



**62<sup>nd</sup>**

**ANNUAL  
REPORT  
2023-2024**

## Financial Highlights

Description	2023-24	2022-23	2021-22	2020-21	2019-20
<b>PROFIT &amp; LOSS ACCOUNT</b>					
Gross Sales	17,952.51	15,051.52	10,739.16	7,736.53	8,105.00
<b>Net Sales</b>	<b>17,952.51</b>	<b>15,051.52</b>	<b>10,739.16</b>	<b>7,736.53</b>	<b>8,105.00</b>
Sale of Power Units Generated	-	25.56	105.45	100.66	194.84
Other Income	2,240.56	1,768.58	1,598.22	850.13	1,493.27
<b>Gross Revenue</b>	<b>20,193.07</b>	<b>16,845.66</b>	<b>12,442.84</b>	<b>8,687.32</b>	<b>9,793.11</b>
Cost of Material	9,898.72	8,521.23	6,564.45	4,577.72	4,390.20
Operating & Other Expenses	5,136.92	4,884.51	3,592.08	2,864.38	3,448.89
Interest & Finance Expenses	55.36	54.91	0.96	0.89	1.91
Depreciation/Amortisation	432.90	395.65	247.35	289.25	353.20
<b>Profit Before tax and exceptional items</b>	<b>4,669.18</b>	<b>2,989.36</b>	<b>2,038.00</b>	<b>955.09</b>	<b>1,598.91</b>
Less-Exceptional Items	-	(8,622.70)	193.23	-	-
<b>Profit Before tax</b>	<b>4,669.18</b>	<b>11,612.06</b>	<b>1,844.77</b>	<b>955.09</b>	<b>1,598.91</b>
Current Tax (IncomeTax)	770.51	1,138.09	295.24	91.15	167.92
Deferred Tax	296.76	143.26	55.52	87.47	133.07
<b>Profit After Tax &amp; Adjustment for earlier Years</b>	<b>3,601.91</b>	<b>10,330.71</b>	<b>1,494.01</b>	<b>776.46</b>	<b>1,297.92</b>
<b>Dividend / Proposed Dividend</b>	<b>1,280.00</b>	<b>960.00</b>	<b>832.00</b>	<b>480.00</b>	<b>576.00</b>
<b>BALANCE SHEET</b>					
Net Worth	94,792.73	70,665.39	61,900.98	49,440.29	33,724.21
Other Liabilities	459.26	608.22	61.00	67.37	65.50
Deferred Tax Liability (Net)	6,168.56	3,163.40	3,181.64	1,584.02	337.49
Current Liabilities	3,644.19	2,943.58	2,768.92	1,454.91	1,090.61
<b>Total Equity and Liabilities</b>	<b>1,05,064.74</b>	<b>77,380.60</b>	<b>67,912.55</b>	<b>52,546.58</b>	<b>35,217.81</b>
Fixed Assets -Gross (including Capital WIP)	4,875.99	4,808.70	4,010.70	4,679.79	4,572.67
Fixed Assets- Net	3,382.17	3,571.69	2,872.20	3,258.35	3,420.85
Investments	89,738.79	64,554.72	51,033.97	40,073.75	20,698.33
Other Assets	177.63	185.98	193.50	186.88	224.70
Current Assets	11,766.15	9,068.22	13,812.88	9,027.61	10,873.95
<b>Total Assets</b>	<b>1,05,064.74</b>	<b>77,380.60</b>	<b>67,912.55</b>	<b>52,546.58</b>	<b>35,217.81</b>
<b>RATIOS and STATISTICS</b>					
Proprietary Ratio	0.90:1	0.91:1	0.91:1	0.94:1	0.96:1
Debt Equity Ratio	0:1	0:1	0:1	0:1	0:1
Current Ratio	3.23:1	3.08:1	4.99:1	6.20:1	9.97:1
Return on Proprietor's Fund	3.80%	14.62%	2.41%	1.57%	3.85%
Return on Capital Employed	4.66%	15.67%	2.83%	1.87%	4.69%
Operating Expenses Ratio	83.75%	88.91%	93.66%	94.96%	94.45%
Operating Profit Ratio	13.53%	8.10%	4.06%	1.34%	1.27%
Net Profit Ratio	20.06%	68.52%	13.78%	9.91%	15.64%
Dividend Per Share (Rs.)	4.00	3.00	2.60	1.50	1.80
Earning per Equity Share (Rs.)	11.26	32.28	4.67	2.43	4.06
Price Earning Ratio	47.89	5.53	29.76	46.01	12.44
Debtors Turnover Ratio	11.78	16.65	12.78	7.98	4.10
Inventory Turnover Ratio	3.84	3.09	2.58	1.60	1.22
Book Value per Equity Share (Rs.)	296.23	220.83	193.44	154.50	105.39
No.of Equity Shareholders	17677	15,884	16,394	17,052	11,327
No.of Employees	178	175	149	132	137

- 1) Proprietary Ratio = (Equity Capital + Reserves & Surplus - Miscellaneous Expenses) / Total Assets
- 2) Debt Equity Ratio = Debt / Equity
- 3) Current Ratio = Current Assets / Current Liabilities
- 4) Return on Proprietor's Funds = Profit After Tax / (Equity Capital + Reserves & Surplus - Miscellaneous Expenses)
- 5) Return on Capital Employed = Profit Before Interest & Tax / (Equity Capital + Reserves & Surplus+ Non Current Liabilities - Miscellaneous Expenses)
- 6) Operating Expenses Ratio = (Cost of Material + Operating & Other Expenses) / (Net Sales+windmill income)
- 7) Operating Profit Ratio= (Profit before Tax-Other Income)/(Net Sales+windmill income)
- 7) Net Profit Ratio = Profit After Tax / (Net Sales+windmill income)
- 8) Price Earning Ratio=Market Price Per Share/ Earning Per Share
- 9) Debtors Turnover Ratio=(Net Sales+Windmill income)/(Average Trade Receivable)
- 10) Inventory Turnover Ratio= Cost of Materials / Average Inventory

\* Net Profit FY 22-23 Included profit of 8696.16 lakhs on sale of mulund land and loss of Rs. 73.46 lakhs on sale of windmill considered as exceptional item



# HERCULES HOISTS LIMITED

62<sup>nd</sup> ANNUAL REPORT 2023-2024

## BOARD OF DIRECTORS

Shekhar Bajaj - *Chairman*  
 H A Nevatia (*Whole-time Director*)  
 Shruti Jatia  
 Vandan Shah  
 Nirav Nayan Bajaj  
 Neelima Bajaj Swamy  
 K. J. Mallya  
 Girija Balakrishnan  
 Vikram Hosangady  
 Gaurav Nevatia (till 31.03.2024)

## MANAGEMENT TEAM

Amit Bhalla (President & CEO)  
 Girish Jethmalani (Chief Financial Officer)  
 Debi Prasad Padhy (VP - Sales Direct & Export)  
 Kiran Malkar (Senior General Manager - Operations)

## COMPANY SECRETARY

Vivek Maru

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## BANKERS

HDFC Bank, ICICI Bank  
 Axis Bank

## AUDITORS

Kanu Doshi Associates LLP - *Chartered Accountants*

## COST AUDITORS

Aatish Dhattrak and Associates

## SECRETARIAL AUDITORS

S N Ananthasubramaniam & Co. - *Company Secretaries*

**CIN:** L45400MH1962PLC012385

**Website:** www.indef.com

## ANNUAL GENERAL MEETING

On **Monday, August 12, 2024 at 4.30 PM** through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")

## REGISTERED OFFICE

Bajaj Bhawan, 2nd Floor, 226, Jamnalal Bajaj Marg,  
 Nariman Point, Mumbai, 400021 (MH)

## CORPORATE OFFICE

501 - 504, Shelton Cubix, Plot No. 87, Sector 15  
 CBD Belapur, Navi Mumbai, 400614 (MH)  
 Tel.: 022-45417300/01/05/06



## NOTICE

NOTICE is hereby given that the **62nd Annual General Meeting of the Members of Hercules Hoists Limited** will be held through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") on **Monday, August 12, 2024 at 4.30 PM** to transact the following businesses:-

### Ordinary Business:

#### 1. Adoption of Annual Accounts:

To receive, consider and adopt:

- (a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2024, together with the Reports of the Directors and the Auditors thereon; and
- (b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024, and the Report of the Auditors thereon.

#### 2. Dividend:

To declare Final Dividend of Rs. 4.00 per equity share of Rs. 1/- each; on equity shares for the financial year ended March 31, 2024.

#### 3. Re-appointment of Mr. Nirav Nayan Bajaj (DIN: 08472468), the retiring director:

To appoint a Director in place of Mr. Nirav Nayan Bajaj (DIN: 08472468), who retires by rotation and being eligible, has offered himself for re-appointment.

### Special Business:

#### 4. Ratification of Remuneration payable to Cost Auditor:

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(3) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, the remuneration of Rs. 60,000/- plus applicable tax, reimbursement of out-of-pocket expenses payable to the M/s, Aatish Dhattrak & Associates, appointed as cost auditor by the board of directors of the Company, for the financial year 2024-25, be and are hereby ratified and confirmed.

#### 5. Re-appointment of Shri Hariprasad Anandkishore Nevatia (DIN:00066955) as a Whole-time Director:

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 and other applicable provisions read with Schedule V of the Companies Act, 2013, (including any statutory modification(s) or enactment(s) thereof, the re-appointment of Shri Hariprasad Anandkishore Nevatia [DIN No. 00066955] as a Director in Whole-time employment of the Company for a period of two years from November 22, 2024 to November 21, 2026 on the following remuneration and perquisites, be and is hereby approved, with powers to the Board of Directors to alter and vary the terms and conditions of remuneration (including minimum remuneration in case of absence or inadequacy of profits) in such manner as the Board may deem fit within the limits specified in Schedule V of the Companies Act, 2013 or any statutory modification(s) or substitution (s) thereof.

- a) Remuneration: Rs.25,000/- per month.
- b) Perquisites:
  - i) Free use of Company's Car for Company's work as well as for personal purposes, along with driver.
  - ii) Telephone at residence and a mobile phone at Company's cost.

**RESOLVED FURTHER THAT** in any financial year during the period November 22, 2024 to November 21, 2026, when the Company has made no profits or its profits are inadequate, it will pay to the Whole-time Director by way of remuneration and perquisites as specified above, subject to restrictions, if any, set forth in Schedule V of the Companies Act, 2013.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all the acts, deeds and things which are necessary for the re-appointment of aforesaid person as a Whole-time Director of the Company."

**6. Appointment of Smt. Girija Balakrishnan (DIN: 06841071) as an Independent Director of the company:**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (**“Act”**) and the Rules made thereunder and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**“SEBI Listing Regulations”**) (including any statutory modification(s) or re-enactment thereof for the time being in force, if any) and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company, Smt. Girija Balakrishnan (DIN: 06841071), who was appointed as an Additional Director (in the capacity of an Independent Director) of the Company with effect from May 27, 2024, and who has submitted a declaration that she meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and is eligible for appointment under the provisions of the Act, the Rules made thereunder and the SEBI Listing Regulations, and in respect of whom the Company has received a Notice in writing under Section 160(1) of the Act proposing her candidature for the office of a Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five consecutive years i.e., from May 27, 2024 upto May 26, 2029.

**RESOLVED FURTHER THAT** the Board or any duly constituted Committee of the Board, be and is hereby authorised to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto and to settle any question, difficulty, or doubt, that may arise, to give effect to the foregoing resolution.”

**NOTES:**

1. Pursuant to the General Circular No. 20/ 2020 dated 5th May 2020 read with other relevant circulars including 09/ 2023 dated 25th September, 2023 issued by the Ministry of Corporate Affairs (‘MCA’) (collectively referred to as **“MCA Circulars”**) and Securities and Exchange Board of India (‘SEBI’) vide its circular no. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020, circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 (collectively **“SEBI Circulars”**), have permitted companies to conduct AGM through VC or other audio visual means, subject to compliance of various conditions mentioned therein. In compliance with the aforesaid MCA Circulars and SEBI Circulars and the applicable provisions of Companies Act, 2013 and rules made thereunder, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the 62st AGM of the Company is being convened and will be conducted through VC. The deemed venue for AGM shall be the registered office of the Company.
2. A member entitled to attend and vote is entitled to appoint one or more proxies, to attend and vote instead of himself, and that a proxy need not be a member. However, since this AGM is held through VC, the facility for appointment of proxies is not available for this AGM, in terms of the aforesaid Circulars. Accordingly, no proxy form is enclosed with this notice.
3. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/ Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/ Authorization shall be sent to the Scrutinizer by email through its registered email address to with a copy marked to [cs1@indef.com](mailto:cs1@indef.com).
4. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.
5. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of special businesses to be transacted at the meeting, is annexed hereto. Further, the particulars of the Director proposed to be appointed/ reappointed, as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 issued by the Institute of Company Secretaries of India, is annexed hereto.
6. As per the provisions under the MCA Circulars, Members attending the 62nd AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
7. The Company has provided the facility to Members to exercise their right to vote by electronic means both through



- remote e-voting and e-voting during the AGM. The process and instructions for remote e-voting are provided in the subsequent pages. Such remote e-voting facility is in addition to voting that will take place at the 62nd AGM being held through VC.
8. Members joining the meeting through VC, who have not already cast their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting at the AGM. The Members who have casted their vote by remote e-voting prior to the AGM may also join the AGM through VC but shall not be entitled to cast the vote again.
  9. The Register of Members and Share Transfer Books of the Company will be closed from Tuesday, August 06, 2024 to Monday, August 12, 2024; both days inclusive.
  10. In line with the MCA Circulars, the notice of the 62nd AGM along with the Annual Report 2023-24 are being sent only by electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories. Members may please note that this Notice and Annual Report 2023-24 will also be available on the Company's website [www.indef.com](http://www.indef.com) under Investor Information tab, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and is also available on the website of Link Intime India Private Limited (Link Intime) (agency for providing the Remote e-Voting facility) i.e. [www.instavote.linkintime.co.in](http://www.instavote.linkintime.co.in)
  11. The physical copies of notice of 62nd Annual General Meeting and the Annual Report 2023-24 shall be open for inspection at the Registered Office of the Company during business hours except on holidays, upto the date of the Annual General Meeting.
  12. The Register of Directors and Key Managerial Personnel and their shareholding, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under the Companies Act, 2013 will be available for inspection by Members electronically on AGM date. Members seeking to inspect such documents can send an email to [cs1@indef.com](mailto:cs1@indef.com) in that regard.
  13. Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to address their queries to the Investor Relations Department of the Company, at [cs1@indef.com](mailto:cs1@indef.com) at least 7 days before the date of the meeting (i.e on or before Monday, August 05, 2024), to enable the Company to make available the required information at the meeting, to the extent practicable.
  14. Shareholders who have not yet encashed their dividend warrant(s)/demand draft(s) for the financial year ended 31st March 2017 or any subsequent financial years, are requested to make their claim either to the Company or to RTA. Members are requested to note that, dividends if not encashed for a period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ('IEPF'). The shares in respect of which dividends remain unclaimed for seven consecutive years are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members/ Claimants are requested to claim their dividends from the Company, within the stipulated timeline. Members, whose unclaimed dividends/ shares have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in web Form IEPF-5 available on [www.iepf.gov.in](http://www.iepf.gov.in). Further, please refer to Corporate Governance Report which is a part of the Annual Report in respect of the dividend amount and shares transferred to IEPF. The Company has uploaded the information in respect of unclaimed dividends, as on the date of last AGM i.e. 11th August, 2023 on the website of the Company at [www.indef.com](http://www.indef.com).
  15. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended) and aforesaid circulars, the Company is providing facility of remote e-voting to its Members in respect of the businesses to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Link Intime India Private Limited (Link Intime) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM, on all the resolutions set forth in this Notice, will be provided by Link Intime.
  16. The Members can join the AGM in the VC/OAVM mode **15 minutes** before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for **1000 members on first come first served basis**. This will

not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

17. All persons whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date namely Monday, August 05, 2024 only shall be entitled to vote at the Annual General Meeting by availing the facility of remote e-voting or by voting at the Annual General Meeting.
18. Members are requested to send all communications relating to shares and unclaimed dividends, change of address, bank details, email address etc. to the Registrar and Share Transfer Agents at the address: LINK INTIME INDIA PVT. LTD. (Unit: Hercules Hoists Limited) C-101, 247 Park, L B S Marg, Vikhroli (West), Mumbai – 400 083. Tel. No. (022) 4918 6000 Fax No. (022) 4918 6060. If the shares are held in electronic form, then change of address and change in the Bank Accounts etc. should be furnished to their respective Depository Participants (DPs).
19. Regulation 12 and Schedule I of SEBI Listing Regulations requires all companies to use the facilities of electronic clearing services for payment of dividend. In compliance with these regulations, payment of dividend if any will be made only by electronic mode directly into the bank account of Members and no dividend warrants or demand drafts will be issued without bank particulars. The 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/bankers' cheque/ demand draft to such Members. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents, Link Intime India Private Limited (RTA) to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes either to the Company or to RTA.
20. In accordance with Regulation 40 of the SEBI Listing Regulations, as amended, transfer of securities of listed entities can be processed only in dematerialized form. Further, pursuant to SEBI circular dated 25th January 2022, securities of the Company shall be issued in dematerialized form only while processing service requests in relation to issue of duplicate securities certificate, renewal / exchange of securities certificate, endorsement, sub-division / splitting of securities certificate, consolidation of securities certificates/folios, transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or RTA for assistance in this regard.
21. Members who have not registered their e-mail address are requested to register the same in respect of shares held in electronic form with the Depository through their Depository Participant(s) and in respect of shares held in physical form by writing to the Company's Registrar and Share Transfer Agent, LINK INTIME INDIA PVT. LTD. (Unit: Hercules Hoists Limited) C-101, 247 Park, L B S Marg, Vikhroli (West), Mumbai – 400 083.
22. Securities and Exchange Board of India (SEBI) vide its Circular bearing reference no. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated 16th March, 2023 has mandated furnishing of PAN, KYC details (i.e. postal address with pin code, email address, mobile number, bank account details) and nomination details by all shareholders holding shares in physical form. In accordance with the SEBI circular, the folios wherein any one of the cited details / documents are not available, on or after 1st October 2023, shall be frozen. It may be noted that any service request or complaint can be processed only after the folio is KYC compliant. In view of the above, we urge the shareholders to submit the Investor Service Request form along with the supporting documents at the earliest. The Company has sent a letter to the shareholders holding shares in physical form in relation to the aforesaid requirement. Shareholders who hold shares in dematerialized form and wish to update their PAN, KYC and nomination details are requested to contact their respective Depository Participants.
23. Since, this AGM will be held through VC, no attendance slip and route map of the venue for AGM are enclosed with this notice.

**Explanatory Statements under the Companies Act, 2013 and SEBI (LODR) Regulations 2015:****Item No. 4**

Upon the recommendation of the audit committee, Company's board of directors approved the appointment and remuneration of M/s, Aatish Dhattrak & Associates, appointed as cost auditors to conduct the audit of the cost records of the Company for the financial year 2024-25. In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the appointed cost auditor is to be ratified by the members of the Company. Accordingly, the members are requested to ratify the remuneration payable to the cost auditors as set out in the Resolution for the aforesaid services to be rendered by them. The Board recommends passing of the ordinary resolution as set out in item No. 4 of the Notice.

None of the directors, key managerial personnel, and their relatives are concerned or interested in the said Resolution.

**Item No. 5**

The term of the Whole-time Director, Shri H A Nevatia will expire on November 21, 2024. The Board of Directors felt that his continued contribution on various matters will be in the interest of the Company. On the recommendation of Nomination & Remuneration Committee, it was decided in the Board Meeting dated May 27, 2024, to re-appoint Shri H A Nevatia as a Director in the whole-time employment of the Company for a further period of two years from November 22, 2024 to November 21, 2026 on the terms as set out in the Resolution. Under the section 196 (3) proviso, the age of Shri H A Nevatia is more than seventy. Hence, the approval of the shareholders vide special resolution is accordingly sought for the re-appointment of Shri H A Nevatia as a Director in the Whole-time employment of the Company and the remuneration payable to him. The perquisites like Provident Fund, Gratuity, Superannuation and Leave are not applicable to him. The Board recommends passing of the Special Resolution as set out in item No. 5 of the Notice. His detail profile is given under the head "Corporate Governance"

None of the Directors, Key Managerial Personnel, and their relatives other than Shri H A Nevatia are concerned or interested in the said Resolution.

**Item No. 6**

The Board of Directors, at its meeting held on May 27, 2024, based on the recommendation of Nomination and Remuneration Committee, appointed Smt. Girija Balakrishnan (DIN: 06841071), as an Additional Director (in the capacity of Independent Director) of the Company, with effect from May 27, 2024, for a term of five consecutive years, i.e., upto May 26, 2029, under Sections 149, 150 and 152 of the Act and the Rules framed thereunder. Smt. Girija Balakrishnan is eligible to be appointed as an Independent Director for a term of upto five consecutive years.

The Company has received:

- i. consent in writing from Smt. Girija Balakrishnan to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 ('Appointment Rules'),
- ii. declaration in Form DIR-8 in terms of the Appointment Rules from Smt. Girija Balakrishnan to the effect that she is not disqualified under sub-section (1) & (2) of Section 164 of the Act,
- iii. a declaration to the effect that she meets the criteria of independence as provided in sub-section (6) of Section 149 of the Act and under SEBI Listing Regulations.
- iv. Declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, and NSE Circular No. NSE/CML/2018/24 dated June 20, 2018 that she has not been debarred from holding office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority; and
- v. A notice in writing by a member proposing her candidature under Section 160(1) of the Act.

Further, in terms of Regulation 25(8) of the SEBI Listing Regulations, she has also confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties as an Independent Director without any external influence. Further, she is neither disqualified from being appointed as a Director in terms of Section 164(2) of the Act, nor debarred from holding the office of a director by virtue of any SEBI order or any other such authority and has successfully registered herself on the Independent Director's Data

Bank maintained by the Indian Institute of Corporate Affairs.

For appointment of Smt. Girija Balakrishnan on the Board, the Nomination and Remuneration Committee took into consideration her rich and varied experience. Further, the Nomination and Remuneration Committee also noted that the skills, expertise and competencies possessed by Smt. Girija Balakrishnan were in alignment with the skills and expertise, identified by the Committee and the Board, for the Directors of the Company.

**Brief profile of Smt. Girija Balakrishnan is as follows:**

Smt. Girija Balakrishnan, 55 years, after graduating from the prestigious National Law School of India University in 1993, joined Malvi Ranchoddas & Co. as an associate in November 1993 and became a partner of the firm in April 2001. She is a member of the Bar Council of Karnataka. She presently heads the general corporate and commercial advisory practice at Malvi Ranchoddas & Co.

Smt. Girija Balakrishnan specializes in Corporate Laws, Mergers and Acquisitions, Commercial Laws, Foreign Direct Investments, Joint Ventures and Foreign Collaboration. She has advised clients across a spectrum of sectors including Chemical Industry, Clutch and Automotive parts Industry, Multiplex Industry, Retail Industry operating on franchise model, Industrial Gas Industry, Power sector, the Hotel Industry, the Advertisement Industry, Storage Tanks & Terminal Business, Computer Industry, Business Process Outsourcing sector, Real Estate Development sector, insurance sector, companies engaged in designing, manufacturing, installing and commissioning equipment in field of bio-technology, pharmaceutical and other allied industry, companies dealing in specialty materials and filtration and separation capabilities, strategy and general management consulting company etc. Smt. Girija Balakrishnan also has immense experience in advising promoters of leading family owned business houses on family settlement matters.

In her spare time, Smt. Girija Balakrishnan is actively engaged in dealing with social issues affecting the society at large through NGOs and/or non-profit companies.

She is also on the Board of Directors of INOX India Limited, GFL Limited and Lingamaneni Land Marks Developers Private Limited. She is the Chairperson of Audit and Nomination and Remuneration Committee and Member of Corporate Social Responsibility Committee at Inox India Limited.

The skills and expertise possessed by Smt. Girija Balakrishnan include Financial and Legal Expertise, Strategic Leadership, Corporate Governance, Cross-functional and International Experience, etc. In the opinion of the Board, Smt. Girija Balakrishnan fulfils the conditions as set out in Section 149(6) and Schedule IV of the Act and SEBI Listing Regulations and is thereby eligible for appointment as an Independent Director.

The remuneration (by way of sitting fees) payable to Smt. Girija Balakrishnan shall be linked to the factors like number of board and committee meetings attended and shall be governed by the Nomination and Remuneration Policy of the Company.

A copy of the draft letter for the appointment of Smt. Girija Balakrishnan as an Independent Director setting out the terms and conditions is available for inspection without any fee by the members.

The Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee, recommends the Special Resolution as set out at Item No. 6 of the Notice for approval of the Members of the Company.

None of the Directors, Key Managerial Personnel, and their relatives other than Smt. Girija Balakrishnan are concerned or interested in the said Resolution.

**On behalf of the Board of Directors**

**Dated : 27/05/2024  
Place : Mumbai**

**Shekhar Bajaj  
Chairman  
(DIN No. 00089358)**



## VOTING THROUGH ELECTRONIC MEANS

- I) 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 the Companies (Management and Administration) Amendment Rules, 2015 and Regulation no. 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company is pleased to provide its members with facility to exercise their right to vote on resolutions proposed to be considered at the ensuing Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM will be provided by Link Intime India Private Limited (Link Intime).
- II) The facility for voting through e-voting shall be made available at the AGM and the members attending the meeting through Video Conferencing (“VC”)/ Other Audio-Visual Means (“OAVM”), who have not cast their vote by remote e-voting shall be able to exercise their right at AGM.
- III) The members who have cast their vote by e-voting prior to the AGM may also attend the AGM through Video Conferencing (“VC”)/ Other Audio-Visual Means (“OAVM”), but shall not be entitled to cast their vote again.
- IV) The e-voting period commences on August 9, 2024 (9:00 am) and ends on August 11, 2024 (5:00 pm). During this period, members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date of Monday, August 05, 2024 may cast their vote by e-voting. The e-voting module shall be disabled by Link Intime for voting thereafter.
- V) As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

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

**Individual Shareholders holding securities in demat mode with NSDL:**

**METHOD 1 - If registered with NSDL IDeAS facility**

**Users who have registered for NSDL IDeAS facility:**

- a) Visit URL: <https://eservices.nsdl.com> and click on “Beneficial Owner” icon under “Login”.
- b) Enter user id and password. Post successful authentication, click on “Access to e-voting”.
- c) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**OR**

**User not registered for IDeAS facility:**

- a) To register, visit URL: <https://eservices.nsdl.com> and select “Register Online for IDeAS Portal” or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp> “
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided with Login ID and password.
- d) After successful login, click on “Access to e-voting”.
- e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**METHOD 2 - By directly visiting the e-voting website of NSDL:**

- a) Visit URL: <https://www.evoting.nsdl.com/>
- b) Click on the “Login” tab available under ‘Shareholder/Member’ section.
- c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you can see “Access to e-voting”.
- e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**Individual Shareholders holding securities in demat mode with CDSL:****METHOD 1 – From Easi/Easiest****Users who have registered/ opted for Easi/Easiest**

- a) Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or [www.cdslindia.com](http://www.cdslindia.com).
- b) Click on New System Myeasi
- c) Login with user id and password
- d) After successful login, user will be able to see e-voting menu. The menu will have links of e-voting service providers i.e. LINKINTIME, for voting during the remote e-voting period.
- e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

OR

**Users not registered for Easi/Easiest**

- a) To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration> / <https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided Login ID and password.
- d) After successful login, user able to see e-voting menu.
- e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**METHOD 2 - By directly visiting the e-voting website of CDSL.**

- a) Visit URL: <https://www.cdslindia.com/>
- b) Go to e-voting tab.
- c) Enter Demat Account Number (BO ID) and PAN No. and click on “Submit”.
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) After successful authentication, click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**Individual Shareholders holding securities in demat mode with Depository Participant:**

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-voting facility.

- a) Login to DP website
- b) After Successful login, members shall navigate through “e-voting” tab under Stocks option.
- c) Click on e-voting option, members will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting menu.
- d) After successful authentication, click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:**

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Visit URL: <https://instavote.linkintime.co.in>
2. Click on “**Sign Up**” under ‘**SHARE HOLDER**’ tab and register with your following details: -

**A. User ID:**

Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

**B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

**C. DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)



**D. Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

\*Shareholders holding shares in **physical form** but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above

\*Shareholders holding shares in **NSDL form**, shall provide 'D' above

►Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter).

►Click "confirm" (Your password is now generated).

3. Click on 'Login' under '**SHARE HOLDER**' tab.

4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on '**Submit**'.

**Cast your vote electronically:**

1. After successful login, you will be able to see the notification for e-voting. Select '**View**' icon.

2. E-voting page will appear.

3. Refer the Resolution description and cast your vote by selecting your desired option '**Favour / Against**' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).

4. After selecting the desired option i.e. Favour / Against, click on '**Submit**'. A confirmation box will be displayed. If you wish to confirm your vote, click on '**Yes**', else to change your vote, click on 'No' and accordingly modify your vote.

**Guidelines for Institutional shareholders ("Corporate Body/ Custodian/Mutual Fund"):**

**STEP 1 – Registration**

a) Visit URL: <https://instavote.linkintime.co.in>

b) Click on Sign up under "Corporate Body/ Custodian/Mutual Fund"

c) Fill up your entity details and submit the form.

d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to [insta.vote@linkintime.co.in](mailto:insta.vote@linkintime.co.in).

e) Thereafter, Login credentials (User ID; Organisation ID; Password) will be sent to Primary contact person's email ID.

f) While first login, entity will be directed to change the password and login process is completed.

**STEP 2 –Investor Mapping**

a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.

b) Click on "Investor Mapping" tab under the Menu Section

c) Map the Investor with the following details:

a. 'Investor ID' -

i. *Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678*

ii. *Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.*

b. 'Investor's Name - Enter full name of the entity.

c. 'Investor PAN' - Enter your 10-digit PAN issued by Income Tax Department.

d. 'Power of Attorney' - Attach Board resolution or Power of Attorney. File Name for the Board resolution/Power of Attorney shall be – DP ID and Client ID. Further, Custodians and Mutual Funds shall also upload specimen signature card.

d) Click on Submit button and investor will be mapped now.

e) The same can be viewed under the "Report Section".

**STEP 3 – Voting through remote e-voting.**

The corporate shareholder can vote by two methods, once remote e-voting is activated:

**METHOD 1 - VOTES ENTRY**

a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.

b) Click on 'Votes Entry' tab under the Menu section.

c) Enter Event No. for which you want to cast vote. Event No. will be available on the home page of Instavote before the start of remote evoting.

d) Enter '16-digit Demat Account No.' for which you want to cast vote.

e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).

f) After selecting the desired option i.e., Favour / Against, click on 'Submit'.

- g) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

**OR**

**VOTES UPLOAD:**

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) You will be able to see the notification for e-voting in inbox.
- c) Select '**View**' icon for '**Company's Name / Event number**'. E-voting page will appear.
- d) Download sample vote file from 'Download Sample Vote File' option.
- e) Cast your vote by selecting your desired option 'Favour / Against' in excel and upload the same under 'Upload Vote File' option.
- f) Click on 'Submit'. 'Data uploaded successfully' message will be displayed. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

**Helpdesk:**

**Helpdesk for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode:**

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: - Tel: 022 – 4918 6000.

**Helpdesk for Individual Shareholders holding securities in demat mode:**

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact 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

**Forgot Password:**

**Individual shareholders holding securities in physical form has forgotten the password:**

If an Individual shareholders holding securities in physical form has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- Click on '**Login**' under '**SHARE HOLDER**' tab and further Click '**forgot password?**'
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

*In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$%\*), at least one numeral, at least one alphabet and at least one capital letter.*

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

User ID for Shareholders holding shares in NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID

User ID for Shareholders holding shares in CDSL demat account is 16 Digit Beneficiary ID.

**Institutional shareholders ("Corporate Body/ Custodian/Mutual Fund") has forgotten the password:**

If a Non-Individual Shareholders holding securities in demat mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>



- Click on ‘Login’ under ‘Corporate Body/ Custodian/Mutual Fund’ tab and further Click ‘forgot password?’
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

*In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter.*

**Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:**

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

**Others:**

- 1) The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of Monday, August 05, 2024.
- 2) A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of e-voting /voting at the AGM.
- 3) The Scrutinizer (M/s S N Ananthasubramaniam & Co., Practising Company Secretary, Thane) shall make, not later than two days 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 and declare the result of the voting forthwith.
- 4) The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company and on the website of Link Intime immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE /NSE. The resolution shall be deemed to be passed at the Annual General Meeting of the Company scheduled to be held on August 12, 2024.

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**Process and manner for attending the Annual General Meeting through InstaMeet**

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in> & Click on “Login”.

▶ Select the “Company” and ‘Event Date’ and register with your following details: -

**A. Demat Account No. or Folio No:** Enter your 16 digit Demat Account No. or Folio No

- Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
- Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
- Shareholders/ members holding shares in **physical form shall provide Folio Number** registered with the Company

**B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided to you, if applicable.

**C. Mobile No.:** Enter your mobile number.

**D. Email ID:** Enter your email id, as recorded with your DP/Company.

▶ Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).

**Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:**

1. Shareholders who would like to speak during the meeting must register their request with the company at [csi@indef.com](mailto:csi@indef.com)
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

**Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:**

Once the electronic voting is activated by the scrutinizer during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on ‘Submit’.
3. After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
4. Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against’.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or contact on: - Tel: 022-49186175.

**DIRECTORS' REPORT**

We present our **62nd Annual Report** together with the Audited Financial Accounts for the year ended **March 31, 2024**:

**1. Financial Results****(Rs. In Lakhs)**

Particulars	Standalone		Consolidated	
	As on March 31, 2024	As on March 31, 2023	As on March 31, 2024	As on March 31, 2023
Revenue from Operations	17,952.51	15,077.08	17,952.51	15,077.08
Other Income	2,240.56	1,768.58	2,240.38	1,768.58
Total Income	20,193.07	16,845.66	20,192.89	16,845.66
Profit before Finance Cost & Depreciation	5,157.44	3,439.92	5,151.28	3,438.97
Less- Finance Cost	55.36	54.91	55.36	54.91
Less-Depreciation	432.90	395.65	432.90	395.65
Profit before taxes and exceptional items	4,669.18	2,989.36	4,663.02	2,988.41
Profit before taxes after exceptional items*	4,669.18	11,612.06*	4,663.02	11,611.12*
Provision for taxation for the year (including deferred tax and earlier year's income-tax adjustment)	1,067.27	1,281.35	1065.48	1,281.35
Profit after Taxes	3,601.91	10,330.71	3,597.54	10,329.76

\* Includes profit of Rs. 8696.16 Lakhs on sale of mulund land and loss of Rs. 73.46 Lakhs on sale of windmill considered as exceptional item

**2. Dividend**

During the year, the Company announced a final dividend of Rs. 4.00 per share of value Re. 1.00 each, subject to shareholders approval in the ensuing AGM for the year ended March 31, 2024, against the total dividend including interim dividend of Rs. 3.00 paid per equity share of value Re. 1 each in the previous year.

The Company's dividend policy is based on the need to balance the twin objectives of appropriately rewarding the shareholders with dividend and conserving the resources to meet the Company's growth. The details of Dividend Distribution Policy are put up on the website of the Company at the link: [www.indef.com](http://www.indef.com).

**3. Operations**

The revenue from operations of Rs. 17,952.51 lakhs is up by 19.07% as compared to the previous year's revenue from operations of Rs. 15,077.08 Lakhs. The profit after tax of Rs. 3,601.91 lakhs, is decreased by 65.13%, as compared to previous year's net profit of Rs. 10,370.71 lakhs.

As a dynamic solutions provider, the Company has transcended traditional roles to present a comprehensive 360-degree offering that caters to the evolving needs of industries establishing itself as the ultimate partner for worry free lifting. With a team of dedicated professionals propelling our journey, we proudly lead the market in hoisting solutions across India. Our offerings adhering to ISO 9001:2015 standards and holding ISI and CE certifications symbolize the unwavering commitment to safety and reliability.

The Company places a significant emphasis on the quality and usage of latest technology. The Company has invested in various high-end manufacturing equipment's that ensure consistent high-quality products, services and delivery commitments while ensuring customer centricity.

The demand and industrial sales growth post Covid-19 recovery is stabilizing to a more long term value of 7% to 10%. The metal prices were stable, leading to better margin but logistics disruption and geo-political issues continue as business risk. The stability of government policies has helped infrastructure growth, and capex investment, leading to increase demand for MHE products.

**4. Scheme of Demerger**

The scheme of arrangement between Hercules Hoists Limited ('HHL') and Indef Manufacturing Limited ('IML') under section 230-234 and other applicable provisions of the Companies Act, 2013 was approved by the Board of Directors of the Company on September 23, 2022. The scheme envisages transfer of manufacturing business of HHL to its wholly owned subsidiary (WOS), namely IML by way of a demerger in order to segregate the manufacturing business from investment business of HHL. HHL will continue to carry on the investment business post the scheme. Pursuant to the demerger, shares in the ratio of 1:1 will be issued to shareholders of HHL and shares held by HHL in IML will get

cancelled thereby replicating mirror shareholding pattern of HHL in IML.

The company has formally presented a scheme of arrangement for demerger between Hercules Hoists Limited and Indef Manufacturing Limited to the National Company Law Tribunal (NCLT), Mumbai bench. This follows the receipt of an "Observation Letter" from both the Bombay Stock Exchange (BSE) and the National Stock Exchange (NSE). The NCLT, Mumbai bench, issued a court order on December 19, 2023, which mandated the company to convene a shareholders meeting. On January 30, 2024, the company successfully conducted the shareholders meeting where the proposed scheme of demerger was presented for approval. Subsequent to the shareholders' approval, the company has submitted the necessary applications for further approval from the NCLT, Mumbai. Now, it is at hearing stage.

## **5. Directors and Key Managerial Personnel [KMP]-Changes**

As per section 152 (6) of the Companies Act, 2013, Shri Nirav Nayan Bajaj (DIN: 08472468) is liable to retire by rotation at the ensuing AGM and being eligible, offer himself for re-appointment.

The Board of Directors at its meeting held on July 11, 2023, based on the recommendation of Nomination and Remuneration Committee, had appointed Smt Neelima Bajaj Swamy as an Additional Director (Non-Executive) and Shri K J Mallya as an Additional Director (Non-Executive Independent) of the Company for term of 5 years. The members of the Company at its 61st Annual General Meeting held on August 11, 2023 approved the same.

Upon completion of the second consecutive term, office of Mr. Gaurav Vinod Nevatia (DIN: 01005866), as a Independent Director has ceased on March 31, 2024.

The existing tenure of Mr. Hariprasad Anandkishore Nevatia (DIN: 00066955), Whole-time director is up to 21st November, 2024. Considering the provisions of Section 196(2) of the Companies Act, 2013 of the Act, the Nomination and Remuneration Committee at its meeting held on 27th May, 2024 recommended to the Board, the re-appointment of Mr. Hariprasad Anandkishore Nevatia as Whole-time director for a period of 2 years effective from 22nd November, 2024. The Board at its meeting held on the same day, based on the recommendation of the Nomination and Remuneration Committee, considered and approved, the re-appointment of Mr. Hariprasad Anandkishore Nevatia as Whole-time director, subject to approval of the shareholders.

The above proposals forms part of the Notice of the 62nd AGM and the relevant resolutions are recommended for the members' approval therein.

Further, based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company at their meeting held on March 26, 2024, appointed Mr. Vikram Taranath Hosangady (DIN: 09757469) as Non-Executive Independent Director w.e.f. 01st April, 2024. The members of the Company via postal ballot (resolution passed on May 07, 2024) also approved the same.

Further, based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company at their meeting held on May 27, 2024, appointed Smt. Girija Balakrishnan (DIN 06841071) as Non-Executive Independent Director w.e.f. 27th May, 2024, subject to approval of the shareholders.

Shri Vijay Singh, the Chief Financial Officer (CFO) and Key Managerial Personnel (KMP), and Shri Kiran Mukadam, the Company Secretary and KMP, have resigned. Shri Vijay Singh's resignation is effective December 29, 2023, while Shri Kiran Mukadam's resignation is effective March 4, 2024. To fill these positions, on recommendation of Nomination and Remuneration Committee, the company has appointed Shri Girish Jethmalani as the Chief Financial Officer (CFO) and KMP, effective December 30, 2023 and Shri Vivek Maru has been appointed as the Company Secretary, Compliance Officer, and KMP, effective March 5, 2024.

## **6. Independent Directors**

The independent directors have submitted the declaration of independence, as required pursuant to section 149(7) of the Companies Act, 2013. In the opinion of the Board, the independent directors, fulfil the conditions of independence specified in Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the Listing Regulations. The independent directors have also confirmed that they have complied with the company's code of business conduct & ethics. All independent directors of the company have valid registration in the independent director's databank of Indian Institute of Corporate Affairs as required under Rule 6(1) of the Companies (Appointment and Qualification of Director) Fifth Amendment Rules, 2019. The terms and conditions of appointment including the code of conduct and the duties of independent directors as laid down in the Companies Act, 2013, are placed on the website of the Company. The details of familiarization programme for the independent directors are explained in the Corporate Governance Report.



## **7. Auditors**

### **A) Statutory Auditor**

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Rules made thereunder, the auditors of the Company, M/s. Kanu Doshi Associates LLP, Chartered Accountants, Mumbai were appointed as Statutory Auditors of the Company for a period of five consecutive years at the Annual General Meeting (AGM) of the Members held August 10, 2022. The statutory auditors of the Company shall hold office from the conclusion of the 60th AGM of the Company till the conclusion of the 65th AGM. The audit report for FY 2023-24 is unmodified, i.e., it does not contain any qualification, reservation, or adverse remark.

### **B) Cost Auditor:**

Pursuant to Section 148 of the Companies Act, 2013 and rules made thereunder, the Board of Directors had on the recommendation of the audit committee, appointed M/s. Aatish Dhattrak & Associates, as a cost auditor, to audit the cost accounts of the Company for the financial year 2024-25 at a remuneration of Rs. 60,000/-plus applicable tax, reimbursement of out-of-pocket expenses, subject to ratification by the shareholders at ensuing AGM. Accordingly, a resolution seeking Members' ratification for the remuneration payable to Cost Auditors is given in the notice. The Company is in compliance with maintenance of cost records as specified by the Central Government under section 148 (1) of the Companies Act, 2013, and Rule 8(5)(ix) of Companies (Accounts) Rules]. There is no audit qualification for the cost audit report for the year ended March 31, 2023, under review.

### **C) Secretarial Auditor:**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the rule made thereunder, the Company has appointed M/s. S N Ananthasubramaniam & Co, as company secretaries, to undertake the secretarial audit of the Company. The secretarial audit report is annexed herewith as "Annexure B". There is no secretarial audit qualification for the year ended March 31, 2024, under review. The Company is following the applicable secretarial standards.

## **8. Significant and Material orders passed by the Regulators or Court**

During the year in review, there were no significant and material orders passed by the regulators or courts or tribunals, which may impact the going concern status of the Company and its operations in future.

## **9. Internal Control and financial reporting**

The Company's internal control system is commensurate with its size, scale, and complexities of its operations. The internal and operational audit is entrusted to M/s. Deloitte Touche Tohmatsu India LLP. The audit committee of the Board of Directors periodically reviews the adequacy and effectiveness of the internal control systems and suggests improvements to strengthen the same. The Company has policies and procedure in place for reliable financial reporting.

## **10. Material Changes & Commitments**

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

## **11. Presentation of Financial Results**

The financial results of the Company for the year ended March 31, 2024 have been disclosed as per Schedule III of the Companies Act, 2013.

The financial statements up to year ended March 31, 2024 were prepared in accordance with the accounting standards notified under Companies (Accounting Standard) Rules 2006 as amended and other relevant provisions of the Companies Act, 2013.

The annexed financial statements comply in all material aspects with Indian Accounting Standards (IND AS) notified as per Companies (Indian Account Standard) Rules 2015 under section 133 of the Companies Act, 2013 and other relevant provisions.

In accordance with the provisions of Section 129(3) of the Companies Act, 2013 and Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; as amended; the Consolidated Financial Statements forms part of this Annual Report. The Consolidated Financial Statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014

## 12. Risk Management

The Risk Management Committee is set up in conformity pursuant to Regulation 21 of the SEBI LODR Regulations in May 2024. Risk management is embedded in your Company's operating framework. The risk management framework is reviewed by the Board and the audit committee. Information on the development and implementation of a risk management framework for the Company is given under management discussion and analysis. The Board has adopted a Risk Management Policy for all its business divisions and corporate functions.

## 13. Corporate Social Responsibility (CSR)

Detailed information on CSR Policy developed and implemented by the Company and the CSR initiatives taken during the year pursuant to section 134 & 135 of the Companies Act, 2013 is given in the "Annexure A".

## 14. Directors' Responsibility Statement

As required under section 134(3)(c) of the Companies Act, 2013, directors, to the best of their knowledge and belief, state that -

- a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures.
- b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for that period;
- c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the directors had prepared the annual accounts on an on-going concern basis;
- e) the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## 15. Vigil Mechanism

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

The employees of the Company have the right to report their concern or grievance to the Chairman of the Audit Committee. The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations. The Whistle Blower Policy is hosted on the Company's website at: [www.indef.com](http://www.indef.com)

## 16. Directors' Remuneration Policy and Criteria for matters under section 178

Information regarding Directors' Remuneration Policy & criteria for determining qualifications, positive attributes, independence of a director and other matters provided under sub-section (3) of Section 178 are provided in the annexed Corporate Governance Report.

