Provision	204.47	301.61
Provision for Royalty	-	33.53
	<b>363.85</b>	<b>349.42</b>

#### 16 Deferred Tax Asset/Liability stands as Follows:

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Opening Balance	377.58	420.99
Add : Current Year	5.73	(43.41)
	<b>383.31</b>	<b>377.58</b>

#### Significant components of Deferred Tax

Particulars	As at 31.03.2023	As at 31.03.2022
Deferred Tax Liability		
Difference between book depreciation and tax depreciation	385.05	380.54
Investment Fair Valuation	0.84	-
<b>Gross Deferred Tax Liability (A)</b>	<b>385.89</b>	<b>380.54</b>
Deferred Tax Asset		
Expenses provided but allowable in Income tax on Payment basis	0.09	(5.74)
Investments	-	(2.16)
Brought forward losses	0.24	-
Lease Liability	0.84	-
Provision for Leave Encashment	1.40	10.85
<b>Gross Deferred Tax Asset (B)</b>	<b>2.58</b>	<b>2.96</b>
<b>Net Deferred Tax Liability (A)-(B)</b>	<b>383.31</b>	<b>377.58</b>

## 17 Other Liabilities

### Other Current Liabilities

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
<b>Other Payables</b>		
Advances from Customers	4,144.61	2,684.17
Statutory Dues Payable	102.88	47.84
Deferred Revenue	1.66	-
Director Remuneration	14.30	13.55
Sundry Creditors - Capital Goods	0.45	0.91
	<b>4,263.90</b>	<b>2,746.46</b>

## 18 Revenue Recognition

The revenue details are as follows

(Rs. In lacs)

Particulars		As at 31.03.2023	As at 31.03.2022
<b>Revenue</b>			
Sale of goods	Domestic	12,120.37	9,473.19
	Export	5,407.91	8,711.07
		<b>17,528.28</b>	<b>18,184.26</b>
Sale of services :	Domestic	67.92	42.65
	Exports	17.05	112.32
		84.98	154.97
<b>Total Revenue</b>		<b>17,613.25</b>	<b>18,339.23</b>
<b>Other operating Revenue</b>			
Excess Provision of Warranty W/off			
Discount on Forward Contract		(6.75)	3.87
Net Foreign Exchange Difference		(3.54)	63.81
Net gain from expenses recovered		154.86	401.78
Export Incentives		113.27	223.85
<b>Total Other operating Revenue</b>		<b>257.83</b>	<b>693.32</b>
<b>Total Revenue from Operations</b>		<b>17,871.08</b>	<b>19,032.55</b>

### Disclosure pursuant to Ind AS 115: Revenue from contract with customers

#### A. Disaggregated revenue

##### (i) Revenue by geographical market

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Within India	12,188.29	9,515.84
Outside India	5,424.96	8,823.39
	<b>17,613.25</b>	<b>18,339.23</b>

## B. Contract Balances

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Trade Receivables	1,892.85	727.08
Advance from customers	4,144.61	2,684.17

## C. Reconciling the amount of revenue recognised in the Restated Statement of Profit and Loss with the contracted price

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
<b>Revenue as per contracted price (recognised at a point of time)</b>	84.98	154.97
Less: Discounts and rebates	-	-
Add/ (Less): Changes in revenue due to performance obligations (net)	-	-
<b>Net revenue from contract with customers</b>	<b>84.98</b>	<b>154.97</b>

## 19 Other Income

Other Income consist of the following

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Interest Income		
- From Bank	147.07	95.36
- From others	-	-
	147.07	95.36
<b>Other non-operating income</b>		
Other Income	2.64	5.50
Gain/Loss on foreign Currency Transaction	25.84	51.03
Dividend Income	0.01	-
Net Gain / (Loss) on sale of Fixed Assets	80.91	4.63
Unrealised Gain on Mutual Funds (FVTPL)	12.24	26.15
Realised gain on Mutual Fund	13.38	4.79
Bond Income	3.23	-
Rent Income	8.00	8.00
	<b>146.25</b>	<b>100.11</b>
	<b>293.32</b>	<b>195.46</b>

Interest income from a financial asset is recognized using effective interest rate method and dividend income is recognized when the right to receive dividend is established.

## 20 Cost of Material Consumed

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
<b>Opening Stock of Raw Material</b>	4,000.64	4,074.36
Add: Purchases and related expenses	11,746.95	11,679.79
<b>Less: Closing Stock</b>	4,663.97	4,000.64
<b>Raw material consumed</b>	<b>11,083.62</b>	<b>11,753.51</b>

## 21 Purchase of Stock In Trade

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Purchase of Stock in Trade	10.62	47.02
<b>Total Purchase</b>	<b>10.62</b>	<b>47.02</b>

## 22 The changes in Inventory consists of the following

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
<b>Finished Goods</b>		
Opening Stock	30.73	85.58
Less : Closing Stock	-	30.73
Increase/(Decrease)	30.73	54.85
<b>Work in Progress</b>		
Opening Stock	1,662.79	1,749.78
Less : Closing Stock	1,603.62	1,662.79
<b>Increase/(Decrease)</b>	<b>59.16</b>	<b>87.00</b>
<b>Changes in Inventories</b>	<b>89.90</b>	<b>141.85</b>

## 23 Employee benefit expenses consist of the following:

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Salary and Wages	1,644.30	1,510.53
Staff Welfare Expenses	126.84	119.25
Bonus to Staff	24.09	22.70
Current Service Cost on Gratuity/Leave Encashment	25.47	24.33
Interest Cost on Gratuity/Leave Encashment	(1.84)	18.64
Gratuity Expense	41.70	1.86
Leave Encashment Expense	19.62	3.21
PF Expense	68.89	65.79
	<b>1,949.06</b>	<b>1,766.31</b>

## Defined Contribution Plans

Contribution to Defined Contribution Plans, recognised as expense for the year is as under

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Employer's Contribution to Provident Fund	68.89	65.79

## Defined Benefit Plan

### A. Gratuity

#### I) Reconciliation of opening and closing balances of Defined Benefit Obligation (Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Present value of obligations as at beginning of year	268.87	265.99
Interest cost	18.82	18.97
Current Service Cost	25.17	24.44
Benefits Paid	(14.58)	-1.36
Actuarial (gain)/ loss on obligations	(18.49)	-39.17
Present value of obligations as at end of year	279.79	268.87

#### II) Reconciliation of opening and closing balances of fair value of Plan Assets (Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
<b>Fair value of plan assets at beginning of year</b>	<b>335.70</b>	<b>337.06</b>
Expected return on plan assets	20.47	(1.20)
Contributions	4.40	1.20
Past Service Vost	(41.78)	
Benefit Paid	(14.58)	(1.36)
Actuarial (gain)/ loss on Plan Assets	-	-
<b>Fair value of plan assets at End of year</b>	<b>304.21</b>	<b>335.70</b>

#### III) Reconciliation of fair value of Assets and Obligations (Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Fair value of plan assets at End of year	304.21	335.70
Present value of obligations as at end of year	279.79	268.87
Amount recognized in Balance Sheet Surplus/(Deficit)	<b>24.42</b>	<b>66.83</b>

#### IV) Expenses recognized during the year (Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
<b>In Income Statement</b>		
Interest cost	18.82	18.97
Current Service Cost	25.17	24.44
Return on Plan Assets	(20.47)	1.20
<b>Net Cost</b>	<b>23.52</b>	<b>44.61</b>
<b>In Other Comprehensive Income</b>		
Actuarial (Gain) / Loss	(18.49)	(39.17)
<b>Net (Income) / Expenses recognised in OCI</b>	<b>(18.49)</b>	<b>(39.17)</b>

## V) Investment Details

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Insurance Policies	304.21	335.70

## 24 Finance Cost

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
1 Interest Paid		
For Banks	1.06	10.49
For Others	7.18	1.31
2 Bank Commission / Charges	28.09	21.29
	36.33	33.09
	<b>36.33</b>	<b>33.09</b>

## 25 Other Expenses

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
<b>A. Manufacturing Expenses</b>		
Clearing & Forwarding Charges	31.41	53.84
Conveyance Expenses	2.16	2.88
Electricity Consumption	187.77	138.24
Factory Building Repairs and Maintenance	20.27	2.49
Factory Misc. Expenses	10.71	12.43
Fuel For Generator	10.04	15.46
Guest House Exps	7.59	7.25
Goods Packing Material	63.92	115.24
Inward Freight Expenses	83.59	83.44
Job Work Charges	440.66	367.58
Labour Exps	284.63	284.41
Material & Sample Testing Exps	6.48	6.98
Technical Consulting	7.22	7.40
Licence Fees	-	0.20
Electrical Repairing & Other Exps	6.05	8.43
Gas Consumption Exps	11.61	9.38
Round Off Material	(0.03)	0.02
Rate Difference	11.17	(2.26)
Plant Repairs and Maintenance	70.21	76.47
	<b>1,255.47</b>	<b>1,189.89</b>

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
<b>B. Administrative, Selling &amp; Services Expenses</b>		
Books & Periodicals	7.03	0.10
Car / Vehicle Hire Expenses	17.05	11.97
Computer Maintenance & Other Expenses	7.52	4.45
CSR Expense	25.59	25.65
Donation Expenses	6.65	6.36
Demat Expense	1.80	1.23
Garden Maintaince Charges	4.07	5.68
Insurance Expense	39.03	45.41
Income Tax - TDS	0.21	64.98
Legal & Professional Fees	92.51	64.07
Listing Expense	3.00	3.00
Membership & Subscription Expenses	2.28	2.20
Miscellaneous Expenses	0.91	0.09
Office Furniture Repairs & Maintenance	1.27	2.06
Outward Freight	68.03	65.25
Payment to Auditors	3.65	1.92
Postage & Angadia Expenses	4.41	3.37
Petrol Expense	24.30	21.77
Printing & Stationery	14.98	5.05
Rent, Rates & Taxes	15.70	21.68
Registration & Filling Fees	0.87	0.40
Telephone Expenses	6.85	5.19
Water Supply & Other Expense	13.84	13.26
Website Maintanance	7.80	7.67
Software AMC Expenses	41.82	60.31
Solar Power Plant Exp	3.21	3.06
Office Building Repairs and Maintenace	1.06	1.20
Office Equipment Repairs and Maintenance	3.95	4.72
Travelling expense	208.54	101.22
VAT & CST Expense	-	27.93
GST Expense	4.87	0.19
Advertisement Expense	15.77	10.27
Internet & Leased Line Expense	1.71	1.49
Exhibition & Display	318.94	14.71
Selling Commission	292.65	301.40
Sales Promotion Expense	68.57	16.43
Office Expense	36.05	35.70
Business Meeting Expense	0.81	0.26
Overseas Ocean Freight	100.10	371.49
Warranty Expense	196.50	352.91
Installation & Commissioning Expense	55.30	32.78
Security Services Charges	22.23	17.25

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Consultant & Contractors Expense	86.26	89.61
Conveyance Expense	0.42	0.17
ISO Consultancy Charges	0.31	-
Hotel charges	8.05	3.83
R&D Travelling Expenses	19.66	-
Recruitment Consultant charges	1.01	-
FOC Supply	0.94	0.36
Royalty Expenses	32.99	41.91
	1,891.07	1,871.98
<b>C. Others(Miscellaneous Expenses)</b>		
House Keeping Expense- Maintenance Expense	2.29	3.11
Penalty Expense	0.00	4.87
	2.29	7.98
	3,148.82	3,069.84