## 17. Corporate Governance

Detailed reports on matters relating to Corporate Governance and Management Discussion and Analysis Report under SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, are annexed as part of this Annual report together with the report of practicing company secretary on its compliance thereon.

## 18. Business Responsibility and Sustainability Report

As per SEBI's circular no. SEBI/HO/CFD/CMD-2/P/CIR/2021/562M dated 10 May 2021, the top 1,000 listed companies in India are mandated to submit a Business Responsibility and Sustainability Report (BRSR) as part of their annual reports to the stock exchanges. However, as of March 31, 2024, Hercules Hoists Limited is covered under



the top 1,000 companies based on market capitalization, and therefore, a BRSR is included in our Annual Report. Nonetheless, as a responsible corporate citizen, we remain committed to ensuring that our business operations adhere to the highest standards of ethical and sustainable practices.

### **19. Particulars of Employees**

The information required pursuant to Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company, will be provided upon request. The details of remuneration of directors, key managerial personnel and details of employee who was in receipt of remuneration more than Rs. 102 lakh per annum in the current financial year are given in note No. 44 to the Financial Statements and corporate governance report.

In terms of Section 136 of the Act, the Report and Accounts are being sent to the members and others entitled thereto, excluding the information on employees' particulars which is available for inspection by the members at the registered office of the Company during business hours on working days of the Company up to the date of the ensuing Annual General Meeting.

### **20. Particulars of Loans, Guarantees or Investments**

Details of loans, guarantees and investments, if any covered under the provisions of Section 186 of the Companies Act, 2013 are given in note No. 7, 12 and 16 to the financial statements.

### **21. Number of Meetings of the Board and Audit Committee**

During the year, Six Board Meetings and four Audit Committee Meetings were convened and held. The details of which are given in the Corporate Governance Report.

### **22. Formal Annual Evaluation of the performance of Board, its Committees and Directors**

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, the board has carried out an annual performance evaluation of its own performance, board as a whole and committees. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.

### **23. Related Party Transactions**

All transactions entered with related parties for the year under review were on arm's length basis and thus a disclosure in Form AOC-2 in terms of Section 134 of the Companies Act, 2013 is not required. There were no materially significant related party transactions made by the Company with promoters, directors and key managerial personnel which may have a potential conflict with the interest of the Company. All related party transactions are mentioned in the notes to the accounts. All related party transactions are placed before the audit committee for approval. Omnibus approval was obtained on a yearly basis for transactions which are of repetitive nature. Transactions entered into pursuant to omnibus approval are verified and a statement giving details of all related party transactions are placed before the audit committee and the Board for review and approval on a quarterly basis. The policy on related party transactions as approved by the board is placed on the Company's website [www.indef.com/investor](http://www.indef.com/investor)

### **24. Prevention, Prohibition and Redressal of Sexual Harassment of Women at Workplace**

The Company has in place an anti-sexual harassment policy and internal complaints committee (ICC) to redress complaints received regarding sexual harassment in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. All employees are covered under this policy. There were no complaints received during the year. As part of the compliance under this policy, the workforce at the company was also trained towards appropriate behavior at workplace.

### **25. Energy Conservation, Technology Absorption and Foreign Exchange Earning and Outgo**

The information on conservation of energy, technology absorption, foreign exchange earnings and outgo etc. to the extent applicable stipulated under section 134 (3) (m) of the Companies Act, 2013 read with Rule no. 8 of the Companies (Accounts) Rules, 2014 is set out in "Annexure A" annexed hereto.

## 26. Annual Return

As required under Section 134(3)(a) of the Companies Act, 2013 and as per Companies (Management and Administration) Amendment Rules 2022, annual return for 2023-24 in the prescribed Form MGT 7 is put up on the Company's website –[www.indef.com/investor](http://www.indef.com/investor)

## 27. Industrial Relations

The relationship with the employees continued to remain cordial during the year.

Company's directors take this opportunity to thank the banks, government authorities, regulatory authorities, stock exchanges, employees and all stakeholders for their continued co-operation and support to the Company.

On behalf of the Board of Directors

Dated : 27/05/2024  
Place : Mumbai

Shekhar Bajaj  
Chairman  
(DIN No. 00089358)

## ANNEXURE A

Information furnished, as required under section 134 of the Companies Act, 2013 read with the Rule No. 8 of the Companies (Accounts) Rules, 2014 and Rule no. 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014.

I) **Particulars of contracts or arrangements with related parties referred to section 188 (1) of the Companies Act, 2013 prescribed in Form AOC-2 (Pursuant to section 134 (3) (h) of the Companies Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)- There were no such transactions.**

II) **Conservation of Energy, Technology Absorption and Foreign Exchange Earnings & Outgoings:**

### A. Conservation of Energy:

The Company's manufacturing process is not energy intensive. The details of energy consumption and costs are as follows: -

#### i. Power and Fuel Consumption

Particulars		2023-24	2022-23
(a) Electricity Purchased	Units (kwh)	5,08,405	3,11,451
	Total Amount (Rs. in lakhs)	51.22	29.82
	Rate/Unit (Rs.)	10.08	9.58
(b) Own Generation Electricity	Units (kwh)	4200	6,600
	Units per liter of Diesel Oil	3.24	3.24
	Diesel Cost (Rs. in lakhs)	3.89	6.23
	Rate/Unit (Rs.)	28.56	26.70
2,3 & 4. Coal, Furnace Oil, Others/Internal Generation		NIL	NIL

**ii. Consumption per Unit of Production:**

From the records and other books maintained by the Company, in accordance with the provisions of the Companies Act, 2013, the Company is not in a position to give the required information for the current year as well as the previous year.

**B. Technology Absorption:**

The Company's design and development team has played a critical role in enhancing the quality and design of our products. The Company places great importance on continuous improvement in design, production, sourcing, and quality management processes, which is reflected in its key result areas. Throughout the year, the company has upgraded its products to meet the changing needs of its customers and remain ahead of the competition. Additionally, the Company has taken measures to increase the level of standardization in its products to capitalize on the benefits it provides.

**C. Foreign Exchange Earnings & Outgo:****(Rs. in Lakhs)**

Particulars	2023-24	2022-23
Foreign Exchange Earnings	70.80	624.66

Particulars	2023-24	2022.23
Foreign Exchange Outgo	586.26	665.93

**III) Annual Report on CSR Activities for the financial year ended March 31, 2024:**

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

The Corporate Social responsibility (CSR) activities of Bajaj Group are guided by the vision and philosophy of its Founding Father, late Shri Jamnalalji Bajaj, who embodied the concept of trusteeship in business and common good, and laid the foundation for ethical, value-based and transparent functioning. The objective of CSR policy of the Company is to undertake CSR activities to do overall good to the community, with special emphasis on activities for the benefit of the poor and needy sections of the society. CSR policy gives an overview of the projects or programmes which are proposed to be undertaken by the Company in the coming years.

## 2. Composition of CSR Committee:

SN	Name of Director	Nature of Directorship	Number of meetings of CSR Committee held and attended during the year
1	Shri Shekhar Bajaj	Non-Executive Director and Chairman of the CSR Committee	1
2	Shri H A Nevatia	Executive Director and Member of the CSR Committee	1
3	Smt Shruti Jatia	Non-Executive & Independent Director and Member of the CSR Committee	1

- The Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company: **www.indef.com/investor**
- The details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (CSR Policy) Rules, 2014, if applicable (attach the report): **Not Applicable**
- Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any= **5.82 Lakhs**
- Average net profit of the company as per section 135(5): **Rs. 1247.01 Lakhs**
- (a) Two percent of average net profit of the company as per section 135(5): **Rs. 24.94 Lakhs**  
(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: **NIL**  
(c) Amount required to be set off for the financial year: **5.82 lakhs**  
(d) Total CSR obligation for the financial year (7a+7b+7c): **Rs. 19.12 Lakhs**

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent in the Financial Year. (Rs. in lakhs)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
Rs. 55.05	NA	NA	NA	NA	NA

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

SN	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area	Location of the project (State and District)	Amount spent (Rs. in Lakhs).	Mode of implementation	Mode of implementation -Through implementing Agency Name and CSR registration number
1	Swami Vivekananda School Khalapur Project	Promoting education activities	Yes	Place: Khalapur Taluka: Khalapur District: Raigad State: Maharashtra	39.46	Indirect	Hercules Hoists Charitable Trust (CSR0001938)
2	Tobacco Rehabilitation & Control	Promoting preventive health care	Yes	Place: Khopoli Taluka: Khalapur District: Raigad State: Maharashtra	14.41	Indirect	Hercules Hoists Charitable Trust (CSR0001938)

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

SN	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area	Location of the project (State and District)	Amount spent (Rs. in lakhs).	Mode of implementation	Mode of implementation - Through implementing Agency Name and CSR registration number
1	Dhamani Water Tank	Rural development project	Yes	Place: Dhamani Taluka: Khalapur District: Raigad State: Maharashtra	0.50	Indirect	Hercules Hoists Charitable Trust (CSR0001938)

(d) Amount spent in Administrative Overheads: **Rs. 0.68 Lakhs**

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

(f) Total amount spent for the Financial Year (8b+8c+8d+8e) = **Rs. 55.05 lakhs**

(g) Excess amount for set off, if any: **35.93 lakhs**



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

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

SN	Name of the Project	Item from the list of activities in schedule VII to the Act.	Financial Year in which the project was commenced	Project Duration	Total amount allocated for the project (Rs. in lakhs)	Amount spent on the project in the reporting Financial Year (Rs. in lakh)	Cumulative amount spent at the end of reporting Financial Year (Rs. in lakh)	Status of the project - Completed / Ongoing
1	Swami Vivekananda School Khalapur Project	Promoting education activities	2022-23	2.5 years	61.01	39.46	59.21	Ongoing
2	Tobacco Rehabilitation & Control	Promoting preventive health care	2022-23	2.5 years	24.41	14.41	19.41	Ongoing

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details).

Date of creation or acquisition of the capital asset(s)	Amount of CSR spent for creation or acquisition of capital asset (Rs. in Lakhs)	Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.	Details of the capital asset(s) created or acquired (including complete address and location of the capital asset)
15-03-2024	Rs. 58.82	Swami Vivekananda School Khalapur	Ground Floor including 4 school room

11. 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**

**Shekhar Bajaj**  
Chairman of CSR Committee  
(00089358)

**H A Nevatia**  
Whole-Time Director  
(00066955)

**Amit Bhalla**  
President & CEO

**ANNEXURE - B**  
**FORM NO. MR-3**

**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2024**

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

To,

**The Members,**

**Hercules Hoists Limited**

**CIN: L45400MH1962PLC012385**

Bajaj Bhawan, 2nd Floor, 226,

Jamnial Bajaj Marg, Nariman Point,

Mumbai – 400 021

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Hercules Hoists Limited** (hereinafter called the “Company”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended **31st March, 2024**, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

- (i) The Companies Act, 2013 (the Act) and the Rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made 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 – **Not Applicable as there was no reportable event during the period under review;**
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) 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 as there was no reportable event during the period under review;**
  - (d) The Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021 – **Not Applicable as the Company has not made any offer of its shares to its employees during the period under review;**
  - (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 – **Not Applicable as the Company has not issued and listed any debt securities during the financial year under review;**
  - (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 – **Not Applicable as the Company is not registered as Registrar to Issue and Share Transfer Agent during the financial year under review;**
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 – **Not applicable as the Company has not delisted its equity shares from any Stock Exchange during the financial year under review;** and
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 – **Not applicable as the Company has not bought back any of its securities during the financial year under review.**



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

(vi) The Management has informed that there are no laws which are specifically applicable to the Company.

**We have also examined** compliance with the applicable provisions 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;
- (ii) The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited.

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

**We further report that:**

- ▶ The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors including an Independent Woman Director. The changes in the composition of the Board of Directors which 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 and Committee Meetings. Agenda and detailed notes on agenda were sent atleast seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting for meaningful participation at the meeting.
- ▶ All decisions of the Board and Committee thereof were carried through with requisite majority.

**We further report that** based on review of compliance mechanism established by the Company and on the basis of the Compliance Certificate(s) issued by the Company Secretary and taken on record by the Board of Directors at their meeting(s), we are of the opinion that there are adequate systems and processes in place in the Company which is commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**We further report that** during the financial year ended 31st March, 2024, following event occurred, having a major bearing on Company's affairs in pursuance of the above-referred laws, rules, regulations, guidelines, standards, etc.,:

- The Company had formally presented the Scheme of Arrangement for Demerger between Hercules Hoists Limited (HHL) and Indef Manufacturing Limited (its wholly owned subsidiary and the shareholders of HHL) to the National Company Law Tribunal (NCLT), Mumbai Bench. As directed by the NCLT order dated December 19, 2023, the Company convened a meeting of the Shareholders on January 30, 2024 where the proposed Scheme of Arrangement for Demerger was approved by the Shareholders. Subsequently, the Company has submitted the necessary applications for further approval from the NCLT.

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

**For S. N. ANANTHASUBRAMANIAN & Co.**

**Company Secretaries**

**ICSI Unique Code P1991MH040400**

**Peer Review Cert. No.: 5218/2023**

**Malati Kumar**

**Partner**

**ACS: 15508 | COP No. : 10980**

**ICSI UDIN: A015508F000453880**

**27, May 2024 | Thane**

To,

**The Members,**

**Hercules Hoists Limited**

**CIN L45400MH1962PLC012385**

Bajaj Bhawan, 2nd Floor, 226,

Jamnalal Bajaj Marg, Nariman Point Mumbai – 400 021

Our Secretarial Audit Report for the Financial Year ended 31st March, 2024 of even date is to be read along with this letter.

**Management's Responsibility**

1. It is the responsibility of the Management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

**Auditor's Responsibility**

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
3. We have conducted the Audit as per the applicable Auditing Standards issued by the Institute of Company Secretaries of India.
4. We believe that audit evidence and information obtained from the Company's Management is adequate and appropriate for us to provide a basis for our opinion.
5. Wherever required, we have obtained reasonable assurance about whether the statements prepared, documents or Records, in relation to Secretarial Audit, maintained by the Auditee, are free from misstatement.
6. Wherever required, we have obtained the Management's representation about the compliance of laws, rules and regulations and happening of events, etc.

**Disclaimer**

7. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
8. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

**For S. N. ANANTHASUBRAMANIAN & Co.**

**Company Secretaries**

**ICSI Unique Code P1991MH040400**

**Peer Review Cert. No.: 5218/2023**

**Malati Kumar**

**Partner**

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## MANAGEMENT DISCUSSION AND ANALYSIS

### Industry Structure and Development:

Material handling stands as a cornerstone in the operational framework of all industries. It serves as a catalyst for enhancing productivity through efficient product accessibility, movement, and shipment, while concurrently driving cost savings by minimizing time and mitigating product damages through secure handling practices. Moreover, a robust material handling strategy fosters a culture of safety, safeguarding against both permanent and temporary disabilities. The pivotal role of material handling equipment lies in its ability to streamline operations seamlessly by enabling the seamless movement, storage, and regulation of goods and materials throughout their lifecycle. As a distinguished material handling equipment manufacturer specializing in hoists and cranes, we offer a diverse array of solutions tailored for overhead material handling needs, encompassing lifting, transportation, and storage functionalities. Our solutions are meticulously crafted to optimize operational efficiency and elevate safety standards across various industry sectors, from manufacturing and warehousing to distribution and disposal processes, ensuring a smooth and secure operational journey at every phase.

Our array of product and solution offerings encompasses mechanical hoists such as chain pulley blocks, ratchet lever hoists, and pulling & lifting machines, alongside electric chain hoists and electric wire rope hoists. Additionally, our portfolio includes an assortment of cranes, ranging from electric overhead traveling cranes, gantry cranes to light profile and jib cranes. Complementing these are our storage and retrieval solutions, featuring floor-operated stackers, roll-out racks, among others. These offerings are made available under our esteemed and trusted brands: 'Bajaj Indef,' 'iStacker,' 'iCrane,' and 'Stier.'

The company provides tailored capital equipment and solutions for a diverse range of industries, including automotive, energy, infrastructure, engineering, metals, chemicals, logistics, textiles, and food processing. Our products are designed to meet the needs of organizations of all sizes, from large corporations and EPC projects to independent contractors, serving both private and public sectors.

With manufacturing facilities in Khalapur, Raigad District, Maharashtra, and Chakan, Pune District, Maharashtra, the company ensures efficient production and timely delivery of its products and solutions.

A strong commitment to quality and technology underscores our operations. Our quality systems are certified to meet ISO 9001:2015 standards at both Khalapur and Chakan plants, with additional certifications including ISO 14001:2015 and ISO 45001:2018 at the Khalapur facility. Moreover, our products such as Chain Pulley Blocks, Electric Chain Hoists, and Wire Rope Hoists adhere to ISI and CE standards. Also, the flame-proof variants of our Hoists are Atex certified.

To maintain consistent high-quality production, significant investments have been made in cutting-edge manufacturing equipment. Collaborating closely with a network of trusted suppliers and vendors, we ensure the sourcing of top-quality components and materials. Continual enhancement of our supply chain capabilities underscores our commitment to quality. Our relentless pursuit of technological advancements ensures that we not only meet but exceed the evolving needs and expectations of our valued customers.

The Company has forged a robust distribution and service network across India through our Authorized Business Partners (ABPs) and sub-dealers. Our ABPs are not only our sales partners but also act as service providers to the customers through an established network of Indef Clinics. To further amplify our customer reach for our solution business, direct sales offices have been established in Mumbai, Pune, Delhi, Chennai, and Kolkata. Ensuring impeccable after-sales support, we maintain a dedicated team of service engineers equipped with the latest tools and technology. Regular training sessions and meets are organized for all ABPs, empowering them to gain a deeper understanding of our products and deliver efficient after-sales support. Our firm conviction in prioritizing customer satisfaction drives our actions. To uphold this ethos, we persistently invest in our service network and training programs. By continually enhancing our service capabilities and providing comprehensive training to our teams, we aim not only to meet but to surpass the expectations of our customers. Our unwavering commitment to customer satisfaction serves as the cornerstone of our pursuit of excellence in all facets of our operations.

### Opportunities and Threats:

#### Intrinsic Factors

In 2023, the Company embarked on a rebranding journey, drawing upon the esteemed legacy of the Bajaj Group, which spans 96 years. This endeavor is aimed at augmenting the brand value, symbolizing the Company's sturdy foundation and long-term vision. The new logo for Bajaj Indef encapsulates elements of integrity, honesty, and transparency, serving as a tangible representation of the Company's unwavering commitment to reliability and continuity.

Our products are meticulously crafted to enhance productivity and safety, ensuring a cost-effective ownership experience throughout their lifecycle. We remain dedicated to amplifying our service capabilities through close collaboration with our

business partners, delivering top-notch solutions to our esteemed customers.

Recognizing the pivotal role of the digital landscape, we are investing significantly in extensive market research and digital marketing strategies to broaden our market reach. Furthermore, our steadfast commitment to technological advancements, both internally and through external partnerships, underscores our resolve to fortify our market presence, both domestically and internationally. Through these strategic initiatives, we are poised to consolidate and bolster our position as an industry leader.

### Extrinsic Factors

The growth of the material handling products industry is intricately tied to the expansion of construction, infrastructure, manufacturing, transport, and shipping activities. With the rapid modernization of industries such as food processing, pharmaceuticals, agriculture, and chemicals, alongside advancements in transportation and warehousing, the demand for material handling systems is poised to soar. As the Indian economy continues to strengthen, there will be a notable surge in demand for manufactured goods, thereby creating significant opportunities for suppliers offering a diverse range of material handling products and services. We anticipate that industry growth will taper down and stabilize to a more sustainable long-term rate, hovering within the range of 7-10%.

Adapting swiftly to evolving environments has been a hallmark of our company over the years, demonstrating our ability to navigate disruptions effectively. Furthermore, we are committed to reducing our import reliance, bolstering our local supply chain, and enhancing our service offerings to meet and exceed customer expectations.

### Financial Review / Segment wise Performance:

(Rs. in lakhs)

	FY 2023-24	FY 2022-23	Growth %
Revenue from operations/ segment performance	17,952.51	15,077.08	19.07%
Material Handling Equipment	17,952.51	15,051.52	19.27%
Windmill	-	25.56	-
Earnings before interest, tax, depreciation, and amortization [EBITDA]	5,157.44	3,439.92	49.93%
Profit after Tax [PAT]	3,601.91	10,330.71*	(65.13%)

\* Includes profit of Rs. 8696.16 Lakhs on sale of mulund land and loss of Rs. 73.46 Lakhs on sale of windmill.

The revenue from operations of Rs. 17,952.51 lakhs is up by 19.07% as compared to the previous year's revenue from operations of Rs. 15,077.08 Lakhs. The profit after tax of Rs. 3,601.91 lakhs, is decreased by 65.13%, as compared to previous year's net profit of Rs. 10,370.71 lakhs.

### Internal Control Systems and their adequacy:

The Company upholds robust internal control systems tailored to its scale and business operations. In reinforcement of these endeavors, we have engaged a reputable internal audit firm. Oversight of the audit process is diligently conducted by both the audit committee and the Board, ensuring the effectiveness of internal control systems and adherence to regulatory standards.

Our management takes a proactive approach in rectifying any identified gaps or areas for improvement, swiftly implementing corrective measures based on recommendations from both the internal auditor and the audit committee. Through a steadfast commitment to transparency and accountability, we uphold the highest standards of corporate governance, safeguarding the integrity of our operations.

### Risks and Concerns:

Every business inherently faces uncertainties stemming from various factors, making risk mitigation and management imperative for success. The Company has implemented a comprehensive Risk Assessment and Management Policy, establishing a dedicated Risk Management Committee in accordance with applicable Regulations. Key risks, including market dynamics (product, price, and competition), competitive pressures (both domestic and international), employee welfare (health and retention), supply chain disruptions (raw material shortages, vendor challenges), and credit risks (outstanding dues recovery), have been identified.

The Company places a strong emphasis on mitigating these risks, consistently undertaking steps to identify, assess, and address potential vulnerabilities. Detailed reports outlining these efforts are presented at both audit committee and Board meetings. This proactive approach enables the Company to effectively manage risks and make well-informed decisions that align with its business objectives.

**Business Out-look:**

The Company's business is intricately linked to investments in new projects, expansion of existing capacities, and the overall sentiment in industrial production activities. Throughout 2023-24, there was a steady demand from the capital expenditure (capex) industry, buoyed by positive signals from the Government towards capex investment.

Adopting a customer-centric approach, the Company remains steadfast in its commitment to enhancing competitiveness within the market. Placing our customers at the forefront of our operations, we diligently work towards improving supply chain efficiency, optimizing costs, and refining our product portfolio. Moreover, we are actively investing in expanding our presence both domestically and in export markets, ensuring wider accessibility to our products and services.

By prioritizing customer satisfaction and fostering a culture of continuous innovation, the Company maintains confidence in its ability to drive sustained growth and success. The challenges within the business may arise from political instability or government policy changes, geopolitical tensions affecting logistics and metal prices, disruptions in the supply chain, and delays in customer order processing and project execution.

**Development in Human Resources / Industrial Relations front:**

The Company acknowledges that its people are its most valuable assets and implements various initiatives to train and motivate them. Our ongoing focus remains on attracting and retaining the right talent, providing them with ample opportunities for growth and development. Selected candidates undergo a structured induction program, offering them valuable exposure and enabling them to become significant contributors to the Company's growth trajectory. Industrial relations throughout the year have remained harmonious, fostering mutual development and collaboration.

**Cautionary Statement:**

Statements in the Management Discussion and Analysis, describing the Company's growth prospects, are forward-looking statements. The actual results may vary, depending upon economic conditions, raw-material prices, government policies, regulations, tax laws and other incidental factors.

**For and on behalf of the Board of Directors**

**Dated: 27/05/2024**

**Place: Mumbai**

**Mr. Shekhar Bajaj**

**Chairman**

**(DIN No. 00089358)**

## CORPORATE GOVERNANCE REPORT

### COMPANY PHILOSOPHY

Corporate Governance is a value-based framework for managing the affairs of the Company in a fair and transparent manner. As a responsible Company, Hercules Hoists Limited ('HHL') uses this framework to maintain accountability in all its affairs, and employ democratic and open processes, which in turn leads to adoption of best governance practices and its adherence in true spirit, at all times. The Company's philosophy is primarily based on the principles of integrity, transparency, fairness, accountability, full disclosure and independent monitoring of the state of affairs. The Board of Directors ('the Board') is at the core of our corporate governance practice and oversees how the Management serves and protects the long-term interests of all our stakeholders. We believe that an active, well-informed and independent Board is necessary to ensure the highest standards of Corporate Governance. This governance protects and balances the interests of all the stakeholders thereby enhancing the shareholder value.

### BOARD OF DIRECTORS

#### **Composition of the Board**

In compliance with the provisions of the Listing Regulations, the Company has an optimum combination of executive and non-executive directors with a woman independent director. A non-executive (Promoter) Chairman heads the Board and one-half of the directors are 'Independent'. The independent directors do not have any pecuniary relationship or transactions with the Company, promoters or management, which may affect their judgment in any manner. There is no relationship between directors inter-se. Policy formulation, evaluation of performance and the control functions vest with the Board.

Composition of the Board, attendance at Board Meetings (BM) held during the financial year under review and the last Annual General Meeting (AGM) and number of directorships and memberships/chairmanships in other companies are given below.

Attendance of Directors at the Board Meetings, last Annual General Meeting and number of other Directorships and Chairmanships/Memberships in committees of each Director in various Companies as on 31st March 2024 are as under:

Name of the Director	Category	No. of Shares held in the Company	Attendance		No. of Directorships in other Indian Companies	No. of Membership(s) /Chairmanship(s) of Board/ Committees in other Companies
			Board	AGM		
Shri. Shekhar Bajaj	Non-Executive Non-Independent Director (Chairman & Promoter)	9,06,400	6	Yes	12 (includes 8 Public Companies)	4 (includes 2 Chairmanship)
Shri. Nirav Nayan Bajaj	Non-Executive Non-Independent Director	-	5	No	4 (includes 3 Public Companies)	-
Shri. Hariprasad Anandkishore Nevatia	Whole-time Director	1600	5	Yes	2 (includes 1 Public Companies)	1 (Membership)
*Shri. Gaurav Vinod Nevatia	Independent Director	-	6	Yes	1	-
Shri. Vandan Sitaram Shah	Independent Director	52,040	6	Yes	5 (includes 1 Public Companies)	3 (includes 1 Chairmanship)
#Shri. Jayavanth Kallianpur Mallya	Independent Director	200	3	Yes	2 Public Companies	1 (Membership)
Smt. Shruti Jatia	Independent Director	-	6	No	9 (includes 4 Public Companies)	1 (Membership)
#Smt. Neelima Bajaj Swamy	Non-Executive Non-Independent Director	-	4	Yes	1 Public Company	-

Note:



1. None of the Independent Director serves as an Independent Director in more than seven listed companies;
2. Committees of Directors include Audit Committee and Stakeholders Relationship Committee of Indian public (Listed & Unlisted) Companies only;
3. Gaurav Vinod Nevatia (DIN: 01005866), has completed his second and final term as an Independent Director and consequently ceased to be a Director of the Company w.e.f. March 31, 2024;
4. #Jayavanth Kallianpur Mallya and Neelima Aditya Bajaj Swamy were appointed w.e.f. 11th July, 2023.

During the financial year under review, six Board Meetings were held on 26th May, 2023, 11th August, 2023, 04th November, 2023, 09th February, 2024 through physically and 11th July, 2023 and 26th March, 2024, through video Conferencing and the Annual General Meeting of the Company was held on 11th August, 2023 via Video Conferencing.

**Listed entities, where the directors of your Company are directors as on March 31, 2024 and their category therein is as under:**

Sr. No	Name of the Director	Name of Other Listed Companies where the Directors hold Directorship	Category
1.	Shri. Shekhar Bajaj	Bajaj Electricals Limited	Executive Director - Chairperson related to Promoter
		Bajaj Holdings & Investment Ltd.	Non-Executive - Non Independent Director - Chairperson related to Promoter
		Bajel Projects Limited	Non-Executive - Non Independent Director - Chairperson related to Promoter
2.	Shri. Nirav Nayan Bajaj	Mukand Limited	Whole-time Director
3.	Shri. Hariprasad Anandkishore Nevatia	NIL	NIL
4.	Shri. Gaurav Vinod Nevatia	NIL	NIL
5.	Shri. Vandan Sitaram Shah	Hind Rectifiers Limited	Non-Executive-Independent Director
6.	Shri. Jayavanth Kallianpur Mallya	The Hindustan Housing Company Limited	Non-Executive-Independent Director
7.	Smt. Shruti Jatia	Black Rose Industries Limited	Whole-time Director
		Control Print Limited	Non-Executive-Independent Director
8.	Smt. Neelima Bajaj Swamy	NIL	NIL

### **Skills / Expertise / Competencies of the Board of Directors**

The Board has identified the following core skills/ expertise/ competencies with reference to its business and industry:

1. Knowledge of Companies business
2. Administration and decision making
3. Financial and management Skills
4. Technical/ Professional Skills and specialized knowledge in relation to engineering business
5. Corporate Governance

The following table shows expertise of each of the Director in the specific functional area:

Name of the Director	Expertise in Specific Functional Area
1. Shri. Shekhar Bajaj	Industrialist, business strategy and decision making, corporate management
2. Shri. H A Nevatia	Technical and specialized knowledge in relation to engineering business, administration and decision making, and corporate governance
3. Shri. Gaurav Nevatia	Financial analysis & management
4. Smt. Shruti Jatia	Expert in finance, accounts and human resources management, Corporate Governance
5. Shri. Vandan Shah	Industrialist, technical and specialized knowledge in relation to engineering, business administration and decision making

6. Shri. Nirav Nayan Bajaj	Technical and specialized knowledge in relation to engineering, business administration and management
7. Shri. K J Mallya	specialized knowledge in legal compliance, internal control and corporate governance
8. Smt. Neelima Bajaj Swamy	Business administration and decision making, Corporate Management,

### Opinion of the Board

In the opinion of the Board, the independent directors, fulfil the conditions of independence specified in Section 149(6) of the Act and Regulation 16(1)(b) and other applicable provisions of the SEBI Listing Regulations.

### Board Procedure

The Board agenda comprises of relevant information on various matters related to the working of the Company, especially those that require deliberation at the Board level. The Company provides the information as set out in Regulation 17 read with Part A of Schedule II of the Listing Regulations to the Board and the Board committees to the extent it is applicable and relevant. Such information is submitted either as part of the agenda papers in advance of the respective Meetings or by way of presentations and discussions during the Meetings. To enable the Board to discharge its responsibilities effectively, the chairman, whole-time director and the president & CEO review the overall Company's performance. In addition to the legal matters compulsorily required to be dealt, the Board also reviews:

- a) Strategy and business plans
- b) Approval of quarterly results/annual results.
- c) Listing requirements, attending to shareholders' grievances, etc.
- d) Annual operating and capital expenditure budgets and any updates
- e) Investment of Company's funds.
- f) Compliance with statutory/regulatory requirements and review of major legal issues.
- g) Any other matter which is serious in nature or requires the attention of the Board.

The independent directors, at their separate meeting held on February 9, 2024, assessed the quantity, quality, and timely flow of information between the management and the Board, and found it to be in line with the expectations.

### AUDIT COMMITTEE

The terms of reference of this committee cover the matters specified for audit committee under SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 as well as in section 177 of the Companies Act, 2013. The audit committee inter alia performs the functions of review of financial reporting system, internal controls system, discussion on financial results, interaction with statutory and internal auditors, reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process, reviewing the adequacy of internal audit function, to review the functioning of the whistle blower mechanism, scrutiny of inter-corporate loans and investments, recommendation for the appointment of statutory, internal and cost auditors and their remuneration, review of internal audit reports and significant related party transactions. In fulfilling the above role, the audit committee has powers to investigate any activity within its terms of reference, to seek information from employees and to obtain outside legal and professional advice.

The Audit Committee comprised of Shri Gaurav Nevatia, Chairman, Shri H A Nevatia, Shri Vandan Shah and Smt Shruti Jatia, all of whom are Independent Directors, except Shri H A Nevatia.

Four meetings of the Audit Committee were held during the financial year. These were held on 26th May, 2023, 11th August, 2023, 04th November, 2023, and 09th February, 2024. Mr. Gaurav Nevatia was present at the Annual General Meeting of the Company held on August 11, 2023, to answer the shareholders' queries, as chairman of the audit committee. The attendance of each committee member was as under:



Sr. No.	Name of the Member	Designation	Category	No. of Meetings Held/ attended
1.	Shri. Gaurav Nevatia*	Chairman	Non-executive & Independent	4/4
2.	Smt. Shruti Jatia	Member	Non-executive & Independent	4/4
3.	Shri. H A Nevatia	Member	Whole-time Director	4/3
4.	Shri. Vandan Shah	Member	Non-executive & Independent	4/4

\*Mr. Gaurav Nevatia ceased to be the Chairman of Audit Committee w.e.f. 31st March, 2024. Further, Mr. Vandan Shah was designated as the Chairman of the Audit Committee and Mr. Shri K J Mallya was appointed as the Member of Audit Committee w.e.f. 01st April, 2024.

### **STAKEHOLDER RELATIONSHIP COMMITTEE:**

The stakeholder relationship committee comprised of Shri Shekhar Bajaj, Chairman (Non-Executive Director), Shri Gaurav Nevatia (Independent Director) and Shri Vandan Shah (Independent Director).

The stakeholder relationship committee considered the redressal of shareholders complaints and grievances and all other matters incidental or related to shares, debentures, and other securities of the Company, if any and reviewed measures and initiatives taken for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend / annual reports by the shareholders of the company. During the year, the Company has not received any complaint from a shareholder. As on date of this report, there are no unresolved shareholders complaints. The secretarial department endeavors to resolve the shareholders complaints within prescribed time. During the year under review, the stakeholder relationship committee met on February 9, 2024. All members attended the meeting.

Shri. Gaurav Nevatia ceased to be the Member of Stakeholders Relationship Committee w.e.f. 31st March, 2024. Further, Shri K J Mallya was appointed as the Member of Stakeholders Relationship Committee w.e.f. 01st April, 2024

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

The Corporate Social Responsibility Committee has been constituted in order to support initiatives in the field of health, safety, education, infrastructure development, environment, relief and assistance in the event of a natural disaster, livelihood support, animal welfare and contributions to other social development organizations and also through collaborations with several Trusts and NGOs in accordance with the provisions of Section 135 of the Companies Act, 2013. The CSR Committee comprises of Shri. Shekhar Bajaj - Chairman, Smt. Shruti Jatia and Shri. H A Nevatia. The CSR Committee met on 26th May, 2023 during the financial year and the attendance of each committee member was as under:

Sr. No.	Name of the Director	Designation	Category	No. of Meetings held/attended	
				Held during the tenure	Attended during the tenure
1.	Shri. Shekhar Bajaj	Chairman	Non-executive & Non-Independent	1	1
2.	Smt. Shruti Jatia	Member	Non-executive & Independent	1	1
3.	Shri. H A Nevatia	Member	Whole-time Director	1	1

### **NOMINATION AND REMUNERATION COMMITTEE (NRC)**

NRC consists of three members, viz. Shri Gaurav Nevatia, Shri Vandan Shah, Chairman and Smt. Shruti Jatia. All members of the NRC are non-executive independent directors.

The terms of reference of this committee cover the matters specified for Nomination & Remuneration Committee under SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 as well as in section 178 of the Companies Act, 2013 including

- To help the Board in determining the appropriate size, diversity and composition of the Board,
- To recommend to the Board appointment/re-appointment and removal, recommend remuneration of directors and senior management,
- To frame criteria for determining qualifications, positive attributes, and independence of Directors,
- To create an evaluation framework for independent directors and the Board

- To assist in developing a succession plan for the Board and senior management;
- to assist the Board in fulfilling responsibilities entrusted from time-to-time;

Four meetings of the Nomination and Remuneration Committee were held during the financial year under review on 11th July, 2023 (through VC), 04th November, 2023, 09th February, 2024 and 26th March, 2024 (through VC). The composition and attendance of the members of the Nomination and Remuneration Committee as on 31st March, 2024 is as under:

Sr. No.	Name of the Director	Designation	Category	No. of Meetings held/ attended
1.	Shri. Vandan Shah	Chairman	Non-executive & Independent	4/4
2.	Smt. Shruti Jatia	Member	Non-executive & Independent	4/4
3.	Shri. Gaurav Nevatia*	Member	Non-executive & Independent	4/4

\*Shri. Gaurav Nevatia ceased to be the Member of Nomination and Remuneration Committee w.e.f. 31st March, 2024.

Further, Shri K J Mallya was appointed as the Member of Nomination and Remuneration Committee w.e.f. 01st April, 2024.

**COMPLIANCE OFFICER:**

Shri Vivek Maru, company secretary of the Company is compliance officer of the Company.

**BOARD TRAINING AND INDUCTION**

As part of familiarization programme, the directors were explained in detail about the new products and upgradation in existing product line, competition, order position, product marketing, assembly process etc. The details of such familiarization programmes are placed on website of the Company i.e., [www.indef.com](http://www.indef.com).

**PERFORMANCE EVALUATION**

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Board has carried out the annual performance evaluation of its own performance and that of its committees and individual directors including the chairman. A structured questionnaire covering various criteria of the Board's functioning such as adequacy of the composition of the Board and its committees, board culture, execution and performance of specific duties, obligations and corporate governance was circulated to all the directors. The said criteria are placed on the Company's website -[www.indef.com/investor](http://www.indef.com/investor)

Based on the said criteria, rating sheets were filled by each director regarding evaluation of performance of the Board, its committees and directors (except for the director being evaluated). A consolidated summary of the ratings given by each of the director was then prepared. Based on summarized evaluation statements, the performance was reviewed by the Board, nomination & remuneration committee and independent directors in their meetings held on February 9, 2024. The directors expressed their satisfaction with the evaluation process.

**VIGIL MECHANISM / WHISTLE BLOWER POLICY:**

The whistle blower policy / vigil mechanism provides a mechanism for the director/employee to report violations of any unethical behavior, suspected or actual fraud, violation of the code of conduct etc. which are detrimental to the organization's interest, without fear of victimization. The mechanism protects a whistle blower from any kind of discrimination, harassment, victimization, or any other unfair employment practice. The directors in all cases & employees in appropriate or exceptional cases have direct access to the Chairman of the audit committee. The said policy is placed on the website of the Company.

**POLICY FOR SELECTION AND APPOINTMENT OF DIRECTORS AND THEIR REMUNERATION:**

NRC adopted a policy which deals with the manner of determining qualifications, positive attributes and independence of a director and remuneration for the directors, key managerial personnel, and other employees. The said policy is placed on the website of the Company. The summarized features of the policy are as follows-

1. An independent director shall possess appropriate skills, experience, and knowledge in one or more fields of finance, law, management, sales, marketing, administration, research, corporate governance, operations, or other disciplines related and beneficial to the Company's business.
2. An independent director shall be a person of integrity, who possesses relevant expertise & experience and who shall uphold ethical standards of integrity and probity; act objectively and constructively; exercise his responsibilities in a bona-fide manner in the interest of the Company; devote sufficient time and attention to his professional obligations for informed and balanced decision making; and assist the Company in implementing the best corporate



governance practices.

3. An independent director should meet the requirements of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 concerning independence of directors.

4. Remuneration:

a) Remuneration to Non-Executive Directors (NED's):

NED's shall be paid a sitting fee for every meeting of the Board and committee thereof attended by them as member. NED's shall not be entitled to any commission on net profit of the Company.

b) Remuneration to Key Managerial Personnel & other employees:

Remuneration to executive director/ key managerial personnel and senior management will be such as to ensure that the relationship of remuneration to performance is clear and meets appropriate performance benchmarks and may involve a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals. While deciding the remuneration package, current employment scenario and remuneration package of the industries operating in the similar comparable businesses in the geographical area of its operations should be considered. The Company has no stock options and hence, such instruments do not form part of their remuneration package.

## **REMUNERATION OF DIRECTORS, KMP AND AUDITOR**

### **Directors**

All the directors, other than the whole-time director, are paid remuneration by way of a sitting fee at INR30,000/- for each of the Board / audit committee meeting and INR 20,000/- for other meetings attended by them. Shri H A Nevatia, whole-time director was paid a remuneration which is within the limits specified under the Companies Act, 2013. The details of remuneration paid to the Directors during the year are as follows: -

SN	Name of the Directors	Particulars of Remuneration (Rs. in Lakhs)			
		Fee for attending Board Committee & Other Meetings	Commission	Remuneration	Total
1	Independent Directors				
	Shri Gaurav V Nevatia	4.20	-	-	4.20
	Smt. Shruti Jatia	4.20	-	-	4.20
	Shri Vandan Shah	4.20	-	-	4.20
	Shri K J Mallya	1.10			1.10
	<b>Total (1)</b>				<b>13.70</b>
2	<b>Other Non-Executive Directors</b>				
	Shri Shekhar Bajaj	1.90	-	-	2.20
	Shri Nirav Nayan Bajaj	1.50	-	-	1.50
	Smt Neelima Bajaj Swamy	1.20	-	-	1.20
	<b>Total (2)</b>				<b>4.90</b>
3	Shri H A Nevatia	-	-	3.32 plus other benefits	<b>3.32</b>
	<b>Total Managerial Remuneration (1) to (3)</b>				<b>21.92</b>

### **Statutory Auditors**

Kanu Doshi Associates LLP are the statutory auditors of the Company. Total audit fees paid by the Company for FY 2023-24 is Rs. 9.80 Lakhs, including audit fees, out of pocket expenses and applicable taxes.

### **KMP**

Shri Amit Bhalla, President & CEO was in receipt of remuneration more than Rs. 102 lakh per annum in FY 2023-24. Shri Amit Bhalla, aged 48 years, B Tech (Chemical), PG in Management (Strategic Marketing & Analytical Finance), was appointed as President and CEO on January 1, 2021. He was associated with Bajaj Electricals Limited before joining Hercules Hoists Limited. He is not a relative of any director of the Company. He has held 34180 (0.11%) equity shares of Rs.1 each as on March 31, 2024, of Hercules Hoists Limited. The details of the remuneration of key managerial personnel are given in note No. 44 to the Financial Statements.

**DISCLOSURES REGARDING RE-APPOINTMENT /APPOINTMENT OF DIRECTORS:**

Brief resumes of directors seeking re-appointment/appointment are given below as per regulation no. 36 (3) of the SEBI (LODR) Regulation 2015:

**Shri Nirav Nayan Bajaj**

Shri Nirav Nayan Bajaj, aged 33, holds a Bachelor's Degree in Mechanical Engineering, specialising in Automotive Design from the Brunel University, UK. Subsequent to the completion of his Bachelor's degree he pursued consulting at Bain & Company as well as Roland Berger, Mumbai where he worked on consulting assignments in the fields of real estate, consumer packaged goods and chemicals. From November 2014 to March 2017 he worked with Hercules Hoists Limited handling various special assignments, especially relating to product rationalisation and new product development. He was accepted by the prestigious Harvard Business School for a Master's Degree in Business Administration in 2017. He is on Board of Mukand Limited as whole-time Director, Hercules Hoists Limited, Indef Manufacturing Limited, Hospet Steels Limited and Clean NRG Technik Private Limited.

**Shri H A Nevatia**

Shri H A Nevatia, aged 91 years, was Chief Executive of the Company since its inception and was Managing Director from 7th January, 1976, to 21st November, 2001. He has been a Whole-time Director since 22nd November, 2001. He is B.Sc. (Hon) graduate from Mumbai University. He has been making valuable contributions in the management of the Company and he has a deep knowledge of the hoisting industry. He has extensively traveled abroad to attend material handling exhibitions and he was twice invited to attend Top Management Seminars in Japan. He had also been actively associated with Industry Associations, viz. Confederation of Indian Industry, Indo-German Chamber of Commerce and he was the past President of the Bombay Productivity Council. He is the Director of Jamnalal Sons Private Limited and Indef Manufacturing Limited.

**DISCLOSURES**

- i) During the financial year, the Company did not pass any resolution through Postal Ballot. One special Resolution was passed through postal ballot on May 07, 2024.
- ii) All transactions entered with related parties as defined under the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 during the financial year were in the ordinary course of business and on an arm's-length pricing basis. The particulars/details of transactions between the Company and its related parties as per the accounting standards are set out in the notes forming parts of the accounts. These transactions are not likely to have any conflict with the Company's interest. The Board approved a policy for related party transactions which is placed on the website of the Company. The web link for the said policy is [www.indef.com/investor](http://www.indef.com/investor)
- iii) All details relating to financial and commercial transactions, where directors may have a potential interest, are provided to the Board, and interested directors neither participate in the discussion, nor do they vote on such matters.
- iv) The Company has laid down the procedures to inform audit committee and board members about the risk mitigations plans and action.
- v) The Board diversity policy is placed on the website of the Company.
- vi) During the year, the Board periodically reviewed compliance reports with respect to the various laws applicable to the Company, as prepared and placed before it by the management.
- vii) There are no instances of non-compliances by the Company necessitating imposition of penalties, strictures on the Company by Stock Exchanges or SEBI or any statutory authority, on any matter related to capital markets, during the last three years except the penalty of Rs. 115000 to NSE and Rs. 10000 to BSE for delay in submission of Limited review report on consolidated results under regulation 33 for the quarter ended December 2022. The NSE has approved waiver application and waived penalty of Rs. 105000 under regulation 33 in November 2023. Also, Rs. 10000 paid to BSE for delay in submission of statement of investor complaint for the quarter ended December 31, 2022, under regulation 13 of SEBI (LODR) Regulations 2015. The Company has submitted a waiver application for waiver of penalty before the authorities.
- viii) In preparation of financial statement, the Company has followed the applicable Accounting Standard referred to in Section 133 of the Companies Act, 2013.
- ix) The Board of the Company satisfied itself that plans are in place for orderly succession for appointments to the Board and to senior management.