#### 26 Tax Expense

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Current Tax	337.83	598.30
Deferred Tax	5.73	(43.41)
	<b>343.56</b>	<b>509.86</b>

#### Reconciliation of Tax Expenses

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Profit before Exceptional items and Tax	1,492.43	2,065.98
Applicable rate of tax	25.168%	25.168%
Computed Tax Expense	375.62	519.97
<b>Tax effect of:</b>		
Depreciation allowance difference	(110.97)	(121.67)
Disallowed Expenses	22.37	176.58
Other	50.82	23.42
<b>Current Tax Provision (A)</b>	<b>337.83</b>	<b>598.30</b>
<b>Incremental Deferred Tax Liability/(Asset) on account of</b>		
Tangible and Intangible Assets	4.51	(47.38)
Financial Assets and other items	1.22	3.97
<b>Deferred Tax Provision (B)</b>	<b>5.73</b>	<b>(43.41)</b>
<b>Tax Expense recognized in P&amp;L</b>	<b>343.56</b>	<b>554.89</b>
<b>Effective Tax Rate</b>	<b>23.02%</b>	<b>26.86%</b>

## 27 Earnings Per Share (EPS)

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Net Profit after Tax as per Statement of Profit and Loss Attributable to Equity Shareholders	1,148.88	1,510.38
Weighted Average number of Equity Shares used as denominator for calculating Basic EPS	61,530,750	61,530,750
<b>BASIC EPS</b>	<b>1.87</b>	<b>2.45</b>
Weighted Average number of Equity Shares used as denominator for calculating Diluted EPS	61,530,750	61,530,750
<b>Diluted EPS</b>	<b>1.87</b>	<b>2.45</b>

## 28 Financial Instrument Valuation

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

- The fair value of investment in quoted Equity Shares is measured at quoted price or NAV.
- All foreign currency denominated assets and liabilities are translated using exchange rate at reporting date.

The financial instruments are categorized into two levels based on the inputs used to arrive at fair value measurements as described below:

**Level 1:** Quoted prices (unadjusted) in active markets for identical assets or liabilities; and

**Level 2:** Inputs other than the quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly

**Level 3:** Techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

### Fair value measurement hierarchy

The carrying value of financial instruments by categories as at March 31, 2023 is as follows (Rs. In lacs)

Particulars	FVTPL	FVOCI	Amortized Cost	Total
<b>Financial Assets</b>				
Investments	913.12	-	-	913.12
Trade Receivables	-	-	1,892.85	1,892.85
Loans	-	-	14.52	14.52
Cash and Cash Equivalents	-	-	1,586.50	1,586.50
Other Balances with bank	-	-	2,965.62	2,965.62
Other Financial Assets	-	-	243.86	243.86
<b>TOTAL</b>	<b>913.12</b>	<b>-</b>	<b>6,703.35</b>	<b>7,616.47</b>
<b>Financial Liabilities</b>				
Borrowings	-	-	152.21	152.21
Trade Payables	-	-	2,073.88	2,073.88
Other Financial Liabilities	-	-	211.89	211.89
<b>TOTAL</b>	<b>-</b>	<b>-</b>	<b>2,437.99</b>	<b>2,437.99</b>

The carrying value of financial instruments by categories as at March 31, 2023 is as follows (Rs. In lacs)

Particulars	FVTPL	FVOCI	Amortized Cost	Total
<b>Financial Assets</b>				
Investments	1,668.22	-	-	<b>1,668.22</b>
Trade Receivables	-	-	727.08	<b>727.08</b>
Loans	-	-	23.84	<b>23.84</b>
Cash and Cash Equivalents	-	-	1,125.68	<b>1,125.68</b>
Other Balances with bank	-	-	1,457.92	<b>1,457.92</b>
Other Financial Assets	-	-	741.86	<b>741.86</b>
<b>TOTAL</b>	<b>1,668.22</b>	<b>-</b>	<b>4,076.38</b>	<b>5,744.60</b>
<b>Financial Liabilities</b>				
Borrowings	-	-	27.96	<b>27.96</b>
Trade Payables	-	-	2,228.87	<b>2,228.87</b>
Other Financial Liabilities	-	-	161.78	<b>161.78</b>
<b>TOTAL</b>	<b>-</b>	<b>-</b>	<b>2,418.61</b>	<b>2,418.61</b>

### 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. The Company's principal financial assets include trade and other receivables, and cash and cash equivalents that are derived directly from its operations.

The Company's senior management oversees the management of these risks. The senior professionals working to manage the financial risks and the appropriate financial risk governance framework for the Company are accountable to the Board of Directors and Audit Committee. This process provides assurance to Company's senior management that the Company's financial risk-taking activities are governed by appropriate policies and procedures and that financial risk are identified, measured and managed in accordance with Company policies and Company risk objective. In the event of crisis caused due to external factors such as caused by recent pandemic "COVID-19", the management assesses the recoverability of its assets, maturity of its liabilities to factor it in cash flow forecast to ensure there is enough liquidity in these situations through internal and external source of funds. These forecast and assumptions are reviewed by board of directors.

The Board of Directors reviews and agrees policies for managing each of these risks which are summarized as below

### Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprises three types of risk: currency rate risk, interest rate risk. Financial instruments affected by market risks include loans and borrowings, deposits, investments, and foreign currency receivables and payables. The sensitivity analysis in the following sections relate to the position as at reporting date. The analysis excludes the impact of movements in market variables on: the carrying values of gratuity and other post-retirement obligations; provisions; and the non-financial assets and liabilities. The sensitivity of the relevant Profit and Loss item and equity is the effect of the assumed changes in the respective market risks. This is based on the financial assets and financial liabilities held as of March 31, 2023 and March 31, 2022

### Foreign Currency Risk

The following table shows foreign currency exposures in USD and EURO on financial instruments at the end of the reporting period. The exposure to foreign currency for all other currencies are not material. (Rs. In lacs)

Particulars	As at 31.03.2023		As at 31.03.2022	
	USD	EURO	USD	EURO
Trade and other Payable	20.56	3.48	9.48	5.70
Trade and other Receivable	3.32	(0.59)	(1.14)	(0.46)
<b>Net Exposure</b>	<b>23.88</b>	<b>2.89</b>	<b>8.34</b>	<b>5.24</b>

Sensitivity analysis of 5% change in exchange rate at the end of reporting period net of hedges (Rs. In lacs)

Particulars	As at 31.03.2023		As at 31.03.2022	
	USD	EURO	USD	EURO
<b>5% Depreciation in INR</b>				
Impact on Equity	-	-	-	-
Impact on P&L	(97.58)	(12.90)	(31.64)	(22.03)
<b>Total</b>	<b>(97.58)</b>	<b>(12.90)</b>	<b>(31.64)</b>	<b>(22.03)</b>
<b>5% Appreciation in INR</b>				
Impact on Equity	-	-	-	-
Impact on P&L	97.58	12.90	31.64	22.03
<b>Total</b>	<b>97.58</b>	<b>12.90</b>	<b>31.64</b>	<b>22.03</b>

### Interest Rate Risk

The exposure of the company's borrowing and derivatives to interest rate changes at the end of the reporting period are as follows:

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
<b>Loans</b>		
Long Term Borrowing	-	27.96
Short Term Borrowing	152.21	-
<b>Total</b>	<b>152.21</b>	<b>27.96</b>

Impact on Interest Expenses for the year on 1% change in Interest rate

(Rs. In lacs)

Particulars		
<b>UP MOVE</b>		
Impact on Profit & Loss	(0.13)	(0.28)
<b>DOWN MOVE</b>		
Impact on Profit & Loss	(0.13)	(0.28)

### Credit Risk

Credit risk is the risk that a customer or counterparty to a financial instrument fails to perform or pay the amounts due causing financial loss to the company. Credit risk arises from company's activities in investments, dealing in derivatives and outstanding receivables from customers.

The company has a prudent and conservative process for managing its credit risk arising in the course of its business activities. Sales made to customers on credit are generally secured through Letters of Credit and advance payments.

### Liquidity Risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time, or at a reasonable price. The Company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related such risk are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows.

### 29 Payment to Auditors

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Statutory Audit Fees	1.80	1.50
Other Services	1.50	1.50
	<b>3.30</b>	<b>3.00</b>

### 30 Corporate Social Responsibility (CSR)

CSR amount required to be spent as per Section 135 of the Companies Act, 2013 read with Schedule VII thereof by the Company during the year is Rs. 24,43,050 (Previous Year Rs. 17,16,000) Expenditure related to Corporate Social Responsibility is Rs. 25,58,640 (Previous Year Rs. 25,65,000).

### Details of Amount spent towards CSR given below:

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Promoting Education		
Health care and Medical Facilities and Eradicating Malnutrition	19.89	10.17
Promoting Financial Support		
Old Age Home		
Promoting Sports		
Ensuring environment sustainability and Conserving Natural Resources		
Eradicating Malnutrition and hunger	-	15.48
Day care centres and such other facilities for senior citizens	5.70	-
<b>Total CSR Activity</b>	<b>25.59</b>	<b>25.65</b>

\*Contribution with regards to the CSR compliance are made in a Shrutina Foundation which is a trust which is a related party to the group.

### 31 Related Party Disclosure

As per Ind AS 24, the disclosures of transactions with the related parties are given below

#### 31.1 List of related parties where control exists and also related parties with whom transactions have taken place and relationships.

(Rs. In lacs)

Name	Relationship
Shri Rajesh N. Doshi	Chairman & Director
Shri Sunil Jain	Director
Ms. Khushboo C. Doshi	Key Management Personnel(MD)
Mr. Utsav K. Doshi	Key Management Personnel(JMD)
Mr. J. T. Zalawadia	Key Management Personnel(CFO)
Mr. Darshak Thakar	Key Management Personnel(CS)
Mr. Rohit Sojitra	Key Management Personnel(CS)
Mr. Prakash Daga	Key Management Personnel(CFO)
Rajoo Innovation Centre LLP	Associate Concern
Essen Speciality Disposable LLP	Associate Concern
Starpac International	Associate Concern
Essen Speciality Films Limited	Associate Concern
Rajoo Eng Ltd Employees Gratuity Fund	Employees Benefit Plans
Bausano & Figli Spa	Co-Joint Venturer
Ruby Jain	Relative of KMP
Karishma Doshi	Relative of KMP

#### 31.2 Transactions during the year with related parties

(Rs. In lacs)

Nature of Transaction (Excluding Reimbursements)	Key Management Personnel	Related to Holding Company	Related to Holding Company	Post Employee Benefit Plans	Relatives of KMP
Purchase	-	272.42	118.59	-	-
Sale & Service	-	-	61.75	-	-
Remuneration	297.71	-	-	-	-
Commission	-	-	62.96	-	-
Rent Paid	6.00	-	-	-	12.00
Royalty Paid	-	41.91	-	-	-
Post Employee Benefit Paid	-	-	-	-	-
Professional Fees	-	-	-	-	-
Jobwork Charges Paid	-	-	10.17	-	-
Inter Company Deposit	-	-	3,858.05	-	-
Sale of Property,Plant and Equipment	-	-	-	-	-
Others	-	-	-	-	-
Net Payables / (Receivable)	14.30	-	-	-	0.90