- x) There were no complaints received during the year under the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013.
- xi) The Company does not deal in commodities and hedging activities, hence disclosure pursuant to SEBI circular / regulations is not required to be given.
- xii) The Company has complied with all mandatory requirements under SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015. The Company has not adopted with the discretionary requirements as specified in Part E of Schedule II

**GENERAL MEETINGS OF THE COMPANY**

Type of Meeting and Date	Venue	Time	No. of Special Resolutions	Details of Special Resolution
<b>FY 2022-23</b> Annual General Meeting on 11-08-2023	Video Conferencing (VC) / Other Audio-Visual Means (OAVM) At, Bajaj Bhavan, 226, Jamnalal Bajaj Marg, Nariman Point, Mumbai 400021 [Deemed Venue]	4.30 PM	02	1) Approval for continuation of the directorship of Shri Shekar Bajaj (DIN: 00089358) as Chairman and Non-Executive Director of the Company, after attaining the age of seventy-five years. 2) Appointment of Shri K J Mallya (DIN: 00094057), Additional Director as the Director of the Company for five years w.e.f. 11th July, 2023.
<b>FY 2021-22</b> Annual General Meeting on 10-08-2022	Video Conferencing (VC) / Other Audio-Visual Means (OAVM) At, Bajaj Bhavan, 226, Jamnalal Bajaj Marg, Nariman Point, Mumbai 400021 [Deemed Venue]	3.00 PM	02	1) Re-appointment of Shri H A Nevatia as a whole-time director from November 22, 2022 to November 21, 2024 under the Companies Act 2013 and SEBI (LODR) Amendment Regulations 2018 2) Continuing of directorship of Shri Shekhar Bajaj after attending age of 75
<b>FY 2020-21</b> Annual General Meeting on 10-08-2021	Video Conferencing (VC) / Other Audio-Visual Means (OAVM) At, Bajaj Bhavan, 226, Jamnalal Bajaj Marg, Nariman Point, Mumbai 400021 [Deemed Venue]	12.00 Noon.	01	Re-appointment of Shri H A Nevatia as a whole-time director from November 22, 2020 to November 21, 2022 to under the Companies Act 2013 and SEBI (LODR) Amendment Regulations, 2018

**MEANS OF COMMUNICATION TO THE SHAREHOLDERS**

- (i) The Company has its own web-site and all vital information relating to the Company and its performance, including quarterly results, annual report and any other information prescribed under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 are placed on the web-site ([www.indef.com/investor](http://www.indef.com/investor).)
- (ii) The Company has set-up a designated e-mail ID **cs1@indef.com** exclusively for the shareholders/ investors to lodge their complaints/grievances and information about the said e-mail ID has been posted on the Company's website.
- (iii) The investor complaints are processed in a centralized web-based complaints redress system through SEBI SCORES.
- (iv) The Company promptly reports to BSE Limited (BSE) and National Stock Exchange of India Limited (NSE), wherein its equity shares are listed, all the material information including declaration of quarterly/half yearly and annual financial results in the prescribed formats.
- (v) The financial results are communicated by way of an advertisement in 'Free Press Journal', "Business Standard" in English and in 'Navshakti' newspaper in Marathi having wide circulation, immediately after the results are approved at the Board Meeting.

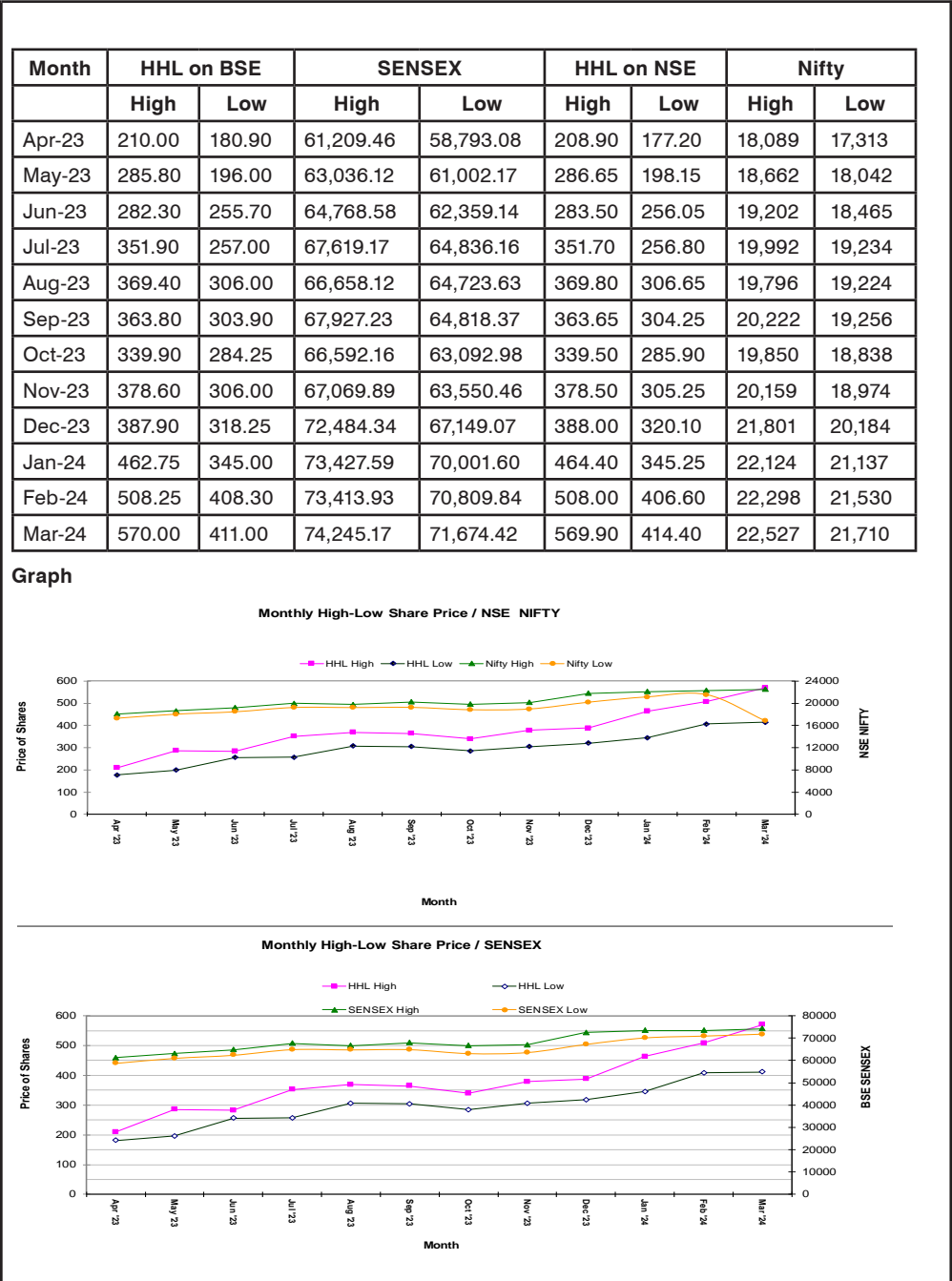
**GENERAL SHAREHOLDER INFORMATION:**

(a)	<b>Registered Office</b>	Bajaj Bhawan, 2nd floor, 226, Jamnalal Bajaj Marg, Nariman Point, Mumbai 400 021.																					
(b)	<b>Plant Location</b>	Factory Location: 1) 43/2B, Savroli Kharpada Road, Dhamani, Khalapur 410202 (Maharashtra) 2) Gat No. 118/17, Wasali, Chakan, MIDC, Phase 2, Pune - 410501.																					
(c)	<b>Correspondence Address</b>	501-504, Shelton Cubix, Sector 15, Plot 87, CBD Belapur, Navi Mumbai 400614 (MH); Tel. (022) 45417300/301/306 Email: <a href="mailto:indef@indef.com">indef@indef.com</a> & <a href="mailto:cs1@indef.com">cs1@indef.com</a>																					
(d)	<b>Date, Time and Venue of Annual General Meeting.</b>	<b>Date and Time: August 12, 2024 at 4.30 pm</b> through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")																					
(e)	<b>Financial Year</b>	1 <sup>st</sup> April, 2023 to 31 <sup>st</sup> March, 2024																					
(f)	<b>Financial Calendar</b>	a) First Quarterly Result - August 11, 2023 b) Second Quarterly Result- November 4, 2023 c) Third Quarterly Result- February 9, 2024 d) Fourth Quarterly Result- May 27, 2024																					
(g)	<b>Tentative Financial Calendar for FY 2024-25</b>	a) First Quarterly Result – Before 14th August, 2024 b) Second Quarterly Result- before 14th November, 2024 c) Third Quarterly Result- before 14th February, 2025 d) Fourth Quarterly Result- before 30th May, 2025																					
(h)	<b>Dates of Book Closure</b>	August, 6, 2024 to August 12, 2024																					
(i)	<b>Dividend and payment date</b>	Final Dividend of Rs. 4.00/- per share of Re. 1.00 each, subject to shareholders' approval in the ensuing AGM for the year ended March 31, 2024 and the same will be paid within 30 days from date of Annual General Meeting.																					
(j)	<b>Bonus Issue to the shareholders since incorporation</b>	<table border="1"> <thead> <tr> <th>Sl. No.</th> <th>FY</th> <th>Ratio of Bonus shares</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>1975</td> <td>1 : 1</td> </tr> <tr> <td>2.</td> <td>1979</td> <td>1 : 1</td> </tr> <tr> <td>3.</td> <td>1985</td> <td>1 : 3</td> </tr> <tr> <td>4.</td> <td>1997</td> <td>1 : 1</td> </tr> <tr> <td>5.</td> <td>2006</td> <td>1 : 1</td> </tr> <tr> <td>6.</td> <td>2012</td> <td>1 : 1</td> </tr> </tbody> </table>	Sl. No.	FY	Ratio of Bonus shares	1.	1975	1 : 1	2.	1979	1 : 1	3.	1985	1 : 3	4.	1997	1 : 1	5.	2006	1 : 1	6.	2012	1 : 1
Sl. No.	FY	Ratio of Bonus shares																					
1.	1975	1 : 1																					
2.	1979	1 : 1																					
3.	1985	1 : 3																					
4.	1997	1 : 1																					
5.	2006	1 : 1																					
6.	2012	1 : 1																					
(k)	<b>CIN &amp; Listing Details</b>	<p><b>CIN:</b> L45400MH1962PLC012385; <b>ISIN:</b> INE688E01024</p> <p><b>Listing Details</b></p> <table> <tr> <td>The BSE Limited, Phiroze jeejeebhoy Towers Dalal Street, Mumbai- 400023 [Scrip Code- 505720]</td> <td>National Stock Exchange of India Limited Exchange Plaza, , Bandra-Kurla Complex Bandra (East), MUMBAI - 400051 [Scrip Code HERCULES EQ]</td> </tr> </table> <p>For the FY 2023-24, the Company has paid listing fees in full before the due date.</p>	The BSE Limited, Phiroze jeejeebhoy Towers Dalal Street, Mumbai- 400023 [Scrip Code- 505720]	National Stock Exchange of India Limited Exchange Plaza, , Bandra-Kurla Complex Bandra (East), MUMBAI - 400051 [Scrip Code HERCULES EQ]																			
The BSE Limited, Phiroze jeejeebhoy Towers Dalal Street, Mumbai- 400023 [Scrip Code- 505720]	National Stock Exchange of India Limited Exchange Plaza, , Bandra-Kurla Complex Bandra (East), MUMBAI - 400051 [Scrip Code HERCULES EQ]																						
(l)	<b>Registrar and Share Transfer Agent</b>	<p><b>Link Intime India Private Limited</b> C 101, 247 Park, L B S Marg, Vikhroli West, Mumbai - 400 083 Web-site: <a href="http://www.linkintime.co.in">www.linkintime.co.in</a> E-mail: <a href="mailto:RNT.HELPDESK@LINKINTIME.CO.IN">RNT.HELPDESK@LINKINTIME.CO.IN</a></p>																					



(m)	<b>Share Transfer</b>	The Company processes the applications for transfer of shares within prescribed time, if the documents are complete in all respects, with the help of Registrar and Share Transfer Agent. The details of such transfers are placed before the Board of Directors on a quarterly basis.
(n)	<b>Investor Grievances Redressal System</b>	The stakeholder's relationship committee constituted by the Board of Directors, looks into the grievances of shareholders. Queries/complaints received from security holders are promptly attended through Registrar and share transfer agent and secretarial department of the Company.
(o)	<p><b>Dematerialization of shares:</b>            The shares of the Company are in compulsory demat segment and available for trading in the depository systems of both National Securities Depository Limited [NSDL] and Central Depository Services (India) Limited [CDSL]. 3,03,30,870 equity shares of the Company representing 94.78% of the Company's shares are held in electronic form as on March 31, 2024.</p> <p>The Company has not issued any GDRs / ADRs / Warrants or any convertible instruments and as such, there is no impact on equity.</p>	

(p) **Stock Exchange Data:**



Shareholding Pattern as on March 31, 2024				
Category of Shareholder	As on 31st March, 2024			
	No. of Shares	%		
<b>Holding of Promoter and Promoter Group</b>				
Individual/Hindu Undivided Family	63,25,456	19.77		
Body Corporate	1,59,50,264	49.84		
<b>Total (A)</b>	<b>2,22,75,720</b>	<b>69.61</b>		
<b>Non-Promoters Holding</b>				
<b>Institutional Investors</b>				
Foreign Portfolio Investors	6,15,636	1.92		
<b>Total (B)</b>	<b>6,15,636</b>	<b>1.92</b>		
<b>Non-Institutional Investors</b>				
Bodies Corporate	2,80,296	0.88		
Indian Public/others	70,48,489	22.02		
Non-Resident Indians	86,074	0.27		
Foreign Nationals	165	0.00		
Foreign Company	16,00,000	5.00		
Directors and relatives of Director	59,440	0.19		
Key Managerial Personnel	34,180	0.11		
<b>Total (C)</b>	<b>91,08,644</b>	<b>28.47</b>		
<b>Grand Total (A+B+C)</b>	<b>3,20,00,000</b>	<b>100.00</b>		
<b>Distribution of shareholding as on March 31, 2024</b>				
No. of Equity Shares held	No. of share-holders	% of share-holders	No. of shares held	% of share-holding
Upto 500	16145	91.3334	1346241	4.2070
501 – 1000	741	4.1919	597053	1.8658
1001 – 2000	346	1.9573	534062	1.6689
2001 – 3000	142	0.8033	369521	1.1548
3001 – 4000	71	0.4017	255088	0.7972
4001 – 5000	54	0.3055	251115	0.7847
5001 – 10000	74	0.4186	517511	1.6172
10001 & above	104	0.5883	28129409	87.9044
<b>Total</b>	<b>17677</b>	<b>100</b>	<b>32000000</b>	<b>100</b>
<b>CEO and CFO Certification:</b>				
(s)	The President & CEO and Chief Financial Officer of the Company have given annual certification dated May 17, 2024 on financial reporting and internal controls to the Board in terms of Regulation No. 17 (8) read with Part B of Schedule II of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015.			



(t)	<p><b>Certificate of Compliance with the Code of Conduct for Board of Directors and Senior Management Personnel:</b></p> <p><b>To The Members of Hercules Hoists Limited</b></p> <p>I, Amit Bhalla, President &amp; CEO of the Company, hereby affirm that all the Board Members and senior management personnel of the Company have affirmed their compliance with the code of business conduct &amp; ethics in accordance with Regulation No. 17 (5) of SEBI (Listing Obligations &amp; Disclosure Requirements) Regulations 2015, for the year ended March 31, 2024</p> <p><b>Sd/- Amit Bhalla President &amp; CEO</b></p> <p style="text-align: right;">Khalapur, Dated May 17, 2024</p>
(u)	<p><b>Company's Recommendation to the Shareholders/Investors:</b></p> <ol style="list-style-type: none"><li>1) Shareholders/Investors are requested to convert their physical holding to demat/electronic form through any of the Depository participants to avoid the risk involved in the physical shares. Shareholders/Investors should provide ECS mandate to the Company in case of shares held in physical form and to depository participant for change in demat account details and register the bank account number for Electronic Clearing Services (ECS) in case of shares held in demat mode. This would facilitate in receiving direct credits of dividends to their account.</li><li>2) Please update your address in case of change, which is registered with the Company.</li><li>3) The unclaimed dividend amounting to Rs. 1,22,976/- for the financial year 2015-16 has been transferred to the Investor Education and Protection Fund within the time stipulated by law in accordance with the Companies Act, 2013. The Company has placed the details of unpaid and unclaimed amount lying with the Company as on August 11, 2023 (at Annual General Meeting) on the www.iepf.gov.in and on the website of the Company.</li><li>4) As per rule no. 6 of Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules 2016, the shares for FY 2008-09 to FY 2015-16 in respect of which dividend has not been paid or claimed for seven consecutive years or more, has been transferred to Demat account specified by the authority. The details of such transfer of shares are placed on website of the Company. There are no Demat suspense account or unclaimed suspense account of equity shares. The Company has also transferred 2978 number of shares for the financial year 2015-16.</li></ol>
(v)	<p><b>Compliance Certificate:</b></p> <p>As required by of SEBI (Listing Obligations &amp; Disclosure Requirements) Regulations 2015 and amendments thereto, a certificate of compliance with the corporate governance requirements by the Company and a certificate under Clause 10 (i) of Part C, Schedule V confirming none of the director are debarred or disqualified from being appointed or continuing as director of the Company issued by a practicing company secretary are attached.</p>

The above Report was adopted by the Board of Directors at their Meeting held on May 27, 2024.

**For and on behalf of the Board of Director**

**Dated:** 27/05/2024

**Place:** Mumbai

**Shekhar Bajaj  
Chairman  
(DIN No. 00089358)**

## CORPORATE GOVERNANCE CERTIFICATE

[Pursuant to Regulation 34(3) and Schedule V Para E of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,

### The Members

#### Hercules Hoists Limited

CIN L45400MH1962PLC012385

Bajaj Bhawan, 2nd floor, 226, Jamnalal Bajaj Marg,  
Nariman Point, Mumbai 400 021.

### 1. Background

We have been approached by Hercules Hoists Limited (“the Company”) to examine the compliance with the conditions of Corporate Governance by the Company, as stipulated in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”), as amended from time to time, for the financial year ended on 31st March, 2024

### 2. Management’s Responsibility

The Compliance of conditions of Corporate Governance stipulated in the Listing Regulations is the responsibility of the Management of the Company. The Management shall devise adequate systems, internal controls and processes to monitor and ensure the same.

### 3. Our Responsibility

Our responsibility is limited to conduct an examination of the systems, internal controls and processes adopted by the Company and implementation thereof to monitor and ensure with the conditions of Corporate Governance and report thereon.

### 4. Methodology

4.1. In order to conduct our examination, we were provided with the relevant documents and information including explanations, wherever required.

4.2. Our examination was conducted in a manner which provided us with a reasonable basis for evaluating the systems, internal controls and processes adopted by the Company to monitor and ensure compliance with the conditions of Corporate Governance and to report thereon.

### 5. Opinion

Based on our examination as aforesaid, the information, explanations and representations provided by the Management, we certify that, the Company has complied with the conditions of the Corporate Governance stipulated in the Listing Regulations, for the Financial Year ended 31st March, 2024.

### 6. Disclaimer

6.1. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

6.2. This report is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

ICSI Unique Code: P1991MH040400

Peer Review Cert. No.: 606/2019

Malati Kumar

Partner

ACS : 15508 | COP No.: 10980

UDIN : A015508E000339942

27th May, 2024 | Thane

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

*[Pursuant to Regulation 34(3) and Schedule V Para C Clause (10) (i) of Securities and Exchange Board of India  
(Listing Obligations and Disclosure Requirements) Regulations, 2015]*

To,  
The Members

**Hercules Hoists Limited**

CIN: L45400MH1962PLC012385  
2nd Floor, 226, Bajaj Bhawan,  
Jamnalal Bajaj Marg, Nariman Point,  
Mumbai – 400 021

We have examined the following documents:

- i) Declaration of non-disqualification as required under Section 164 of Companies Act, 2013 ('the Act');
- ii) Disclosure of concern or interests as required under Section 184 of the Act;  
(hereinafter referred to as 'relevant documents')

as submitted by the Directors of **Hercules Hoists Limited** ("the Company") bearing **CIN: L45400MH1962PLC012385** and having its registered office at Bajaj Bhawan, 2nd Floor, 226, Jamnalal Bajaj Marg, Nariman Point Mumbai - 400 021, to the Board of Directors of the Company ("the Board") for the **Financial Year 2023-2024 and Financial Year 2024-2025** and relevant registers, records, Forms and Returns maintained by the Company and as made available to us for the purpose of issuing this Certificate in accordance with Regulation 34(3) read with Schedule V Para C Clause 10(i) of SEBI (LODR) Regulations, 2015. We have considered non-disqualification to include non-debarment by Regulatory/ Statutory Authorities.

It is the responsibility of Directors to submit relevant documents with complete and accurate information in accordance with the provisions of the Act.

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these based on our verification.

Based on our examination as aforesaid and such other verifications carried out by us as deemed necessary and adequate (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)), in our opinion and to the best of our information and knowledge and according to the explanations provided by the Company, its officers and authorized representatives, we hereby certify that none of the Directors on the Board of the Company, as listed hereunder, for the **Financial Year ending 31st March, 2024**, have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India/ Ministry of Corporate Affairs or any such statutory authority.

Sr. No.	Name of Director	Director Identification Number (DIN)	Date of Appointment	Date of Cessation
1.	Mr. Shekhar Bajaj	00089358	12/12/1989	-
2.	Mr. Gaurav Vinod Nevatia	01005866	26/10/2006	31/03/2024
3.	Mr. Hariprasad Anandkishore Nevatia	00066955	22/11/2008	-
4.	Ms. Shruti Jatia	00227127	12/11/2014	-
5.	Ms. Vandana Sitaram Shah	00759570	06/02/2016	-
6.	Mr. Nirav Nayan Bajaj	08472468	05/06/2019	-
7.	Ms. Neelima Aditya Bajaj Swamy	03120441	11/07/2023	-
8.	Mr. Jayavanth Kallianpur Mallya	00094057	11/07/2023	-
9.	Mr. Vikram Taranath Hosangady	09757469	01/04/2024	-

This Certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

This Certificate has been issued at the request of the Company to make disclosure in its Corporate Governance Report of the Financial Year ended 31st March, 2023.

**For S. N. ANANTHASUBRAMANIAN & Co.**

**Company Secretaries**

**ICSI Unique Code P1991MH040400**

**Peer Review Cert. No.: 5218/2023**

**Malati A Kumar**

**Partner**

**ACS: 15508 | COP No.: 10980**

**ICSI UDIN: A015508F000454111**

**27th May, 2024 | Thane**

**Business Responsibility & Sustainability Reporting**

SN	Particulars	Details		
I	Details of the Listed Entity			
1	Corporate Identity Number (CIN) of the Company	L45400MH1962PLC012385		
2	Name of the Company	Hercules Hoists Limited		
3	Year of Incorporation	June 15, 1962		
4	Registered Address	Bajaj Bhavan, 226, Jamnalal Bajaj Marg, Nariman Point, Mumbai 400021		
5	Corporate Address	501-504, Shelton Cubix, Sector 15, Plot 87 CBD Belapur Navi Mumbai 400614		
6	Email ID/ Contact	<a href="mailto:indef@indef.com">indef@indef.com</a>		
7	Telephone	022-45417300		
8	Website	<a href="http://www.indef.com">www.indef.com</a>		
9	Financial Year reported	31-03-2024		
10	Name of the Stock Exchange(s) where shares are listed	BSE and NSE		
11	Paid Up capital	Rs. 3,20,00,000		
12	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Girish Jethmalani Chief Financial Officer <a href="mailto:cs1@indef.com">cs1@indef.com</a> / <a href="mailto:grj@indef.com">grj@indef.com</a> 022-45417300		
13	Reporting boundary - Are the disclosures under this report made on a standalone basis or on a consolidated basis	The disclosures under the BRSR Report are on a standalone basis.		
14	Nam of the Assurance Provider	NA		
15	Type of Assurance Obtained	NA		
II	Product/Service			
16	Details of business activities (accounting for 90% of the turnover):			
	Description of Main Activity	Description of Business Activity	% of Turnover of the entity	
	Engineering Machinery (NIC code 2816)	Lifting and Handling Equipment's	100	
17	Products/Services sold by the entity (accounting for 90% of the entity's Turnover):			
	Product/Service	NIC Code	% of total Turnover contributed	
	Lifting and Handling Equipment's	2816	100	
III	Operations			
18	Number of locations where plants and/or operations/offices of the entity are situated:			
	Location	Number of plants	Number of offices	Total
	National	2	5	7
	International	NIL	NIL	NIL

19	<p>Markets served by the entity:</p> <p>a. Number of locations</p> <table border="1" data-bbox="166 268 1413 380"> <thead> <tr> <th>Locations</th> <th>Number</th> </tr> </thead> <tbody> <tr> <td>National (No. of States)</td> <td>28</td> </tr> <tr> <td>International (No. of Countries)</td> <td>12</td> </tr> </tbody> </table> <p>b. What is the contribution of exports as a percentage of the total turnover of the entity? = 0.50%</p> <p>c. A brief on types of customers The Company is dealing with Customer through Dealers network and direct channel. The Industrial units/ warehouses/plants/ EPC project companies / project sites etc are the Customers</p>	Locations	Number	National (No. of States)	28	International (No. of Countries)	12																																																													
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IV	Employees																																																																			
20	<p>Details as at the end of Financial Year:</p> <p>a. Employees and workers (including differently abled):</p> <table border="1" data-bbox="166 730 1413 1104"> <thead> <tr> <th rowspan="2">S. No.</th> <th rowspan="2">Particulars</th> <th rowspan="2">Total (A)</th> <th colspan="2">Male</th> <th colspan="2">Female</th> </tr> <tr> <th>No. (B)</th> <th>% (B / A)</th> <th>No. (C)</th> <th>% (C / A)</th> </tr> </thead> <tbody> <tr> <td colspan="7"><b>EMPLOYEES</b></td> </tr> <tr> <td>1.</td> <td>Permanent (D)</td> <td>135</td> <td>121</td> <td>90%</td> <td>14</td> <td>10%</td> </tr> <tr> <td>2.</td> <td>Other than Permanent (E)</td> <td>6</td> <td>5</td> <td>83%</td> <td>1</td> <td>17%</td> </tr> <tr> <td>3.</td> <td>Total employees (D + E)</td> <td>141</td> <td>126</td> <td>89%</td> <td>15</td> <td>11%</td> </tr> <tr> <td colspan="7"><b>WORKERS</b></td> </tr> <tr> <td>4.</td> <td>Permanent (F)</td> <td>43</td> <td>43</td> <td>100 %</td> <td>NIL</td> <td>NIL</td> </tr> <tr> <td>5.</td> <td>Other than Permanent (G)</td> <td>121</td> <td>121</td> <td>100%</td> <td>NIL</td> <td>NIL</td> </tr> <tr> <td>6.</td> <td>Total workers (F + G)</td> <td>164</td> <td>164</td> <td>100</td> <td>NIL</td> <td>NIL</td> </tr> </tbody> </table> <p>b. Differently abled Employees and workers: NIL</p>	S. No.	Particulars	Total (A)	Male		Female		No. (B)	% (B / A)	No. (C)	% (C / A)	<b>EMPLOYEES</b>							1.	Permanent (D)	135	121	90%	14	10%	2.	Other than Permanent (E)	6	5	83%	1	17%	3.	Total employees (D + E)	141	126	89%	15	11%	<b>WORKERS</b>							4.	Permanent (F)	43	43	100 %	NIL	NIL	5.	Other than Permanent (G)	121	121	100%	NIL	NIL	6.	Total workers (F + G)	164	164	100	NIL	NIL
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21	<p>Participation/Inclusion/Representation of women</p> <table border="1" data-bbox="166 1266 1413 1413"> <thead> <tr> <th rowspan="2"></th> <th rowspan="2">Total (A)</th> <th colspan="2">No. and percentage of Females</th> </tr> <tr> <th>No. (B)</th> <th>% (B / A)</th> </tr> </thead> <tbody> <tr> <td>Board of Directors</td> <td>8</td> <td>2</td> <td>25%</td> </tr> <tr> <td>Key Management Personnel*</td> <td>3</td> <td>0</td> <td>0</td> </tr> </tbody> </table> <p>*KMP includes CEO, CFO and CS as per section 203 of the Companies Act 2023</p>		Total (A)	No. and percentage of Females		No. (B)	% (B / A)	Board of Directors	8	2	25%	Key Management Personnel*	3	0	0																																																					
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22	<p>Turnover rate for permanent employees and workers (past 3 years data)</p> <table border="1" data-bbox="166 1581 1413 1734"> <thead> <tr> <th rowspan="2"></th> <th colspan="3">FY 2023-24</th> <th colspan="3">FY 2022-23</th> <th colspan="3">FY 2021-22</th> </tr> <tr> <th>Male</th> <th>Female</th> <th>Total</th> <th>Male</th> <th>Female</th> <th>Total</th> <th>Male</th> <th>Female</th> <th>Total</th> </tr> </thead> <tbody> <tr> <td>Permanent Employees</td> <td>28.35%</td> <td>6.67%</td> <td>29.85%</td> <td>22.69%</td> <td>8.33%</td> <td>21.37%</td> <td>12.37%</td> <td>NIL</td> <td>12.27%</td> </tr> <tr> <td>Permanent Workers</td> <td>2.27%</td> <td>NIL</td> <td>2.27%</td> <td>NIL</td> <td>NIL</td> <td>NIL</td> <td>NIL</td> <td>NIL</td> <td>NIL</td> </tr> </tbody> </table>		FY 2023-24			FY 2022-23			FY 2021-22			Male	Female	Total	Male	Female	Total	Male	Female	Total	Permanent Employees	28.35%	6.67%	29.85%	22.69%	8.33%	21.37%	12.37%	NIL	12.27%	Permanent Workers	2.27%	NIL	2.27%	NIL	NIL	NIL	NIL	NIL	NIL																												
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V.	Holding, Subsidiary and Associate Companies (including joint ventures)							
23	(a) Names of holding / subsidiary / associate companies / joint ventures							
	S.No.	Name of the holding /subsidiary/ associate companies/ joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)			
	1	Indef Manufacturing Limited	Subsidiary	100%	No			
VI	CSR Details							
24	(i) Whether CSR is applicable as per section 135 of Companies Act, 2013: Yes							
	(ii) Turnover (Rs. In Lakhs) as on March 31, 2023: Rs. 15,077.08/-							
	(iii) Net worth (Rs. In Lakhs) as on March 31, 2023: Rs. 70,665.39/-							
VII.	Transparency and Disclosures Compliances							
25.	Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:							
	Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/ No)	FY 23-24			FY 22-23		
			Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
	Communities	Yes	NIL	NIL	-	NIL	NIL	-
	Investors (other than shareholders)	Yes	NIL	NIL	-	NIL	NIL	-
	Shareholders	Yes	NIL	NIL	-	NIL	NIL	-
	Employees and workers	Yes	NIL	NIL	-	NIL	NIL	-
	Customers	Yes	384	7	-	251	0	-
	Value Chain Partners	Yes	NIL	NIL	-	NIL	NIL	-
	Other - Govt./ Regulatory bodies	Yes	NIL	NIL	-	NIL	NIL	-
	Website for grievance policy : <a href="http://www.indef.com/investor">www.indef.com/investor</a>							

26	<p>Overview of the entity's material responsible business conduct issues</p> <p>Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format</p> <p>Materiality assessment is a process that identifies and prioritizes environmental, social, and governance (ESG) issues that are most relevant to a Company's business operations and stakeholders. It involves evaluating the potential impacts and risks associated with these issues and determining their significance in terms of financial performance, reputation, and long-term sustainability. It helps companies focus their ESG efforts on the most material issues, enabling better decision-making, risk management, and value creation. Ultimately, the goal is to enhance transparency, accountability, and sustainable practices within the organization, driving long-term business success and positive societal impact. The material topics identified are represented below:</p>				
SN	Material issue identified	Indicate whether risk/opportunity(R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1	Energy Management	Risk and Opportunity	Lack of optimizing energy consumption would lead to related environmental impacts and increased production costs.	Improve Production planning to optimize energy consumption	Energy cost reduction
2	Responsible Supply Chain and Service Providers	Opportunity	The responsible supply chain helps the Company in reducing its indirect environmental impact and promote good governance amongst suppliers and other value chain partners.	<ul style="list-style-type: none"> <li>Encourage our industrial suppliers to obtain ISO certification</li> <li>Established and implemented a Supplier Code of Conduct to guide our suppliers as to how to engage in ethical, responsible, fair, transparent, and legal business practices in their operations. This is applicable to all domestic suppliers.</li> </ul>	With our initiatives to establish a responsible supply chain, we have an opportunity to have a strong and compliant supply chain system which ensures low risk on environmental and social parameters.
3	Waste Management	Risk, Opportunity	The increased focus of the government bodies, regulators, and investors in the corporate strategy to handle the waste generated across operations, has led to a critical correlation between waste generated by the Company and its brand reputation.	<ul style="list-style-type: none"> <li>Our waste collection plan is in line with the Maharashtra Pollution Control Board (MPCB) guidelines.</li> <li>We use authorised waste management agency for disposing waste paint generated for further recycling.</li> <li>Initiatives are focused on net water positive through ground water recharge and rainwater harvesting</li> </ul>	Savings on compliance penalties and high production costs.



4	Occupational Health and Safety	Risk	Being a manufacturing company, it is imperative that we provide provide a safe environment and working conditions for our employees.	<ul style="list-style-type: none"><li>• The Company has implemented proactive safety measures.</li><li>• Our team's initiatives focus on Occupational Health and Safety, through regular internal audits and certifications of plants to ISO 45001:2018. Our teams comply with all applicable Health and Safety regulations.</li></ul>	High number of accidents or fatalities can bring down the confidence of workers leading to workforce loss, ultimately leading to production loss.
5	Customer Satisfaction	Opportunity	Lack of customer focus will have a direct impact on business profitability. Transparent customer feedback will enhance brand value and reputation.	<ul style="list-style-type: none"><li>• We record customer feedbacks through various ways. We have activated multiple avenues to raise complaint and feedback for customer convenience like a dedicated call centre, app and our customer complaint portal, etc.</li></ul>	<ul style="list-style-type: none"><li>• Loss of market share due to failing in serving the customer needs and service.</li><li>• Increased sales and potential revenue as a result of positive customer feedback.</li></ul>

## SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

SN	Disclosure Questions	
	Policy and management processes	
1A	Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes, At HHL we have policies which covers all principles and its core elements of NGBRC.
1B	b. Has the policy been approved by the Board? (Yes/No)	Yes. All our policies are approved by the Board.
1C	c. Web Link of the Policies, if available	<a href="http://www.indef.com/Investor">www.indef.com/Investor</a>
2	2. Whether the entity has translated the policy into procedures. (Yes / No)	Yes, At HHL, we have implemented policies in all our operations and activities of the organization.
3	3. Do the enlisted policies extend to your value chain partners? (Yes/No)	No
4	Name of the national and international codes / certifications/ labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	ISO 9000, ISO 14001
5	Specific commitments, goals and targets set by the entity with defined timelines, if any.	To ensure the integration of ESG throughout our supply chain,
6	Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	Non-Industry suppliers will be assessed under ESG criteria.
	Governance, leadership, and oversight	
7	Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)	We prioritize minimizing the negative effects that our operations have on the environment through managing our resources in a sustainable way. At HHL, we ensure safety, wellbeing, and development of our human capital. We adhere to a strict code of ethics and standards and can realise our targets by working in collaboration with our stakeholders.
8	Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	Amit Bhalla, President & CEO
9	Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.	Amit Bhalla, President & CEO is responsible for decision making on sustainability related issues in HHL
	Details of Review of NGRBCs by the Company:	
10	Performance against above policies and follow up action.	At HHL, all the policies are reviewed once in 3 years or on a need basis by Executive Committee, Functional Heads and placed before the Board of Directors as and when required. In the assessment, the efficacy of these policies is also reviewed and necessary changes to policies and procedures are implemented.
	Compliance with statutory requirements of relevance's to the principles, and, rectification of any non-compliances.	HHL is in compliance with all regulations, as applicable.
11	11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.	Our processes and policies are reviewed and evaluated periodically by the respective internal departments and updated accordingly. Suggestions and recommendations by the Company management are incorporated into the policies prior to placing before the Board for approval. In the coming years, we intend to conduct an independent assessment of our policies.
12	If answer to question (1) above is "No" i.e., not all Principles are covered by a policy, reasons to be stated:	Not Applicable

**Principle 1: Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable**

1. 1 Percentage coverage by training and awareness programmes on any of the Principles during the financial year:

Segment	Total number of training and awareness programmes held	Topics / principles covered under the training and its impact	% of persons in respective category covered by the awareness programmes
Board of Directors	On an ongoing basis, HHL carries out familiarization programs for its directors, as required under the SEBI Listing Regulations. Various programmes and presentations have been held for the Directors, including the Independent Directors throughout the year on an ongoing and continual basis aiming for familiarisation in the areas of our business model, nature of industry, business other related matters.		100%
Key Managerial Personnel			100%
Employees other than BoD and KMPs			100%
Workers			100%

2. Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year:  
*There are no fines/ penalties / punishments / etc. in the current financial year.*
3. Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed.  
*Not Applicable*
4. Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.  
At HHL, our Code of Conduct guides the integrity norms pertaining to bribes, favours from business associates, gifts from business associates etc. that deal with anti-corruption and anti-bribery. At HHL, Integrity is about people doing the right thing – not looking for personal gain or to reward others by taking advantage of ambiguity or uncertainty. Adhering to the set norms prevent damage to the organization in financial or information terms or to the organization image in front of regulatory authorities or society at large. Link to HHL Code of Conduct:
5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption: NIL
6. Details of complaints with regard to conflict of interest: NIL
7. Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest.  
*No such instance for corruption and conflicts of interest.*
8. Number of days of account payables (Account payables\*365 /Cost of goods /service procured)

	FY 2023-24	FY 2022-23
Number of days of account payables	72.84	61.31

## 9. Open-ness of business

Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:

Parameter	Metric	FY 2023-24	FY 2022-23
Concentration of Purchase	a) Purchase from trading house as % of total purchase	22.20%	19.10%
	b) No. of trading houses where purchases are made from	57	61
	c) Purchase from top 10 trading houses as % of total purchase from trading houses	80.22%	85.25%
Concentration of Sales	a) Sales to dealer distributor % of total sales	80.06%	79.72%
	b) No. of dealer where sales are made	50	42
	c) Sales to top 10 Dealers as % of total sales to dealer	53.27%	56.05%
Share of RPTs in	a) Purchases with related parties /Total Purchase	0.00%	0.00%
	b) Sales to related parties/total sales	5.31%	0.15% <sup>s</sup>
	c) Loan/advance given to related parties / total loans & advance	0.70%	0.00%
	d) Investment in related to parties/total investment made	40.58%	44.79%

**Principle 2: Businesses should provide goods and services in a manner that is sustainable and safe:**

- Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively. NIL
- A) Does the entity have procedures in place for sustainable sourcing? *No*  
We have a well-defined methodology and practices and Supplier Code of Conduct to engage with all our suppliers in an ethical, responsible, fair, transparent, legal, and sustainable way. 100% of our input materials and services are sourced from suppliers adhering to internal sustainability standards/codes/policies.  
B) If yes, what percentage of inputs were sourced sustainably? The activity is under process.
- Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) Other waste. Not Applicable
- Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same. Not Applicable.

**Principle 3: Businesses should respect and promote the well-being of all employees, including those in their value chains.**

1A. Details of measures for the well-being of employees:

Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	% (E/A)	Number (E)	% (F/A)	Number (F)
Permanent employees											
Male*	121	121	100	121	100	NA	NA	4	3.31%	NIL	NIL
Female	14	14	100	14	100	NIL	NIL	NA	NA	NIL	NIL
Total	135	135	100	135	100	NIL	NIL	4	2.96%	NIL	NIL
Other than Permanent employees											
Male	5	-	-	-	-	-	-	-	-	-	-
Female	1	-	-	-	-	-	-	-	-	-	-
Total	6	-	-	-	-	-	-	-	-	-	-

1B. Details of measures for the well-being of workers:

Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	% (E/A)	Number (E)	% (F/A)	Number (F)
Permanent employees											
Male*	43	43	100	43	100	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-	-
Total	43	43	100	43	100	-	-	-	-	-	-
Other than Permanent employees											
Male	121	-	-	-	-	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-	-
Total	121	-	-	-	-	-	-	-	-	-	-

1C. Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format –

	FY 2023-24	FY 2022-23
Cost incurred on wellbeing measures as % of revenue of the Company	1.38%	1.55%

## 2. Details of retirement benefits, for Current FY and Previous Financial Year

Benefits	FY 2023-24			FY 2022-23		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	100%	100%	Yes	100%	100%	Yes
Gratuity	100%	100%	Yes	100%	100%	Yes
ESI	100%	100%	Yes	100%	100%	Yes

## 3. Accessibility of workplaces

Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.

Response: Yes, our corporate office is accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016.

## 4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy

The Company has adopted an Equal Opportunity Policy in accordance with the provisions of the Rights of Persons with Disabilities Act, 2016 and the rules framed thereunder. The Equal Employment Opportunity policy is available on our website. The link is as follows <https://www.indef.com/investor>

## 5. Return to work and Retention rates of permanent employees and workers that took parental leave.

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	100%	100%	NA	NA
Female	NA	NA	NA	NA
Total	100%	100%	NA	NA

No female employee had taken parental/maternity leave in FY 24.

## 6. Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief.

Permanent Workers	Yes, the HR Head are nominated as grievance redressal officer for grievances related with employees, workers, contract labour or other type of employees. Contractors, supervisors, and individual contract labour can contact through personally/ email/ call to HR Head for redressal of their grievances. The Company has implemented speak up option, directly access to President and CEO and whistle blower mechanism
Other than Permanent	
Workers	
Permanent Employees	
Other than Permanent Employees	

## 7. Membership of employees and worker in association(s) or Unions recognised by the listed entity:

Currently no employees are covered under any associations or unions. 43 male workers are associated with recognized union in FY 2023-24 and 44 workers are associated in FY 2022-23



## 8. Details of training given to employees and workers

Category	FY 2023-24					Total (D)	FY 2022-23			
	Total (A)	On Health and safety measures		On Skill upgradation			On Health and safety measures		On Skill upgradation	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
<b>Employees</b>										
Male	121	45	37%	85	70%	91	41	45.05%	0	0
Female	14	9	69%	14	100%	14	4	29%	0	0
Total	135	54	40%	99	73.33%	105	45	43%	0	0
<b>Workers</b>										
Male	43	43	100%	22	50%	44	44	100%	22	50%
Female	0	0	0	0	0	0	0	0	0	0
Total	43	43	100%	22	51%	44	44	100%	22	50%

## 9. Details of performance and career development reviews of employees and worker:

Category	FY 2023-24			FY 2022-23		
	Total (A)	No. B	% (B/A)	Total (C)	No. B	% (B/A)
<b>Employees</b>						
Male	121	121	100%	91	91	100%
Female	14	14	100%	14	14	100%
Total	135	135	100%	105	105	100%
<b>*Workers</b>						
Male	43	43	100%	44	44	100%
Female	0	0	0	0	0	0
Total	43	43	100%	44	44	100%

## 10. Health and safety management system:

- a) Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No).  
If yes, the coverage such system?

Yes, we have implemented Occupational Health and Safety Management Systems in all plants. HHL is committed to provide a safe and healthy workplace by minimizing the risk of accidents, injury and exposure to health risks and it complies with applicable laws and regulations with respect to safety at workplace. Khalapur plant is certified for ISO 45001:2018. All applicable Health and Safety regulations are being complied. We regularly hold awareness sessions on topics related to health and safety for our employees as well as send out alerts and communications on a regular basis.

- b) What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

For both routine and non-routine activity, we have established a standard approach for conducting Hazard Identification & Risk Assessment. We are using work permit system, safety audit as a part of work-related hazards and assess risks

- c) Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks: Yes

- d) Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? : Yes

11. Details of safety related incidents, in the following format:

Safety Incident/Number	Category	FY 2023-24	FY 2022-23
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	0	0
	Workers	1.09	1.8
Total recordable work-related injuries	Employees	0	0
	Workers	2	1
No. of fatalities	Employees	0	0
	Workers	0	0
High consequence work-related injury or ill-health (excluding fatalities)	Employees	0	0
	Workers	0	0

12. Describe the measures taken by the entity to ensure a safe and healthy work place.

The Safety Management System at HHL is created using both proactive and reactive methods, to ensure a safe and healthy workplace.