### 31.3 Disclosure in Respect of Major Related Party Transactions during the year

(Rs. In lacs)

Nature of Transaction (Excluding Reimbursements)	Relationship	As at 31.03.2023	As at 31.03.2022
Purchase of Goods			
Rajoo Innovation Centre LLP	Associate Concern	5.87	1.93
Essen Speciality Disposable LLP	Associate Concern	0.77	0.57
Essen Speciality Films Limited	Associate Concern	111.95	5.37
Bausano & Figli Spa	Co-Joint Venturer	272.42	-
<b>Sale &amp; Service</b>			
Rajoo Innovation Centre LLP	Associate Concern	17.48	120.42
Essen Speciality Films Limited	Associate Concern	37.00	213.88
Essen Speciality Disposable LLP	Associate Concern	7.28	12.03
<b>Royalty Paid</b>			
Bausano & Figli Spa	Co-Joint Venturer	41.91	-
Jobwork Charges Paid			
Rajoo Innovation Centre LLP	Associate Concern	10.17	8.04
<b>Rent Paid</b>			
Mr. Utsav K. Doshi	Key Management Personnel(JMD)	6.00	6.00
Karishma Doshi	Relative of KMP	-	12.00
Ruby Jain	Relative of KMP	12.00	-
<b>Selling Commission Paid</b>			
Starpack International	Associate Concern	62.96	83.00
<b>Professional Fees Paid</b>			
Shri Sunil Jain	Director	-	48.00
<b>Remuneration paid</b>			
Shri Rajesh N. Doshi	Chairman & Director	130.90	114.60
Ms. Khushboo C. Doshi	Key Management Personnel(MD)	54.10	43.85
Mr. Utsav K. Doshi	Key Management Personnel(JMD)	45.76	38.13
Mr. J. T. Zalawadia	Key Management Personnel(CFO)	4.47	8.95
Mr. Darshak Thakar	Key Management Personnel(CS)	-	4.57
Mr. Rohit Sojitra	Key Management Personnel(CS)	4.52	-
Mr. Prakash Daga	Key Management Personnel(CFO)	9.96	-
Shri Sunil Jain	Director	48.00	-
<b>Employee Benefit Paid</b>			
Rajoo Eng Ltd Employees Gratuity Fund	Employees Benefit Plans	-	0.12
<b>Inter Company Deposit</b>			
Essen Speciality Films Limited	Associate Concern	3,858.05	-
<b>Others</b>			
Essen Speciality Films Limited	Associate Concern	4.21	-
Essen Speciality Disposable LLP	Associate Concern	0.14	-

### 31.4 Disclosure in Respect of Major Related Party Transactions during the year (Rs. In lacs)

Nature of Transaction (Excluding Reimbursements)	Relationship	As at 31.03.2023	As at 31.03.2022
Shri Rajesh N. Doshi	Chairman & Director	130.90	114.60
Mr. Utsav K. Doshi	Key Management Personnel(JMD)	51.76	44.13
Mr. J. T. Zalawadia	Key Management Personnel(CFO)	4.47	8.95
Mr. Darshak Thakar	Key Management Personnel(CS)	-	4.57
Mr. Rohit Sojitra	Key Management Personnel(CS)	4.52	-
Mr. Prakash Daga	Key Management Personnel(CFO)	9.96	-
Rajoo Innovation Centre LLP	Associate Concern	33.52	130.39
Essen Speciality Disposable LLP	Associate Concern	8.19	12.60
Starpack International	Associate Concern	62.96	83.00
Essen Speciality Films Limited	Associate Concern	4,011.21	219.25
Rajoo Eng Ltd Employees Gratuity Fund	Employees Benefit Plans	-	0.12
Ruby Jain	Relative of KMP	12.00	-
Karishma Doshi	Relative of KMP	-	12.00
Bausano & Figli Spa	Co-Joint Venturer	399.86	-

### 31.5 Disclosure in Respect of Major Related Party Balances at the end of the year (Rs. In lacs)

Nature of Transaction (Excluding Reimbursements)	Relationship	As at 31.03.2023	As at 31.03.2022
Shri Rajesh N. Doshi	Chairman & Director	5.91	4.95
Shri Sunil Jain	Director	3.60	3.60
Ms. Khushboo C. Doshi	Key Management Personnel(MD)	2.19	2.65
Ruby Jain	Relatives of KMP	0.90	-
Utsav Doshi	Key Management Personnel(JMD)	2.60	-

### 32 Contingent Liability and Commitment (Rs. In lacs)

Nature of Transaction (Excluding Reimbursements)	Relationship	As at 31.03.2023	As at 31.03.2022
<b>Contingent Liability</b>			
A. Claim against the company / disputed liabilities not acknowledged as			
debt net off agaist advance paid		94.86	994.86
B. Guarantees			
I. Guarantees to Bank and Financial Institution against Credit Facilities			
extended to third parties and other Guarantees		-	-
II Performance Guarantees			
		57.52	82.76
III. Outstanding Guarantees furnished to Bank or financial institution including			
in respect of Letter of Credit		974.54	702.88
C. Other Money for which the company is contingent liable			
I. Pending C-Form			
		-	-
II. Liability in respect of bills discounted with Banks (Including third party			
bills discounting)		-	-
III. Customs Duty Obligations towards EPCG License			
		-	-
<b>Commitment</b>			
A. Estimated amount of contract remaining to be executed on capital account			
and not provided for (Net of Advances)		-	-
B. Other Commitment			
		-	-