- Safety Audits are conducted by government authorized external agencies.
- Safety management visuals/workshops/demos are conducted for creating awareness.

13. Number of Complaints on the following made by employees and workers:

Category	FY 2023-24			FY 2022-23		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	1	0	Rest Zone is provided	1	0	Shop floor Repair work is done
Health & Safety	-	-		-	-	

14. Assessments for the year:

Category	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	100%
Working Conditions	100%

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions.

Corrective actions are implemented to mitigate significant Health and Safety hazards according to the hierarchy of controls. Some examples of the recent corrective actions implemented includes we routinely monitor and follow up on the significant risks as per ISO 45001:2018.

**Principle 4: Businesses should respect the interests of and be responsive to all its stakeholders**

1. Describe the processes for identifying key stakeholder groups of the entity.

Key stakeholders are individuals, organizations, parties, or entities that influence our business, add value, or are critical elements of the value chain. Vendors, customers, dealers, employees, community, and shareholders are some of our major stakeholders



2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Suppliers / Contractors	NO	Vendor Portal, Emails / Telephone, Annual Vendors Meet, Personal visits at workplace	Ongoing Basis	<ul style="list-style-type: none"> <li>• Improved Supply chain</li> <li>• Quality</li> <li>• Development of Vendors</li> </ul>
Customers	NO	Workshops, Website, Dealer Meet and Management system, out bound call, Advertisements and Customer Meets	Ongoing Basis	<ul style="list-style-type: none"> <li>• Responsible manufacturing</li> <li>• Addressing customer queries and grievances</li> <li>• Feedback on products and services</li> <li>• Meet Customers' expectations</li> </ul>
Shareholders / investors	NO	Email, Newspaper, Advertisement, Stock Exchange, Website,	Ongoing Basis	<ul style="list-style-type: none"> <li>• Financial results</li> <li>• Business outlook</li> <li>• Key risks</li> <li>• Transfer of equity shares</li> <li>• TDS on dividend</li> <li>• Non-receipt of dividend</li> </ul>
Employees/Workers	NO	Intranet, Email, SMS, Virtual Calls, In-person meetings, internal events, notice boards	Ongoing Basis	<ul style="list-style-type: none"> <li>• Relevant business communication,</li> <li>• Career, learning &amp; growth,</li> <li>• HR policies and practices</li> </ul>
Communities	NO	Newspaper, Advertisement, Stock Exchange, Website, Social media	Ongoing Basis	<ul style="list-style-type: none"> <li>• Business ethics and image,</li> <li>• Awareness</li> </ul>
Govt / Regulatory Bodies	NO	Conferences, external forums, and public platforms and briefings, meetings with government agencies, representation through trade bodies	Ongoing Basis	<ul style="list-style-type: none"> <li>• Compliance with national and local regulations</li> <li>• Permissions/ approvals on various regulatory requirements</li> </ul>

**Principle 5: Businesses should respect and promote human rights**

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:

Category	FY 2023-24			FY 2022-23		
	Total (A)	No. of employees / workers covered (B)	% (B/A)	Total (C)	No. of employees / workers covered (D)	% (D/C)
<b>Employees</b>						
Permanent	135	135	100%	105	105	100%
Other than Permanent	6	6	100%	15	15	100%
<b>Total Employees</b>	<b>141</b>	<b>141</b>	<b>100%</b>	<b>120</b>	<b>120</b>	<b>100%</b>
<b>Workers</b>						
Permanent	43	43	100%	44	44	100%
Other than Permanent	121	121	100%	101	101	100%
<b>Total Workers</b>	<b>164</b>	<b>164</b>	<b>100%</b>	<b>145</b>	<b>145</b>	<b>100%</b>

2. Details of minimum wages paid to employees and workers, in the following format:

Category	FY 2023-24					FY 2022-23				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
<b>Employees</b>										
<b>Permanent</b>										
Male	121	-	-	121	100%	91	-	-	91	100%
Female	14	-	-	14	100%	14	-	-	14	100%
<b>Other than Permanent</b>										
Male	5	-	-	5	100%	13	-	-	13	100%
Female	1	-	-	1	100%	2	-	-	2	100%
<b>Workers</b>										
<b>Permanent</b>										
Male	43	-	-	43	100%	44	-	-	44	100%
Female	-	-	-	-	-	-	-	-	-	-
<b>Other than Permanent*</b>										
Male	121	-	-	121	100%	101	-	-	101	100%
Female	-	-	-	-	-	-	-	-	-	-



3. Details of remuneration/salary/wages paid to employees and workers, in the following format:

3a. Median remuneration/wages

(Rs. In lakhs)

Particulars	Male			Female		
	Number	Median remuneration/ salary/ wages of respective category	Average number of year experience	Number	Median remuneration/ salary/ wages of respective category	Average number of year experience
Board of Directors (BoD) (Full time directors) *	1	3	-	-	-	-
Key Managerial Personnel	3	41.19	2	-	-	-
Employees other than BoD and KMP	120	7.41	5	14	5.45	3
Workers	43	4.87	16	-	-	-

Only one whole time Director received remuneration

3b. Gross wages paid to females as % of total wages paid by the entity, in the following format:

	FY 2023-24	FY 2022-23
Gross wages paid to female employees as % of total wages	4.28%	3.26%

4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business?

Reply: Yes

5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

HHL considers respect for human rights as a fundamental value for our business. Resolution of complaints and grievances take place while keeping in mind the principles of natural justice, confidentiality, sensitivity, and no retaliation for employee. In case of any violations, a complaint can be made to the internal Grievance Officer as mentioned in the policy. Any grievance against any member of the Internal Grievance Officer should be addressed to the President and CEO. The said officer is responsible for protecting both the complainant's privacy and the confidentiality of complaints.

6. Number of Complaints on the following made by employees and workers:

	FY 2023-24			FY 2022-23		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	NIL	NIL	-	NIL	NIL	-
Discrimination at workplace	NIL	NIL	-	NIL	NIL	-
Child Labour	NIL	NIL	-	NIL	NIL	-
Forced Labour / Involuntary Labour	NIL	NIL	-	NIL	NIL	-
Wages	NIL	NIL	-	NIL	NIL	-
Other human rights related issues	NIL	NIL	-	NIL	NIL	-

7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:

Particulars	FY 2023-24	FY 2022-23
Total Complaints reported under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013	NIL	NIL
Complaint of POSH as a % of female employees / workers	NIL	NIL
Complaints on POSH Upheld	NIL	NIL

8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.

Reply: Ethics & values have always been core to the way HHL operates & any violation is dealt with appropriately. With this intent, the Company has policies in place to protect the identity of the complainant. Additionally, it protects them from discrimination, victimization, retaliation, or adoption of any unfair employment practices. We uphold the privacy of the complainant and maintain the confidentiality of complaints. Appropriate escalation mechanisms exist for complainants. Please refer to the following policies available on [www.indef.com/investor](http://www.indef.com/investor) for more details:

- A) Equal Opportunity Policy
- B) Whistle Blower Policy
- C) Human Rights Policy
- D) Prevention of Sexual Harassment (POSH)

9. Do human rights requirements form part of your business agreements and contracts? (Yes/No)

Response: Yes, it is part of our Supplier Code of Conduct.

10. Assessments for the year:

The company engaged in continuous assessment of its operations for human rights issues. There have been no adverse findings during the year from any such assessments.

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	We assess hundred percent of our operations during the audit to ensure compliance with all statutory laws.
Forced/involuntary labour	
Sexual harassment	
Discrimination at workplace	
Wages	
Others - please specify	

11. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 9 above.

There were no significant human rights risks or concerns arising out of the above assessment

#### Principle 6: Businesses should respect and make efforts to protect and restore the environment

1. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:

Parameter	FY 2023-24	FY 2022-23
Total electricity consumption (A)	Units 1.830258 Terajoules	Units 1.5843672 Terajoules
Total fuel consumption (B)	Units 0.0606888 Terajoules	Units 0.0828576 Terajoules
Energy consumption through other sources (C)	NIL	NIL
<b>Total energy consumption (A+B+C)</b>	<b>Units 1.8909468 Terajoules</b>	<b>Units 1.6672248 Terajoules</b>
Energy intensity per rupee of turnover (Total energy consumption/ turnover in rupees)	0.00	0.00
Energy intensity (optional) – the relevant metric may be selected by the entity	NA	NA

\*The company's operations are focused on the engineering industry, specifically functioning as an assembly unit.



Our processes are not characterized by high energy consumption.

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency: No

2. Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.

Reply: Not Applicable.

3. Provide details of the following disclosures related to water, in the following format:

Parameter	FY 2023-24	FY 2022-23
Water withdrawal by source (in kilolitres)		
(i) Surface water	Not applicable	Not applicable
(ii) Groundwater	Not applicable	Not applicable
(iii) Third party water	6480 KL	5590 KL
(iv) Seawater / desalinated water	Not applicable	Not applicable
(v) Others	Not applicable	Not applicable
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	6480 KL	5590 KL
Total volume of water consumption (in kilolitres)	6480 KL	5590 KL
Water intensity per rupee of turnover (Water consumed / turnover)	0.00	0.00
Water intensity (optional) – the relevant metric may be selected by the entity	NA	NA

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency: No

\*The company's operations are focused on the engineering industry, specifically functioning as an assembly unit. Our processes are not characterized by high water consumption.

4. Provide the following details related to water discharged:

Parameter	FY 2023-24	FY 2022-23
Water discharge by destination and level of treatment in kiloliters		
i) To Surface water	Water level in kiloliters-2277.6	Water level in kiloliters-2184
•No Treatment	Drinking & Domestic Use	
•With Treatment – plz specify level of treatment	Sewage Treatment plant (screen chamber, Collection cum Equalization tank , Aeration Tank, Filter feed tank, Multi grade dual media filter, clear water collection tank, reuse to garden	Sewage Treatment plant (screen chamber, Collection cum Equalization tank , Aeration Tank, Filter feed tank, Multi grade dual media filter, clear water collection tank, reuse to garden
ii) To Ground water	NA	NA
•No Treatment		
•With Treatment – plz specify level of treatment		
iii) To Sea water	NA	NA
•No Treatment		
•With Treatment- Plz specify level of treatment		
iv) Sent to third parties	NA	NA
•No Treatment		
•With Treatment- Plz specify level of treatment		
v) Others	NA	NA
•No Treatment		

•With Treatment- Plz specify level of treatment		
Total water discharge in kiloliters	2277.60	2184.00

Note: Name of Independent agency who do evaluation/assessment: NA

5. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.

Yes, Domestic Sewage effluent is treated in STP which comprises of Primary treatment followed by biological treatment and treated effluent is used for watering garden and horticulture areas/toilet flushing. No treatment is depend on water, hence, zero liquid discharge is not applicable at plant level

6. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

Parameter	Please specify unit	FY 2023-24	FY 2022-23
BC	Kg	NA	NA
NOx	Kg	NA	NA
NO2	ug/m3	33.96	37.23
SO2	ug/m3	26.32	26.47
Particulate matter (PM) 10	ug/m3	59.56	60.21
Particulate matter (PM) 2.5	ug/m3	28.45	28.19
Persistent organic pollutants (POP)	NA	NA	NA
Volatile organic compounds (VOC)	NA	NA	NA
Hazardous air pollutants (HAP)	NA	NA	NA
Ozone (O3)	ug/m3	13.98	14.86
Lead (Pb)	ug/m3	0.11	0.12
Carbon Monoxide (CO)	mg/m3	0.70	1.10
Carbon Dioxide (CO2)	Kgs	NA	NA
Ammonia (NH3)	ug/m3	3.11	4.17
Benzene	ug/m3	< 1.0	< 1.0
Benzo Pyrene (BaP)	ng/m3	< 0.1	< 0.1
Arsenic (As)	ng/m3	< 0.4	< 0.4
Nickel	ng/m3	3.92	7.51

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.: No

7. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format

Parameter	Unit	FY 2023-24		FY 2022-23	
		CO2	NA	CO2	NA
Total Scope 1 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	CH4	NA	CH4	NA
		N2O	NA	N2O	NA
Total Scope 2 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	NA		NA	
Total Scope 1 and Scope 2 emissions per rupee of turnover	Metric tonne per Crore	NA		NA	
Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity		NA		NA	

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

8. Does the entity have any project related to reducing Green House Gas emission?  
Reply: No



9. Provide details related to waste management by the entity, in the following format:

Parameter	FY 2023-24	FY 2022-23
Total Waste generated (in metric tonnes)		
Plastic waste (A)	0.02	0.03
E-waste (B)	NA	NA
Bio-medical waste (C)	NA	NA
Construction and demolition waste (D)	NA	NA
Battery waste (E)	NA	NA
Radioactive waste (F)	NA	NA
Other Hazardous waste. Please specify, if any. (G)	0.09	0.08
Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector) - CARDBOARD WASTE	3.6	3.8
<b>Total (A+B + C + D + E + F + G+ H)</b>	<b>3.71</b>	<b>3.91</b>
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
(i) Recycled	NA	NA
(ii) Re-used**	NA	NA
(iii) Other recovery operations	NA	NA
<b>Total</b>	<b>NA</b>	<b>NA</b>
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste	NA	NA
(i) Incineration	NA	NA
(ii) Landfilling	NA	NA
(iii) Other disposal operations - Authorised agencies	NA	NA
<b>Total</b>	<b>NA</b>	<b>NA</b>

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.: No

10. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

Response: Waste reduction is taken on by implementing 6R principle across our plants. (6R - Reduce, Reuse, Recycle, Recover, Redesign, Regulate). Waste is segregated at shop floor into Hazardous and Non-Hazardous category, and then transferred to demarcated collection centres outside shop. While Non-hazardous waste is directly collected and transferred to authorized agencies for recycling, hazardous waste is disposed to Maharashtra Pollution Control Board (MPCB) authorised agencies with manifest system.

11. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details in the following format

Reply: The Company does not have any operations/offices in/around ecologically sensitive areas.

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Reply: No environmental impact assessment of projects was undertaken by the Company during the current financial year

13. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:

Reply:

S. No.	Specify the law / regulation / guidelines which was not complied with	Provide details of the non-compliance	Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts boards or by courts	Corrective action taken, if any
1				
100% compliant with all applicable laws and regulations.				

**Principle 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent.**

1. a. Number of affiliations with trade and industry chambers/ associations.

Reply: The company has affiliations with 2 (two) trade and industry associations/ chambers.

b. List the top 10 trade and industry chambers/associations (determined based on the total members of such body) the entity is a member of/affiliated to.

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1	Confederation of Indian Industry	National
2	Bombay Chamber of Commerce and Industry	National

2. Provide details of corrective action taken or underway on any issues related to anti-competitive conduct by the entity, based on adverse orders from regulatory authorities.

Response: There are no issues related to anti-competitive conduct by the entity.

**Principle 8: Businesses should promote inclusive growth and equitable development**

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.

Reply: HHL has always focused on improving the quality and impact of their CSR programs which are community contribution and community engagement. There are no specific SIA projects undertaken by the Company during FY.

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:

Response: Not applicable as no projects on R&R conducted by the HHL

3. Describe the mechanisms to receive and redress grievances of the community.

Response: The Company carries its CSR activities through various implementing agencies. The communities (stakeholders) share all their issues with the implementing agencies (partner NGOs) who provide solutions to their problems and rectify the situation.



## 4. Percentage of input material (inputs to total inputs by value) sourced from suppliers:

Sr. No	Particulars	FY 2023-24	FY 2022-23
1	Directly sourced from MSMEs/ small producers	55.97%	49.08%
2	Sourced directly from within the district and neighboring districts		
a)	Within District	3.40%	0.08%
b)	Neighboring Districts	64.91%	70.82%
c)	Other Districts	31.69%	29.10%

## 5. Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost

Location	FY 2023-24	FY 2022-23
Rural	51.52%	54.91%
SEMI urban	-	-
Urban	39.52%	38.28%
Metropolitan	8.96%	6.81%

**Principle 9: Businesses should engage with and provide value to their consumers in a responsible manner**

## 1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

HHL has a mechanism in place to record customer feedbacks through various ways. We have activated multiple avenues to raise complaint and feedback for customer convenience like a dedicated cell number, and our customer complaint portal. Any other complaints could be addressed on feedback links, through dedicated customer care email service, and social media where all customer queries/complaints are recorded in system and being tracked for resolution. Our system ensures complaint resolution with full satisfaction to customer with their consent. Customers can send the complaints and feedback on dedicated email.

## 2. Turnover of products and/ services as a percentage of turnover from all products/service that carry information about:

	As a percentage to total turnover
Environmental and social parameters relevant to the product	Not Applicable
Safe and responsible	Not Applicable
Safe and responsible usage	100%
Recycling and/or safe disposal	Not Applicable

## 3. Number of consumer complaints in respect of the following:

	FY 2023-24		Remarks	FY 2022-23		Remarks
	Received during the year	Pending resolution at end of year		Received during the year	Pending resolution at end of year	
Data privacy	NIL	NIL	-	NIL	NIL	-
Advertising	NIL	NIL	-	NIL	NIL	-
Cyber-security	NIL	NIL	-	NIL	NIL	-
Delivery of essential services	NIL	NIL	-	NIL	NIL	-
Restrictive Trade Practices	NIL	NIL	-	NIL	NIL	-
Unfair Trade Practices	NIL	NIL	-	NIL	NIL	-
Other	384	7	-	251	NIL	-

4. Details of instances of product recalls on account of safety issues: NIL
5. Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.

Yes, the entity has a framework/policy on cyber security and risks related to data privacy. Privacy of our customers, users and visitors is of primary importance to us and we take utmost care in handling any confidential information collected by our platform. HHL does not collect any personal or sensitive information without the knowledge and consent of the data user. The user reserves the right to grant specific and limited access to any additional services/ facilities/features, which are completely optional. In accordance with our privacy policy, we must obtain the user's consent before accessing any sensitive or personal data in order to provide these extra services.

6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services.

Response: No regulatory action taken by any regulatory authority related to above mentioned parameters

7. Provide following information for data breaches:
  - a) No. of instance of data breaches: NIL
  - b) % of data breaches involving personal identifiable information of customers: NIL
  - c) Impact, if any, of data breaches: Not Applicable

**INDEPENDENT AUDITORS' REPORT****To the Members of HERCULES HOISTS LIMITED****Report on the Audit of the Standalone Financial Statements****Opinion**

We have audited the Standalone Financial Statements of **HERCULES HOISTS LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2024, and the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash flows for the year then ended, and notes to the Standalone Financial Statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view, in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, and its net profit including other comprehensive income, changes in equity and its cash flows for the year ended on that date.

**Basis for Opinion**

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

**Key Audit Matters**

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

<b>Sr. No.</b>	<b>Key Audit Matter</b>	<b>Response To Key Audit Matter</b>
1	<p data-bbox="361 1297 602 1325"><b>Warranty Provisions</b></p> <p data-bbox="201 1339 762 1444">The Company's product warranties primarily cover expected costs to repair or replace components with defects or functional errors. Warranties are usually granted for one year to two-year period.</p> <p data-bbox="201 1465 762 1623">We focused on this area as the completeness and valuation of the expected outcome of warranty provisions requires a high degree of Management judgment and the use of estimates giving rise to inherent uncertainty in the amounts recorded in the Standalone Financial Statements.</p> <p data-bbox="201 1650 762 1755">(For the year ended March 31, 2024 the Company has provided free replacement of Rs. 58.21 Lakhs which is approximately 0.37% compared to last year's total turnover.)</p>	<p data-bbox="944 1297 1259 1325"><b>Principal Audit Procedures</b></p> <ul data-bbox="780 1339 1421 1759" style="list-style-type: none"> <li>• Testing of relevant internal controls regarding completeness of warranty provisions and how management assesses valuation of provisions.</li> <li>• We assessed the assumptions underlying the valuation of provisions by checking and corroborating the inputs used to calculate the provisions, including interviewing Management regarding individual cases. We assessed specific warranty provisions held for individual cases to evaluate whether the warranty provisions were sufficient to cover expected costs at year-end.</li> <li>• Further, we assessed the level of historical warranty claims to assess whether the total warranty provisions held at year-end were sufficient to cover expected costs in light of known and expected cases and standard warranty periods provided.</li> </ul> <p data-bbox="780 1787 1398 1831">From the procedures performed and bases on historical data we have no matters to report.</p>

2	Inventory Valuation	Principal Audit Procedures
	<p>As at March 31, 2024 the Company held Rs. 2256.10 Lakhs of inventory. Given the size of the inventory balance relative to the total assets of the Company and the estimates and judgments described below, the valuation of inventory required significant audit attention.</p> <p>As disclosed in Note No. 2(F), inventories are held at the lower of cost or net realisable value determined using the weighted average cost method. At year end, the valuation of inventory is reviewed by management and the cost of inventory is reduced where inventory forecasts to be sold below cost.</p> <p>Management undertake the following procedure for determining the level of write down required:</p> <ul style="list-style-type: none"> <li>• Use Inventory ageing report to check slow moving &amp; non-moving inventory;</li> <li>• For inventory aged greater than one year, management apply a percentage based write down to inventory. The percentage are derived from historical level of write down;</li> <li>• Perform a line-by-line analysis of remaining inventory to ensure it is stated at the lower of cost or net realizable value and a specific write down is recognized if required.</li> </ul>	<p>We have performed the following procedures over the valuation of inventory:-</p> <ul style="list-style-type: none"> <li>• For sample inventory items, re-performed the weighted average cost calculation and compared the weighted average cost to the last purchase invoices;</li> <li>• We tested that the ageing report used by management correctly aged inventory items by agreeing a sample of aged inventory items to the last recorded invoice;</li> <li>• On a sample basis we tested the net realizable value of inventory lines with recent selling prices of finished goods wherein these raw materials are used;</li> <li>• We assessed the percentage write down applied to older inventory with reference to historic inventory write downs and recoveries on slow moving inventory; and</li> <li>• We re-performed the calculation of the inventory write down.</li> </ul> <p>We also made enquiries with the management and considered the results of our testing above to determine whether any specific write downs were further required.</p> <p>From the procedures performed we have no matters to report.</p>

### Other Information

The Company's Management and the Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the Standalone Financial Statements and our auditors' 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 in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

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

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

In preparing the Standalone Financial Statements, the Management and the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going



concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

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

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

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

- Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the 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 Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

## Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditors' Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143 (11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Standalone Financial Statements.
  - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Standalone Financial Statements have been kept by the Company so far as it appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the Standalone Financial Statements.
  - d) In our opinion, the aforesaid Standalone Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Account) Rules, 2014.
  - e) On the basis of the written representations received from the directors as on March 31, 2024 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164(2) of the Act.
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
  - g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
  - h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company has disclosed the impact of pending litigations on its financial position in its Standalone Financial Statements (Refer Note. 31(a) to the Ind AS Standalone Financial Statements).
    - ii. The Company did not have any material foreseeable losses on long-term contracts including derivatives contracts.
    - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the company.
    - iv. a. The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
      - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or
      - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
    - b. The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:
      - directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or
      - provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries; and
    - 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 (d) (i) and (d) (ii) contain any material mis-statement.



- v. The dividend declared or paid during the year by the Company is in compliance with Section 123 of the Act.
- vi. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account, which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, we did not come across any instance of the audit trail feature being tampered with.

**For Kanu Doshi Associates LLP**  
**Chartered Accountants**  
**FRN. No. 104746W/W100096**

**Kunal Vakharia**  
**Partner**  
**Membership no. 148916**  
**UDIN: 24148916BKQCQNX7369**  
**Place: Mumbai**  
**Date: 27th May 2024**

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#### **ANNEXURE A TO THE AUDITOR'S REPORT**

Referred to in paragraph 2 of '**Report on other Legal and Regulatory Requirements**' in our Report of even date on the accounts of **HERCULES HOISTS LIMITED** for the year ended March 31, 2024

- i. (a) (A) The Company is maintaining 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) The fixed assets of the company are physically verified by the Management according to a phased programme designed to cover all the items over a period of three years, which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. Pursuant to the programme, a portion of the fixed assets has been physically verified by the management during the year and discrepancies noticed between the book records and the physical inventories were not material and have been properly dealt with in the accounts.
- (c) According to information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the Standalone Financial Statements are held in the name of the Company.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, plant and equipment (including Right-of use assets) or Intangible assets or both during the year.
- (e) According to information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- ii. (a) During the year, the inventories have been physically verified by the management. In our opinion, the frequency of verification is reasonable and procedures and coverage as followed by management were appropriate. Discrepancies noticed on physical verification of inventories and the book records have been appropriately dealt with by the management and the identified discrepancies were not more than 10% in the aggregate for each class of inventory.
- (b) According to information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not availed working capital limits in excess of five crore rupees, in

aggregate, from banks on the basis of security of current assets. Hence sub clause (b) of clause 3(ii) is not applicable to the Company.

- iii. (a) The Company has provided loan to its subsidiary company amounting to Rs. 7.06 lakhs during the year and had advanced a loan/ deposit to companies other than subsidiaries, joint venture and associates amounting to Rs. 1000.00 lakhs.
- (b) The terms and conditions of granting of such loans/deposits are not prejudicial to the interest of the company.
- (c) The aforesaid loans are repayable on demand and the parties are regular in payment of interest as applicable.
- (d) In respect of loans/ deposits, there is no overdue amount outstanding for more than ninety day.
- (e) Since the aforesaid loans are repayable on demand, sub-clause (e) of clause 3(iii) of the Order is not applicable.
- (f) Out of the aforesaid loans, the Company had outstanding balance of Rs. 7.06 lakhs (1% of total loans outstanding) pertaining to a company covered under Section 2 clause (76) of the Companies Act 2013
- iv. The Company has complied with provisions of Section 186 of the Companies Act, 2013 in respect of investments made and Section 185 of the Companies Act, 2013 is not applicable as there were no such loans, securities or guarantees provided during the year.
- v. The Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the rules framed there under to the extent notified and therefore clause 3(v) is not applicable.
- vi. The Central Government has prescribed maintenance of cost records for the company under sub Section (1) of Section 148 of the Companies Act, 2013 and such accounts and records have been made and maintained by the Company. However, no detailed examinations of such records have been carried out by us.
- vii. (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Customs Duty, Cess, Goods & Service Tax and any other material statutory dues applicable to it and there were no arrears as at March 31, 2024 for a period of more than six months from the date they became payable.
- (b) As informed to us, there were no disputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, GST, Custom Duty, Value Added Tax, Cess and any other material statutory dues in arrears, as at March 31, 2024; except the statutory dues aggregating to Rs.60.48 lakhs pending before the appropriate authorities as under-

Sr. No.	Name of the Statute	Nature of the dues	Forum where the dues is pending	Rs. In Lakhs
1	Income Tax Act, 1961	Income Tax	Commissioner of Income tax (appeals)	60.48

- 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 tax assessments under the Income tax Act, 1961 as income during the year.
- ix. (a) According to the records of the Company examined by us and information and explanation given to us, the Company does not have any long term borrowing and therefore sub-clause (a) of clause (ix) of the Order is not applicable.
- (b) According to the information and explanation given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.



- (c) According to the information and explanations given to us by the management, the Company has not obtained any term loans. Accordingly, clause 3 (ix) (c) of the Order is not applicable.
- (d) According to the information and explanation given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short term basis have been utilized for long term purposes. Accordingly, clause 3(ix)(d) of the Order is not applicable.
- (e) According to the information and explanation given to us and on an overall examination of the Standalone Financial Statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(e) of the Order is not applicable.
- (f) According to the information and explanation given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(f) of the Order is not applicable.
- x. (a) The Company has not raised any money by way of public issue/ further offer (including debt instruments) and through term loans during the year. Accordingly, clause 3 (x)(a) of the order is not applicable to the Company.
- (b) According to the information and explanation given to us and on the basis of our examinations of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.
- xi. (a) Based upon the audit procedures performed and information and explanation given by the management, 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 year.
- (b) According to the information and explanations given to us, no report under Section 143 (12) 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) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.
- xii. In our opinion and according to the information and explanations given to us, the nature of the activities of the company does not attract any special statute applicable to Nidhi Company. Accordingly, clause 3(xii) of the order is not applicable to the company.
- xiii. According to the information and explanation given to us, and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sec 177 and 188 of Companies Act, 2013 where applicable and details of such transactions have been disclosed in the Standalone Financial Statements as required by the applicable accounting standards.
- xiv. (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports of the Company issued till date for the period under audit.
- xv. In our opinion and according to the information and explanations given to us and based on our examination of the records of the Company, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, clause 3 (xv) of the Order is not applicable to the Company.
- xvi. (a) The company is not required to be registered under Sec 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3 (xvi)(a) of the Order is not applicable to the Company.
- (b) The company is not required to be registered under Sec 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3 (xvi)(b) of the Order is not applicable to the Company.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations is made by the

Reserve Bank of India. Accordingly, clause 3 (xvi)(c) of the Order is not applicable to the Company.

- (d) According to the information and explanations provided to us during the course of audit, the Group does not have any CIC. Accordingly, clause 3 (xvi)(d) of the Order is not applicable to the Company.
- xvii. The Company has not incurred cash losses in the current year and in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors during the year. Accordingly, clause 3 (xviii) of the Order is not applicable to the Company.
- xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the Standalone Financial Statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx. In our opinion and according to the information and explanations given to us, there is no unspent amount under section 135 (5) of the Companies Act, 2013 pursuant to any project. Accordingly, clauses 3(xx) (a) and 3(xx) (b) of the Order are not applicable.

**For Kanu Doshi Associates LLP**  
**Chartered Accountants**  
**FRN. No. 104746W/W100096**

**Kunal Vakharia**  
**Partner**  
**Membership no. 148916**  
**UDIN: 24148916BKQCQNX7369**  
**Place: Mumbai**  
**Date: 27th May 2024**

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## **ANNEXURE B TO THE AUDITORS' REPORT**

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

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

We have audited the internal financial controls over financial reporting of HERCULES HOISTS LIMITED ("the Company") as of March 31, 2024 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

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

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

**Auditors' Responsibility**

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

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls 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 Standalone 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 Standalone 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 Standalone 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 31st March, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

**For Kanu Doshi Associates LLP**  
**Chartered Accountants**  
**FRN. No. 104746W/W100096**

**Kunal Vakharia**  
**Partner**  
**Membership no. 148916**  
**UDIN: 24148916BKCQNX7369**  
**Place: Mumbai**  
**Date: 27th May 2024**

**STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2024****(Rs. In Lakhs)**

<b>Particulars</b>	<b>Note No.</b>	<b>As at 31 Mar 2024</b>	<b>As at 31 Mar 2023</b>
<b>ASSETS</b>			
<b>1 Non-current assets</b>			
(a) Property, Plant and Equipment	3	<b>2,826.54</b>	2,835.89
(b) Other Intangible Assets	4	<b>77.42</b>	102.26
(c) Intangible assets under development	5	<b>3.06</b>	-
(d) Right-to-use assets	6	<b>475.15</b>	633.53
(e) Financial assets			
(i) Non Current Investments	7	<b>89,738.79</b>	64,554.72
(ii) Other Non Current financial assets	8	<b>63.51</b>	61.86
(f) Other non - current tax assets (Net)	9	<b>58.26</b>	85.26
(g) Other non - current assets	10	<b>55.86</b>	38.86
<b>Total Non - Current Assets</b>		<b>93,298.59</b>	68,312.38
<b>2 Current assets</b>			
(a) Inventories	11	<b>2,256.10</b>	2,902.42
(b) Financial Assets			
(i) Current Investments	12	<b>4,684.91</b>	1,682.90
(ii) Trade Receivables	13	<b>1,946.64</b>	1,100.30
(iii) Cash and Cash Equivalents	14	<b>1,235.08</b>	1,580.53
(iv) Bank Balances other than (iii) above	15	<b>21.61</b>	21.32
(v) Loans	16	<b>1,007.06</b>	1,000.00
(vi) Other Financial Assets	17	<b>43.76</b>	105.65
(c) Other Tax Assets	18	<b>340.66</b>	431.42
(d) Other Current Assets	19	<b>230.33</b>	243.68
<b>Total Current Assets</b>		<b>11,766.15</b>	9,068.22
<b>TOTAL ASSETS</b>		<b>1,05,064.74</b>	77,380.60
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity Share capital	20	<b>320.00</b>	320.00
(b) Other Equity	21	<b>94,472.73</b>	70,345.39
<b>Total Equity</b>		<b>94,792.73</b>	70,665.39
<b>Liabilities</b>			
<b>1 Non-Current Liabilities</b>			
(a) Financial Liabilities			
(i) Lease liabilities	22	<b>387.26</b>	542.22
(ii) Other non current financial liabilities	23	<b>72.00</b>	66.00
(b) Deferred Tax Liabilities (Net)	24	<b>6,168.56</b>	3,163.40
<b>Total Non - Current Liabilities</b>		<b>6,627.82</b>	3,771.62
<b>2 Current Liabilities</b>			
(a) Financial Liabilities			
(i) Lease Liabilities	25	<b>154.96</b>	132.71
(ii) Trade Payables	26		
Dues of micro and small enterprises		<b>773.74</b>	638.00
Dues other than micro and small		<b>1,508.98</b>	1,160.83
(iii) Other financial liabilities	27	<b>8.82</b>	8.66
(b) Other Current Liabilities	28	<b>456.89</b>	642.98
(c) Provisions	29	<b>361.71</b>	244.65
(d) Current Tax Liabilities (Net)	30	<b>379.11</b>	115.74
<b>Total current liabilities</b>		<b>3,644.19</b>	2,943.58
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>1,05,064.74</b>	77,380.60

**Summary of significant accounting policies.**

2

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

As per our report of even date attached

**FOR KANU DOSHI ASSOCIATES LLP****CHARTERED ACCOUNTANTS**

Firm's Registration Number: 104746W/W100096

**KUNAL VAKHARIA****PARTNER**

MEMBERSHIP NO. 148916

PLACE : MUMBAI

DATED : 27/05/2024

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS****SHEKHAR BAJAJ**  
**CHAIRMAN**  
DIN- 00089358**H A NEVATIA**  
**WHOLE TIME DIRECTOR**  
DIN-00066955**AMIT BHALLA**  
**PRESIDENT & CEO****GIRISH JETHMALANI**  
**CHIEF FINANCIAL OFFICER****VIVEK MARU**  
**COMPANY SECRETARY**

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

(Rs. In Lakhs)			
Particulars	Note No.	2023-2024	2022-2023
Revenue from Operations	32	17,952.51	15,077.08
Other Income	33	2,240.56	1,768.58
<b>Total Income</b>		<b>20,193.07</b>	<b>16,845.66</b>
<b>Expenses</b>			
Cost of Material Consumed	34	9,385.75	8,774.28
Changes in inventories of Finished goods and Work - in -Progress	35	512.97	(253.05)
Employee Benefit Expenses	36	2,314.73	1,992.38
Finance Cost	37	55.36	54.91
Depreciation & Amortization Expenses	38	432.90	395.65
Other Expenses	39	2,822.18	2,892.13
<b>Total Expenses</b>		<b>15,523.89</b>	<b>13,856.30</b>
Profit Before Exceptional Items & Tax		4,669.18	2,989.36
Add: Exceptional Items			
Loss on Sale of Windmill	40	-	(73.46)
Profit on Sale of Land	40	-	8696.16
Profit/(Loss) Before Tax		4,669.18	11,612.06
Less: Tax Expenses			
(1) Current Tax			
of Current Year		718.35	1,022.08
of Earlier Years		52.16	116.01
(2) Deferred Tax			
of Current Year		296.76	143.26
of Earlier Years		-	-
<b>Total Tax Expenses</b>		<b>1,067.27</b>	<b>1,281.35</b>
<b>Profit After Tax</b>	A	<b>3,601.91</b>	<b>10,330.71</b>
Other Comprehensive Income			
A. (i) Items that will be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
B. (i) Items that will not be reclassified to profit or loss		24,033.83	(975.80)
(ii) Income tax relating to items that will not be reclassified to profit or loss		(2,708.40)	161.51
Total Other Comprehensive Income for the year	B	21,325.44	(814.29)
Total Comprehensive Income for the year	(A+B)	24,927.35	9,516.42
Earning per equity share (Face Value of Rs. 1/- each)	41		
(1) Basic		11.26	32.28
(2) Diluted		11.26	32.28
<b>Summary of significant accounting policies</b>	2		

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

As per our report of even date attached

**FOR KANU DOSHI ASSOCIATES LLP**  
**CHARTERED ACCOUNTANTS**  
 Firm's Registration Number: 104746W/W100096

**KUNAL VAKHARIA**  
**PARTNER**  
**MEMBERSHIP NO. 148916**

**PLACE : MUMBAI**  
**DATED : 27/05/2024**

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS**

**SHEKHAR BAJAJ**  
**CHAIRMAN**  
**DIN- 00089358**

**AMIT BHALLA**  
**PRESIDENT & CEO**

**VIVEK MARU**  
**COMPANY SECRETARY**

**H A NEVATIA**  
**WHOLE TIME DIRECTOR**  
**DIN-00066955**

**GIRISH JETHMALANI**  
**CHIEF FINANCIAL OFFICER**

**STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2024****(Rs. In Lakhs)**

<b>Particulars</b>	<b>2023-2024</b>	<b>2022-23</b>
<b>A) CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit before tax & Extraordinary Items	<b>4,669.18</b>	11,612.06
Adjustment for:		
Dividend income from Equity Instruments designated at FVOCI	<b>(800.54)</b>	(734.35)
Depreciation /Amortisation	<b>432.90</b>	395.65
Interest Income	<b>(234.98)</b>	(235.91)
Reclassification of remeasurement of employee benefits	<b>(19.54)</b>	(12.34)
Interest Expenses	<b>55.36</b>	54.91
Allowance for Bad Debts	<b>2.04</b>	2.16
Provision for Slow Moving and Non Moving	<b>18.60</b>	108.51
Net gain on sale of investments	<b>(1,132.72)</b>	(620.82)
(Profit)/Loss on Sale of Assets/Discarded Assets (Net)	<b>0.47</b>	(0.11)
Loss on sale of windmill	-	73.46
Profit on sale of Land	-	(8,696.16)
Excess Provision written back (Net)	<b>(28.07)</b>	(106.45)
Sundry balance off/(written back) (Net)	<b>(29.62)</b>	(12.85)
Exchange Rate Fluctuation (Net)	<b>(24.54)</b>	(12.80)
	<b>(1,760.65)</b>	<b>(9,797.12)</b>
<b>OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES</b>	<b>2,908.54</b>	<b>1,814.94</b>
<b>ADJUSTMENTS FOR WORKING CAPITAL CHANGES :</b>		
Other non - current assets	<b>27.49</b>	(17.62)
Inventories	<b>627.71</b>	(406.02)
Trade Receivable	<b>(795.76)</b>	(276.72)
Other Bank Balances	<b>(0.14)</b>	89.26
Other Non Current financial assets	<b>(1.65)</b>	15.01
Other financial assets	<b>0.35</b>	16.88
Other current assets	<b>13.35</b>	(18.58)
Other non current financial liabilities	<b>6.00</b>	5.00
Trade payables	<b>513.50</b>	340.71
Other current liabilities	<b>(186.09)</b>	461.78
Provisions	<b>117.05</b>	47.25
	<b>321.83</b>	<b>256.95</b>
Cash Generated from Operations	<b>3,230.36</b>	2,071.90
Direct Taxes paid/(refund)	<b>389.39</b>	903.54
<b>NET CASH FROM OPERATING ACTIVITIES</b>	<b>2,840.98</b>	<b>1,168.36</b>

**B) CASH FLOW FROM INVESTING ACTIVITIES**

Loan (given)/returned	(7.06)	650.00
Purchase of Fixed Assets including Capital Work in Progress	(296.94)	(472.11)
Sale of Fixed Assets	8.60	7,960.44
Investment in Wholly owned subsidiary	-	(1.00)
Purchase of Non Current Investments	(3,800.00)	(17,763.53)
Sale of Non Current Investments	800.00	8,488.27
Interest Received	296.52	351.57
Dividend Received	800.54	734.35
	<b>(2,198.34)</b>	<b>(52.00)</b>
<b>NET CASH USED IN INVESTING ACTIVITY</b>	<b>(2,198.34)</b>	<b>(52.00)</b>

**C) CASH FLOW FROM FINANCING ACTIVITIES**

Rent paid on Lease Asset	(188.07)	(165.56)
Dividend Paid (Inclusive of Dividend Distribution Tax)	(800.00)	(752.00)
	<b>(988.07)</b>	<b>(917.56)</b>
<b>NET CASH USED IN FINANCING ACTIVITY</b>	<b>(988.07)</b>	<b>(917.56)</b>
<b>NET CHANGES IN CASH &amp; CASH EQUIVALENTS(A+B+C)</b>	<b>(345.45)</b>	<b>198.81</b>
<b>OPENING BALANCE OF CASH &amp; CASH EQUIVALENTS</b>	<b>1,580.53</b>	<b>1,381.72</b>
<b>CLOSING BALANCE OF CASH &amp; CASH EQUIVALENTS</b>	<b>1,235.08</b>	<b>1,580.53</b>
	<b>(345.45)</b>	<b>198.81</b>

**Notes**

Closing Balance of Cash &amp; Cash Equivalents

1 Cash and Cash Equivalents Includes: (Refer Note No 14)

CASH IN HAND	5.25	5.40
<u>BALANCE WITH BANKS</u>		-
- In Current Account	179.83	75.13
- In Fixed Deposits	1,050.00	1,500.00
	<b>1,235.08</b>	<b>1,580.53</b>

As per our report of even date attached

**FOR KANU DOSHI ASSOCIATES LLP**  
**CHARTERED ACCOUNTANTS**  
 Firm's Registration Number: 104746W/W100096

**KUNAL VAKHARIA**  
**PARTNER**  
**MEMBERSHIP NO. 148916**  
**OFFICER**

**PLACE : MUMBAI**  
**DATED : 27/05/2024**

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS**

**SHEKHAR BAJAJ**  
**CHAIRMAN**  
 DIN- 00089358

**H A NEVATIA**  
**WHOLE TIME DIRECTOR**  
 DIN-00066955

**AMIT BHALLA**  
**PRESIDENT & CEO**

**GIRISH JETHMALANI**  
**CHIEF FINANCIAL**

**VIVEK MARU**  
**COMPANY SECRETARY**

**STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31st MARCH, 2024****A. Equity Share Capital****(Rs. In Lakhs)**

Particulars	No of Shares	Amount
Balance as at 31st March, 2022	3,20,00,000	320.00
Changes in equity share capital during the year	-	-
Balance as at 31st March, 2023	3,20,00,000	320.00
Changes in equity share capital during the year	-	-
Balance as at 31st March, 2024	<b>3,20,00,000</b>	<b>320.00</b>

**B. Other Equity****(Rs. In Lakhs)**

Particulars	Reserves and Surplus			Other items of Other comprehensive income		Total
	Capital Reserve	General Reserves	Retained Earnings	Remeasurement of net defined benefit plans	Fair Value through Other Comprehensive Income of Equity Investments	
<b>Balance as at 31st March, 2022</b>	5.14	17,095.11	5,105.92	(48.27)	39,423.07	61,580.98
Profit for the year	-	-	10,330.71	-	-	10,330.71
Final Dividend paid	-	-	(752.00)	-	-	(752.00)
Remeasurements of Defined Benefit Plan	-	-	-	(9.23)	-	(9.23)
Fair Value effect of Investments of shares	-	-	-	-	(805.06)	(805.06)
<b>Balance as at 31st March, 2023</b>	5.14	17,095.11	14,684.63	(57.50)	38,618.01	70,345.39
Profit for the year	-	-	3,601.91	-	-	3,601.91
Final Dividend paid	-	-	(800.00)	-	-	(800.00)
Remeasurements of Defined Benefit Plan	-	-	-	(14.62)	-	(14.62)
Fair Value effect of Investments of shares	-	-	-	-	21,340.06	21,340.06
<b>Balance as at 31st March, 2024</b>	<b>5.14</b>	<b>17,095.11</b>	<b>17,486.54</b>	<b>(72.12)</b>	<b>59,958.07</b>	<b>94,472.73</b>

FOR KANU DOSHI ASSOCIATES LLP  
 CHARTERED ACCOUNTANTS  
 Firm's Registration Number: 104746W/W100096

KUNAL VAKHARIA  
 PARTNER  
 MEMBERSHIP NO. 148916  
 OFFICER

PLACE : MUMBAI  
 DATED : 27/05/2024

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

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H A NEVATIA  
 WHOLE TIME DIRECTOR  
 DIN-00066955

GIRISH JETHMALANI  
 CHIEF FINANCIAL

## 1 Company Overview

The Company ("Hercules Hoists Limited", "HHL") is an existing public limited company incorporated on 15/06/1962 under the provisions of the Indian Companies Act, 1956 and deemed to exist within the purview of the Companies Act, 2013, having its registered office at Bajaj Bhavan, 226 Jamnalal Bajaj Marg, Nariman Point, Mumbai-400 021. The Company offers a diverse range of products and services including manufacturing, sales, distribution and marketing of mechanical hoists, electric chain hoists and wire rope hoists, stackers and storage and retrieval solutions, overhead cranes in the standard and extended standard range, manipulators and material handling automation solutions. The equity shares of the Company are listed on BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"). Reporting currency of the financial statements are presented in Indian Rupee (₹).

## 2 Significant Accounting Policies

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

### (A) Basis Of Preparation Of Financial Statement

#### i) Compliance with Ind AS

The financial statements Complies in all material aspects with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under Section 133 of the Companies Act, 2013 (the "Act") and other relevant provisions of the Act and other accounting principles generally accepted in India.

The financial statements were authorized for issue by the Company's Board of Directors as on May 27,2024.

#### ii) Historical cost convention

The Company follows the mercantile system of accounting and recognizes income and expenditure on an accrual basis. The financial statements are prepared under the historical cost convention, except in case of significant uncertainties and except for the following:

- (a) Certain financial assets and liabilities (Including Derivative Instruments) that are measured at fair value;
- (b) Defined benefit plans where plan assets are measured at fair value.
- (c) Investments are measured at fair value.

#### iii) Current and Non Current Classification.

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current – non-current classification of assets and liabilities.

### (B) Use of Estimates and Judgements

The preparation of financial statements requires management to make judgments, estimates and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Continuous evaluation is done on the estimation and judgments based on historical experience and other factors, including expectations of future events that are believed to be reasonable. Revisions to accounting estimates are recognised prospectively.

### (C) Financial Instruments

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

#### (I) Financial Assets

##### (i) Classification

The Company classifies its financial assets in the following measurement categories:

- (a) Those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss); and
- (b) Those measured at amortised cost.



The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

- (a) For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income.
- (b) For investments in debt instruments, this will depend on the business model in which the investment is held.
- (c) For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

The Company reclassifies debt investments when and only when its business model for managing those assets changes.

## **(ii) Measurement**

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not measured at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

### **(a) Debt instruments**

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

**Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in other income using the effective interest rate method.

**Fair value through other comprehensive income (FVOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other income or other expenses (as applicable). Interest income from these financial assets is included in other income using the effective interest rate method.

**Fair value through profit or loss (FVTPL):** Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised in profit or loss and presented net in the statement of profit and loss within other income or other expenses (as applicable) in the period in which it arises. Interest income from these financial assets is included in other income or other expenses, as applicable.

### **(b) Equity instruments**

The Company subsequently measures all equity investments at fair value. Where the Company's management has selected to present fair value gains and losses on equity investments in other comprehensive income and there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in profit or loss as other income when the Company's right to receive payments is established.

Changes in the fair value of financial assets at fair value through profit or loss are recognised in other income or other expenses, as applicable in the statement of profit and loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

**(iii) Impairment of financial assets**

"The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime credit losses (ECL) 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.

**(iv) Derecognition of financial assets**

A financial asset is derecognised only when -

- (a) The Company has transferred the rights to receive cash flows from the financial asset or
- (b) Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

**(II) Financial Liabilities****(i) Measurement**

Financial liabilities are initially recognised at fair value, reduced by transaction costs (in case of financial liability not at fair value through profit or loss), that are directly attributable to the issue of financial liability. After initial recognition, financial liabilities are measured at amortised cost using effective interest method. The effective interest rate is the rate that exactly discounts estimated future cash outflow (including all fees paid, transaction cost, and other premiums or discounts) through the expected life of the financial liability, or, where appropriate, a shorter period, to the net carrying amount on initial recognition. At the time of initial recognition, there is no financial liability irrevocably designated as measured at fair value through profit or loss.

**(ii) Derecognition**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

**(D) Financial guarantee contracts**

Financial guarantee contracts are recognised as a financial liability at the time the guarantee is issued. The liability is initially measured at fair value and subsequently at the higher of the amount determined in accordance with Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets and the amount initially recognised less cumulative amortization, where appropriate.

**(E) Segment Report**

(i) The company identifies primary segment based on the dominant source, nature of risks and returns and the internal organisation and management structure. The operating segment are the segments for which separate financial information is available and for which operating profit/loss amounts are evaluated regularly by the executive Management in deciding how to allocate resources and in assessing performance.



(ii) The analysis of geographical segments is based on the areas in which major operating divisions of the Company operate.

**(F) Inventories Valuation**

(i) Raw materials, components, stores & spares, packing material, semi-finished goods & finished goods are valued at lower of cost and net realisable value.

(ii) Cost of Raw Materials, components, stores & spares and packing material is arrived at Weighted Average Cost and Cost of semi-finished good and finished good comprises, raw materials, direct labour, other direct costs and related production overheads.

(iii) Scrap is valued at net realisable value.

(iv) Due allowances are made in respect of slow moving, non-moving and obsolete inventories based on estimate made by the Management.

**(G) Cash and cash equivalents**

Cash and cash equivalents includes cash in hand, deposits with banks, other short term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes outstanding bank overdraft shown within current liabilities in statement of financial balance sheet and which are considered as integral part of company's cash management policy.

**(H) Income tax and deferred tax**

The Income tax expense or credit for the year is the tax payable on the current year's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

Current and deferred tax is recognised in the profit and loss except to the extent it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised in equity or other comprehensive income respectively.

**(i) Current income tax**

Current tax charge is based on taxable profit for the year. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date where the Company operates and generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Current tax assets and tax liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and Company intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

**(ii) Deferred tax**

Deferred tax is provided using the liability method on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements at the reporting date. Deferred tax assets are recognised to the extent that it is probable that future taxable income will be available against which the deductible temporary differences, unused tax losses, depreciation carry-forwards and unused tax credits could be utilised.

Deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss).

Deferred tax assets and liabilities are measured based on the tax rates that are expected to apply in the period when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

The carrying amount of deferred tax assets is reviewed at each reporting date and adjusted to reflect changes in probability that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred income tax assets and liabilities are off-set against each other and the resultant net amount is presented

in the Balance Sheet, if and only when, (a) the Company has a legally enforceable right to set-off the current income tax assets and liabilities, and (b) the deferred income tax assets and liabilities relate to income tax levied by the same taxation authority.

Minimum Alternate Tax credit is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Company will pay normal income tax during the specified period.

### **(I) Property, plant and equipment**

(i) Freehold land is carried at historical cost including expenditure that is directly attributable to the acquisition of the land.

(ii) All other items of property, plant and equipment are stated at cost less accumulated depreciation. Cost includes expenditure that is directly attributable to the acquisition of the items.

(iii) Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

(iv) Cost of Capital Work in Progress ('CWIP') comprises amount paid towards acquisition of property, plant and equipment outstanding as of each balance sheet date and construction expenditures, other expenditures necessary for the purpose of preparing the CWIP for its intended use and borrowing cost incurred before the qualifying asset is ready for intended use. CWIP is not depreciated until such time as the relevant asset is completed and ready for its intended use.

(v) Depreciation methods, estimated useful lives and residual value.

(a) Fixed assets are stated at cost less accumulated depreciation.

(b) Depreciation is provided on a pro rata basis on the straight-line method over the estimated useful lives of the assets which is as prescribed under Schedule II to the Companies Act, 2013. The depreciation charge for each period is recognised in the Statement of Profit and Loss, unless it is included in the carrying amount of any other asset. The useful life, residual value and the depreciation method are reviewed at least at each financial year end. If the expectations differ from previous estimates, the changes are accounted for prospectively as a change in accounting estimate.

(c) Leasehold Land is depreciated over the period of the Lease.

(vi) Tangible assets which are not ready for their intended use on reporting date are carried as capital work-in-progress.

(vii) The residual values are not more than 5% of the original cost of the asset.

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

Estimated useful lives, residual values and depreciation methods are reviewed annually, taking into account commercial and technological obsolescence as well as normal wear and tear and adjusted prospectively, if appropriate.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other expenses or other income as applicable."

### **(J) Investment Property**

Property that is held for Capital appreciation and which is occupied by the Company, is classified by Investing property. Investment property is measured at cost including related transaction cost and where applicable borrowing cost. Investment properties are depreciated at the same rate applicable for class of asset under Property, Plant and Equipment.

### **(K) Intangible assets**

(i) An intangible asset shall be recognised if, and only if: (a) it is probable that the expected future economic benefits that are attributable to the asset will flow to the Company and (b) the cost of the asset can be measured reliably.

(ii) Cost of technical know-how is amortised over a period of six years.



(iii) Computer software is capitalised where it is expected to provide future enduring economic benefits. Capitalisation costs include licence fees and costs of implementation / system integration services. The costs are capitalised in the year in which the relevant software is implemented for use. The same is amortised over a period of 5 years on straight-line method.

## **(L) Leases**

### **(i) As a lessee**

As a lessee, the Company previously classified leases as operating or finance leases based on its assessment of whether the lease transferred significantly all of the risks and rewards incidental to ownership of the underlying asset to the Company. Under Ind AS 116, the Company recognizes right of use assets and lease liabilities for most leases i.e. these leases are on balance sheet.

On transition, the Company has applied following practical expedients:

- ▶ Applied a single discount rate to a portfolio of leases of similar assets in similar economic environment with similar end date.
- ▶ Applied the exemption not to recognise right-of-use-assets and liabilities for leases with less than 12 months of lease term on the date of transition.
- ▶ Excluded the initial direct costs from the measurement of the right-of -use-asset at the date of transition.
- ▶ Grandfathered the assessment of which transactions are, or contain leases. Accordingly, Ind AS 116 is applied only to contracts that were previously identified as leases under Ind AS 17.
- ▶ Relied on its assessment of whether leases are onerous, applying Ind AS 37 immediately before the date of initial application as an alternative to performing an impairment review.
- ▶ Used hindsight when determining the lease term if the contract contains options to extend or terminate the lease.

### **(ii) As a lessor**

Lease income from operating leases where the Company is a lessor is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature.

## **(M) Revenue Recognition**

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are inclusive of excise duty and net of returns, trade discount taxes and amounts collected on behalf of third parties. The Company recognises revenue as under:

### **(I) Sales**

#### **(i) "The Company recognizes revenue from sale of goods when:"**

- (a) "The significant risks and rewards of ownership in the goods are transferred to the buyer as per the terms of the contract, which coincides with the delivery of goods."
- (b) The Company retains neither continuing managerial involvement to the degree usually associated with the ownership nor effective control over the goods sold.
- (c) The amount of revenue can be reliably measured.
- (d) It is probable that future economic benefits associated with the transaction will flow to the Company.
- (e) The cost incurred or to be incurred in respect of the transaction can be measured reliably.
- (f) The company bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

#### **(ii) Sales of Power**

The Company recognises income from power generated on accrual basis. However, where the ultimate collection of the same lacks reasonable certainty, revenue recognition is postponed to the extent of uncertainty.

**(II) Other Income****(i) Interest Income**

Interest income from debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the group estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

**(ii) Dividends**

Dividends are recognised in profit or loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the group, and the amount of the dividend can be measured reliably.

**(iii) Export Benefits**

Export incentives are accounted for on export of goods if the entitlements can be estimated with reasonable accuracy and conditions precedent to claim are fulfilled.

**(iv) Income from Erection & Commissioning Services:**

- (a) The amount of revenue can be measured reliably.
- (b) It is probable that future economic benefits associated with the transaction will flow to the Company.
- (c) The stage of completion of the transaction at the end of the reporting period can be measured reliably.
- (d) The cost incurred for transaction and the cost to complete the transaction can be measured reliably.

**(N) Employee Benefit****(i) Short-term obligations**

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

**(ii) Other long-term employee benefit obligations**

The liabilities for earned leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the appropriate market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

**(iii) Post-employment obligations**

The group operates the following post-employment schemes:

**(a) Defined benefit gratuity plan:**

Gratuity and Leave encashment which are defined benefits are accrued based on actuarial valuation working provided by Life Insurance Corporation of India (LIC) . The Company has opted for a Group Gratuity-cum-Life Assurance Scheme of the Life Insurance Corporation of India (LIC), and the contribution is charged to the Statement of Profit & Loss each year. The Company has funded the liability on account of leave benefits through LIC's Group Leave Encashment Assurance Scheme and the Contribution is charged to Statement of Profit and Loss.



The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan. The defined benefit obligation is calculated annually as provided by LIC. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss. Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

**(b) Defined Contribution plan:**

Contribution payable to recognised provident fund and superannuation scheme which is defined contribution scheme is charged to Statement of Profit & Loss. The company has no further obligation to the plan beyond its contribution.

**(O) Foreign currency translation****(i) Functional and presentation currency**

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The financial statements are presented in Indian rupee (INR), which is Company's functional and presentation currency.

**(ii) Transactions and balances**

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss. All the foreign exchange gains and losses are presented in the statement of Profit and Loss on a net basis within other expenses or other income as applicable.

**(P) Borrowing Cost**

(i) Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

(ii) Borrowings are classified as current financial liabilities unless the group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

**(Q) Earnings per share****(i) Basic earnings per share**

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Company; and
- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year.

**ii) Diluted earnings per share**

Diluted earnings per share adjust the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares; and

- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

### **(R) Impairment of Assets**

Intangible assets that have an indefinite useful life are not subject to amortization and are tested annually for impairment or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets that suffered impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

### **(S) Provisions, contingent liabilities and contingent assets**

#### **(i) Provisions:**

"Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the statement of profit and loss."

#### **(ii) Contingent liabilities:**

"A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognise a contingent liability but discloses its existence in the financial statements."

#### **(iii) Contingent Assets:**

Contingent Assets are disclosed, where an inflow of economic benefits is probable.

### **(T) Investments**

Equity investments are measured at fair value, with value changes recognised in Other Comprehensive Income, except for those mutual fund for which the Company has elected to present the fair value changes in the Statement of Profit and Loss.

### **(U) Trade receivables**

Trade receivables are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

### **(V) Trade and other payables**

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. Trade and other payables are recognised, initially at fair value, and subsequently measured at amortised cost using effective interest rate method.

### **(W) Operating Cycle**

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



**3 PROPERTY, PLANT AND EQUIPMENT**

Particulars	Gross Carrying Amount				Depreciation/Impairment Losses				Net Carrying Amount	
	As At 01.04.2023	Purchase During The Year	Deduction During The Year	As At 31.03.2024	Up To 01.04.2023	Dep. For The Year	Impairment Losses	Deduction During The Year	As At 31.03.2024	As At 31.03.2024
Freehold Land	36.29	-	-	36.29	-	-	-	-	-	36.29
Leasehold Land	10.78	-	-	10.78	3.43	0.49	-	-	3.92	6.86
Buildings (Refer Note No 3.1)	1,693.02	11.19	-	1,704.21	317.07	43.17	-	-	360.24	1,343.97
Plant & Machinery	938.79	137.66	-	1,076.45	106.73	76.57	-	-	183.31	893.14
Computers	251.30	30.64	3.86	278.08	105.58	59.23	-	3.18	161.63	116.45
Jigs & Fixtures	4.62	-	-	4.62	3.58	0.27	-	-	3.85	0.77
Factory Fixtures	119.30	-	-	119.30	66.48	9.30	-	-	75.78	43.53
Machine Accessories	5.56	-	-	5.56	2.71	1.82	-	-	4.53	1.03
Dies & Patterns (Refer Note No 3.2)	179.57	-	-	179.57	43.19	11.43	-	-	54.61	124.96
Electrical Installations	81.57	-	-	81.57	62.14	3.00	-	-	65.14	16.43
Furniture & Fixtures	273.10	2.82	1.75	274.17	142.87	23.04	-	1.31	164.60	109.57
Vehicles	89.58	51.55	17.12	124.00	27.82	10.47	-	10.91	27.38	96.63
Office Equipments	109.42	13.29	4.04	118.66	75.40	8.64	-	2.30	81.74	36.92
<b>Total Property, Plant and Equipment</b>	<b>3,792.90</b>	<b>247.14</b>	<b>26.78</b>	<b>4,013.26</b>	<b>957.01</b>	<b>247.42</b>	<b>-</b>	<b>17.71</b>	<b>1,186.72</b>	<b>2,826.54</b>

Particulars	Gross Carrying Amount				Depreciation/Impairment Losses				Net Carrying Amount	
	As At 01.04.2022	Purchase During The Year	Deduction During The Year	As At 31.03.2023	Up To 01.04.2022	Dep. For The Year	Impairment Losses	Deduction During The Year	As At 31.03.2023	As At 31.03.2023
Freehold Land	36.29	-	-	36.29	-	-	-	-	-	36.29
Leasehold Land	10.78	-	-	10.78	2.94	0.49	-	-	3.43	7.35
Buildings (Refer Note No 3.1)	1,664.51	28.51	-	1,693.02	271.31	45.75	-	-	317.07	1,375.96
Windmill Plant	298.01	-	298.01	-	134.65	9.90	-	144.55	-	-
Plant & Machinery	772.31	166.48	-	938.79	43.96	62.77	-	-	106.73	832.06
Computers	115.49	136.81	1.00	251.30	74.40	31.47	-	0.29	105.58	145.71
Jigs & Fixtures	4.62	-	-	4.62	3.15	0.43	-	-	3.58	1.04
Factory Fixtures	119.30	-	-	119.30	56.62	9.86	-	-	66.48	52.82
Machine Accessories	5.56	-	-	5.56	2.14	0.57	-	-	2.71	2.85
Dies & Patterns (Refer Note No 3.2)	150.07	29.50	-	179.57	32.79	10.40	-	-	43.19	136.38
Electrical Installations	81.57	-	-	81.57	59.12	3.02	-	-	62.14	19.43
Furniture & Fixtures	260.52	12.58	-	273.10	120.72	22.15	-	-	142.87	130.23
Vehicles	89.58	-	-	89.58	17.61	10.21	-	-	27.82	61.76
Office Equipments	96.95	14.71	2.25	109.42	68.07	8.07	-	0.73	75.40	34.01
<b>Total Property, Plant and Equipment</b>	<b>3,705.56</b>	<b>388.60</b>	<b>301.26</b>	<b>3,792.90</b>	<b>887.49</b>	<b>215.09</b>	<b>-</b>	<b>145.57</b>	<b>957.01</b>	<b>2,835.89</b>

**Note No. 3.1:**

(i) Building includes Rs.0.005 Lakhs (Previous Year Rs.0.005 Lakhs) being the cost of 10 shares of Bajaj Bhavan Owner's Co-operative Society of Rs.50 each fully paid up.  
(ii) Building includes Rs.0.044 Lakhs (Previous Year Rs.0.044 Lakhs) being shares application of Co-operative Premises Society

**Note No. 3.2: Dies & Patterns :** Fixed Assets includes dies & patterns written down amounts of Rs. 124.96 Lakhs (Previous Year Rs.136.38 Lakhs) lying at Vendors/Job workers.

**4 OTHER INTANGIBLE ASSETS**

(Rs. In Lakhs)

PARTICULARS	GROSS CARRYING AMOUNT				DEPRECIATION/IMPAIRMENT LOSSES					NET CARRYING AMOUNT
	AS AT 01.04.2023	PURCHASE DURING THE YEAR	DEDUCTION DURING THE YEAR	AS AT 31.03.2024	UP TO 01.04.2023	DEP. FOR THE YEAR	IMPAIRMENT LOSSES	DEDUCTION DURING THE YEAR	AS AT 31.03.2024	AS AT 31.03.2024
Computer Software	378.73	2.25	-	<b>380.98</b>	280.01	27.09	-	-	<b>307.10</b>	<b>73.89</b>
Trade Mark	3.54	-	-	<b>3.54</b>	-	-	-	-	-	<b>3.54</b>
<b>Total Other Intangible Assets</b>	<b>382.27</b>	<b>2.25</b>	<b>-</b>	<b>384.52</b>	<b>280.01</b>	<b>27.09</b>	<b>-</b>	<b>-</b>	<b>307.10</b>	<b>77.42</b>

**OTHER INTANGIBLE ASSETS**

(Rs. In Lakhs)

PARTICULARS	GROSS CARRYING AMOUNT				DEPRECIATION/IMPAIRMENT LOSSES					NET CARRYING AMOUNT
	AS AT 01.04.2022	PURCHASE DURING THE YEAR	DEDUCTION DURING THE YEAR	AS AT 31.03.2023	UP TO 01.04.2022	DEP. FOR THE YEAR	IMPAIRMENT LOSSES	DEDUCTION DURING THE YEAR	AS AT 31.03.2023	AS AT 31.03.2023
Computer Software	295.23	83.50	-	378.73	251.01	29.00	-	-	280.01	98.72
Trade Mark	3.54	-	-	3.54	-	-	-	-	-	3.54
<b>Total Other Intangible Assets</b>	<b>298.77</b>	<b>83.50</b>	<b>-</b>	<b>382.27</b>	<b>251.01</b>	<b>29.00</b>	<b>-</b>	<b>-</b>	<b>280.01</b>	<b>102.26</b>

**5 INTANGIBLE ASSETS UNDER DEVELOPMENT**

(Rs. In Lakhs)

PARTICULARS	AS AT 01.04.2023	ADDITION DURING THE YEAR	DEDUCTION DURING THE YEAR	AS AT 31.03.2024
Intangible assets under development.	-	3.06	-	<b>3.06</b>
<b>Previous Year</b>	-	-	-	-

**6 RIGHT-TO-USE ASSETS**

(Rs. In Lakhs)

PARTICULARS	AS AT 01.04.2023	ADDITION DURING THE YEAR	DEDUCTION DURING THE YEAR	AS AT 31.03.2024
Asset Taken Under Lease	633.53	-	158.38	<b>475.15</b>
<b>Previous Year</b>	<b>6.37</b>	<b>778.72</b>	<b>151.56</b>	<b>633.53</b>

**7 NON CURRENT INVESTMENTS****(Rs. In Lakhs)**

Particulars	Face Value	QTY	As at March 31, 2024	QTY	As at March 31, 2023
<b>Non Trade Investments</b>					
<b>Quoted</b>					
<b>Equity Instruments (At FVOCI)</b>					
Bajaj Holdings & Investment Limited	10	4,15,516	34,445.65	4,15,516	24,596.26
Bajaj Auto Limited	10	1,82,590	16,697.67	1,82,590	7,091.52
Bajaj Finserv Limited#	1	11,05,630	18,172.69	11,05,630	14,001.15
Bajaj Electricals Limited	2	6,24,596	5,656.34	6,24,596	6,571.37
Bajel Projects Limited#	2	6,24,596	1,341.32	-	-
<b>Total Value of Quoted Investments</b>		<b>(A)</b>	<b>76,313.67</b>	<b>(A)</b>	<b>52,260.30</b>
<b>Unquoted</b>					
<b>Wholly owned subsidiary</b>					
<b>Equity Instruments (At Cost)</b>					
Indef Manufacturing Limited	1	1,00,000	1.00	1,00,000	1.00
<b>Unquoted</b>					
<b>Mutual Funds (At FVTPL)</b>					
Reliance Short Term Fund	10	5,11,779.81	243.85	5,11,779.81	227.07
HDFC PSU Debt Fund	10	11,41,792.94	237.82	11,41,792.94	221.52
HDFC Credit Risk Debt Fund	10	36,41,473.17	793.41	36,41,473.17	737.64
ICICI Prudential Income Opportunities Fund	10	12,33,245.64	446.67	12,33,245.64	411.76
Kotak Medium Term Fund	10	9,33,371.25	191.04	9,33,371.25	176.79
ICICI Prudential Credit Risk Fund	10	26,71,799.24	764.13	26,71,799.24	707.55
HDFC Short Term Debt Fund - Regular Plan	10	30,17,190.34	871.53	30,17,190.34	809.27
ICICI Prudential Corporate Bond Fund	10	22,68,162.13	611.19	22,68,162.13	566.41
Axis Banking & PSU Debt Fund	10	12,382.94	295.71	12,382.94	276.58
HDFC Corporate Bond Fund	10	37,86,063.16	1,110.63	30,79,614.37	837.04
Kotak Banking And Psu Debt Fund	10	12,42,589.27	735.09	12,42,589.27	684.41
Kotak Nifty Index Fund Regular- Gr	10	92,62,495.67	1,025.17	92,62,495.67	958.59
ICICI Prudential PSU Bond Plus SDL 40 60 Index Fund - Sep 2027 - Regular Plan - Growth	10	1,00,98,610.15	1,127.99	1,00,98,610.15	1,054.28
Aditya Birla Sun Life Money Manager Fund-Growth Regular Plan	10	2,37,851.88	801.47	2,37,851.88	744.54
HDFC Ultra ShortTerm Fund	10	21,18,783.72	293.39	21,18,783.72	273.79
ICICI Bank Ultra Short Term Fund Growth	10	29,36,309.43	743.23	29,36,309.43	693.33
HDFC Money Market Fund Collection	10	13,245.94	689.87	13,245.94	641.66
Kotak Savings Fund	10	5,11,774.22	200.98	5,11,774.22	187.84
Aditya Birla Sun Life Savings Fund -Growth Regular Plan	10	1,81,218.66	903.59	1,81,218.66	841.14
AXIS Treasury Advantage Fund	10	9,425.32	265.23	9,425.32	247.27
Aditya Birla Sun Life Low Duration Fund	10	21,942.63	131.87	21,942.63	123.31
ICICI Prudential Saving Fund	10	1,90,520.10	940.26	1,90,520.10	871.61
<b>Total Value of Unquoted Investments</b>		<b>(B)</b>	<b>13,425.12</b>	<b>(B)</b>	<b>12,294.41</b>
<b>Total of Non-Current Investments</b>		<b>(A+B)</b>	<b>89,738.79</b>	<b>(A+B)</b>	<b>64,554.72</b>

# Bajaj Finserv Limited subdivided its share from Rs. 5 per share to Rs. 1 Share and issued bonus share 1:1 on 13-09-2022

# On demerger of Bajaj Electricals Ltd (BEL) on 16-09-2023, shares in the ratio of 1:1 is allotted for resulting company Bajel Projects Limited (BPL). Post demerger cost of acquisition is 67.07% (BEL) : 32.93% (BPL), accordingly the cost is allocated.

**8 OTHER NON CURRENT FINANCIAL ASSETS****(Rs. In Lakhs)**

Particulars	As at March 31, 2024	As at March 31, 2023
(Unsecured, Considered Goods, unless specified otherwise)		
Deposits	63.51	61.86
	<u>63.51</u>	<u>61.86</u>

**9 OTHER NON CURRENT TAX ASSETS (NET)****(Rs. In Lakhs)**

Particulars	As at March 31, 2024	As at March 31, 2023
Advance Tax and Tax Deducted at Source (Net of Current Tax Provisions) (Refer Note No 24.1)	58.26	85.26
	<u>58.26</u>	<u>85.26</u>

**10 OTHER NON CURRENT ASSETS****(Rs. In Lakhs)**

Particulars	As at March 31, 2024	As at March 31, 2023
(Unsecured, Considered Goods, unless specified otherwise)		
Capital Advances	44.49	-
Advance recoverable in cash or kind or for value to be received	11.37	38.86
	<u>55.86</u>	<u>38.86</u>

**11 INVENTORIES****(Rs. In Lakhs)**

Particulars	As at March 31, 2024	As at March 31, 2023
Raw Material (Refer Note No 11.1 & 11.2)	2,075.22	2,205.78
Work-in-progress	37.62	70.42
Finished Goods	131.68	611.86
Stores & Spares	11.58	14.36
	<u>2,256.10</u>	<u>2,902.42</u>

**Note No 11.1:** Raw Material inventory net off provision for slow moving and non moving of Rs. 127.11 Lakhs (31st March 2023 Rs.108.51 Lakhs)

**Note No 11.2:** During the current year and previous year the physical verification of the inventory has been conducted at reasonable intervals and the discrepancies noticed were not material and have been properly dealt with in the books of accounts.

**12 CURRENT INVESTEMENTS****(Rs. In Lakhs)**

Particulars	Face Value	QTY	As at March 31, 2024	QTY	As at March 31, 2023
<b>Unquoted</b>					
Kotak Equity Arbitrage Fund	10	32,77,617.96	1,124.37	21,07,907.94	670.63
ABSL Overnight Fund Regular Fund	10	18,464.22	237.61	83,929.37	1,012.27
Aditya Birla Sun Life Floating Rate Fund	10	67,150.15	211.90	-	-
Aditya Birla Sun Life Arbitrage Fund	10	34,78,676.83	847.73	-	-
ICICI Prudential Corporate Bond Fund	10	27,23,757.75	733.96	-	-
ICICI Prudential Floating Interest Fund	10	2,41,607.04	929.33	-	-
ICICI Prudential Equity Arbitrage Fund	10	12,72,120.10	400.02	-	-
HDFC Arbitrage Fund	10	7,12,088.31	200.00	-	-
			<u>4,684.91</u>		<u>1,682.90</u>

**13 TRADE RECEIVABLES** (Refer Note No 13.1)

(Rs. In Lakhs)

Particulars	As at		As at
	March 31, 2024		March 31, 2023
(Unsecured)			
Considered Goods	1,946.64		1,100.30
Considered Doubtful	111.98		138.02
	<u>2,058.62</u>		<u>1,238.32</u>
Less: Impairment allowance (Allowance for bad and doubtful debts)	(111.98)	1,946.64	(138.02)
		<u>1,946.64</u>	<u>1,100.30</u>

**Note No 13.1:** The average credit period ranges from 1 to 5 days for Sales through Associated Business Patterns (ABP), and for Direct customers/Project order depending upon Terms of the Purchase Orders. No interest is charged on trade receivables during credit period of ABPs. Thereafter, interest is charged at 21% p.a. on the outstanding balance.

Ageing for trade receivables - billed outstanding as at March 31, 2024 is as follows:

Particulars	Less Than 6 months	6 months - 1 years	1 - 2 years	2 - 3 years	More than 3 years	Total
Undisputed trade receivables – considered good	1,833.55	73.16	38.70	3.46	109.75	2,058.62
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	-	-	-	-	-	-
Total	1,833.55	73.16	38.70	3.46	109.75	2,058.62
Less: Allowance for doubtful trade receivables	-	-	-	-	-	(111.98)
<b>Total Trade Receivables</b>						<b>1,946.64</b>

Ageing for trade receivables - billed outstanding as at March 31, 2023 is as follows:

Particulars	Less Than 6 months	6 months - 1 years	1 - 2 years	2 - 3 years	More than 3 years	Total
Undisputed trade receivables – considered good	945.81	65.15	24.19	14.94	188.22	1,238.32
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	-	-	-	-	-	-
Total	945.81	65.15	24.19	14.94	188.22	1,238.32
Less: Allowance for doubtful trade receivables	-	-	-	-	-	(138.02)
<b>Total Trade Receivables</b>						<b>1,100.30</b>

14 CASH AND CASH EQUIVALENTS		(Rs. In Lakhs)	
Particulars	As at	As at	
	March 31, 2024	March 31, 2023	
Balance With Banks			
- On Current account	179.83	75.13	
Cash on Hand	5.25	5.40	
Bank Fixed Deposits Account	1,050.00	1,500.00	
	<u>1,235.08</u>	<u>1,580.53</u>	

15 BANK BALANCES		(Rs. In Lakhs)	
Particulars	As at	As at	
	March 31, 2024	March 31, 2023	
Unpaid Dividend Account (Refer Note No 15.1)	8.82	8.66	
Margin Money Account (Refer Note No 15.2)	12.80	12.66	
	<u>21.61</u>	<u>21.32</u>	

**Note No. 15.1**

- (i) The company can utilise balances only towards settlement of of the unpaid dividend.  
(ii) The Company has transferred Rs. 1.23 Lakhs (31 March 2023 Rs. 0.97 Lakhs) in Investor Education Fund and Protection Fund during the year.

**Note No. 15.2**

Margin money deposits amounting to Rs. 12.80 Lakhs (31 March 2023 Rs. 12.66 Lakhs) are lying with bank against Bank Guarantees.

16 LOANS		(Rs. In Lakhs)	
Particulars	As at	As at	
	March 31, 2024	March 31, 2023	
(Unsecured, Considered Good, unless specified otherwise)			
<u>Loans and Advances to Related Parties</u>			
Loan to Subsidiary company (Refer Note No 16.1 and 46)	7.06	-	
<u>Other Loans &amp; Advances</u>			
Loan to Companies and Others (Refer Note No 16.2)	1,000.00	1,000.00	
	<u>1,007.06</u>	<u>1,000.00</u>	

**Note No 16.1:** The Company has given loan to its wholly owned subsidiary company to carry out business/ Administrative activity. The loan amount is payable on demand and interest charged will be 11% p.a.

**Note No 16.2:** The Company has surplus fund and hence has given loan to companies which is payable on demand and has taken loan for their working capital requirements. The rate of interest charged is 11 % (31 March 2023 was 11%) which is higher than prevailing rate of interest charged for the same tenor of the Government securities.

17 OTHER FINANCIAL ASSETS		(Rs. in Lakhs)	
Particulars	As at	As at	
	March 31, 2024	March 31, 2023	
Unsecured, Considered Good, unless specified otherwise			
Security deposits	2.75	6.66	
Advances to Staff	14.60	11.04	
Interest Receivable	26.41	87.95	
	<u>43.76</u>	<u>105.65</u>	

18 OTHER TAX ASSETS		(Rs. In Lakhs)	
Particulars	As at	As at	
	March 31, 2024	March 31, 2023	
Advance Tax and Tax Deducted at Source	340.66	431.42	
	<u>340.66</u>	<u>431.42</u>	

**19 OTHER CURRENT ASSETS****(Rs. In Lakhs)**

Particulars	As at	As at
	March 31, 2024	March 31, 2023
(Unsecured, Considered Good, unless specified otherwise)		
Balance with Central Excise	27.33	27.33
Advance to suppliers and service providers	113.45	154.75
Advance recoverable in cash or kind or for value to be received	89.55	61.60
	<b>230.33</b>	<b>243.68</b>

**20 EQUITY SHARE CAPITAL****(Rs. In Lakhs)**

Particulars	As at	As at
	March 31, 2024	March 31, 2023
<b>Authorized Share Capital</b>		
4,00,00,000 Equity shares, Re. 1/- par value (31 March 2023: 40,000,000 equity shares Re. 1/- each)	400.00	400.00
	<b>400.00</b>	<b>400.00</b>
<b>Issued, Subscribed and Fully Paid Up Shares</b>		
32,00,00,000 Equity shares, Re. 1/- par value fully paid up (31 March 2023: 32,000,000 equity shares Re. 1/- each)	320.00	320.00
	<b>320.00</b>	<b>320.00</b>

**Note No 20.1: The reconciliation of the number of shares outstanding at the beginning and at the end of reporting period 31-03-2024:**

Particulars	As at March 31, 2024		As at March 31, 2023	
	No. of Shares	Amount	No. of Shares	Amount
Number of shares at the beginning	3,20,00,000	320.00	3,20,00,000	320.00
Add: Shares issued during the year	-	-	-	-
Less : Shares bought back (if any)	-	-	-	-
<b>Number of shares at the end</b>	<b>3,20,00,000</b>	<b>320.00</b>	<b>3,20,00,000</b>	<b>320.00</b>

**Note No 20.2: Terms/rights attached to equity shares**

(A) The company has only one class of equity shares having a par value of Re. 1 per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

(B) In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**Note No 20.3: The details of shareholders holding more than 5% shares in the company :**

Particulars	As at March 31, 2024		As at March 31, 2023	
	No. of Shares	% held as at	No. of Shares	% held as at
Bajaj Holdings & Investment Limited	62,51,040	19.53	62,51,040	19.53
Jamnalal Sons Private Limited	61,93,016	19.35	61,93,016	19.35
Bajaj Sevashram Private Limited	18,68,000	5.84	18,68,000	5.84

Disclosure of shareholding of promoters as at March 31, 2024 is as follows:-

Promoter name	As at March 31, 2024		As at March 31, 2023		Changes during the year in %
	No. of shares	% of total shares	No. of shares	% of total shares	
Kiran Bajaj	11,34,666	3.55	11,34,666	3.55	-
Kumud Bajaj	1,000	-	1,000	-	-
Madhur Bajaj	1,000	-	1,000	-	-
Niraj Bajaj Trust	5,52,000	1.73	5,52,000	1.73	-
Niraj Bajaj	10,94,400	3.42	10,94,400	3.42	-
Pooja Bajaj	5,54,667	1.73	5,54,667	1.73	-
Rajivnayan Bajaj	-	-	2,928	0.01	(0.01)
Sanjivnayan Bajaj Trust	2,928	0.01	2,928	0.01	-
Sanjivnayan Bajaj Trust	2,928	0.01	2,928	0.01	-
Shekhar Bajaj	9,06,400	2.83	9,06,400	2.83	-
Sanjivnayan Bajaj	2,400	-	2,400	-	-
Vanraj Anant Bajaj	5,54,667	1.73	5,54,667	1.73	-
Kumud Bajaj Trust	5,06,133	1.58	5,06,133	1.58	-
Madhur Bajaj Trust	5,06,133	1.58	5,06,133	1.58	-
Kumud Bajaj A/C Madhur Neelima Family Trust	1,26,534	0.40	1,26,534	0.40	-
Kumud Bajaj A/C Madhur Nimisha Family Trust	1,26,534	0.40	1,26,534	0.40	-
Madhur Bajaj A/C Kumud Bajaj Neelima Family Trust	1,26,533	0.40	1,26,533	0.40	-
Madhur Bajaj A/C Kumud Bajaj Nimisha FamilyTrust	1,26,533	0.40	1,26,533	0.40	-
Bachhraj Factories Private Limited	12,35,280	3.86	12,35,280	3.86	-
Bajaj Holdings And Investment Limited	62,51,040	19.53	62,51,040	19.53	-
Bajaj Sevashram Private Limited	18,68,000	5.84	18,68,000	5.84	-
Jamnial Sons Private Limited	61,93,016	19.35	61,93,016	19.35	-
Shekhar Holdings Private Limited	4,00,000	1.25	4,00,000	1.25	-
Niraj Holding Private Limited	2,928	0.01	-	-	0.01
<b>Total</b>	<b>2,22,75,720</b>	<b>69.61</b>	<b>2,22,75,720</b>	<b>69.61</b>	<b>-</b>



Disclosure of shareholding of promoters as at March 31, 2023 is as follows:-

Promoter name	As at March 31, 2023		As at March 31, 2022		Changes during the year in %
	No. of shares	% of total shares	No. of shares	% of total shares	
Kiran Bajaj	11,34,666	3.55	11,34,666	3.55	-
Kumud Bajaj	1,000	-	1,000	-	-
Madhur Bajaj	1,000	-	1,000	-	-
Niraj Bajaj Trust	5,52,000	1.73	5,52,000	1.73	-
Niraj Bajaj	10,94,400	3.42	10,94,400	3.42	-
Pooja Bajaj	5,54,667	1.73	5,54,667	1.73	-
Rajivnayan Bajaj	2,928	0.01	2,928	0.01	-
Sanjivnayan Bajaj Trust	2,928	0.01	2,928	0.01	-
Sanjivnayan Bajaj Trust	2,928	0.01	2,928	0.01	-
Shekhar Bajaj	9,06,400	2.83	9,06,400	2.83	-
Shri Sanjivnayan Bajaj	2,400	-	2,400	-	-
Sunaina Kejriwal	-	-	7,16,336	2.24	(2.24)
Vanraj Anant Bajaj	5,54,667	1.73	5,54,667	1.73	-
Kumud Bajaj Trust	5,06,133	1.58	5,06,133	1.58	-
Madhur Bajaj Trust	5,06,133	1.58	5,06,133	1.58	-
Kumud Bajaj A/C Madhur Neelima Family Trust	1,26,534	0.40	1,26,534	0.40	-
Kumud Bajaj A/C Madhur Nimisha Family Trust	1,26,534	0.40	1,26,534	0.40	-
Madhur Bajaj A/C Kumud Bajaj Neelima Family Trust	1,26,533	0.40	1,26,533	0.40	-
Madhur Bajaj A/C Kumud Bajaj Nimisha Family Trust	1,26,533	0.40	1,26,533	0.40	-
Bachhraj Factories Private Limited	12,35,280	3.86	12,35,280	3.86	-
Bajaj Holdings And Investment Limited	62,51,040	19.53	62,51,040	19.53	-
Bajaj Sevashram Private Limited	18,68,000	5.84	18,68,000	5.84	-
Jamnallal Sons Private Limited	61,93,016	19.35	54,76,680	17.11	2.24
Shekhar Holdings Private Limited	4,00,000	1.25	4,00,000	1.25	-
<b>Total</b>	<b>2,22,75,720</b>	<b>69.61</b>	<b>2,22,75,720</b>	<b>69.61</b>	<b>-</b>

**Note No 20.4:**

Year	Dividend paid per share
2023-24 - Proposed	4.00
2022-23	2.50
2022-23 (Interim Dividend)	0.50
2021-22	1.85
2021-22 (Interim Dividend)	0.75
2020-21	1.50

**21 OTHER EQUITY**

(Rs. In Lakhs)

Particulars	As at	As at
	March 31, 2024	March 31, 2023
Reserves & surplus*		
Capital Reserve #	5.14	5.14
General Reserves ##	17,095.11	17,095.11
Retained earnings	17,486.54	14,684.63
Other Comprehensive Income (OCI)		
-Remeasurement of net defined benefit plans	(72.12)	(57.50)
-Fair Value of Equity Investments through OCI	59,958.07	38,618.01
	<b>94,472.73</b>	<b>70,345.39</b>

# Capital reserve mainly represents amount transferred on amalgamation of INDEF Marketing Private Limited

## General reserve reflects amount transferred from statement of profit and loss in accordance with regulations of the Companies Act, 2013.

\* For movement, refer statement of changes in equity.

**22 LEASE LIABILITIES (Non Current)**

(Rs. In Lakhs)

Particulars	As at	As at
	March 31, 2024	March 31, 2023
Lease Liabilities	387.26	542.22
	<b>387.26</b>	<b>542.22</b>

**23 OTHER NON CURRENT FINANCIAL LIABILITIES**

(Rs. In Lakhs)

Particulars	As at	As at
	March 31, 2024	March 31, 2023
Deposits (Refer Note No 23.1)	72.00	66.00
	<b>72.00</b>	<b>66.00</b>

Note No 23.1: Deposit from customers and others are interest free deposit.