### 33 Details of Forex Inflow and Outflow during the year

(Rs. In lacs)

Currencies	Inflow	Outflow
USD	67.54	4.34
EURO	0.25	18.23
CHF	-	0.45
GBP	-	0.03
ZAR AFRICAN	-	0.35

### 34 Earnings in Foreign Currencies

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Export of Goods calculated on FOB basis		
USD	64.42	109.20
EUR	0.24	0.17
Service Charges	0.26	1.50
<b>Total</b>	<b>64.88</b>	<b>110.88</b>

### 35 Value of Import on CIF basis

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Goods Imported:		
USD	1.13	6.00
EUR	14.22	9.72
CHF	0.45	-
GBP	0.03	-
ZAR	-	0.32
<b>Total</b>	<b>15.82</b>	<b>16.03</b>

### 36 Financing arrangements

The Group had access to following Financing arrangement facilities at end of reporting period

(Rs. In lacs)

Particulars	As at 31.03.2023	As at 31.03.2022
Cash & Cash Equivalent	1,586.50	1,125.68
Undrawn Credit Facility Expire within 1 Year	-	1,014.36
<b>Total</b>	<b>1,586.50</b>	<b>2,140.04</b>

### Contractual maturity patterns of borrowings

(Rs. In lacs)

Particulars	As at 31.03.2023		As at 31.03.2022	
	0-1 Year	1-5 Years	0-1 Year	1-5 Years
Long term borrowings (Including current maturity of long term debt)			27.96	
Short term Borrowings	152.21			
<b>Total</b>	<b>152.21</b>	<b>-</b>	<b>27.96</b>	<b></b>

### 37 Additional Regulatory Information

1. The Group has not granted any Loans or Advances in the nature of loans to promoters, Directors, KMPs or the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person, repayable on demand or without specifying any terms or period of repayment.
2. The Group does not have any benami property, where any proceeding has been initiated or pending against the Group for holding any benami property.
3. The Group is not declared willful defaulter by any bank or financial institution or lender during the year.
4. The Group does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.
5. The Group does not have any charges or satisfaction which is yet to be registered with Registrar of Companies (ROC) beyond the statutory period.
6. The Group has complied with the number of layers prescribed under clause (87) of section 2 of the Companies Act 2013 read with Companies (Restrictions on number of Layers) Rules, 2017.
7. There are no Scheme of Arrangements approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.
8. The Group 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:
  - a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group(ultimate beneficiaries) or
  - b. provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.
9. The Group has 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:
  - a. 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
  - b. provide any guarantee, security or the like on behalf of the ultimate beneficiaries."''
10. The Group 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).
11. The Group has not traded or invested in Crypto currency or Virtual Currency during the financial year.
12. As per the information and explanation given to us, the records examined by us and based on the examination of the conveyance deeds/ registered sale deed provided to us We report that the title deeds comprising all the Immovable Properties of building which are freehold and are held in the name of the Group as at the Balance Sheet date.

13. The Group has not revalued its Property, Plant and Equipments during the year.
14. The Group does not have any Intangible Assets under development as at the Balance Sheet Date.
15. The Group does not fall under the ambit of section 135 of the Companies Act, 2013 and accordingly Group has not framed any CSR Committee and CSR Policy.
16. As per Ind AS 108- 16."Operating Segment", segment information has been provided under the Notes to Consolidated Financial Statements
- 17.The Previous period figures have been re-grouped/ re-classified wherever required to confirm to current year classification."
- 18.The Group has borrowings from banks or financial institutions on the basis of security of current assets and quarterly returns or statements of current assets filed by the Group with banks or financial institutions are in agreement with the books of accounts.

**For, RAJOO ENGINEERS LIMITED**

**For, Rushabh R Shah And Co.**  
**Chartered Accountants**  
**(FRN: 156419W)**

**Rushabh Shah**  
**Proprietor**  
**M. No.: 607585**  
**UDIN: 23607585BGWJVT2998**

**Date : 15th May, 2023**  
**Place: Rajkot**

**Utsav K. Doshi**  
**Joint Managing Director**  
**DIN: 00174486**

**Prakash Daga**  
**Chief Financial Officer**  
**PAN: ADSPP7140D**

**Khushboo C. Doshi**  
**Managing Director**  
**DIN: 00025581**

**Rohit Sojitra**  
**Company Secretary**  
**M No.: A53623**

**Date : 15th May, 2023**  
**Place: Veraval (Shapar)**

**Annexure -II****Annual Report on Corporate Social Responsibility (CSR) Activities for Financial Year 2022-23 as per the Section 135 of the Companies Act, 2013**

The practice of Corporate Social Responsibility ('CSR') Policy as a paradigm for firms and businesses to follow has evolved from its early days to the present day realities where it is a business requirement to be socially responsible. This evolution has been necessitated both due to the changed environment under which companies operate as well as the realisation that profits as the sole reason for existence can no longer hold good. At Rajoo, our relentless pursuit has always been to not just become a leading plastic extrusion machinery company but also one that cares for society. Our mission is to build an inclusive society and to make a meaningful difference to the community around us. It is this quest that enthruses us to approach our corporate responsibility with all seriousness. We aim to positively impact not just our financial performance, but our future generations as well. The projects undertaken during the year ended March 31, 2023 are within the broad framework of Schedule VII of the Act.

**1. Brief outline on CSR Policy of the Company**

Rajoo Engineers Limited ('Rajoo' or 'the Company') has adopted CSR initiatives so as to attain sustained economic performance, environmental and social stewardship. The Company engages with society beyond business as it believes a good business needs to create higher impact in building a better future for communities in its environment. The Company works towards removing malnutrition, improving healthcare infrastructure, supporting primary education, rehabilitating abandoned women and children, and preserving Indian art and culture. The Company's focus has always been to contribute to the sustainable development of the society and environment, and to make our planet a better place for future generations. The CSR activities shall be undertaken within the territory of the Republic of India, and the Company shall give preference to the local area/ areas around which it operates, for spending the amount earmarked for CSR activities.

Rajoo' CSR activities will focus on:

- **Hunger, Poverty Malnutrition and Health** : Eradicating extreme hunger, poverty and malnutrition, promoting preventive healthcare and sanitation, Disaster Management and making available safe drinking water;
- **Education** : Promoting and engaging in deep and meaningful systemic work in the area of school and college education including special education and employment enhancing vocational skills especially among children, women, elderly and the differently abled, livelihood enhancement projects, contributing towards improving the infrastructure of schools by building additional classrooms and other infrastructure (such as public libraries), providing study and play materials, and providing special care to introduce digital technology in primary and secondary education for improving quality of education.
- **Environmental Sustainability** : Ensuring environmental sustainability, ecological balance, and conservation of natural resources and maintaining the quality of soil, air and water.
- **National Heritage, Art and Culture** : Protecting national heritage, art and culture including restoration of buildings and sites of historical importance and works of art, setting up public libraries and promoting and developing traditional arts and handicrafts.

2. Composition of CSR Committee:

Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1. Ms. Khushboo C. Doshi (Chairperson)	Executive Managing Director	3	3
2. Mr. Rajesh N. Doshi	Executive Director and Chairman	3	3
3. Mr. Ramesh A. Shah <sup>1</sup>	Non-Executive Independent Director	2	2
4. Dr. Shital B. Badshah <sup>2</sup>	Non-Executive Independent Director	0	0

Note:

1. Mr. Ramesh Amrutlal Shah (DIN: 00031928) ceased as Independent Director of the Company w.e.f. February 02, 2023
2. Dr. Shital Badshah (DIN: 10039677) was appointed as an Additional Director (Independent) of the Company w.e.f. February 13, 2023

**3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.**

CSR Projects undertaken will be within the broad framework of Schedule VII of the Companies Act, 2013 and details of CSR activities under taken are available on <http://www.rajoo.com/csr.html>.

CSR Policy and Composition of CSR Committee are disclosed on the website of the Company at <https://www.rajoo.com/investorszone.html#sec8>.

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

**5. (a) Average net profit of the company as per sub-section (5) of section 135: Rs. 1,212.50 Lakhs**

**(b) Two percent of average net profit of the company as per sub-section (5) of section 135: Rs. 24.25 Lakhs**

**(c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: NIL**

**(d) Amount required to be set off for the financial year, if any: Rs. 24.25 Lakhs**

**(e) Total CSR obligation for the financial year [(b)+(c)-(d)]: NIL**

**6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): Rs. 25.59 Lakhs**

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

**(c) Amount spent on Impact Assessment, if applicable: N.A.**

**(d) Total amount spent for the Financial Year [(a)+(b)+(c)]: Rs. 25.59 Lakhs**

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

Total Amount Spent for the Financial Year	Amount Unspent				
	Total Amount transferred to Unspent CSR Account as per sub- section (6) of section 135		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135		
	Amount	Date of transfer	Name of the Fund	Amount	Date of Transfer
Rs. 25.59 Lakhs	NIL		NIL		

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

Particulars (1)	(2)	Amount (Rs. in Lakhs) (3)
(i) Two percent of average net profit of the company as per sub-section (5) of section 135		24.25
(ii) Total amount spent for the Financial Year		25.59
(iii) Excess amount spent for the Financial Year [(ii)-(i)]		1.34
(iv) Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any		N.A.
(v) Amount available for set off in succeeding Financial Years [(iii)-(iv)]		1.34

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account sub-section (6) of section 135 (in Lakhs)	Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (in Lakhs)	Amount Spent in the Financial Year (in Lakhs)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any	Amount remaining to be spent in succeeding financial years (in Lakhs)	Deficiency, if any
1.	2021-22	NIL					
2.	2020-21						
3.	2019-20						

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year : No

If Yes, enter the number of Capital assets created/ acquired : Not Applicable

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

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent (Rs. In Lakhs)	Details of entity/ Authority/ beneficiary of the registered owner		
(1)	(2)	(3)	(4)	(5)	(6)		
					CSR Registration Number, if applicable	Name	Registered Address
Not Applicable							

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

Sd/-

**Ms. Khushboo C. Doshi**

DIN: 00025581

(Managing Director &  
Chairperson of CSR Committee)

Sd/-

**Mr. Utsav K. Doshi**

DIN: 00174486

(Joint Managing Director)

Date: 27/08/2023

Place: Veraval (Shapar)



excellence in extrusion

## RAJOO ENGINEERS LIMITED

**Registered Office :** Rajoo Avenue, Survey No. 210,  
Plot No.1 Industrial Area, Veraval Shapar - 360024 Rajkot Gujarat  
**CIN :** L27100GJ1986PLC009212, **Email ID :** compliances@rajoo.com,  
**Contact No :** +91 97129 62704 / 52701 / 32706,  
**Website :** www.rajoo.com

### ATTENDANCE SLIP

(To be presented at the entrance)

**Thirty-Sixth Annual General Meeting on Saturday, September 23, 2023 at 12:00 p.m.**  
Rajoo Avenue, Survey No. 210, Plot No.1 Industrial Area, Veraval Shapar - 360024 Rajkot Gujarat