**24 DEFERRED TAX LIABILITIES (NET)**

(Rs. In Lakhs)

Particulars	As at	As at
	March 31, 2024	March 31, 2023
Deferred Tax Liabilities (Net) (Refer Note 24.1)	6,168.56	3,163.40
	<b>6,168.56</b>	<b>3,163.40</b>

**Note No.: 24.1**

Particulars	Net Balance as at 01.04.2023	Recognised in statement of Profit and Loss	Recognised in OCI	Net Balance at 31.03.2024
<b>Deferred Tax (Assets)/Liabilities</b>				
Property, plant and equipment/Investment Property/ Other Intangible Assets	250.71	(3.96)	-	<b>254.68</b>
Fair Value through Profit & Loss	452.72	(280.98)	-	<b>733.70</b>
Equity Instruments designated at FVOCI	2,539.79	-	(2,713.31)	<b>5,253.10</b>
Actuarial Gain/Loss on Employee Benefits	(16.73)	-	4.92	<b>(21.64)</b>
Actuarial Gain/Loss on Employee Benefits	16.73	(4.92)	-	<b>21.64</b>
Expenses allowable under income tax on payment basis	(1.75)	(0.11)	-	<b>(1.65)</b>
Provision for warranty	(5.60)	6.51	-	<b>(12.11)</b>
Lease effect - IND AS 116	(10.42)	6.46	-	<b>(16.88)</b>
Provision for Slow Moving and Non Moving items	(27.31)	(27.31)	-	<b>-</b>
Disallowance under section 43B(h)	-	14.09	-	<b>(14.09)</b>
Allowance for Bad & Doubtful Debts	(34.74)	(6.55)	-	<b>(28.18)</b>
<b>Total</b>	<b>3,163.40</b>	<b>(296.76)</b>	<b>(2,708.40)</b>	<b>6,168.56</b>

**Income tax**

The major components of income tax expense for the year ended 31 March, 2024

**(Rs. In Lakhs)**

Particulars	As at March 31, 2024	As at March 31, 2023
<b>Profit and Loss:</b>		
Current tax – including reversal of earlier years : Rs. 52.16 Lakhs (31 March 2023: Rs. 116.01 Lakhs)	<b>770.51</b>	1,138.09
Deferred Tax – including reversal of earlier years : Rs. Nil (31 March 2023: Rs. Nil)	<b>296.76</b>	143.26
	<b>1,067.27</b>	1,281.35

**Reconciliation of tax expense and the accounting profit multiplied by domestic tax rate**

Particulars	As at March 31, 2024	As at March 31, 2023
Profit before income tax expense	<b>4,669.18</b>	11,612.06
Tax at the Indian tax rate 25.168% (Previous Year: 25.168%)	<b>1,175.14</b>	2,922.52
<b>Add: Items giving rise to difference in tax</b>		
Income Taxable at different rate & Indexation benefit	-	(1,594.90)
Permanent difference	<b>(187.41)</b>	(158.33)
Inventory impact for Slow Moving and Non Moving items	<b>27.31</b>	-
Tax of earlier years	<b>52.16</b>	116.01
Others	<b>0.08</b>	(3.95)
Income Tax Expenses	<b>1,067.27</b>	1,281.35

**25 LEASE LIABILITIES (Current)****(Rs. In Lakhs)**

Particulars	As at March 31, 2024	As at March 31, 2023
Lease Liabilities	<b>154.96</b>	132.71
	<b>154.96</b>	132.71

**26 TRADE PAYABLES**

(Rs. In Lakhs)

Particulars	As at	As at
	March 31, 2024	March 31, 2023
<b>Current</b>		
Dues of micro and small enterprises (Refer Note No 26.1)	773.74	638.00
Dues other than micro and small enterprises	1,508.98	1,160.83
	<b>2,282.72</b>	<b>1,798.83</b>

**Note No 26.1:** Micro, Small and Medium enterprises have been identified by the Company on the basis of the information available. Total outstanding dues of Micro and Small enterprises, which are outstanding for more than the stipulated period and other disclosures as per Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) are given below :

Particulars	As at	As at
	March 31, 2024	March 31, 2023
(a) Dues remaining unpaid		
- Principal	16.58	53.23
- Interest on above	0.79	2.23
(b) Interest paid in terms of Section 16 of MSMED Act		
- Principal paid beyond the appointed date	-	-
- Interest paid in terms of Section 16 of MSMED Act	-	-
(c) Amount of interest due and payable for the period of delay on payments made beyond the appointed day during the year	-	-
(d) Amount of interest accrued and unpaid	0.79	2.23

Ageing for trade payables outstanding as at March 31, 2024 is as follows:

Particulars	Outstanding for following periods from due date of payment				Total
	Less Than 1 year	1-2 year	2-3 years	More Than 3 years	
<b>Trade payables</b>					
MSME*	773.74	-	-	-	773.74
Others	930.38	6.77	-	-	937.15
Disputed dues - MSME*	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-
<b>Total</b>	<b>1,704.12</b>	<b>6.77</b>			<b>1,710.89</b>
<b>Accrued expenses</b>					<b>571.83</b>
					<b>2,282.72</b>

Ageing for trade payables outstanding as at March 31, 2023 is as follows:

Particulars	Outstanding for following periods from due date of payment				Total
	Less Than 1 year	1-2 year	2-3 years	More Than 3 years	
<b>Trade payables</b>					
MSME*	638.00	-	-	-	638.00
Others	849.88	2.18	-	-	852.06
Disputed dues - MSME*	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-
<b>Total</b>	<b>1,487.88</b>	<b>2.18</b>			<b>1,490.06</b>
<b>Accrued expenses</b>					<b>308.78</b>
					<b>1,798.83</b>

**27 OTHER FINANCIAL LIABILITIES****(Rs. In Lakhs)**

<b>Particulars</b>	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>
Unpaid Dividends	<b>8.82</b>	8.66
	<b>8.82</b>	8.66

**28 OTHER CURRENT LIABILITIES****(Rs. In Lakhs)**

<b>Particulars</b>	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>
Advances from Customers	<b>161.48</b>	455.65
Statutory Dues Payable	<b>295.41</b>	187.33
	<b>456.89</b>	642.98

**29 PROVISIONS****(Rs. In Lakhs)**

<b>Particulars</b>	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>
Provision for Employee Benefits		
For Gratuity (Refer Note No 45)	<b>41.39</b>	4.19
For Leave Encashment (Refer Note No 45)	<b>31.97</b>	38.22
Others (Refer Note No 48)		
Provisions for Warranty	<b>48.14</b>	22.25
Incentive Payable to Senior Management staff	<b>54.76</b>	73.79
Incentive Payable to Management staff	<b>185.45</b>	106.21
	<b>361.71</b>	244.65

**30 CURRENT TAX LIABILITIES (NET)****(Rs. In Lakhs)**

<b>Particulars</b>	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>
Provision for taxation (Net of tax payment)	<b>379.11</b>	115.74
	<b>379.11</b>	115.74

**31 a) CONTINGENT LIABILITIES****(Rs. In Lakhs)**

<b>Particulars</b>	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>
Disputed Income Tax Liability	<b>60.48</b>	60.48
Channel Financing utilization	<b>167.24</b>	158.01
	<b>227.72</b>	218.49

**b) COMMITMENTS****(Rs. In Lakhs)**

<b>Particulars</b>	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>
Estimated Amounts of Contract remaining to be executed on Capital account and not provided for (Net of Advances)	<b>228.14</b>	-
	<b>228.14</b>	-

**Note:**

# The management does not expect these demands/claims to succeed. Claims, where the possibility of outflow of resources embodying economic benefits is remote, have not been considered in contingent liability.

**32 REVENUE FROM OPERATIONS**

(Rs. In Lakhs)

Particulars	2023-2024	2022-2023
Sale of Products (Refer Note No 32.1)	17,766.97	14,891.13
<b>Other Operating Revenue</b>		
Income from Erection & Commissioning Services	158.70	44.57
Scrap Sales	26.83	141.38
	<b>17,952.51</b>	<b>15,077.08</b>

**Note No 32.1 : Sale of Products**

Particulars	2023-2024	2022-2023
Chain Pulley Blocks, Hoists, Trolleys, Stakers	14,056.20	11,924.48
Spares	1,079.48	951.65
Cranes	2,631.29	1,989.44
Sale of Power Units	-	25.56
	<b>17,766.97</b>	<b>14,891.13</b>

**33 OTHER INCOME**

(Rs. In Lakhs)

Particulars	2023-2024	2022-2023
Interest Income (Refer Note No 33.1)	245.50	237.23
Dividend income from Equity Instrutements designated at FVOCI	800.54	734.35
Net gain on sale of investments/financial assets measured at FVTPL	1,132.72	620.82
<b>Other Non Operating Income</b>		
Provision no longer required, written back	28.07	106.45
Sundry Balance Written Back (Net)	29.62	12.85
Exchange Fluctuation Gain (Net)	4.11	56.76
Profit on Sale of Fixed Assets (Net)	-	0.11
Miscellaneous Income	0.00	-
	<b>2,240.56</b>	<b>1,768.58</b>

**Note No. 33.1 : Break-up of Interest Income**

Interest Income from customers / others	15.43	6.33
Interest income on other deposits	4.91	5.01
Interest on income tax refund	64.84	-
Interest on sales tax refund	-	1.16
Interest income on deposits with banks	50.02	63.50
Interest income on inter corporate deposits	110.30	161.23
	<b>245.50</b>	<b>237.23</b>

**34 COST OF RAW MATERIALS CONSUMED**

(Rs. In Lakhs)

Particulars	2023-2024	2022-2023
Inventory at the beginning of the year	2,205.78	2,168.13
Add: Purchases during the year	10,020.36	9,528.33
	<b>12,226.14</b>	<b>11,696.45</b>
Less: Sale of Raw Material	765.17	716.39
Less: Inventory at the end of the year	2,075.22	2,205.78
	<b>9,385.75</b>	<b>8,774.28</b>

Note No 34.1 During the current year and previous year the physical verification of the inventory has been conducted at reasonable intervals and the discrepancies noticed were not material and have been properly dealt with in the books of accounts.



<b>35 CHANGES IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS AND STOCK-IN-TRADE</b>			<b>(Rs. In Lakhs)</b>
<b>Particulars</b>	<b>2023-2024</b>	<b>2022-2023</b>	
<b>Inventories at the end of the year</b>			
Finished Goods	131.68	611.86	
Work In Progress	37.62	70.42	
	<u>169.31</u>	<u>682.28</u>	
<b>Inventories at the beginning of the year</b>			
Finished Goods	611.86	269.66	
Work In Progress	70.42	159.57	
	<u>682.28</u>	<u>429.23</u>	
	<u>512.97</u>	<u>(253.05)</u>	
<b>FINISHED GOODS</b>			
Opening Stock	611.86	269.66	
Closing Stock	131.68	611.86	
<b>Change in Stock of Finished Goods</b>	<b>(A) 480.18</b>	<b>(342.21)</b>	
<b>WORK IN PROGRESS</b>			
Opening Stock	70.42	159.57	
Closing Stock	37.62	70.42	
<b>Change in Stock of Work in Progress</b>	<b>(B) 32.79</b>	<b>89.16</b>	
	<b>(A)+(B) 512.97</b>	<b>(253.05)</b>	
<b>36 EMPLOYEE BENEFIT EXPENSES</b>			<b>(Rs. In Lakhs)</b>
<b>Particulars</b>	<b>2023-2024</b>	<b>2022-2023</b>	
Salaries, Wages and Bonus	1,924.39	1,649.34	
Contribution to Provident and other fund	142.88	109.97	
Staff Welfare Expenses	247.46	233.07	
	<u>2,314.73</u>	<u>1,992.38</u>	
<b>37 FINANCE COST</b>			<b>(Rs. In Lakhs)</b>
<b>Particulars</b>	<b>2023-2024</b>	<b>2022-2023</b>	
Interest Expenses on Lease Assets	55.36	54.91	
	<u>55.36</u>	<u>54.91</u>	
<b>38 DEPRECIATION &amp; AMORTIZATION EXPENSES</b>			<b>(Rs. In Lakhs)</b>
<b>Particulars</b>	<b>2023-2024</b>	<b>2022-2023</b>	
Depreciation on Property, Plant and Equipment	247.42	215.09	
Amortisation on Intangible Assets	27.09	29.00	
Depreciation on Lease Assets	158.38	151.56	
	<u>432.90</u>	<u>395.65</u>	

**39 OTHER EXPENSES****(Rs. In Lakhs)**

<b>Particulars</b>	<b>2023-2024</b>	<b>2022-2023</b>
Consumption of Stores and Tools	257.87	236.74
Manufacturing & Processing charges	349.18	298.43
Power & Fuel	58.68	56.57
Consumption of Packing Material	374.21	408.35
Repairs & Maintenance		-
Plant & Machinery	19.32	30.97
Building	39.58	93.64
Others	12.65	18.05
Insurance Charges	8.11	9.27
Rates & Taxes	11.16	55.45
Rent	17.00	31.15
Erection and Commissioning Charges	106.56	35.14
Carriage outwards (Net)	464.57	499.76
Travelling and Conveyance expenses	229.49	225.65
Recruitment charges	30.57	28.76
Security Charges	54.38	60.19
Software Maintenance expenses	92.54	70.89
Membership and Subscription expenses	2.14	2.60
Advertisement & Sales Promotion	201.48	142.45
Commission on sales	-	(0.74)
Payment to Statutory Auditor (Refer Note No. 39.1)	8.88	8.85
Legal & Professional	152.86	182.22
Directors' Fees	18.60	14.40
Directors' Remuneration	3.00	3.00
Loss on Sale of Fixed Assets (Net)	0.47	-
Bad Debts	-	182.60
Less: Allowance for Doubtful Debts Written Back	-	182.60
Allowance for Doubtful Debts	2.04	2.16
Windmill Expenses	0.77	19.15
CSR Expenditure	55.00	105.00
Miscellaneous Expenses	251.08	254.04
	<b>2,822.18</b>	<b>2,892.13</b>

**Note No. 39.1 : Payment to Statutory Auditors****(A) Payment to Statutory Auditors****(Rs. In Lakhs)**

<b>Particulars</b>	<b>2023-24</b>	<b>2022-23</b>
As Auditors :		
Audit Fees (including Limited Review)	8.15	8.15
Towards GST/Service Tax *	1.42	0.27
	<b>9.57</b>	<b>8.42</b>
<u>In Other Capacity :</u>		
Out of pocket expenses	0.21	0.18
Towards GST/Service Tax *	0.02	0.02
	<b>0.23</b>	<b>0.20</b>
	<b>9.80</b>	<b>8.62</b>

**(B) Payment to Cost Auditors****(Rs. In Lakhs)**

<b>Particulars</b>	<b>2023-24</b>	<b>2022-23</b>
Audit Fees	0.52	0.52
Out of pocket expenses	-	-
Towards GST/Service Tax *	-	-
	<b>0.52</b>	<b>0.52</b>

**Total Auditors Remuneration****(A + B)****10.32****9.14**

\* Note: Out of above GST credit of Rs. 1.44 Lakhs (Previous Year Rs.0.29 Lakhs) has been taken and the same has not been debited to Statement of Profit & Loss.

**40 EXCEPTIONAL EXPENSES****(Rs. In Lakhs)**

<b>Particulars</b>	<b>2023-2024</b>	<b>2022-2023</b>
Loss on Sale of Windmill	-	(73.46)
Sales Proceeds from Sales of Land	-	9,000.00
Less- WDV of land as per Books	-	2.66
Less- Cost to Sale	-	301.18
Profit on Sale of Land	-	8,696.16
	<b>-</b>	<b>8,622.70</b>

**41 EARNING PER SHARE****(Rs. In Lakhs)**

<b>Particulars</b>	<b>2023-2024</b>	<b>2022-2023</b>
(A) Profit attributable to Equity Shareholders (Rs.)	<b>3,601.91</b>	10,330.71
(B) No. of Equity Share outstanding during the year.	<b>3,20,00,000</b>	3,20,00,000
(C) Face Value of each Equity Share ( Rs.)	<b>1.00</b>	1.00
(D) Basic & Diluted earning per Share ( Rs.)	<b>11.26</b>	32.28

## 42 CAPITAL MANAGEMENT

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

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The Company monitors capital using a gearing ratio and is measured by net debt divided by total capital plus net debt. The Company's includes net debt is equal to trade and other payables less cash and cash equivalents

Particulars	(Rs. In Lakhs)	
	31-03-2024	31-03-2023
Trade Payables	2,282.72	1,798.83
Other Payables	1,820.74	1,752.97
Less- Cash and Cash equivalents	1,235.08	1,580.53
Net Debt	2,868.38	1,971.27
<b>Total Equity</b>	<b>94,792.73</b>	70,665.39
<b>Capital and Net debt</b>	<b>97,661.12</b>	72,636.66
<b>Gearing ratio</b>	<b>2.94%</b>	2.71%

## 43 FINANCIAL RISK MANAGEMENT

The Company's activities expose it to credit risk, liquidity risk, market risk and price risk.

This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the impact thereof in the financial statements.

Sl. No.	Risk	Exposure arising from	Measurement	Management
1	Credit Risk	Cash and cash equivalents, trade receivables and financial assets.	Credit ratings, Review of outstanding age analysis, Review of investment on periodically basis.	Strict credit control and monitoring system, diversification of counterparties, Investment limits, check on counterparties basis credit rating and investment review on periodically basis.
2	Liquidity Risk	Trade payables and other financial liabilities.	Maturity analysis, cash flow projections.	Maintaining sufficient cash / cash equivalents and marketable security.
3	Market Risk – Foreign Exchange	Highly probable forecast transactions and financial assets and liabilities not denominated in INR.	Foreign currency exposure review and sensitivity analysis.	Forward foreign currency contract, future and option.
4	Price Risk – Commodity Prices	Basic ingredients of company raw materials are various grade of steel and copper where prices are volatile	The company sourcing components from vendors directly, hence it does not hedge its exposure to commodity price risk.	The company is able to pass on substantial price hike to the customers.
5	Market Risk – Security Prices	Investment in equity securities, mutual funds, fixed deposits.	Sensitivity analysis	Portfolio diversification

The Board provides guiding principles for overall risk management, as well as policies covering specific areas such as credit risk, liquidity risk, price risk, investment of surplus liquidity and other business risks effecting business operation. The company's risk management is carried out by the management as per guidelines and policies approved by the Board of Directors.

**(A) Credit Risk**

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. Credit risk encompasses the direct risk of default, risk of deterioration of creditworthiness as well as concentration risks. The Company is exposed to credit risk from its operating activities (primarily trade receivables), deposits with banks and loans given.

**Credit Risk Management**

For financial assets the Company has an investment policy which allows the Company to invest only with counterparties having credit rating equal to or above AAA and AA. The Company reviews the creditworthiness of these counterparties on an ongoing basis. Another source of credit risk at the reporting date is from trade receivables as these are typically unsecured. This credit risk has always been managed through credit approvals, establishing credit limits and continuous monitoring the creditworthiness of customers to whom credit is extended in the normal course of business. The Company estimates the expected credit loss based on past data, available information on public domain and experience. Expected credit losses of financial assets receivable are estimated based on historical data of the Company. The company has provisioning policy for expected credit losses. There is no credit risk in bank deposits which are demand deposits. The creditors risk is minimum in case of entity to whom loan has been given.

The maximum exposure to credit risk as at 31 March 2024 and 31 March 2023 is the carrying value of such trade receivables as shown in note 13 of the financials.

**Reconciliation of impairment allowance on trade receivables as at 31 March 2024 under: (Rs. In Lakhs)**

Impairment allowance as on 31 March 2023	<b>138.02</b>
Created during the year	-
Reversed during the year	<b>(26.04)</b>
Impairment allowance as on 31 March 2024	<b>111.98</b>

**Reconciliation of impairment allowance on trade receivables as at 31 March 2023 under: (Rs. In Lakhs)**

Impairment allowance as on 31 March 2022	424.92
Created during the year	-
Reversed during the year	(286.90)
Impairment allowance as on 31 March 2023	138.02

**(B) Liquidity Risk**

The Company's principal sources of liquidity are "cash and cash equivalents" and cash flows that are generated from operations. The Company has no outstanding term borrowings. The Company believes that its working capital is sufficient to meet its current requirements. Additionally, the Company has sizeable surplus funds invested in fixed income securities or instruments of similar profile ensuring safety of capital and availability of liquidity if and when required. Hence the Company does not perceive any liquidity risk.

**(C) Market risk****Foreign currency risk**

The Company significantly operates in domestic market. Though very insignificant portion of export took place during the financial year where generally payment received in advance. Hence foreign currency risk towards export is insignificant.

The Company also imports certain materials the value of which is also not material as compared to value of total raw materials. Currently, Company does not hedge this exposure. Nevertheless, Company may wish to hedge such exposures.

**Open exposure**

The Company's exposure to foreign currency risk which are unhedged at the end of the reporting period is as follows:

Particulars	JPY	USD	EURO	Total
<b>31 March 2024</b>				
Trade receivables- Foreign Currency		(0.08)	-	(0.08)
Trade receivables- INR		(6.43)	-	(6.43)
Trade payables- Foreign Currency	(1.12)	(0.03)	(0.31)	(1.46)
Trade payables- INR	(0.60)	(2.79)	(26.12)	(29.51)
<b>31 March 2023</b>				
Trade receivables- Foreign Currency		1.92	-	1.92
Trade receivables- INR		155.47	-	155.47
Trade payables- Foreign Currency		(0.05)	(0.92)	(0.97)
Trade payables- INR		(3.98)	(83.74)	(87.72)

**Sensitivity Analysis-**

The Company is mainly exposed to changes in USD/ EURO/JPY. The sensitivity analysis demonstrate a reasonably possible change in USD/EURO/JPY exchange rates, with all other variables held constant. 5% appreciation/depreciation of USD/EURO/JPY with respect to functional currency of the company will have impact of following (decrease)/increase in Profit & vice versa.

**(Rs. In Lakhs)**

Particulars	31 March 2024	31 March 2023
USD	(0.18)	7.57
EURO	1.31	4.19
JPY	0.03	
Total	1.12	11.76

**(D) Price risk**

The company is exposed to price risk in basic ingredients of Company's raw material and is procuring finished components and bought out materials from vendors directly. The Company monitors its price risk and factors the price increase in pricing of the products.

**44 Related party disclosures as required under Ind AS 24, "Related Party Disclosures", are given below:**

Related Parties have been identified by the Management, auditors have replied upon the same

a) Name of the related party and description of relationship.

S.No.	Related Parties	Nature of Relationship
(i)	Hind Musafir Agency Limited	Shri Shekhar Bajaj, Smt Neelima Bajaj Swamy and Smt Minal Bajaj, mother of Shri Nirav Nayan Bajaj are Directors
(ii)	Hindustan Housing Company Limited	Shri Jayavanth Kallianpur Mallya, Shri Vinod Nevatia, father of Shri Gaurav Nevatia and Smt Minal Bajaj, mother of Shri Nirav Nayan Bajaj are Directors
(iii)	Mukand Limited	Shri Nirav Nayan Bajaj and Shri Niraj Bajaj, brother Shri Shekhar Bajaj and father of Shri Nirav Nayan Bajaj are Directors
(iv)	Bajaj Finance Limited	Shri Madhur Bajaj, brother of Shri Shekhar Bajaj, is a Director (till 31st July, 2022)
(v)	Bajaj Allianz General Insurance Co. Ltd.	Shri Niraj Bajaj, brother Shri Shekhar Bajaj and father of Shri Nirav Nayan Bajaj is a Director
(vi)	Bajaj International Private Limited	Shri Shekhar Bajaj is Chairman and Director
(vii)	Bajaj Holdings and Investment Limited	Shri Shekhar Bajaj, Shri Madhur Bajaj, brother of Shri Shekhar Bajaj and Shri Niraj Bajaj, brother of Shri Shekhar Bajaj and father of Shri Nirav Nayan Bajaj, are Directors.



(viii)	Bajaj Auto Limited	Shri Madhur Bajaj (Till 24th January, 2024), brother of Shri Shekhar Bajaj and Shri Niraj Bajaj, brother of Shri Shekhar Bajaj and father of Shri Nirav Nayan Bajaj, are Directors.
(ix)	Bajaj Finserv Limited	Shri Madhur Bajaj, brother of Shri Shekhar Bajaj, is a Director
(x)	Bajaj Electricals Limited	Shri Shekhar Bajaj, Shri Madhur Bajaj, brother of Shri Shekhar Bajaj and Smt Pooja Bajaj, Daughter in Law of Shri Shekhar Bajaj are Directors.
(xi)	Shri Shekhar Bajaj	Chairman and Non-Executive Director
(xii)	Shri H.A. Nevatia	Whole Time Director (Key Management Personnel)
(xiii)	Shri Amit Bhalla	President and CEO (Key Management Personnel)
(xiv)	Shri Vijay Singh	Chief Financial Officer (Key Management Personnel) (Till 29th December, 2023)
(xv)	Shri Girish Jethmalani	Chief Financial Officer (Key Management Personnel) (w.e.f. 30th December, 2023)
(xvi)	Shri Kiran Mukadam	Company Secretary and Compliance officer (Key Management Personnel) (Till 04th March, 2024)
(xvii)	Shri Vivek Maru	Company Secretary and Compliance officer (Key Management Personnel) (w.e.f. 05th March, 2024)
(xviii)	Indef Manufacturing Limited	100% wholly Owned Subsidiary from 12th September, 2022.
(xix)	Mukund Sumi Special Steel Limited	Niraj Bajaj, brother of Shekhar Bajaj and Father of Nirav Bajaj is Director
(xx)	Bajel Projects Limited	Shri Shekhar Bajaj is Chairman and Director

**b) Details of Transactions during the year with related parties.**
**(Rs. In Lakhs)**

S.No.	Related parties	Nature of Transactions during the year	2023-24	2022-23
			(Rs.)	(Rs.)
(i)	Bajaj International Private Limited	Reimbursement of Expenses	0.14	0.37
		Payment towards Expenses	0.25	0.32
(ii)	Hind Musafir Agency Limited	Purchase of Travel Tickets	42.88	44.23
		Payment against Purchases of Travel Tickets	35.55	48.41
(iii)	Hindustan Housing Company Limited	Office Maintenance Charges	3.15	4.74
		Payment-Office Maintenance Charges	3.35	4.59
(iv)	Bajaj Allianz General Insurance Company Limited	Insurance Premiums	83.20	72.15
		Payment towards Insurance Premiums	84.70	71.37
(v)	Bajaj Holdings & Investment Limited	Dividend Income Received	511.08	456.30
		Investment in Equity Shares	-	4,665.43
(vi)	Bajaj Auto Limited	Dividend Income Received	255.63	255.63
(vii)	Bajaj Finserv Limited	Dividend Income Received	8.85	3.68
		Investment in Equity Shares	-	2,500.92
(viii)	Bajaj Electricals Limited	Investment in Equity Shares	-	-
		Dividend Income Received	24.98	18.74
		Purchase of Goods	2.05	-
		Payment Made against Purchase of Goods	2.05	-
		Sales of Goods	0.61	-
		Payment received	0.46	-
(ix)	Mukand Limited	Sales of Goods	204.71	22.43
		Payment received	83.62	42.23
(x)	Bajaj Finance Limited	Interest Income	-	51.23
(xi)	Indef Manufacturing Limited	Investment in Equity Shares	-	1.00
(xii)	Indef Manufacturing Limited	Loan Given	7.06	-
		Interest Income	0.18	-
(xiii)	Shri H.A.Nevatia	Short-term employee benefits	7.28	7.63
(xiv)	Shri Amit Bhalla	Short-term employee benefits	172.32	154.20

(xv)	Shri Vijay Singh ( Till 29th December, 2023)	Short-term employee benefits	56.70	50.36
(xvi)	Shri Kiran Mukadam ( Till 4th March,2024)	Short-term employee benefits	15.71	14.16
(xvii)	Shri Girish Gethmalani ( w.e.f. 30th December,2023)	Short-term employee benefits	10.63	-
(xviii)	Shri Vivek Maru (w.e.f. 05th March,2024)	Short-term employee benefits	0.98	-
(xix)	Mukund Sumi Special Steel Limited	Sales of Goods	747.53	-
		Payment received	607.88	-

## c) Balances at end of the year with related parties.

S.No.	Related parties	Nature of Transactions during the year	As at 31st March, 2024	As at 31st March, 2023
(i)	Bajaj International Private Limited	(Advance)/Payable against Reimbursement of Expenses	-	0.11
(ii)	Hind Musafir Agency Limited	Payable against Purchases of Travel Tickets	7.93	0.60
(iii)	Hindustan Housing Company Limited	Payable-Office Maintenance Charges	0.11	0.31
(iv)	Bajaj Allianz General Insurance Company Limited	Advance against Insurance Premium	(14.46)	(12.96)
(v)	Bajaj Electricals Limited	Trade Receivable	0.15	-
		Trade Payable	-	-
(vi)	Mukand Limited	Trade Receivable	101.28	(19.81)
(vii)	Bajaj Holdings & Investment Limited	Investment in Equity Share	34,445.65	24,596.26
(viii)	Bajaj Auto Limited	Investment in Equity Share	16,697.67	7,091.52
(ix)	Bajaj Finserv Limited	Investment in Equity Share	18,172.69	14,001.15
(x)	Bajaj Electricals Limited	Investment in Equity Share	5,656.34	6,571.37
(xi)	Bajel Projects Limited	Investment in Equity Share	1,341.32	-
(xii)	Indef Manufacturing Limited	Investment in Equity Shares	1.00	1.00
(xiii)	Indef Manufacturing Limited	Loan given	7.06	-
		Interest Receivable	0.18	-
(xiv)	Mukund Sumi Special Steel Limited	Trade Receivable	139.65	-

**45 Employee Benefits**

As per IND AS 19 "Employee Benefits", the disclosures of Employee benefits as defined in the said Accounting Standards are given below :

**(i) Defined Contribution Plan**

Contribution to Defined Contribution Plan includes Provident Fund and Superannuation Fund. The expenses recognised for the year are as under :

(Rs. In Lakhs)

Particulars	2023-24	2022-23
Employer's Contribution to Provident Fund	81.06	61.76
Employer's Contribution to Superannuation Fund	7.17	6.91

**(ii) Defined Benefit Plan****(a) Gratuity:**

The Company operates gratuity plan wherein every employee is entitled to the benefit equivalent to 15 to 26 days/one month salary last drawn for each completed year of service depending on the date of joining. The same is payable on termination of service, retirement or death, whichever is earlier. The benefit vests after 5 years of continuous service.

**(b) Leave encashment:**

The Company has a policy on compensated absences which is applicable to its executives jointed upto a specified period and all workers. The expected cost of accumulating compensated absences is determined by actuarial valuation performed by an independent actuary at each Balance Sheet date using projected unit credit method on the additional amount expected to be paid as a result of the unused entitlement that has accumulated at the Balance Sheet date.

The plans of the Company exposes to actuarial risks such as Investment Risk, Interest rate risk, salary risk and longevity risk. These risks may impact the obligation of the Company.

**(c) Major category of plan assets**

The Company has taken plans from Life Insurance Corporation of India.

(d) The following tables set out the funded status of the gratuity and leave encashment plans and the amounts recognised in the Company's financial statements as at 31 March 2024 and 31 March 2023.

**(Rs. In Lakhs)**

Sr.No.	Particulars	2023-24		2022-23	
		Leave Encashment	Gratuity	Leave Encashment	Gratuity
		Rs.	Rs.	Rs.	Rs.
I	Changes in present value of obligations				
(a)	Present value of obligations as at the beginning of year	<b>88.88</b>	<b>165.69</b>	79.09	134.91
(b)	Interest cost	<b>6.64</b>	<b>12.37</b>	5.69	9.77
(c)	Current Service Cost	<b>12.77</b>	<b>22.66</b>	14.82	19.80
(d)	Benefits Paid	-	-	-	-
(e)	Actuarial gain on obligations	<b>(25.00)</b>	<b>(19.88)</b>	(10.72)	1.21
(f)	Present value of obligations as at the end of year	<b>83.28</b>	<b>180.85</b>	88.88	165.69

**II Changes in the fair value of plan assets**

(a)	Fair value of plan assets at the beginning of year	<b>50.66</b>	<b>152.93</b>	54.66	132.19
(b)	Expected return on plan assets	<b>3.78</b>	<b>11.42</b>	3.93	9.58
(c)	Contributions	<b>22.89</b>	<b>23.09</b>	22.89	23.22
(d)	Benefits paid	<b>(29.42)</b>	<b>(48.37)</b>	(25.34)	(11.13)
(e)	Return on Plan Assets, excluding amount recognised in net interest expense	<b>3.40</b>	<b>0.43</b>	(5.49)	(0.93)
(f)	Fair value of plan assets at the end of year	<b>51.31</b>	<b>139.49</b>	50.66	152.93

**III Change in the present value of the defined benefit obligation and fair value of plan assets**

(a)	Present value of obligations as at the end of the year	<b>83.28</b>	<b>180.85</b>	88.88	165.69
(b)	Fair value of plan assets as at the end of the year	<b>51.31</b>	<b>139.49</b>	50.66	152.93
(c)	Net (liability) / asset recognized in balance sheet	<b>(31.97)</b>	<b>(41.36)</b>	(38.22)	(12.77)

(e) Amount for the year ended 31 March, 2024 and 31 March, 2023 recognised in the statement of profit and loss under employee benefit expenses. **(Rs. In Lakhs)**

Sr.No.	Particulars	2023-24		2022-23	
		Leave Encashment	Gratuity	Leave Encashment	Gratuity
		Rs.	Rs.	Rs.	Rs.
I	Expenses Recognised in statement of Profit & Loss				
(a)	Current Service cost	12.77	22.66	14.82	19.80
(b)	Interest Cost	2.85	0.95	1.76	0.20
(c)	Expected return on plan assets	-	-	-	-
(d)	Net Actuarial gain recognised in the year	17.07	19.54	20.11	13.27
(e)	Expenses recognised in statement of Profit & Loss Account	32.70	43.15	36.68	33.27

(f) Amount for the year ended March 31, 2024 and March 31, 2023 recognised in the statement of other comprehensive income.

Sr.No.	Particulars	2023-24		2022-23	
		Leave Encashment	Gratuity	Leave Encashment	Gratuity
		Rs.	Rs.	Rs.	Rs.
I	<b>Actuarial Gain/Loss recognized</b>				
(a)	Actuarial gain for the year -Obligation	17.07	19.54	20.11	13.27
(b)	Actuarial gain for the year - plan assets	-	-	-	-
(c)	Total gain for the year	17.07	19.54	20.11	13.27
(d)	Total actuarial (gain)/ loss included in other comprehensive income	17.07	19.54	20.11	13.27

#### 46 Ratios

Sr no	Particulars	Numerator	Denominator	"March 31, 2024 (%)"	"March 31, 2023 (%)"	Change	Reason for change
1	Current ratio (in times)	Total Current assets	Total Current liabilities	3.23	3.08	4.81%	-
2	Return on equity ratio before exceptional items (in %)	Profit for the year before exceptional items less Preference dividend (if any)	Average total equity	4.35%	3.48%	25.11%	Due to increase in earning before exceptional items
3	Return on equity ratio after exceptional items (in %)	Profit for the year after exceptional items less Preference dividend (if any)	Average total equity	4.35%	15.59%	(72.07%)	Due to decrease in earning , because in previous year sale of capital assets amounting to Rs 8622.60 lakhs.
4	Trade receivables turnover ratio (in times)	Revenue from operations	Average trade receivables	11.78	16.65	(29.23%)	Due to increase in revenue from operations
5	Trade payables turnover ratio (in times)	Other expenses	Average trade payables	6.29	7.59	(17.06%)	-



6	Net capital turnover ratio (in times)	Revenue from operations	Average working capital (i.e. Total current assets less Total current liabilities)	2.52	1.76	43.49%	Due to increase in revenue from operations
7	Net profit ratio (in %)	Profit for the year before exceptional items	Revenue from operations	20.06%	15.31%	31.07%	Due to increase in earning, Net profit ratio is high
8	Return on capital employed (in %)	Profit before tax + finance costs(before exceptional items)	Capital employed = Net worth + Lease liabilities + Deferred tax liabilities	4.65%	4.09%	13.91%	
9	Return on investment (in %)	Income generated from invested funds Average invested funds in treasury investment	Cost of Investment	31.65%	0.96%	3208.96%	Due to higher return on investment, this ratio is high
10	Inventory turnover ratio (in times)	Cost of material consumed	Average Inventory	3.84	3.09	24.20%	-

**47 Derivatives**

The year end foreign currency exposures that have not been hedged by a derivative instrument or otherwise are as under.

(a) Amount Receivable in Foreign Currency on account of the following :

(Rs. In Lakhs)

Particulars	Foreign Currency	As on 31.03.2024		As on 31.03.2023	
		Amount in Foreign Currency	Rs.	Amount in Foreign Currency	Rs.
Receivables	USD	(0.08)	(6.43)	1.92	155.47

(b) Amount Payable in Foreign Currency on account of the following :

(Rs. In Lakhs)

Particulars	Foreign Currency	As on 31.03.2024		As on 31.03.2023	
		Amount in Foreign Currency	Rs.	Amount in Foreign Currency	Rs.
Payable	EURO	(0.31)	(26.12)	(0.92)	(83.74)
	USD	(0.03)	(2.79)	(0.05)	(3.98)
	JPY	(1.12)	(0.60)	-	-

**48 Disclosure relating to provisions** - The movement in the following provisions is summarised as under :

(Rs. In Lakhs)

Note No. **	Provision Related to	Opening Balance	Additions	Utilisation	Reversal	Closing Balance
1.	Warranty	22.25	25.88	-	-	48.14
3.	Incentive to Senior Management Staff	73.79	55.97	75.00	-	54.76
4.	Incentive to Management Staff	106.21	154.03	74.79	-	185.45
	<b>TOTAL</b>	<b>202.25</b>	<b>235.89</b>	<b>149.79</b>	<b>-</b>	<b>288.35</b>

**\*\* Note:**

- 1 The company gives Warranties at the time of Sales of Main Products to the customers. Under the terms of Contract of Sales, the company undertakes to make good by replacement or repairs, Manufacturing defects that arise within 1-2 years from the date of sales. A provision has been recognised for the expected Warranty claims on products sold based on past experience.
- 2 The company gives incentives to its senior management staff based on performance of the Company.
- 3 The company gives incentives to its management staff based on their performance.

**49 Leases**

As a lessee, the Company previously classified leases as operating or finance leases based on its assessment of whether the lease transferred significantly all of the risks and rewards incidental to ownership of the underlying asset to the Company. Under Ind AS 116, the Company recognizes right of use assets and lease liabilities for most leases i.e. these leases are on balance sheet.

The following table presents the various components of lease costs:

(Rs. In Lakhs)

Particulars	Amount as on period ended 31st March, 2024	Amount as on period ended 31st March, 2023
Depreciation charge on right-to-use asset	158.38	151.56
Interest on Lease Liabilities	55.36	54.91
Total cash outflow for leases	188.07	165.56
Carrying amount of right-to-use asset	475.15	633.53

50 Balances of Trade Receivables, Trade Payables and Loans and Advances are subject to confirmation and consequential adjustment, if any.

**51 Fair Value measurement -**

The fair value of Financial instrument as of March 31,2024 and March 31,2023 were as follows-

(Rs. In Lakhs)

Particulars	March 31,2024	March 31,2023	Fair value Hierarchy	Valuation Technique
Assets-				
Investment in Equity Instruments through OCI	76,313.67	52,260.30	Level-1	Quoted Market Price
Investment in Mutual Funds through FVTPL	18,109.03	13,976.31	Level-1	Unquoted Market Price
<b>Total</b>	<b>94,422.70</b>	<b>66,236.61</b>		

The management assessed that Cash and Cash equivalents, loans, other balances with Banks, trade receivables, investment in subsidiary, trade payables and other current liabilities/assets approximate their carrying amounts largely due to the short-term maturities of these instruments.

- 52 The company has formally presented a scheme of arrangement for demerger between Hercules Hoists Limited and Indef Manufacturing Limited to the National Company Law Tribunal (NCLT), Mumbai bench. This follows the receipt of an "Observation Letter" from both the Bombay Stock Exchange (BSE) and the National Stock Exchange (NSE). The NCLT, Mumbai bench, issued a court order on December 19, 2023, which mandated the company to convene a shareholders meeting. On January 30, 2024, the company successfully conducted the shareholders meeting where the proposed scheme of demerger was presented for approval. Subsequent to the shareholders' approval, the company has submitted the necessary applications for further approval from the NCLT, Mumbai. Now, it is at final hearing stage.
- 53 No proceeding has been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- 54 The Company has no transaction with companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.
- 55 The Company has neither traded nor invested in crypto currency or virtual currency during the year.



- 56 The Company has compliance with section 135 and related provisions of the Corporate Social Responsibility. Please refer director report for the details report on Corporate social responsibility
- 57 The Indian Parliament has approved the Code on Social Security, 2020 which would impact the contributions by the company towards Provident Fund and Gratuity. The Ministry of Labour and Employment has released draft rules for the Code on Social Security, 2020 on November 13, 2020, and has invited suggestions from stakeholders which are under active consideration by the Ministry. The Company will assess the impact and its evaluation once the subject rules are notified and will give appropriate impact in its financial statements in the period in which, the Code becomes effective and the related rules to determine the financial impact are published.
- 58 The previous year figures have been regrouped/reclassified, wherever necessary to conform to the current presentation as per the schedule III of Companies Act, 2013.

As per our report of even date attached

**FOR KANU DOSHI ASSOCIATES LLP  
CHARTERED ACCOUNTANTS  
Firm's Registration Number: 104746W/W100096**

**KUNAL VAKHARIA  
PARTNER  
MEMBERSHIP NO. 148916  
OFFICER**

**PLACE : MUMBAI  
DATED : 27/05/2024**

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS**

**SHEKHAR BAJAJ  
CHAIRMAN  
DIN- 00089358**

**AMIT BHALLA  
PRESIDENT & CEO**

**VIVEK MARU  
COMPANY SECRETARY**

**H A NEVATIA  
WHOLE TIME DIRECTOR  
DIN-00066955**

**GIRISH JETHMALANI  
CHIEF FINANCIAL**

## INDEPENDENT AUDITOR'S REPORT

To,

The Members of **HERCULES HOISTS LIMITED**  
**Report on Audit of the Consolidated Financial Statements**

### Opinion

We have audited the accompanying Consolidated Financial Statements of **HERCULES HOISTS LIMITED** (hereinafter referred to as "the Holding Company") and its subsidiary company (the Holding Company and its subsidiary together referred to as "the Group"), which comprise of the Consolidated Balance Sheet as at March 31, 2024 and the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement 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, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of their Consolidated state of affairs of the Group as at March 31, 2024, of Consolidated Profit (including other comprehensive loss), Consolidated Statement of Changes in Equity and its Consolidated Cash Flows for the year then ended.

### Basis of Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the 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 Accountant of India (ICAI), and we have fulfilled our other ethical responsibilities in accordance with the provisions of the Act. 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 Consolidated Financial Statements of the current period. These matters were addressed in the context of our audit of the Consolidated Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Sr No.	Key Audit Matter	Response to Key Audit Matter
1	<p><b>Warranty Provisions</b></p> <p>The Holding Company's product warranties primarily cover expected costs to repair or replace components with defects or functional errors. Warranties are usually granted for one year to two-year period.</p> <p>We focused on this area as the completeness and valuation of the expected outcome of warranty provisions requires a high degree of Management judgment and the use of estimates giving rise to inherent uncertainty in the amounts recorded in the Standalone Financial Statements.</p> <p>(For the year ended March 31, 2024 the Company has provided free replacement of Rs. 58.21 Lakhs which is approximately 0.37% compared to last year's total turnover.)</p>	<p><b>Principal Audit Procedures</b></p> <p>Our procedures included but were not limited to:</p> <ul style="list-style-type: none"> <li>• Testing of relevant internal controls regarding completeness of warranty provisions and how management assesses valuation of provisions.</li> <li>• We assessed the assumptions underlying the valuation of provisions by checking and corroborating the inputs used to calculate the provisions, including interviewing Management regarding individual cases. We assessed specific warranty provisions held for individual cases to evaluate whether the warranty provisions were sufficient to cover expected costs at year-end.</li> <li>• Further, we assessed the level of historical warranty claims to assess whether the total warranty provisions held at year-end were sufficient to cover expected costs in light of known and expected cases and standard warranty periods provided.</li> </ul> <p>From the procedures performed and bases on historical data we have no matters to report.</p>



2	Inventory Valuation	Principle Audit Procedures
	<p>As at March 31, 2024 the Company held Rs. 2256.10 Lakhs of inventory. Given the size of the inventory balance relative to the total assets of the Company and the estimates and judgments described below, the valuation of inventory required significant audit attention.</p> <p>As disclosed in Note No. 2(F), inventories are held at the lower of cost or net realisable value determined using the weighted average cost method. At year end, the valuation of inventory is reviewed by management and the cost of inventory is reduced where inventory forecasts to be sold below cost.</p> <p>Management undertake the following procedure for determining the level of write down required:</p> <ul style="list-style-type: none"> <li>• Use Inventory ageing report to check slow moving &amp; non-moving inventory;</li> <li>• For inventory aged greater than one year, management apply a percentage based write down to inventory. The percentage are derived from historical level of write down;</li> </ul>	<p>We have performed the following procedures over the valuation of inventory:-</p> <ul style="list-style-type: none"> <li>• For sample inventory items, re-performed the weighted average cost calculation and compared the weighted average cost to the last purchase invoices;</li> <li>• We tested that the ageing report used by management correctly aged inventory items by agreeing a sample of aged inventory items to the last recorded invoice;</li> <li>• On a sample basis we tested the net realizable value of inventory lines with recent selling prices of finished goods wherein these raw materials are used;</li> <li>• We assessed the percentage write down applied to older inventory with reference to historic inventory write downs and recoveries on slow moving inventory; and</li> <li>• We re-performed the calculation of the inventory write down.</li> </ul> <p>We also made enquiries with the management and considered the results of our testing above to determine whether any specific write downs were further required.</p> <p>From the procedures performed we have no matters to report.</p>

**Other Information**

The Holding Company's Management and the Board of Directors are responsible for the other information. The other information comprises the information included in the Holding Company's Annual Report but does not include the financial statements and our Auditors' Report thereon.

Our opinion on the Consolidated Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

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

The Holding Company's Board of Directors is responsible for the preparation and presentation of these Consolidated Financial Statements in term of the requirements of the Act that give a true and fair view of the consolidated financial position, the consolidated financial performance, the consolidated changes in equity and the consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of 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 accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial

Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, 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.

The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the each entity.

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

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

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

- Identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the 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 Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of such entities or business activities within the Group to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entity included in the consolidated financial statements of which we are the independent auditors.

We communicate with those charged with governance of the Holding Company and such other entity included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned



scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

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

As required by Section 143(3) of the Act, based on our audit, we report, to the extent applicable, that:

- a) We have sought and obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid Consolidated Financial Statements.
- b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept by the Holding Company, its subsidiary included in the group, so far as appears from our examination of those books.
- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Expense), and the Consolidated Cash Flow Statement and the Consolidated statement of changes in equity dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements.
- d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.
- e) On the basis of the written representations received from the directors of the Holding Company and a Subsidiary Company incorporated in India as on March 31, 2024 and taken on record by the Board of Directors of the Holding Company, we report that none of the directors of the Group is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Holding Company and its subsidiary Company incorporated in India and the operating effectiveness of such controls, refer to our separate report in "Annexure A".
- g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Group has disclosed the impact of pending litigations on its financial position in its Consolidated Financial Statements (Refer Note. 31(a) to the Ind As Consolidated Financial Statements)
  - ii. The Group did not have any material foreseeable losses on long-term contracts including derivatives contracts.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company.
  - iv. a. The management has represented that, to the best of its knowledge and belief, no funds have been advanced

or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Group to or in any other persons or entities, including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever (“Ultimate Beneficiaries”) by or on behalf of the Company or
- provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

b. The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Group from any persons or entities, including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall:

- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever (“Ultimate Beneficiaries”) by or on behalf of the Funding Party or
- provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries; and

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 subclause (d) (i) and (d) (ii) contain any material mis-statement.

V. The dividend declared or paid during the year by the Company is in compliance with Section 123 of the Act.

VI. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account, which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, we did not come across any instance of the audit trail feature being tampered with.