Folio No. \_\_\_\_\_ DP ID No. \_\_\_\_\_ Client ID No. \_\_\_\_\_

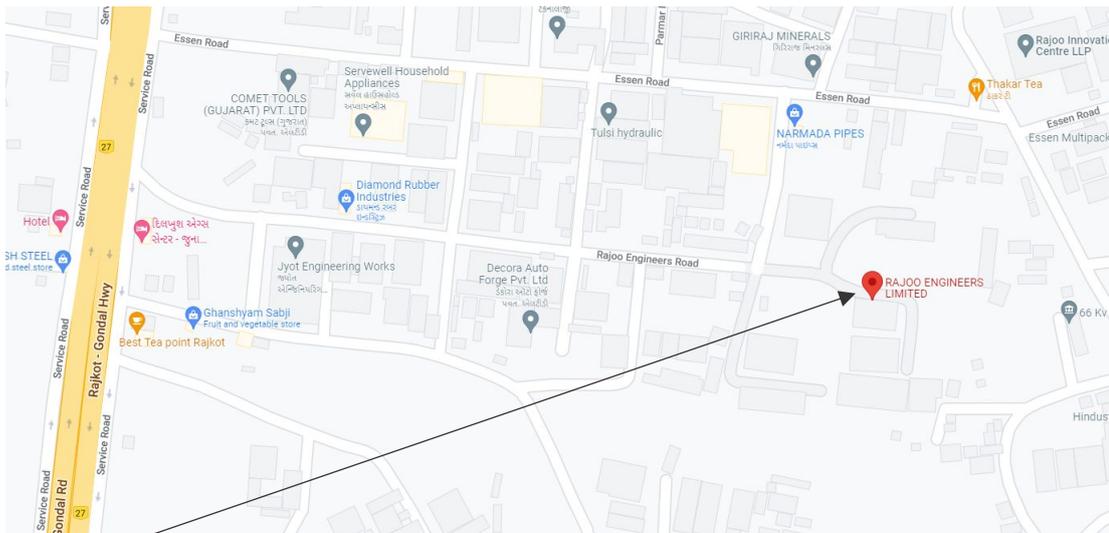
Name of the Member \_\_\_\_\_ Signature \_\_\_\_\_

Name of the Proxy holder \_\_\_\_\_ Signature \_\_\_\_\_

#### Note:

1. Please fill this attendance slip and hand it over at the entrance of the Hall.
2. Members/Proxy Holders/Authorised Representatives are requested to show their Photo ID Proof for attending the Meeting.
3. Authorized Representatives of Corporate members shall produce proper authorization issued in their favour.

#### Route Map for Venue of 36th Annual General Meeting of Rajoo Engineers Limited



#### Rajoo Engineers Limited

Address : Rajoo Avenue, Survey No. 210, Plot No. 1, Rajoo Engineers Road,  
Industrial Area, Veraval (Shapar) – 360024 Rajkot, Gujarat

**Land Mark: Next to Essen Road and Near Narmada Pipes factory**

**RAJOO ENGINEERS LIMITED**

**Registered Office :** Rajoo Avenue, Survey No. 210,  
Plot No.1 Industrial Area, Veraval Shapar - 360024 Rajkot Gujarat  
**CIN :** L27100GJ1986PLC009212, **Email ID :** compliances@rajoo.com  
**Contact No :** +91 97129 62704 / 52701 / 32706,  
**Website :** www.rajoo.com

**PROXY FORM**

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member (s)	:	_____
Registered Address	:	_____
E mail Id	:	_____
Folio No./Client Id	:	_____
DP ID	:	_____

I/We being the member(s) holding \_\_\_\_\_ shares of Rajoo Engineers Limited, hereby appoint :

1. Name : \_\_\_\_\_ Email : \_\_\_\_\_

Address : \_\_\_\_\_

Signature : \_\_\_\_\_ or failing him/her

2. Name : \_\_\_\_\_ Email : \_\_\_\_\_

Address : \_\_\_\_\_

Signature : \_\_\_\_\_ or failing him/her

3. Name : \_\_\_\_\_ Email : \_\_\_\_\_

Address : \_\_\_\_\_

Signature : \_\_\_\_\_ or failing him/her

as my/our proxy to attend and vote on a poll for me/us and on my/our behalf at the 36th Annual General Meeting of the Company, to be held on the Saturday, September 23, 2023 at 12.00 P.M. at Rajoo Avenue, Survey No. 210, Plot No.1 Industrial Area, Veraval Shapar - 360024 Rajkot Gujarat and at any adjournment thereof in respect of the following resolutions as are indicated below:

**\*\* I wish my above Proxy to vote in the manner as indicated in the box below**

Sr. No.	Resolutions	TICK APPOPRIATELY	
		For	Against
1	Adoption of Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023.		
2	Adoption of Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023.		
3	Declaration of a final dividend for the financial year ended March 31, 2023.		
4	Re-appointment of Mr. Utsav Kishorbhai Doshi (DIN: 00174486) as Director, liable to retire by rotation.		
5	Ratification remuneration of Cost Auditors for the Financial Year 2023-24.		
6	Materials Related Party Transaction(s) with Rajoo Bausano Extrusion Private Limited		
7	Approval for giving loan or guarantee or providing security in connection with loan availed by any person in whom any of the director of the company is interested as specified under section 185 of the Companies Act, 2013.		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2023

Signature of shareholder \_\_\_\_\_ Signature of Proxy-holder \_\_\_\_\_

Signature of the  
proxy holder(s)  
  
Affix Re. 1  
Revenue Stamp

**NOTES**

1. This Form of Proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
- \*\*2. This is only optional. Please put a 'v' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
3. Appointing proxy does not prevent a member from attending in person if he so wishes.
4. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