**For Kanu Doshi Associates LLP**  
**Chartered Accountants**  
**FRN. No. 104746W/W100096**

**Kunal Vakharia**  
**Partner**  
**Membership no. 148916**  
**UDIN: 24148916BKQCQNY2949**  
**Place: Mumbai**  
**Date: 27th May 2024**

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## **ANNEXURE A TO THE AUDITORS’ REPORT**

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

### **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 HERCULES HOISTS LIMITED (“the Holding Company”) as of and for the year ended March 31, 2024, we have audited the internal financial controls over financial reporting of the Holding Company and its subsidiary Company which is a Company incorporated in India, as of that date.

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

The respective Board of Directors of Holding Company and its subsidiary Company incorporated in India are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding Company and 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 Holding Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

### **Auditors' Responsibility**

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

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Holding Company and its subsidiary Company incorporated in India and internal financial control 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 Holding 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 authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the Financial Statements.

### **Inherent Limitations of Internal Financial Controls 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 Holding Company and its subsidiary Company incorporated in India, have, 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, 2024, based on the internal control over financial reporting criteria established by the Holding Company and its subsidiary Company incorporated in India considering the essential components of internal control stated in the Guidance Note.

**For Kanu Doshi Associates LLP**  
**Chartered Accountants**  
**FRN. No. 104746W/W100096**

**Kunal Vakharia**  
**Partner**  
**Membership no. 148916**  
**UDIN: 24148916BKCQNY2949**  
**Place: Mumbai**  
**Date: 27th May 2024**

**CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2024****(Rs. In Lakhs)**

Particulars	Note No.	As at 31 Mar 2024	As at 31 Mar 2023
<b>ASSETS</b>			
<b>1 Non-current assets</b>			
(a) Property, Plant and Equipment	3	2,826.54	2,835.89
(b) Other Intangible Assets	4	77.42	102.26
(c) Intangible assets under development	5	3.06	-
(d) Right-to-use assets	6	475.15	633.53
(e) Financial assets			
(i) Non Current Investments	7	89,737.79	64,553.72
(ii) Other Non Current financial assets	8	63.51	61.86
(f) Other non - current tax assets (Net)	9	58.26	85.26
(g) Other non - current assets	10	55.86	38.86
<b>Total Non - Current Assets</b>		<b>93,297.59</b>	<b>68,311.38</b>
<b>2 Current assets</b>			
(a) Inventories	11	2,256.10	2,902.42
(b) Financial Assets			
(i) Current Investments	12	4,684.91	1,682.90
(ii) Trade Receivables	13	1,946.64	1,100.30
(iii) Cash and Cash Equivalents	14	1,236.57	1,580.85
(iv) Bank Balances other than (iii) above	15	21.61	21.32
(v) Loans	16	1,000.00	1,000.00
(vi) Other Financial Assets	17	43.60	105.65
(c) Other Tax Assets	18	340.66	431.42
(d) Other Current Assets	19	230.33	243.68
<b>Total Current Assets</b>		<b>11,760.42</b>	<b>9,068.54</b>
<b>TOTAL ASSETS</b>		<b>1,05,058.01</b>	<b>77,379.92</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity Share capital	20	320.00	320.00
(b) Other Equity	21	94,467.42	70,344.45
<b>Total Equity</b>		<b>94,787.42</b>	<b>70,664.45</b>
<b>Liabilities</b>			
<b>1 Non-Current Liabilities</b>			
(a) Financial Liabilities			
(i) Lease Liabilities	22	387.26	542.22
(ii) Other non current financial liabilities	23	72.00	66.00
(b) Deferred Tax Liabilities (Net)	24	6,166.77	3,163.40
<b>Total Non - Current Liabilities</b>		<b>6,626.03</b>	<b>3,771.62</b>
<b>2 Current Liabilities</b>			
(a) Financial Liabilities			
(i) Lease liabilities	25	154.96	132.71
(ii) Trade payables	26		
Dues of micro and small enterprises		773.74	638.00
Dues other than micro and small enterprises		1,508.98	1,160.83
(iii) Other financial liabilities	27	8.82	8.66
(b) Other Current Liabilities	28	456.91	642.98
(c) Provisions	29	362.06	244.92
(d) Current Tax Liabilities (Net)	30	379.11	115.74
<b>Total current liabilities</b>		<b>3,644.56</b>	<b>2,943.85</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>1,05,058.01</b>	<b>77,379.92</b>

**Summary of significant accounting policies.**

2

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

As per our report of even date attached

**FOR KANU DOSHI ASSOCIATES LLP  
CHARTERED ACCOUNTANTS**

Firm's Registration Number: 104746W/W100096

**KUNAL VAKHARIA****PARTNER**

MEMBERSHIP NO. 148916

PLACE : MUMBAI

DATED : 27/05/2024

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS****SHEKHAR BAJAJ  
CHAIRMAN  
DIN- 00089358****H A NEVATIA  
WHOLE TIME DIRECTOR  
DIN-00066955****AMIT BHALLA  
PRESIDENT & CEO****GIRISH JETHMALANI  
CHIEF FINANCIAL OFFICER****VIVEK MARU  
COMPANY SECRETARY**

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

Particulars	Note No.	(Rs. In Lakhs)	
		2023-2024	2022-2023
Revenue from Operations	32	17,952.51	15,077.08
Other Income	33	2,240.38	1,768.58
<b>Total Income</b>		<b>20,192.89</b>	<b>16,845.66</b>
<b>Expenses</b>			
Cost of Material Consumed	34	9,385.75	8,774.28
Changes in inventories of Finished goods and Work - in -Progress	35	512.97	(253.05)
Employee Benefit Expenses	36	2,314.73	1,992.38
Finance Cost	37	55.36	54.91
Depreciation & Amortization Expenses	38	432.90	395.65
Other Expenses	39	2,828.16	2,893.08
<b>Total Expenses</b>		<b>15,529.87</b>	<b>13,857.25</b>
Profit Before Exceptional Items & Tax		4,663.02	2,988.41
Add: Exceptional Items			
Loss on Sale of Windmill	40	-	(73.46)
Profit on Sale of Land	40	-	8696.16
Profit/(Loss) Before Tax		4,663.02	11,611.12
Less: Tax Expenses			
(1) Current Tax			
of Current Year		718.35	1,022.08
of Earlier Years		52.16	116.01
(2) Deferred Tax			
of Current Year		294.97	143.26
of Earlier Years		-	-
<b>Total Tax Expenses</b>		<b>1,065.48</b>	<b>1,281.35</b>
<b>Profit After Tax</b>	A	<b>3,597.54</b>	<b>10,329.76</b>
Other Comprehensive Income			
A. (i) Items that will be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
B. (i) Items that will not be reclassified to profit or loss		24,033.83	(975.80)
(ii) Income tax relating to items that will not be reclassified to profit or loss		(2,708.40)	161.51
Total Other Comprehensive Income for the year	B	21,325.43	(814.29)
Total Comprehensive Income for the year	(A+B)	24,922.97	9,515.47
Earning per equity share (Face Value of Rs. 1/- each)	41		
(1) Basic		11.24	32.28
(2) Diluted		11.24	32.28
<b>Summary of significant accounting policies</b>	2		

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

As per our report of even date attached

**FOR KANU DOSHI ASSOCIATES LLP**  
**CHARTERED ACCOUNTANTS**  
 Firm's Registration Number: 104746W/W100096

**KUNAL VAKHARIA**  
**PARTNER**  
 MEMBERSHIP NO. 148916

PLACE : MUMBAI  
 DATED : 27/05/2024

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS**

**SHEKHAR BAJAJ**  
**CHAIRMAN**  
 DIN- 00089358

**AMIT BHALLA**  
**PRESIDENT & CEO**

**VIVEK MARU**  
**COMPANY SECRETARY**

**H A NEVATIA**  
**WHOLE TIME DIRECTOR**  
 DIN-00066955

**GIRISH JETHMALANI**  
**CHIEF FINANCIAL OFFICER**

**CONSOLIDATED CASH FLOW STATEMENT AS AT 31ST MARCH, 2024**

(Rs. In Lakhs)

Particulars	2023-2024	2022-2023
<b>A) CASH FLOW FROM INVESTING ACTIVITIES</b>		
Net Profit before tax & Extraordinary Items	4,663.02	11,611.12
Adjustment for:		
Dividend income from Equity Instruments designated at FVOCI	(800.54)	(734.35)
Depreciation /Amortisation	432.90	395.65
Interest Income	(234.98)	(235.91)
Reclassification of remeasurement of employee benefits	(19.54)	(12.34)
Interest Expenses	55.36	54.91
Allowance for Bad Debts	2.04	2.16
Provision for Slow Moving and Non Moving	18.60	108.51
Net gain on sale of investments	(1,132.72)	(620.82)
(Profit)/Loss on Sale of Assets/Discarded Assets (Net)	0.47	(0.11)
Loss on sale of windmill	-	73.46
Profit on sale of Land	-	(8,696.16)
Excess Provision written back (Net)	(28.07)	(106.45)
Sundry balance off/(written back) (Net)	(29.62)	(12.85)
Exchange Rate Fluctuation (Net)	(24.54)	(12.80)
	<b>(1,760.65)</b>	<b>(9,797.12)</b>
<b>OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES</b>	<b>2902.38</b>	<b>1,814.00</b>
ADJUSTMENTS FOR WORKING CAPITAL CHANGES :		
Other non - current assets	27.49	(17.62)
Inventories	627.71	(406.02)
Trade Receivable	(795.76)	(276.72)
Other Bank Balances	(0.14)	89.26
Other Non Current financial assets	(1.65)	15.01
Other financial assets	0.35	16.88
Other current assets	13.35	(18.58)
Other non current financial liabilities	6.00	5.00
Trade payables	513.50	340.71
Other current liabilities	(185.90)	461.78
Provisions	117.14	47.51
	<b>322.10</b>	<b>257.21</b>
Cash Generated from Operations	<b>3224.48</b>	<b>2,071.21</b>
Direct Taxes paid/(refund)	<b>389.39</b>	<b>903.54</b>
<b>NET CASH FROM OPERATING ACTIVITIES</b>	<b>2835.09</b>	<b>1167.67</b>

**B) CASH FLOW FROM INVESTING ACTIVITIES**

Loan (given)/returned	-	650.00
Purchase of Fixed Assets including Capital Work in Progress	(296.94)	(472.11)
Sale of Fixed Assets	8.60	7,960.44
Purchase of Non Current Investments	(3,800.00)	(17,763.53)
Sale of Non Current Investments	800.00	8,488.27
Interest Received	296.52	351.57
Dividend Received	800.54	734.35
	<b>(2,191.28)</b>	<b>(51.00)</b>
<b>NET CASH USED IN INVESTING ACTIVITY</b>	<b>(2,191.28)</b>	<b>(51.00)</b>

**C) CASH FLOW FROM FINANCING ACTIVITIES**

Rent paid on Lease Asset	(188.07)	(165.56)
Dividend Paid (Inclusive of Dividend Distribution Tax)	(800.00)	(752.00)
	<b>(988.07)</b>	<b>(917.56)</b>
<b>NET CASH USED IN FINANCING ACTIVITY</b>	<b>(988.07)</b>	<b>(917.56)</b>
<b>NET CHANGES IN CASH &amp; CASH EQUIVALENTS(A+B+C)</b>	<b>(344.28)</b>	<b>199.12</b>
<b>OPENING BALANCE OF CASH &amp; CASH EQUIVALENTS</b>	<b>1,580.85</b>	<b>1,381.72</b>
<b>CLOSING BALANCE OF CASH &amp; CASH EQUIVALENTS</b>	<b>1,236.57</b>	<b>1,580.85</b>
	<b>(344.28)</b>	<b>199.12</b>

**Notes**

Closing Balance of Cash &amp; Cash Equivalents

1 Cash and Cash Equivalents Includes: (Refer Note No 14)

CASH IN HAND	5.25	5.40
<u>BALANCE WITH BANKS</u>		
- In Current Account	181.32	75.45
- In Fixed Deposits	1,050.00	1,500.00
	<b>1,236.57</b>	<b>1,580.85</b>

As per our report of even date attached

**FOR KANU DOSHI ASSOCIATES LLP**  
**CHARTERED ACCOUNTANTS**  
**Firm's Registration Number: 104746W/W100096**

**KUNAL VAKHARIA**  
**PARTNER**  
**MEMBERSHIP NO. 148916**

**PLACE : MUMBAI**  
**DATED : 27/05/2024**

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS**

**SHEKHAR BAJAJ**  
**CHAIRMAN**  
**DIN- 00089358**

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**PRESIDENT & CEO**

**VIVEK MARU**  
**COMPANY SECRETARY**

**H A NEVATIA**  
**WHOLE TIME DIRECTOR**  
**DIN-00066955**

**GIRISH JETHMALANI**  
**CHIEF FINANCIAL OFFICER**

**A. Equity Share Capital****(Rs. in Lakhs)**

Particulars	No of Shares	Amount
Balance as at 31st March, 2022	3,20,00,000	320.00
Changes in equity share capital during the year	-	-
Balance as at 31st March, 2023	3,20,00,000	320.00
Changes in equity share capital during the year	-	-
Balance as at 31st March, 2024	<b>3,20,00,000</b>	<b>320.00</b>

**B. Other Equity****(Rs. in Lakhs)**

Particulars	Reserves and Surplus			Other items of Other comprehensive income		Total
	Capital Reserve	General Reserves	Retained Earnings	Remeasurement of net defined benefit plans	Fair Value through Other Comprehensive Income of Equity Investments	
<b>Balance as at 31st March, 2022</b>	<b>5.14</b>	<b>17,095.11</b>	<b>5,105.92</b>	<b>(48.27)</b>	<b>39,423.07</b>	<b>61,580.98</b>
Profit for the year	-	-	10,329.76	-	-	10,329.76
Final Dividend paid	-	-	(752.00)	-	-	(752.00)
Remeasurements of Defined Benefit Plan	-	-	-	(9.23)	-	(9.23)
Fair Value effect of Investments of shares	-	-	-	-	(805.06)	(805.06)
<b>Balance as at 31st March, 2023</b>	<b>5.14</b>	<b>17,095.11</b>	<b>14,683.69</b>	<b>(57.50)</b>	<b>38,618.01</b>	<b>70,344.45</b>
Profit for the year	-	-	3,597.54	-	-	3,597.54
Final Dividend paid	-	-	(800.00)	-	-	(800.00)
Remeasurements of Defined Benefit Plan	-	-	-	(14.62)	-	(14.62)
Fair Value effect of Investments of shares	-	-	-	-	21,340.05	21,340.05
<b>Balance as at 31st March, 2024</b>	<b>5.14</b>	<b>17,095.11</b>	<b>17,481.23</b>	<b>(72.12)</b>	<b>59,958.06</b>	<b>94,467.42</b>

FOR KANU DOSHI ASSOCIATES LLP  
 CHARTERED ACCOUNTANTS  
 Firm's Registration Number: 104746W/W100096

KUNAL VAKHARIA  
 PARTNER  
 MEMBERSHIP NO. 148916

PLACE : MUMBAI  
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GIRISH JETHMALANI  
 CHIEF FINANCIAL OFFICER

## SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS

### 1 Group Overview

The company ("Hercules Hoists Limited", "HHL") is an existing public limited company incorporated on 15/06/1962 under the provisions of the Indian Companies Act, 1956 and deemed to exist within the purview of the Companies Act, 2013, having its registered office at Bajaj Bhavan, 226 Jamnalal Bajaj Marg, Nariman Point, Mumbai-400 021. The company offers a diverse range of products and services including manufacturing, sales, distribution and marketing of mechanical hoists, electric chain hoists and wire rope hoists, stackers and storage and retrieval solutions, overhead cranes in the standard and extended standard range, manipulators and material handling automation solutions. The equity shares of the company are listed on BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"). Reporting currency of the consolidated financial statements are presented in Indian Rupee (₹).

Indef Manufacturing Ltd. Is established on 12th Septemeber, 2022 it is 100% owned by Hercules Hoists Ltd.

The consolidated financial statements includes financial statements of Hercules Hoists Ltd. and its 100% subsidiary Indef Manufacturing Ltd (together referred as group).

### 2 Significant Accounting Policies

This note provides a list of the significant accounting policies adopted in the preparation of these consolidated financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

#### (A) Basis Of Preparation Of Financial Statement

##### i) Compliance with Ind AS

The consolidated financial statements Complies in all material aspects with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under Section 133 of the Companies Act, 2013 (the "Act") and other relevant provisions of the Act and other accounting principles generally accepted in India.

The consolidated financial statements were authorized for issue by the Company's Board of Directors as on May 27,2024.

##### ii) Historical cost convention

The Group follows the mercantile system of accounting and recognizes income and expenditure on an accrual basis. The consolidated financial statements are prepared under the historical cost convention, except in case of significant uncertainties and except for the following:

- (a) Certain financial assets and liabilities (Including Derivative Instruments) that are measured at fair value;
- (b) Defined benefit plans where plan assets are measured at fair value.
- (c) Investments are measured at fair value.

##### iii) Current and Non Current Classification.

All assets and liabilities have been classified as current or non-current as per the Group's operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Group has ascertained its operating cycle as 12 months for the purpose of current – non-current classification of assets and liabilities.

#### Basis of Consolidation

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting polices other than those adopted in the consolidated financial statements for like transactions and other events in similar circumstances, appropriate adjustments are made to that Group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies. The financial statement of Indef manufacturing Ltd. used for the purpose of consolidation are drawn upto same reporting date as that of the parent Group i.e., year ended 31st March.

#### Consolidation procedure:

Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its



subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.

Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary.

## **(B) Use of Estimates and Judgements**

The preparation of consolidated financial statements requires management to make judgments, estimates and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Continuous evaluation is done on the estimation and judgments based on historical experience and other factors, including expectations of future events that are believed to be reasonable. Revisions to accounting estimates are recognised prospectively.

## **(C) Financial Instruments**

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

### **(I) Financial Assets**

#### **(i) Classification**

The Group classifies its financial assets in the following measurement categories:

- (a) Those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss); and
- (b) Those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

- (a) For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income.
- (b) For investments in debt instruments, this will depend on the business model in which the investment is held.
- (c) For investments in equity instruments, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

The Group reclassifies debt investments when and only when its business model for managing those assets changes.

#### **(ii) Measurement**

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not measured at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

#### **(a) Debt instruments**

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Group classifies its debt instruments:

**Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in other income using the effective interest rate method.

**Fair value through other comprehensive income (FVOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other income or other expenses (as applicable). Interest income from these financial assets is included in other income using the effective interest rate method.

Fair value through profit or loss (FVTPL): Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised in profit or loss and presented net in the statement of profit and loss within other income or other expenses (as applicable) in the period in which it arises. Interest income from these financial assets is included in other income or other expenses, as applicable.

### **(b) Equity instruments**

The Group subsequently measures all equity investments at fair value. Where the Group's management has selected to present fair value gains and losses on equity investments in other comprehensive income and there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in profit or loss as other income when the Group's right to receive payments is established.

Changes in the fair value of financial assets at fair value through profit or loss are recognised in other income or other expenses, as applicable in the statement of profit and loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

### **(iii) Impairment of financial assets**

The Group assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables only, the Group applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime credit losses (ECL) to be recognised from initial recognition of the receivables. The Group 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 Group 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.

### **(iv) Derecognition of financial assets**

A financial asset is derecognised only when -

- (a) The Group has transferred the rights to receive cash flows from the financial asset or
- (b) Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Group evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Group has not retained control of the financial asset. Where the Group retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

## **(II) Financial Liabilities**

### **(i) Measurement**

Financial liabilities are initially recognised at fair value, reduced by transaction costs (in case of financial liability not at fair value through profit or loss), that are directly attributable to the issue of financial liability. After initial recognition, financial liabilities are measured at amortised cost using effective interest method. The effective interest rate is the rate that exactly discounts estimated future cash outflow (including all fees paid, transaction cost, and other premiums or discounts) through the expected life of the financial liability, or, where appropriate, a shorter period, to the net carrying amount on initial recognition. At the time of initial recognition, there is no financial liability irrevocably designated as measured at fair value through profit or loss.

### **(ii) Derecognition**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is rec-



ognised in the statement of profit or loss.

**(D) Financial guarantee contracts**

Financial guarantee contracts are recognised as a financial liability at the time the guarantee is issued. The liability is initially measured at fair value and subsequently at the higher of the amount determined in accordance with Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets and the amount initially recognised less cumulative amortization, where appropriate.

**(E) Segment Report**

(i) The Group identifies primary segment based on the dominant source, nature of risks and returns and the internal organisation and management structure. The operating segment are the segments for which separate financial information is available and for which operating profit/loss amounts are evaluated regularly by the executive Management in deciding how to allocate resources and in assessing performance.

(ii) The analysis of geographical segments is based on the areas in which major operating divisions of the Group operate.

**(F) Inventories Valuation**

(i) Raw materials, components, stores & spares, packing material, semi-finished goods & finished goods are valued at lower of cost and net realisable value.

(ii) Cost of Raw Materials, components, stores & spares and packing material is arrived at Weighted Average Cost and Cost of semi-finished good and finished good comprises, raw materials, direct labour, other direct costs and related production overheads.

(iii) Scrap is valued at net realisable value.

(iv) Due allowances are made in respect of slow moving, non-moving and obsolete inventories based on estimate made by the Management.

**(G) Cash and cash equivalents**

Cash and cash equivalents includes cash in hand, deposits with banks, other short term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes outstanding bank overdraft shown within current liabilities in statement of financial balance sheet and which are considered as integral part of Group's cash management policy.

**(H) Income tax and deferred tax**

The Income tax expense or credit for the year is the tax payable on the current year's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

Current and deferred tax is recognised in the profit and loss except to the extent it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised in equity or other comprehensive income respectively.

**(i) Current income tax**

Current tax charge is based on taxable profit for the year. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date where the Group operates and generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Current tax assets and tax liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and Group intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

**(ii) Deferred tax**

Deferred tax is provided using the liability method on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements at the reporting date. Deferred tax assets are recognised to the extent that it is probable that future taxable income will be available against which the deductible temporary differences, unused tax losses, depreciation carry-forwards and unused tax credits could be utilised.

Deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss).

Deferred tax assets and liabilities are measured based on the tax rates that are expected to apply in the period when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

The carrying amount of deferred tax assets is reviewed at each reporting date and adjusted to reflect changes in probability that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred income tax assets and liabilities are off-set against each other and the resultant net amount is presented in the Balance Sheet, if and only when, (a) the Group has a legally enforceable right to set-off the current income tax assets and liabilities, and (b) the deferred income tax assets and liabilities relate to income tax levied by the same taxation authority.

Minimum Alternate Tax credit is recognised as an asset only when and to the extent there is convincing evidence that the Group will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Group will pay normal income tax during the specified period.

**(I) Property, plant and equipment**

(i) Freehold land is carried at historical cost including expenditure that is directly attributable to the acquisition of the land.

(ii) All other items of property, plant and equipment are stated at cost less accumulated depreciation. Cost includes expenditure that is directly attributable to the acquisition of the items.

(iii) Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

(iv) Cost of Capital Work in Progress ('CWIP') comprises amount paid towards acquisition of property, plant and equipment outstanding as of each balance sheet date and construction expenditures, other expenditures necessary for the purpose of preparing the CWIP for its intended use and borrowing cost incurred before the qualifying asset is ready for intended use. CWIP is not depreciated until such time as the relevant asset is completed and ready for its intended use.

(v) Depreciation methods, estimated useful lives and residual value.

(a) Fixed assets are stated at cost less accumulated depreciation.

(b) Depreciation is provided on a pro rata basis on the straight-line method over the estimated useful lives of the assets which is as prescribed under Schedule II to the Companies Act, 2013. The depreciation charge for each period is recognised in the Statement of Profit and Loss, unless it is included in the carrying amount of any other asset. The useful life, residual value and the depreciation method are reviewed at least at each financial year end. If the expectations differ from previous estimates, the changes are accounted for prospectively as a change in accounting estimate.

(c) Leasehold Land is depreciated over the period of the Lease.

(vi) Tangible assets which are not ready for their intended use on reporting date are carried as capital work-in-progress.

(vii) The residual values are not more than 5% of the original cost of the asset.



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

Estimated useful lives, residual values and depreciation methods are reviewed annually, taking into account commercial and technological obsolescence as well as normal wear and tear and adjusted prospectively, if appropriate.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other expenses or other income as applicable.

### **(J) Investment Property**

Property that is held for Capital appreciation and which is occupied by the Group, is classified by Investing property. Investment property is measured at cost including related transaction cost and where applicable borrowing cost. Investment properties are depreciated at the same rate applicable for class of asset under Property, Plant and Equipment.

### **(K) Intangible assets**

(i) An intangible asset shall be recognised if, and only if: (a) it is probable that the expected future economic benefits that are attributable to the asset will flow to the Group and (b) the cost of the asset can be measured reliably.

(ii) Cost of technical know-how is amortised over a period of six years.

(iii) Computer software is capitalised where it is expected to provide future enduring economic benefits. Capitalisation costs include licence fees and costs of implementation / system integration services. The costs are capitalised in the year in which the relevant software is implemented for use. The same is amortised over a period of 5 years on straight-line method.

### **(L) Leases**

#### **(i) As a lessee**

As a lessee, the Group previously classified leases as operating or finance leases based on its assessment of whether the lease transferred significantly all of the risks and rewards incidental to ownership of the underlying asset to the Group. Under Ind AS 116, the Group recognizes right of use assets and lease liabilities for most leases i.e. these leases are on balance sheet.

On transition, the Group has applied following practical expedients:

- ▶ Applied a single discount rate to a portfolio of leases of similar assets in similar economic environment with similar end date.
- ▶ Applied the exemption not to recognise right-of-use-assets and liabilities for leases with less than 12 months of lease term on the date of transition.
- ▶ Excluded the initial direct costs from the measurement of the right-of -use-asset at the date of transition.
- ▶ Grandfathered the assessment of which transactions are, or contain leases. Accordingly, Ind AS 116 is applied only to contracts that were previously identified as leases under Ind AS 17.
- ▶ Relied on its assessment of whether leases are onerous, applying Ind AS 37 immediately before the date of initial application as an alternative to performing an impairment review.
- ▶ Used hindsight when determining the lease term if the contract contains options to extend or terminate the lease.

#### **(ii) As a lessor**

Lease income from operating leases where the Group is a lessor is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature.

### **(M) Revenue Recognition**

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are inclusive of excise duty and net of returns, trade discount taxes and amounts collected on behalf of third parties. The Group recognises revenue as under:

#### **(I) Sales**

##### **(i) The Group recognizes revenue from sale of goods when:**

(a) The significant risks and rewards of ownership in the goods are transferred to the buyer as per the terms of the

contract, which coincides with the delivery of goods.

(b) The Group retains neither continuing managerial involvement to the degree usually associated with the ownership nor effective control over the goods sold.

(c) The amount of revenue can be reliably measured.

(d) It is probable that future economic benefits associated with the transaction will flow to the Group.

(e) The cost incurred or to be incurred in respect of the transaction can be measured reliably.

(f) The Group bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

## **(ii) Sales of Power**

The Group recognises income from power generated on accrual basis. However, where the ultimate collection of the same lacks reasonable certainty, revenue recognition is postponed to the extent of uncertainty.

## **(II) Other Income**

### **(i) Interest Income**

Interest income from debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the group estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

### **(ii) Dividends**

Dividends are recognised in profit or loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the group, and the amount of the dividend can be measured reliably.

### **(iii) Export Benefits**

Export incentives are accounted for on export of goods if the entitlements can be estimated with reasonable accuracy and conditions precedent to claim are fulfilled.

### **(iv) Income from Erection & Commissioning Services:**

(a) The amount of revenue can be measured reliably.

(b) It is probable that future economic benefits associated with the transaction will flow to the Group.

(c) The stage of completion of the transaction at the end of the reporting period can be measured reliably.

(d) The cost incurred for transaction and the cost to complete the transaction can be measured reliably.

## **(N) Employee Benefit**

### **(i) Short-term obligations**

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

### **(ii) Other long-term employee benefit obligations**

The liabilities for earned leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the appropriate market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

**(iii) Post-employment obligations**

The group operates the following post-employment schemes:

**(a) Defined benefit gratuity plan:**

Gratuity and Leave encashment which are defined benefits are accrued based on actuarial valuation working provided by Life Insurance Corporation of India ( LIC) . The Group has opted for a Group Gratuity-cum-Life Assurance Scheme of the Life Insurance Corporation of India (LIC), and the contribution is charged to the Statement of Profit & Loss each year. The Group has funded the liability on account of leave benefits through LIC's Group Leave Encashment Assurance Scheme and the Contribution is charged to Statement of Profit and Loss.

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan. The defined benefit obligation is calculated annually as provided by LIC. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss. Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

**(b) Defined Contribution plan:**

Contribution payable to recognised provident fund and superannuation scheme which is defined contribution scheme is charged to Statement of Profit & Loss. The Group has no further obligation to the plan beyond its contribution.

**(O) Foreign currency translation****(i) Functional and presentation currency**

Items included in the consolidated financial statements of the Group are measured using the currency of the primary economic environment in which the Group operates ('the functional currency'). The consolidated financial statements are presented in Indian rupee (INR), which is Group's functional and presentation currency.

**(ii) Transactions and balances**

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss. All the foreign exchange gains and losses are presented in the statement of Profit and Loss on a net basis within other expenses or other income as applicable.

**(P) Borrowing Cost**

(i) Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

(ii) Borrowings are classified as current financial liabilities unless the group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the consolidated financial statements for issue, not to demand payment as a consequence of the breach.

**(Q) Earnings per share****(i) Basic earnings per share**

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Group; and

- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year.

## **ii) Diluted earnings per share**

Diluted earnings per share adjust the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares; and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

## **(R) Impairment of Assets**

Intangible assets that have an indefinite useful life are not subject to amortization and are tested annually for impairment or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets that suffered impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

## **(S) Provisions, contingent liabilities and contingent assets**

### **(i) Provisions:**

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the statement of profit and loss.

### **(ii) Contingent liabilities:**

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Group does not recognise a contingent liability but discloses its existence in the consolidated financial statements.

### **(iii) Contingent Assets:**

Contingent Assets are disclosed, where an inflow of economic benefits is probable.

## **(T) Investments**

Equity investments are measured at fair value, with value changes recognised in Other Comprehensive Income, except for those mutual fund for which the Group has elected to present the fair value changes in the Statement of Profit and Loss.

## **(U) Trade receivables**

Trade receivables are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

## **(V) Trade and other payables**

These amounts represent liabilities for goods and services provided to the Group prior to the end of financial year which are unpaid. Trade and other payables are recognised, initially at fair value, and subsequently measured at amortised cost using effective interest rate method.

## **(W) Operating Cycle**

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

**3 PROPERTY, PLANT AND EQUIPMENT**

Particulars	Gross Carrying Amount				Depreciation/Impairment Losses				Net Carrying Amount	
	As At 01.04.2023	Purchase During The Year	Deduction During The Year	As At 31.03.2024	Up To 01.04.2023	Dep. For The Year	Impairment Losses	Deduction During The Year	As At 31.03.2024	As At 31.03.2024
	Freehold Land	36.29	-	-	36.29	-	-	-	-	-
Leasehold Land	10.78	-	-	10.78	3.43	0.49	-	-	3.92	6.86
Buildings (Refer Note No 3.1)	1,693.02	11.19	-	1,704.21	317.07	43.17	-	-	360.24	1,343.97
Plant & Machinery	938.79	137.66	-	1,076.45	106.73	76.57	-	-	183.31	893.14
Computers	251.30	30.64	3.86	278.08	105.58	59.23	-	3.18	161.63	116.45
Jigs & Fixtures	4.62	-	-	4.62	3.58	0.27	-	-	3.85	0.77
Factory Fixtures	119.30	-	-	119.30	66.48	9.30	-	-	75.78	43.53
Machine Accessories	5.56	-	-	5.56	2.71	1.82	-	-	4.53	1.03
Dies & Patterns (Refer Note No 3.2)	179.57	-	-	179.57	43.19	11.43	-	-	54.61	124.96
Electrical Installations	81.57	-	-	81.57	62.14	3.00	-	-	65.14	16.43
Furniture & Fixtures	273.10	2.82	1.75	274.17	142.87	23.04	-	1.31	164.60	109.57
Vehicles	89.58	51.55	17.12	124.00	27.82	10.47	-	10.91	27.38	96.63
Office Equipments	109.42	13.29	4.04	118.66	75.40	8.64	-	2.30	81.74	36.92
<b>Total Property, Plant and Equipment</b>	<b>3,792.90</b>	<b>247.14</b>	<b>26.78</b>	<b>4,013.26</b>	<b>957.01</b>	<b>247.42</b>	<b>-</b>	<b>17.71</b>	<b>1,186.72</b>	<b>2,826.54</b>

Particulars	Gross Carrying Amount				Depreciation/Impairment Losses				Net Carrying Amount	
	As At 01.04.2022	Purchase During The Year	Deduction During the Year	As At 31.03.2023	As At 01.04.2022	Purchase During The Year	Impairment Losses	Deduction During the Year	As At 31.03.2023	As At 31.03.2023
	Freehold Land	36.29	-	-	36.29	-	-	-	-	-
Leasehold Land	10.78	-	-	10.78	2.94	0.49	-	-	3.43	7.35
Buildings (Refer Note No 3.1)	1,664.51	28.51	-	1,693.02	271.31	45.75	-	-	317.07	1,375.96
Windmill Plant	298.01	-	298.01	-	134.65	9.90	-	144.55	-	-
Plant & Machinery	772.31	166.48	-	938.79	43.96	62.77	-	-	106.73	832.06
Computers	115.49	136.81	1.00	251.30	74.40	31.47	-	0.29	105.58	145.71
Jigs & Fixtures	4.62	-	-	4.62	3.15	0.43	-	-	3.58	1.04
Factory Fixtures	119.30	-	-	119.30	56.62	9.86	-	-	66.48	52.82
Machine Accessories	5.56	-	-	5.56	2.14	0.57	-	-	2.71	2.85
Dies & Patterns (Refer Note No 3.2)	150.07	29.50	-	179.57	32.79	10.40	-	-	43.19	136.38
Electrical Installations	81.57	-	-	81.57	59.12	3.02	-	-	62.14	19.43
Furniture & Fixtures	260.52	12.58	-	273.10	120.72	22.15	-	-	142.87	130.23
Vehicles	89.58	-	-	89.58	17.61	10.21	-	-	27.82	61.76
Office Equipments	96.95	14.71	2.25	109.42	68.07	8.07	-	0.73	75.40	34.01
<b>Total Property, Plant and Equipment</b>	<b>3,705.56</b>	<b>388.60</b>	<b>301.26</b>	<b>3,792.90</b>	<b>887.49</b>	<b>215.09</b>	<b>-</b>	<b>145.57</b>	<b>957.01</b>	<b>2,835.89</b>

**Note No. 3.1: Buildings**

(i) Building includes Rs.0.005 Lakhs (Previous Year Rs.0.005 Lakhs) being the cost of 10 shares of Bajaj Bhavan Owner's Co-operative Society of Rs.50 each fully paid up.

(ii) Building includes Rs.0.044 Lakhs (Previous Year Rs.0.044 Lakhs) being shares application of Co-operative Premises Society.

**Note No. 3.2: Dies & Patterns** : Fixed Assets includes dies & patterns written down amounts of Rs. 124.96 Lakhs (Previous Year Rs.136.38 Lakhs) lying at Vendors/Job workers.

**4 OTHER INTANGIBLE ASSETS**

(Rs. In Lakhs)

PARTICULARS	GROSS CARRYING AMOUNT				DEPRECIATION/IMPAIRMENT LOSSES					NET CARRYING AMOUNT
	AS AT 01.04.2023	PURCHASE DURING THE YEAR	DEDUCTION DURING THE YEAR	AS AT 31.03.2024	UP TO 01.04.2023	DEP. FOR THE YEAR	IMPAIRMENT LOSSES	DEDUCTION DURING THE YEAR	AS AT 31.03.2024	AS AT 31.03.2024
Computer Software	378.73	2.25	-	380.98	280.01	27.09	-	-	307.10	73.89
Trade Mark	3.54	-	-	3.54	-	-	-	-	-	3.54
<b>Total Other Intangible Assets</b>	<b>382.27</b>	<b>2.25</b>	<b>-</b>	<b>384.52</b>	<b>280.01</b>	<b>27.09</b>	<b>-</b>	<b>-</b>	<b>307.10</b>	<b>77.42</b>

**OTHER INTANGIBLE ASSETS**

(Rs. In Lakhs)

PARTICULARS	GROSS CARRYING AMOUNT				DEPRECIATION/IMPAIRMENT LOSSES					NET CARRYING AMOUNT
	AS AT 01.04.2022	PURCHASE DURING THE YEAR	DEDUCTION DURING THE YEAR	AS AT 31.03.2023	UP TO 01.04.2022	DEP. FOR THE YEAR	IMPAIRMENT LOSSES	DEDUCTION DURING THE YEAR	AS AT 31.03.2023	AS AT 31.03.2023
Computer Software	295.23	83.50	-	378.73	251.01	29.00	-	-	280.01	98.72
Trade Mark	3.54	-	-	3.54	-	-	-	-	-	3.54
Total Other Intangible Assets	298.77	83.50	-	382.27	251.01	29.00	-	-	280.01	102.26

**5 INTANGIBLE ASSETS UNDER DEVELOPMENT**

(Rs. In Lakhs)

PARTICULARS	AS AT 01.04.2023	ADDITION DURING THE YEAR	DEDUCTION DURING THE YEAR	AS AT 31.03.2024
Intangible assets under development.	-	3.06	-	3.06
<b>Previous Year</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

**6 RIGHT-TO-USE ASSETS**

(Rs. In Lakhs)

PARTICULARS	AS AT 01.04.2023	ADDITION DURING THE YEAR	DEDUCTION DURING THE YEAR	AS AT 31.03.2024
Asset Taken Under Lease	633.53	-	158.38	475.15
<b>Previous Year</b>	<b>6.37</b>	<b>778.72</b>	<b>151.56</b>	<b>633.53</b>


**7 NON CURRENT INVESTMENTS**
**(Rs. in Lakhs)**

Particulars	Face Value	QTY	As at March 31, 2024	QTY	As at March 31, 2023
<b>Non Trade Investments</b>					
<b>Quoted</b>					
<b>Equity Instruments (At FVOCI)</b>					
Bajaj Holdings & Investment Ltd.	10	4,15,516	34,445.65	4,15,516	24,596.26
Bajaj Auto Limited	10	1,82,590	16,697.67	1,82,590	7,091.52
Bajaj Finserv Limited#	1	11,05,630	18,172.69	11,05,630	14,001.15
Bajaj Electricals Limited	2	6,24,596	5,656.34	6,24,596	6,571.37
Bajel Projects Limited#	2	6,24,596	1,341.32	-	-
<b>Total Value of Quoted Investments</b>		<b>(A)</b>	<b>76,313.67</b>	<b>(A)</b>	<b>52,260.30</b>
<b>Unquoted</b>					
<b>Mutual Funds (At FVTPL)</b>					
Reliance Short Term Fund	10	5,11,779.81	243.85	5,11,779.81	227.07
HDFC PSU Debt Fund	10	11,41,792.94	237.82	11,41,792.94	221.52
HDFC Credit Risk Debt Fund	10	36,41,473.17	793.41	36,41,473.17	737.64
ICICI Prudential Income Opportunities Fund	10	12,33,245.64	446.67	12,33,245.64	411.76
Kotak Medium Term Fund	10	9,33,371.25	191.04	9,33,371.25	176.79
ICICI Prudential Credit Risk Fund	10	26,71,799.24	764.13	26,71,799.24	707.55
HDFC Short Term Debt Fund - Regular Plan	10	30,17,190.34	871.53	30,17,190.34	809.27
ICICI Prudential Corporate Bond Fund	10	22,68,162.13	611.19	22,68,162.13	566.41
Axis Banking & PSU Debt Fund	10	12,382.94	295.71	12,382.94	276.58
HDFC Corporate Bond Fund	10	37,86,063.16	1,110.63	30,79,614.37	837.04
Kotak Banking And PSU Debt Fund	10	12,42,589.27	735.09	12,42,589.27	684.41
Kotak Nifty Index Fund Regular- Gr	10	92,62,495.67	1,025.17	92,62,495.67	958.59
ICICI Prudential PSU Bond Plus SDL 40 60 Index Fund - Sep 2027 - Regular Plan - Growth	10	1,00,98,610.15	1,127.99	1,00,98,610.15	1,054.28
Aditya Birla Sun Life Money Manager Fund-Growth Regular Plan	10	2,37,851.88	801.47	2,37,851.88	744.54
HDFC Ultra ShortTerm Fund	10	21,18,783.72	293.39	21,18,783.72	273.79
ICICI Bank Ultra Short Term Fund Growth	10	29,36,309.43	743.23	29,36,309.43	693.33
HDFC Money Market Fund Collection	10	13,245.94	689.87	13,245.94	641.66
Kotak Savings Fund	10	5,11,774.22	200.98	5,11,774.22	187.84
Aditya Birla Sun Life Savings Fund -Growth Regular Plan	10	1,81,218.66	903.59	1,81,218.66	841.14
AXIS Treasury Advantage Fund	10	9,425.32	265.23	9,425.32	247.27
Aditya Birla Sun Life Low Duration Fund	10	21,942.63	131.87	21,942.63	123.31
ICICI Prudential Saving Fund	10	1,90,520.10	940.26	1,90,520.10	871.61
<b>Total Value of Unquoted Investments</b>		<b>(B)</b>	<b>13,424.12</b>	<b>(B)</b>	<b>12,293.41</b>
<b>Total of Non-Current Investments</b>		<b>(A+B)</b>	<b>89,737.79</b>	<b>(A+B)</b>	<b>64,553.72</b>

# Bajaj Finserv Limited subdivided its share from Rs. 5 per share to Rs. 1 Share and issued bonus share 1:1 on 13-09-2022

# On demerger of Bajaj Electricals Ltd (BEL) on 16-09-2023, shares in the ratio of 1:1 is allotted for resulting company Bajel Projects Ltd (BPL). Post demerger cost of acquisition is 67.07% (BEL) : 32.93% (BPL), accordingly the cost is allocated.

**8 OTHER NON CURRENT FINANCIAL ASSETS****(Rs. In Lakhs)**

Particulars	As at	As at
	March 31, 2024	March 31, 2023
(Unsecured, Considered Goods, unless specified otherwise)		
Deposits	63.51	61.86
	<u>63.51</u>	<u>61.86</u>

**9 OTHER NON CURRENT TAX ASSETS (NET)****(Rs. In Lakhs)**

Particulars	As at	As at
	March 31, 2024	March 31, 2023
Advance Tax and Tax Deducted at Source (Net of Current Tax Provisions) (Refer Note No 24.1)	58.26	85.26
	<u>58.26</u>	<u>85.26</u>

**10 OTHER NON CURRENT ASSETS****(Rs. In Lakhs)**

Particulars	As at	As at
	March 31, 2024	March 31, 2023
(Unsecured, Considered Goods, unless specified otherwise)		
Capital Advances	44.49	-
Advance recoverable in cash or kind or for value to be received	11.37	38.86
	<u>55.86</u>	<u>38.86</u>

**11 INVENTORIES****(Rs. In Lakhs)**

Particulars	As at	As at
	March 31, 2024	March 31, 2023
(Unsecured, Considered Goods, unless specified otherwise)		
Raw Material (Refer Note No 11.1 & 11.2)	2,075.22	2,205.78
Work-in-progress	37.62	70.42
Finished Goods	131.68	611.86
Stores & Spares	11.58	14.36
	<u>2,256.10</u>	<u>2,902.42</u>

**Note No 11.1:** Raw Material inventory net off provision for slow moving and non moving of Rs. 127.11 Lakhs (31st March 2023 Rs.108.51 Lakhs)

**Note No 11.2:** During the current year and previous year the physical verification of the inventory has been conducted at reasonable intervals and the discrepancies noticed were not material and have been properly dealt with in the books of accounts.

**12 CURRENT INVESTMENTS****(Rs. In Lakhs)**

Particulars	Face Value	QTY	As at	QTY	As at
			March 31, 2024		March 31, 2023
<b>Unquoted</b>					
Kotak Equity Arbitrage Fund	10	32,77,617.96	1,124.37	21,07,907.94	670.63
ABSL Overnight Fund Regul	10	18,464.22	237.61	83,929.37	1,012.27
Aditya Birla Sun Life Floating Rate Fund	10	67,150.15	211.90	-	-
Aditya Birla Sun Life Arbitrage Fund	10	34,78,676.83	847.73	-	-
ICICI Prudential Corporate Bond Fund	10	27,23,757.75	733.96	-	-
ICICI Prudential Floating Interest Fund	10	2,41,607.04	929.33	-	-
ICICI Prudential Equity Arbitrage Fund	10	12,72,120.10	400.02	-	-
HDFC Arbitrage Fund	10	7,12,088.31	200.00	-	-
			<u>4,684.91</u>		<u>1,682.90</u>

**13 TRADE RECEIVABLES** (Refer Note No 13.1)**(Rs. In Lakhs)**

Particulars	As at		As at	
	March 31, 2024		March 31, 2023	
(Unsecured)				
Considered Goods	1,946.64		1,100.30	
Considered Doubtful	111.98		138.02	
	<b>2,058.62</b>		<b>1,238.32</b>	
Less: Impairment allowance (Allowance for bad and doubtful debts)	(111.98)	1,946.64	(138.02)	1,100.30
		<b>1,946.64</b>		<b>1,100.30</b>

**Note No 13.1:** The average credit period ranges from 1 to 5 days for Sales through Associated Business Patterns (ABP), and for Direct customers/ Project order depending upon Terms of the Purchase Orders. No interest is charged on trade receivables during credit period of ABPs. Thereafter, interest is charged at 21% p.a. on the outstanding balance.

Ageing for trade receivables - billed outstanding as at March 31, 2024 is as follows:

Particulars	Less Than 6 months	6 months - 1 years	1 - 2 years	2 - 3 years	More than 3 years	Total
Undisputed trade receivables – considered good	1,833.55	73.16	38.70	3.46	109.75	2,058.62
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>1,833.55</b>	<b>73.16</b>	<b>38.70</b>	<b>3.46</b>	<b>109.75</b>	<b>2,058.62</b>
Less: Allowance for doubtful trade receivables	-	-	-	-	-	(111.98)
<b>Total Trade Receivables</b>						<b>1,946.64</b>

Ageing for trade receivables - billed outstanding as at March 31, 2023 is as follows:

Particulars	Less Than 6 months	6 months - 1 years	1 - 2 years	2 - 3 years	More than 3 years	Total
Undisputed trade receivables – considered good	945.81	65.15	24.19	14.94	188.22	1,238.32
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>945.81</b>	<b>65.15</b>	<b>24.19</b>	<b>14.94</b>	<b>188.22</b>	<b>1,238.32</b>
Less: Allowance for doubtful trade receivables	-	-	-	-	-	(138.02)
<b>Total Trade Receivables</b>						<b>1,100.30</b>

<b>14 CASH AND CASH EQUIVALENTS</b>		<b>(Rs. In Lakhs)</b>	
<b>Particulars</b>	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>	
Balance With Banks			
- On Current account	<b>181.32</b>	75.45	
Cash on Hand	<b>5.25</b>	5.40	
Bank Fixed Deposits Account	<b>1,050.00</b>	1,500.00	
	<b>1,236.57</b>	1,580.85	

<b>15 BANK BALANCES</b>		<b>(Rs. In Lakhs)</b>	
<b>Particulars</b>	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>	
Unpaid Dividend Account (Refer Note No 15.1)	<b>8.82</b>	8.66	
Margin Money Account (Refer Note No 15.2)	<b>12.80</b>	12.66	
	<b>21.61</b>	21.32	

**Note No. 15.1**

(i) The Group can utilise balances only towards settlement of the unpaid dividend.

(ii) The Group has transferred Rs. 1.23 Lakhs (31 March 2023 Rs. 0.97 Lakhs) in Investor Education Fund and Protection Fund during the year.

**Note No. 15.2**

Margin money deposits amounting to Rs. 12.80 Lakhs (31 March 2023 Rs. 12.66 Lakhs) are lying with bank against Bank Guarantees.

<b>16 LOANS</b>		<b>(Rs. In Lakhs)</b>	
<b>Particulars</b>	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>	
(Unsecured, Considered Good, unless specified otherwise)			-
<u>Other Loans &amp; Advances</u>			
Loan to Companies and Others (Refer Note No 16.1)	<b>1,000.00</b>	1,000.00	
	<b>1,000.00</b>	1,000.00	

**Note No 16.1:** The Group has surplus fund and hence has given loan to companies which is payable on demand and has taken loan for their working capital requirements. The rate of interest charged is 11 % p.a (31 March 2023 was 11%p.a ) which is higher than prevailing rate of interest charged for the same tenor of the Government securities.

<b>17 OTHER FINANCIAL ASSETS</b>		<b>(Rs. In Lakhs)</b>	
<b>Particulars</b>	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>	
Unsecured, Considered Good, unless specified otherwise			
Security deposits	<b>2.75</b>	6.66	
Advances to Staff	<b>14.60</b>	11.04	
Interest Receivable	<b>26.25</b>	87.95	
	<b>43.60</b>	105.65	

<b>18 OTHER TAX ASSETS</b>		<b>(Rs. In Lakhs)</b>	
<b>Particulars</b>	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>	
Advance Tax and Tax Deducted at Source	<b>340.66</b>	431.42	
	<b>340.66</b>	431.42	

**19 OTHER CURRENT ASSETS****(Rs. In Lakhs)**

Particulars	As at	As at
	March 31, 2024	March 31, 2023
(Unsecured, Considered Good, unless specified otherwise)		
Balance with Central Excise	27.33	27.33
Advance to suppliers and service providers	113.45	154.75
Advance recoverable in cash or kind or for value to be received	89.55	61.60
	<b>230.33</b>	<b>243.68</b>

**20 EQUITY SHARE CAPITAL****(Rs. In Lakhs)**

Particulars	As at	As at
	March 31, 2024	March 31, 2023
<b>Authorized Share Capital</b>		
40,000,000 Equity shares, Re. 1/- par value (31 March 2023: 40,000,000 equity shares Re. 1/- each)	400.00	400.00
	<b>400.00</b>	<b>400.00</b>
<b>Issued, Subscribed and Fully Paid Up Shares</b>		
32,000,000 Equity shares, Re. 1/- par value fully paid up (31 March 2023: 32,000,000 equity shares Re. 1/- each)	320.00	320.00
	<b>320.00</b>	<b>320.00</b>

**Note No 20.1: The reconciliation of the number of shares outstanding at the beginning and at the end of reporting period 31-03-2024:**

Particulars	As at March 31, 2024		As at March 31, 2023	
	No. of Shares	Amount	No. of Shares	Amount
Number of shares at the beginning	3,20,00,000	320.00	3,20,00,000	320.00
Add: Shares issued during the year	-	-	-	-
Less : Shares bought back (if any)	-	-	-	-
<b>Number of shares at the end</b>	<b>3,20,00,000</b>	<b>320.00</b>	<b>3,20,00,000</b>	<b>320.00</b>

**Note No 20.2: Terms/rights attached to equity shares**

(A) The Group has only one class of equity shares having a par value of Re. 1 per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

(B) In the event of liquidation of the Group, the holders of equity shares will be entitled to receive remaining assets of the Group, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**Note No 20.3: The details of shareholders holding more than 5% shares in the company :**

Particulars	As at March 31, 2024		As at March 31, 2023	
	No. of Shares	% held as at	No. of Shares	% held as at
Bajaj Holdings & Investment Ltd.	62,51,040	19.53	62,51,040	19.53
Jamnalaal Sons Pvt. Ltd.	61,93,016	19.35	61,93,016	19.35
Bajaj Sevashram Pvt. Ltd.	18,68,000	5.84	18,68,000	5.84

Disclosure of shareholding of promoters as at March 31, 2024 is as follows:-

Promoter name	As at March 31, 2024		As at March 31, 2023		Changes during the year in %
	No. of shares	% of total shares	No. of shares	% of total shares	
Kiran Bajaj	11,34,666	3.55	11,34,666	3.55	-
Kumud Bajaj	1,000	-	1,000	-	-
Madhur Bajaj	1,000	-	1,000	-	-
Niraj Bajaj Trust	5,52,000	1.73	5,52,000	1.73	-
Niraj Bajaj	10,94,400	3.42	10,94,400	3.42	-
Pooja Bajaj	5,54,667	1.73	5,54,667	1.73	-
Rajivnayan Bajaj	-	-	2,928	0.01	(0.01)
Sanjivnayan Bajaj Trust	2,928	0.01	2,928	0.01	-
Sanjivnayan Bajaj Trust	2,928	0.01	2,928	0.01	-
Shekhar Bajaj	9,06,400	2.83	9,06,400	2.83	-
Sanjivnayan Bajaj	2,400	-	2,400	-	-
Vanraj Anant Bajaj	5,54,667	1.73	5,54,667	1.73	-
Kumud Bajaj Trust	5,06,133	1.58	5,06,133	1.58	-
Madhur Bajaj Trust	5,06,133	1.58	5,06,133	1.58	-
Kumud Bajaj A/C Madhur Neelima Family Trust	1,26,534	0.40	1,26,534	0.40	-
Kumud Bajaj A/C Madhur Nimisha Family Trust	1,26,534	0.40	1,26,534	0.40	-
Madhur Bajaj A/C Kumud Bajaj Neelima Family Trust	1,26,533	0.40	1,26,533	0.40	-
Madhur Bajaj A/C Kumud Bajaj Nimisha Family Trust	1,26,533	0.40	1,26,533	0.40	-
Bachhraj Factories Private Limited	12,35,280	3.86	12,35,280	3.86	-
Bajaj Holdings And Investment Limited	62,51,040	19.53	62,51,040	19.53	-
Bajaj Sevashram Private Limited	18,68,000	5.84	18,68,000	5.84	-
Jamnalal Sons Private Limited	61,93,016	19.35	61,93,016	19.35	-
Shekhar Holdings Private Limited	4,00,000	1.25	4,00,000	1.25	-
Niraj Holding Private Limited	2,928	0.01	-	-	0.01
<b>Total</b>	<b>2,22,75,720</b>	<b>69.61</b>	<b>2,22,75,720</b>	<b>69.61</b>	<b>-</b>

Disclosure of shareholding of promoters as at March 31, 2023 is as follows:-

Promoter name	As at March 31, 2023		As at March 31, 2022		Changes during the year in %
	No. of shares	% of total shares	No. of shares	% of total shares	
Kiran Bajaj	11,34,666	3.55	11,34,666	3.55	-
Kumud Bajaj	1,000	-	1,000	-	-
Madhur Bajaj	1,000	-	1,000	-	-
Niraj Bajaj Trust	5,52,000	1.73	5,52,000	1.73	-
Niraj Bajaj	10,94,400	3.42	10,94,400	3.42	-
Pooja Bajaj	5,54,667	1.73	5,54,667	1.73	-
Rajivnayan Bajaj	2,928	0.01	2,928	0.01	-
Sanjivnayan Bajaj Trust	2,928	0.01	2,928	0.01	-
Sanjivnayan Bajaj Trust	2,928	0.01	2,928	0.01	-
Shekhar Bajaj	9,06,400	2.83	9,06,400	2.83	-
Shri Sanjivnayan Bajaj	2,400	-	2,400	-	-
Sunaina Kejriwal	-	-	7,16,336	2.24	(2.24)
Vanraj Anant Bajaj	5,54,667	1.73	5,54,667	1.73	-
Kumud Bajaj Trust	5,06,133	1.58	5,06,133	1.58	-
Madhur Bajaj Trust	5,06,133	1.58	5,06,133	1.58	-
Kumud Bajaj A/C Madhur Neelima Family Trust	1,26,534	0.40	1,26,534	0.40	-
Kumud Bajaj A/C Madhur Nimisha Family Trust	1,26,534	0.40	1,26,534	0.40	-
Madhur Bajaj A/C Kumud Bajaj Neelima Family Trust	1,26,533	0.40	1,26,533	0.40	-
Madhur Bajaj A/C Kumud Bajaj Nimisha FamilyTrust	1,26,533	0.40	1,26,533	0.40	-
Bachhraj Factories Private Limited	12,35,280	3.86	12,35,280	3.86	-
Bajaj Holdings And Investment Limited	62,51,040	19.53	62,51,040	19.53	-
Bajaj Sevashram Private Limited	18,68,000	5.84	18,68,000	5.84	-
Jamnallal Sons Private Limited	61,93,016	19.35	54,76,680	17.11	2.24
Shekhar Holdings Private Limited	4,00,000	1.25	4,00,000	1.25	-
<b>Total</b>	<b>2,22,75,720</b>	<b>69.61</b>	<b>2,22,75,720</b>	<b>69.61</b>	<b>-</b>

**Note No 20.4:** The details of Dividend paid per share is as under-

Year	Dividend paid per share
2023-24 - Proposed	4.00
2022-23	2.50
2022-23 (Interim Dividend)	0.50
2021-22	1.85
2021-22 (Interim Dividend)	0.75
2020-21	1.50

<b>21 OTHER EQUITY</b>		<b>(Rs. In Lakhs)</b>	
<b>Particulars</b>	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>	
Reserves & surplus*			
Capital Reserve #	5.14	5.14	
General Reserves ##	17,095.11	17,095.11	
Retained earnings	17,481.23	14,683.69	
<b>Other Comprehensive Income (OCI)</b>			
-Remeasurement of net defined benefit plans	(72.12)	(57.50)	
-Fair Value of Equity Investments through OCI	59,958.06	38,618.01	
	<b>94,467.42</b>	<b>70,344.45</b>	

# Capital reserve mainly represents amount transferred on amalgamation of INDEF Marketing Private Limited

## General reserve reflects amount transferred from statement of profit and loss in accordance with regulations of the Companies Act, 2013.

\* For movement, refer statement of changes in equity.

<b>22 LEASE LIABILITIES (Non Current)</b>		<b>(Rs. In Lakhs)</b>	
<b>Particulars</b>	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>	
Lease Liabilities	387.26	542.22	
	<b>387.26</b>	<b>542.22</b>	

<b>23 OTHER NON CURRENT FINANCIAL LIABILITIES</b>		<b>(Rs. In Lakhs)</b>	
<b>Particulars</b>	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>	
Deposits (Refer Note No 23.1)	72.00	66.00	
	<b>72.00</b>	<b>66.00</b>	

**Note No 23.1:** Deposit from customers and others are interest free deposit.

<b>24 DEFERRED TAX LIABILITIES (NET)</b>		<b>(Rs. In Lakhs)</b>	
<b>Particulars</b>	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>	
Deferred Tax Liabilities (Net) (Refer Note 24.1)	6,166.77	3,163.40	
	<b>6,166.77</b>	<b>3,163.40</b>	

**Note No.: 24.1**

Particulars	Net Balance as at 01.04.2023	Recognised in statement of Profit and Loss	Recognised in OCI	Net Balance at 31.03.2024
<b>Deferred Tax (Assets)/Liabilities</b>				
Property, plant and equipment/Investment Property/ Other Intangible Assets	250.71	(3.96)		<b>254.68</b>
Fair Value through Profit & Loss	452.72	(280.98)	-	<b>733.70</b>
Equity Instruments designated at FVOCI	2,539.79	-	(2,713.31)	<b>5,253.10</b>
Actuarial Gain/Loss on Employee Benefits	(16.73)	-	4.92	<b>(21.64)</b>
Actuarial Gain/Loss on Employee Benefits	16.73	(4.92)	-	<b>21.64</b>
Expenses allowable under income tax on payment basis	(1.75)	(0.11)	-	<b>(1.65)</b>
Provision for warranty	(5.60)	6.51	-	<b>(12.11)</b>
Lease effect - IND AS 116	(10.42)	6.46	-	<b>(16.88)</b>
Provision for Slow Moving and Non Moving items	(27.31)	(27.31)	-	<b>-</b>
Disallowance under section 43B(h)	-	14.09		<b>(14.09)</b>
Deferred tax assets- IML carry Forward loss	-	1.79		<b>(1.79)</b>
Allowance for Bad & Doubtful Debts	(34.74)	(6.55)	-	<b>(28.18)</b>
<b>Total</b>	<b>3,163.40</b>	<b>(294.97)</b>	<b>(2,708.40)</b>	<b>6,166.77</b>

**Income tax**

The major components of income tax expense for the year ended 31 March, 2024

**(Rs. In Lakhs)**

Particulars	As at March 31, 2024	As at March 31, 2023
<b>Profit and Loss:</b>		
Current tax – including reversal of earlier years : Rs. 52.16 Lakhs (31 March 2023: Rs. 116.01 Lakhs)	<b>770.51</b>	1,138.09
Deferred Tax – including reversal of earlier years : Rs. Nil (31 March 2023: Rs. Nil)	<b>294.97</b>	143.26
	<b>1,065.48</b>	1,281.35

**Reconciliation of tax expense and the accounting profit multiplied by domestic tax rate**

Particulars	As at March 31, 2024	As at March 31, 2023
Profit before income tax expense	<b>4,663.02</b>	11,611.12
Tax at the Indian tax rate 25.168% (Previous Year: 25.168%)	<b>1,173.59</b>	2,922.29
<b>Add: Items giving rise to difference in tax</b>		
Income Taxable at different rate & Indexation benefit	-	(1,594.90)
Permanent difference	<b>(187.41)</b>	(158.33)
Inventory impact for Slow Moving and Non Moving items	<b>27.31</b>	-
Tax of earlier years	<b>52.16</b>	116.01
Others	<b>(0.16)</b>	(3.72)
Income Tax Expenses	<b>1,065.48</b>	1,281.35

**25 LEASE LIABILITIES (Current)****(Rs. In Lakhs)**

Particulars	As at March 31, 2024	As at March 31, 2023
Lease Liabilities	<b>154.96</b>	132.71
	<b>154.96</b>	132.71

## 26 TRADE PAYABLES

(Rs. In Lakhs)

Particulars	As at	As at
	March 31, 2024	March 31, 2023
<b>Current</b>		
Dues of micro and small enterprises (Refer Note No 26.1)	773.74	638.00
Dues other than micro and small enterprises (Refer Note No 26.1)	1,508.98	1,160.83
	<b>2,282.72</b>	<b>1,798.83</b>

**Note No 26.1:** Micro, Small and Medium enterprises have been identified by the Company on the basis of the information available. Total outstanding dues of Micro and Small enterprises, which are outstanding for more than the stipulated period and other disclosures as per Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) are given below :

Particulars	As At March 31, 2024	As At March 31, 2023
(a) Dues remaining unpaid		
- Principal	16.58	53.23
- Interest on above	0.79	2.23
(b) Interest paid in terms of Section 16 of MSMED Act		
- Principal paid beyond the appointed date	-	-
- Interest paid in terms of Section 16 of MSMED Act	-	-
(c) Amount of interest due and payable for the period of delay on payments made beyond the appointed day during the year	-	-
(d) Amount of interest accrued and unpaid	0.79	2.23

## Ageing for trade payables outstanding as at March 31, 2024 is as follows:

Particulars	Outstanding for following periods from due date of payment				Total
	Less Than 1 year	1-2 year	2-3 years	More Than 3 years	
<b>Trade payables</b>					
MSME*	773.74	-	-	-	773.74
Others	930.38	6.77	-	-	937.15
Disputed dues - MSME*	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-
<b>Total</b>	<b>1,704.12</b>	<b>6.77</b>			<b>1,710.89</b>
<b>Accrued expenses</b>					<b>571.83</b>
					<b>2,282.72</b>

## Ageing for trade payables outstanding as at March 31, 2023 is as follows:

Particulars	Outstanding for following periods from due date of payment				Total
	Less Than 1 year	1-2 year	2-3 years	More Than 3 years	
<b>Trade payables</b>					
MSME*	638.00	-	-	-	638.00
Others	849.88	2.18	-	-	852.06
Disputed dues - MSME*	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-
<b>Total</b>	<b>1,487.88</b>	<b>2.18</b>			<b>1,490.06</b>
<b>Accrued expenses</b>					<b>308.78</b>
					<b>1,798.83</b>

**27 OTHER FINANCIAL LIABILITIES****(Rs. In Lakhs)**

<b>Particulars</b>	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>
Unpaid Dividends	<b>8.82</b>	8.66
	<b>8.82</b>	8.66

**28 OTHER CURRENT LIABILITIES****(Rs. In Lakhs)**

<b>Particulars</b>	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>
Advances from Customers	<b>161.48</b>	455.65
Statutory Dues Payable	<b>295.43</b>	187.33
	<b>456.91</b>	642.98

**29 PROVISIONS****(Rs. In Lakhs)**

<b>Particulars</b>	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>
<u>Provision for Employee Benefits</u>		
For Gratuity (Refer Note No 45)	<b>41.39</b>	4.19
For Leave Encashment (Refer Note No 45)	<b>31.97</b>	38.22
<u>Others (Refer Note No 48)</u>		
Provisions for Warranty	<b>48.14</b>	22.25
Incentive Payable to Senior Management staff	<b>54.76</b>	73.79
Incentive Payable to Management staff	<b>185.45</b>	106.21
Provision for Others	<b>0.35</b>	0.26
	<b>362.06</b>	244.92

**30 CURRENT TAX LIABILITIES (NET)****(Rs. In Lakhs)**

<b>Particulars</b>	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>
Provision for taxation (Net of tax payment)	<b>379.11</b>	115.74
	<b>379.11</b>	115.74

**31 a) CONTINGENT LIABILITIES: #****(Rs. In Lakhs)**

<b>Particulars</b>	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>
Disputed Income Tax Liability	<b>60.48</b>	60.48
Channel Financing utilization	<b>167.24</b>	158.01
	<b>227.72</b>	218.49

**b) COMMITMENTS:****(Rs. In Lakhs)**

<b>Particulars</b>	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>
Estimated Amounts of Contract remaining to be executed on Capital account and not provided for (Net of Advances)	<b>228.14</b>	-
	<b>228.14</b>	-

# The management does not expect these demands/claims to succeed. Claims, where the possibility of outflow of resources embodying economic benefits is remote, have not been considered in contingent liability.

**32 REVENUE FROM OPERATIONS**

(Rs. In Lakhs)

Particulars	2023-2024	2022-2023
Sale of Products (Refer Note No 32.1)	17,766.97	14,891.13
<b>Other Operating Revenue</b>		
Income from Erection & Commissioning Services	158.70	44.57
Scrap Sales	26.83	141.38
	<b>17,952.51</b>	<b>15,077.08</b>

**Note No 32.1 : Sale of Products**

Particulars	2023-2024	2022-2023
Chain Pulley Blocks, Hoists, Trolleys, Stakers	14,056.20	11,924.48
Spares	1,079.48	951.65
Cranes	2,631.29	1,989.44
Sale of Power Units	-	25.56
	<b>17,766.97</b>	<b>14,891.13</b>

**33 OTHER INCOME**

(Rs. In Lakhs)

Particulars	2023-2024	2022-2023
Interest Income (Refer Note No 33.1)	245.32	237.23
Dividend income from Equity Instruments designated at FVOCI	800.54	734.35
Net gain on sale of investments/financial assets measured at FVTPL	1,132.72	620.82
<b>Other Non Operating Income</b>		
Provision no longer required, written back	28.07	106.45
Sundry Balance Written Back (Net)	29.62	12.85
Exchange Fluctuation Gain (Net)	4.11	56.76
Profit on Sale of Fixed Assets (Net)	-	0.11
Miscellaneous Income	0.00	-
	<b>2,240.38</b>	<b>1,768.58</b>

**Note No. 33.1 : Break-up of Interest Income**

Interest Income from customers / others	15.43	6.33
Interest income on other deposits	4.91	5.01
Interest on income tax refund	64.84	-
Interest on sales tax refund	-	1.16
Interest income on deposits with banks	49.83	63.50
Interest income on inter corporate deposits	110.30	161.23
	<b>245.32</b>	<b>237.23</b>

**34 COST OF RAW MATERIALS CONSUMED**

(Rs. In Lakhs)

Particulars	2023-2024	2022-2023
Inventory at the beginning of the year	2,205.78	2,168.13
Add: Purchases during the year	10,020.36	9,528.33
	<b>12,226.14</b>	<b>11,696.45</b>
Less: Sale of Raw Material	765.17	716.39
Less: Inventory at the end of the year	2,075.22	2,205.78
	<b>9,385.75</b>	<b>8,774.28</b>

**Note No 34.1** During the current year and previous year the physical verification of the inventory has been conducted at reasonable intervals and the discrepancies noticed were not material and have been properly dealt with in the books of accounts.



<b>35 CHANGES IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS AND STOCK-IN-TRADE</b>			<b>(Rs. In Lakhs)</b>
<b>Particulars</b>	<b>2023-2024</b>	<b>2022-2023</b>	
<b>Inventories at the end of the year</b>			
Finished Goods	131.68	611.86	
Work In Progress	37.62	70.42	
	<u>169.31</u>	<u>682.28</u>	
<b>Inventories at the beginning of the year</b>			
Finished Goods	611.86	269.66	
Work In Progress	70.42	159.57	
	<u>682.28</u>	<u>429.23</u>	
	<u>512.97</u>	<u>(253.05)</u>	
<b>FIINISHED GOODS</b>			
Opening Stock	611.86	269.66	
Closing Stock	131.68	611.86	
<b>Change in Stock of Finished Goods</b>	<b>(A) 480.18</b>	<b>(342.21)</b>	
<b>WORK IN PROGRESS</b>			
Opening Stock	70.42	159.57	
Closing Stock	37.62	70.42	
<b>Change in Stock of Work in Progress</b>	<b>(B) 32.79</b>	<b>89.16</b>	
	<b>(A)+(B) 512.97</b>	<b>(253.05)</b>	
<b>36 EMPLOYEE BENEFIT EXPENSES</b>			<b>(Rs. In Lakhs)</b>
<b>Particulars</b>	<b>2023-2024</b>	<b>2022-2023</b>	
Salaries, Wages and Bonus	1,924.39	1,649.34	
Contribution to Provident and other fund	142.88	109.97	
Staff Welfare Expenses	247.46	233.07	
	<u>2,314.73</u>	<u>1,992.38</u>	
<b>37 FINANCE COST</b>			<b>(Rs. In Lakhs)</b>
<b>Particulars</b>	<b>2023-2024</b>	<b>2022-2023</b>	
Interest Expenses on Lease Assets	55.36	54.91	
	<u>55.36</u>	<u>54.91</u>	
<b>38 DEPRECIATION &amp; AMORTIZATION EXPENSES</b>			<b>(Rs. In Lakhs)</b>
<b>Particulars</b>	<b>2023-2024</b>	<b>2022-2023</b>	
Depreciation on Property, Plant and Equipment	247.42	215.09	
Amortisation on Intangible Assets	27.09	29.00	
Depreciation on Lease Assets	158.38	151.56	
	<u>432.90</u>	<u>395.65</u>	

**39 OTHER EXPENSES****(Rs. In Lakhs)**

<b>Particulars</b>	<b>2023-2024</b>	<b>2022-2023</b>
Consumption of Stores and Tools	257.87	236.74
Manufacturing & Processing charges	349.18	298.43
Power & Fuel	58.68	56.57
Consumption of Packing Material	374.21	408.35
Repairs & Maintenance		
Plant & Machinery	19.32	30.97
Building	39.58	93.64
Others	12.65	18.05
Insurance Charges	8.11	9.27
Rates & Taxes	11.16	55.45
Rent	17.00	31.15
Erection and Commissioning Charges	106.56	35.14
Carriage outwards (Net)	464.57	499.76
Travelling and Conveyance expenses	229.49	225.65
Recruitment charges	30.57	28.76
Security Charges	54.38	60.19
Software Maintenance expenses	92.54	70.89
Membership and Subscription expenses	2.14	2.60
Advertisement & Sales Promotion	201.48	142.45
Commission on sales	-	(0.74)
Payment to Statutory Auditor (Refer Note No. 39.1)	9.13	9.10
Legal & Professional	153.01	182.30
Directors' Fees	18.60	14.40
Directors' Remuneration	3.00	3.00
Loss on Sale of Fixed Assets (Net)	0.47	-
Bad Debts	-	182.60
Less: Allowance for Doubtful Debts Written Back	-	182.60
Allowance for Doubtful Debts	2.04	2.16
Windmill Expenses	0.77	19.15
Miscellaneous expenses	256.55	254.65
	<b>2,828.16</b>	<b>2,893.08</b>

**Note No. 39.1 : Payment to Statutory Auditors****(A) Payment to Statutory Auditors****(Rs. In Lakhs)**

<b>Particulars</b>	<b>2023-2024</b>	<b>2022-2023</b>
As Auditors :		
Audit Fees (including Limited Review)	<b>8.40</b>	8.40
Towards GST/Service Tax *	<b>1.42</b>	0.27
	<b>9.82</b>	8.67
In Other Capacity :		
Out of pocket expenses	<b>0.21</b>	0.18
Towards GST/Service Tax *	<b>0.02</b>	0.02
	<b>0.23</b>	0.20
	<b>10.05</b>	8.87

**(B) Payment to Cost Auditors****(Rs. In Lakhs)**

<b>Particulars</b>	<b>2023-2024</b>	<b>2022-2023</b>
Audit Fees	<b>0.52</b>	0.52
	<b>0.52</b>	0.52
<b>Total Auditors Remuneration</b>	<b>(A + B) 10.57</b>	9.39

\* Note: Out of above GST credit of Rs. 1.44 Lakhs (Previous Year Rs.0.29 Lakhs) has been taken and the same has not been debited to Statement of Profit & Loss.

**40 EXCEPTIONAL EXPENSES****(Rs. In Lakhs)**

<b>Particulars</b>	<b>2023-2024</b>	<b>2022-2023</b>
Loss on Sale of Windmill	-	(73.46)
Sales Proceeds from Sales of Land	-	9,000.00
Less- WDV of land as per Books	-	2.66
Less- Cost to Sale	-	301.18
Profit on Sale of Land	-	8,696.16
	<b>-</b>	<b>8,622.70</b>

**41 EARNING PER SHARE****(Rs. In Lakhs)**

<b>Particulars</b>	<b>2023-2024</b>	<b>2022-2023</b>
(A) Profit attributable to Equity Shareholders (Rs.)	<b>3,597.54</b>	10,329.76
(B) No. of Equity Share outstanding during the year.	<b>3,20,00,000</b>	3,20,00,000
(C) Face Value of each Equity Share ( Rs.)	<b>1.00</b>	1.00
(D) Basic & Diluted earning per Share ( Rs.)	<b>11.24</b>	32.28

## 42 CAPITAL MANAGEMENT

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

The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The Group monitors capital using a gearing ratio and is measured by net debt divided by total capital plus net debt. The Group's includes net debt is equal to trade and other payables less cash and cash equivalents.

Particulars	(Rs. In Lakhs)	
	2023-2024	2022-2023
Trade Payables	2,282.72	1,798.83
Other Payables	1,821.12	1,753.23
Less- Cash and Cash equivalents	1,236.57	1580.85
Net Debt	2,867.27	1971.22
Total Equity	94,787.42	70,664.45
Capital and Net debt	97,654.68	72,635.66
Gearing ratio	2.94%	2.71%

## 43 FINANCIAL RISK MANAGEMENT

The Group's activities expose it to credit risk, liquidity risk, market risk and price risk.

This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the impact thereof in the financial statements.

Sl. No.	Risk	Exposure arising from	Measurement	Management
1	Credit Risk	Cash and cash equivalents, trade receivables and financial assets.	Credit ratings, Review of outstanding age analysis, Review of investment on periodically basis.	Strict credit control and monitoring system, diversification of counterparties, Investment limits, check on counterparties basis credit rating and investment review on periodically basis.
2	Liquidity Risk	Trade payables and other financial liabilities.	Maturity analysis, cash flow projections.	Maintaining sufficient cash / cash equivalents and marketable security.
3	Market Risk – Foreign Exchange	Highly probable forecast transactions and financial assets and liabilities not denominated in INR.	Foreign currency exposure review and sensitivity analysis.	Forward foreign currency contract, future and option.
4	Price Risk – Commodity Prices	Basic ingredients of company raw materials are various grade of steel and copper where prices are volatile	The Group sourcing components from vendors directly, hence it does not hedge its exposure to commodity price risk.	The Group is able to pass on substantial price hike to the customers.
5	Market Risk – Security Prices	Investment in equity securities, mutual funds, fixed deposits.	Sensitivity analysis	Portfolio diversification

The Board provides guiding principles for overall risk management, as well as policies covering specific areas such as credit risk, liquidity risk, price risk, investment of surplus liquidity and other business risks effecting business operation. The Group's risk management is carried out by the management as per guidelines and policies approved by the Board of Directors.

**(A) Credit Risk**

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. Credit risk encompasses the direct risk of default, risk of deterioration of creditworthiness as well as concentration risks. The Group is exposed to credit risk from its operating activities (primarily trade receivables), deposits with banks and loans given.

**Credit Risk Management**

For financial assets the Group has an investment policy which allows the Group to invest only with counterparties having credit rating equal to or above AAA and AA. The Group reviews the creditworthiness of these counterparties on an ongoing basis. Another source of credit risk at the reporting date is from trade receivables as these are typically unsecured. This credit risk has always been managed through credit approvals, establishing credit limits and continuous monitoring the creditworthiness of customers to whom credit is extended in the normal course of business. The Group estimates the expected credit loss based on past data, available information on public domain and experience. Expected credit losses of financial assets receivable are estimated based on historical data of the Group. The Group has provisioning policy for expected credit losses. There is no credit risk in bank deposits which are demand deposits. The creditors risk is minimum in case of entity to whom loan has been given.

The maximum exposure to credit risk as at 31 March 2024 and 31 March 2023 is the carrying value of such trade receivables as shown in note 13 of the financials.

**Reconciliation of impairment allowance on trade receivables as at 31 March 2024 under: (Rs. In Lakhs)**

Impairment allowance as on 31 March 2023	<b>138.02</b>
Created during the year	-
Reversed during the year	<b>(26.04)</b>
Impairment allowance as on 31 March 2024	<b>111.98</b>

**Reconciliation of impairment allowance on trade receivables as at 31 March 2023 under: (Rs. In Lakhs)**

Impairment allowance as on 31 March 2022	424.92
Created during the year	-
Reversed during the year	(286.90)
Impairment allowance as on 31 March 2023	138.02

**(B) Liquidity Risk**

The Group's principal sources of liquidity are "cash and cash equivalents" and cash flows that are generated from operations. The Group has no outstanding term borrowings. The Group believes that its working capital is sufficient to meet its current requirements. Additionally, the Group has sizeable surplus funds invested in fixed income securities or instruments of similar profile ensuring safety of capital and availability of liquidity if and when required. Hence the Group does not perceive any liquidity risk.

**(C) Market risk****Foreign currency risk**

The Group significantly operates in domestic market. Though very insignificant portion of export took place during the financial year where generally payment received in advance. Hence foreign currency risk towards export is insignificant.

The Group also imports certain materials the value of which is also not material as compared to value of total raw materials. Currently, Group does not hedge this exposure. Nevertheless, Group may wish to hedge such exposures.

**Open exposure**

The Group's exposure to foreign currency risk which are unhedged at the end of the reporting period is as follows:

Particulars	JPY	USD	EURO	Total
<b>31 March 2024</b>				
Trade receivables- Foreign Currency		(0.08)	-	(0.08)
Trade receivables- INR		(6.43)	-	(6.43)
Trade payables- Foreign Currency	(1.12)	(0.03)	(0.31)	(1.46)
Trade payables- INR	(0.60)	(2.79)	(26.12)	(29.51)
<b>31 March 2023</b>				
Trade receivables- Foreign Currency		1.92	-	1.92
Trade receivables- INR		155.47	-	155.47
Trade payables- Foreign Currency		(0.05)	(0.92)	(0.97)
Trade payables- INR		(3.98)	(83.74)	(87.72)

**Sensitivity Analysis-**

The Group is mainly exposed to changes in USD/EURO/JPY. The sensitivity analysis demonstrate a reasonably possible change in USD/EURO/JPY exchange rates, with all other variables held constant. 5% appreciation/depreciation of USD/EURO/JPY with respect to functional currency of the Group will have impact of following (decrease)/increase in Profit & vice versa.

(Rs. In Lakhs)

Particulars	31 March 2024	31 March 2023
USD	(0.18)	7.57
EURO	1.31	4.19
JPY	0.03	
Total	1.12	11.76

**(D) Price risk**

The Group is exposed to price risk in basic ingredients of Group's raw material and is procuring finished components and bought out materials from vendors directly. The Group monitors its price risk and factors the price increase in pricing of the products.

**44 Related party disclosures as required under Ind AS 24, "Related Party Disclosures", are given below:**

Related Parties have been identified by the Management, auditors have replied upon the same

a) Name of the related party and description of relationship.

S.No.	Related Parties	Nature of Relationship
(i)	Hind Musafir Agency Limited	Shri Shekhar Bajaj, Smt Neelima Bajaj Swamy and Smt Minal Bajaj, mother of Shri Nirav Nayan Bajaj are Directors
(ii)	Hindustan Housing Company Limited	Shri Jayavanth Kallianpur Mallya, Shri Vinod Nevatia, father of Shri Gaurav Nevatia and Smt Minal Bajaj, mother of Shri Nirav Nayan Bajaj are Directors
(iii)	Mukand Limited	Shri Nirav Nayan Bajaj and Shri Niraj Bajaj, brother Shri Shekhar Bajaj and father of Shri Nirav Nayan Bajaj are Directors
(iv)	Bajaj Finance Limited	Shri Madhur Bajaj, brother of Shri Shekhar Bajaj, is a Director (till 31st July, 2022)
(v)	Bajaj Allianz General Insurance Co. Ltd.	Shri Niraj Bajaj, brother Shri Shekhar Bajaj and father of Shri Nirav Nayan Bajaj is a Director
(vi)	Bajaj International Private Limited	Shri Shekhar Bajaj is Chairman and Director
(vii)	Bajaj Holdings and Investment Limited	Shri Shekhar Bajaj, Shri Madhur Bajaj, brother of Shri Shekhar Bajaj and Shri Niraj Bajaj, brother of Shri Shekhar Bajaj and father of Shri Nirav Nayan Bajaj, are Directors.
(viii)	Bajaj Auto Limited	Shri Madhur Bajaj (Till 24th January, 2024), brother of Shri Shekhar Bajaj and Shri Niraj Bajaj, brother of Shri Shekhar Bajaj and father of Shri Nirav Nayan Bajaj, are Directors.



(ix)	Bajaj Finserv Limited	Shri Madhur Bajaj, brother of Shri Shekhar Bajaj, is a Director
(x)	Bajaj Electricals Limited	Shri Shekhar Bajaj, Shri Madhur Bajaj, brother of Shri Shekhar Bajaj and Smt Pooja Bajaj, Daughter in Law of Shri Shekhar Bajaj are Directors.
(xi)	Shri Shekhar Bajaj	Chairman and Non-Executive Director
(xii)	Shri H.A. Nevatia	Whole Time Director (Key Management Personnel)
(xiii)	Shri Amit Bhalla	President and CEO (Key Management Personnel)
(xiv)	Shri Vijay Singh	Chief Financial Officer (Key Management Personnel) (Till 29th December, 2023)
(xv)	Shri Girish Jethmalani	Chief Financial Officer (Key Management Personnel) (w.e.f. 30th December, 2023)
(xvi)	Shri Kiran Mukadam	Company Secretary and Compliance officer (Key Management Personnel) (Till 04th March, 2024)
(xvii)	Shri Vivek Maru	Company Secretary and Compliance officer (Key Management Personnel) (w.e.f. 05th March, 2024)
(xviii)	Mukund Sumi Special Steel Limited	Niraj Bajaj, brother of Shekhar Bajaj and Father of Nirav Bajaj is Director
(xix)	Bajel Projects Limited	Shri Shekhar Bajaj is Chairman and Director

**b) Details of Transactions during the year with related parties.**

S.No.	Related parties	Nature of Transactions during the year	2023-24	2022-23
			(Rs.)	(Rs.)
(i)	Bajaj International Private Limited	Reimbursement of Expenses	0.14	0.37
		Payment towards Expenses	0.25	0.32
(ii)	Hind Musafir Agency Limited	Purchase of Travel Tickets	42.88	44.23
		Payment against Purchases of Travel Tickets	35.55	48.41
(iii)	Hindustan Housing Company Limited	Office Maintenance Charges	3.15	4.74
		Payment-Office Maintenance Charges	3.35	4.59
(iv)	Bajaj Allianz General Insurance Company Limited	Insurance Premiums	83.20	72.15
		Payment towards Insurance Premiums	84.70	71.37
(v)	Bajaj Holdings & Investment Limited	Dividend Income Received	511.08	456.30
		Investment in Equity Shares	-	4,665.43
(vi)	Bajaj Auto Limited	Dividend Income Received	255.63	255.63
(vii)	Bajaj Finserv Limited	Dividend Income Received	8.85	3.68
		Investment in Equity Shares	-	2,500.92
(viii)	Bajaj Electricals Limited	Investment in Equity Shares	-	-
		Dividend Income Received	24.98	18.74
		Purchase of Goods	2.05	-
		Payment Made against Purchase of Goods	2.05	-
		Sales of Goods	0.61	-
(ix)	Mukand Limited	Payment received	0.46	-
		Sales of Goods	204.71	22.43
(x)	Bajaj Finance Limited	Payment received	83.62	42.23
		Interest Income	-	51.23
(xi)	Shri H.A.Nevatia	Short-term employee benefits	7.28	7.63
(xii)	Shri Amit Bhalla	Short-term employee benefits	172.32	154.20
(xiii)	Shri Vijay Singh ( Till 29th December, 2023)	Short-term employee benefits	56.70	50.36
(xiv)	Shri Kiran Mukadam ( Till 4th March,2024)	Short-term employee benefits	15.71	14.16
(xv)	Shri Girish Gethmalani ( w.e.f. 30th December,2023)	Short-term employee benefits	10.63	-
(xvi)	Shri Vivek Maru (w.e.f. 05th March,2024)	Short-term employee benefits	0.98	-
(xvii)	Mukund Sumi Special Steel Limited	Sales of Goods	747.53	-
		Payment received	607.88	-

## c) Balances at end of the year with related parties

(Rs. In Lakhs)

S.No.	Related parties	Nature of Transactions during the year	As at 31st March, 2024	As at 31st March, 2023
(i)	Bajaj International Private Limited	(Advance)/Payable against Reimbursement of Expenses	-	0.11
(ii)	Hind Musafir Agency Limited	Payable against Purchases of Travel Tickets	7.93	0.60
(iii)	Hindustan Housing Company Limited	Payable-Office Maintenance Charges	0.11	0.31
(iv)	Bajaj Allianz General Insurance Company Limited	Advance against Insurance Premium	(14.46)	(12.96)
(v)	Bajaj Electricals Limited	Trade Receivable	0.15	-
(vi)	Mukand Limited	Trade Receivable	101.28	(19.81)
(vii)	Bajaj Holdings & Investment Limited	Investment in Equity Share	34,445.65	24,596.26
(viii)	Bajaj Auto Limited	Investment in Equity Share	16,697.67	7,091.52
(ix)	Bajaj Finserv Limited	Investment in Equity Share	18,172.69	14,001.15
(x)	Bajaj Electricals Limited	Investment in Equity Share	5,656.34	6,571.37
(xi)	Bajel Projects Limited	Investment in Equity Share	1,341.32	-
(xii)	Mukund Sumi Special Steel Limited	Trade Receivable	139.65	-

**45 Employee Benefits**

As per IND AS 19 "Employee Benefits", the disclosures of Employee benefits as defined in the said Accounting Standards are given below :

**(i) Defined Contribution Plan**

Contribution to Defined Contribution Plan includes Provident Fund and Superannuation Fund. The expenses recognised for the year are as under :

(Rs. In Lakhs)

Particulars	2023-24	2022-23
Employer's Contribution to Provident Fund	81.06	61.76
Employer's Contribution to Superannuation Fund	7.17	6.91

**(ii) Defined Benefit Plan****(a) Gratuity:**

The Group operates gratuity plan wherein every employee is entitled to the benefit equivalent to 15 to 26 days/one month salary last drawn for each completed year of service depending on the date of joining. The same is payable on termination of service, retirement or death, whichever is earlier. The benefit vests after 5 years of continuous service.

**(b) Leave encashment:**

The Group has a policy on compensated absences which is applicable to its executives jointed upto a specified period and all workers. The expected cost of accumulating compensated absences is determined by actuarial valuation performed by an independent actuary at each Balance Sheet date using projected unit credit method on the additional amount expected to be paid as a result of the unused entitlement that has accumulated at the Balance Sheet date.

**(c) Major category of plan assets**

The Group has taken plans from Life Insurance Corporation of India.



(d) The following tables set out the funded status of the gratuity and leave encashment plans and the amounts recognised in the Group's Consolidated financial statements as at 31 March 2024 and 31 March 2023.

(Rs. In Lakhs)

Sr. No.	Particulars	2023-24		2022-23	
		Leave En-cashment	Gratuity	Leave En-cashment	Gratuity
		Rs.	Rs.	Rs.	Rs.
<b>I</b>	<b>Changes in present value of obligations</b>				
(a)	Present value of obligations as at the beginning of year	88.88	165.69	79.09	134.91
(b)	Interest cost	6.64	12.37	5.69	9.77
(c)	Current Service Cost	12.77	22.66	14.82	19.80
(d)	Benefits Paid	-	-	-	-
(e)	Actuarial gain on obligations	(25.00)	(19.88)	(10.72)	1.21
(f)	Present value of obligations as at the end of year	83.28	180.85	88.88	165.69

<b>II</b>	<b>Changes in the fair value of plan assets</b>				
(a)	Fair value of plan assets at the beginning of year	50.66	152.93	54.66	132.19
(b)	Expected return on plan assets	3.78	11.42	3.93	9.58
(c)	Contributions	22.89	23.09	22.89	23.22
(d)	Benefits paid	(29.42)	(48.37)	(25.34)	(11.13)
(e)	Return on Plan Assets, excluding amount recognised in net interest expense	3.40	0.43	(5.49)	(0.93)
(f)	Fair value of plan assets at the end of year	51.31	139.49	50.66	152.93

<b>III</b>	<b>Change in the present value of the defined benefit obligation and fair value of plan assets</b>				
(a)	Present value of obligations as at the end of the year	83.28	180.85	88.88	165.69
(b)	Fair value of plan assets as at the end of the year	51.31	139.49	50.66	152.93
(c)	Net (liability) / asset recognized in balance sheet	(31.97)	(41.36)	(38.22)	(12.77)

(e) Amount for the year ended 31 March, 2024 and 31 March, 2023 recognised in the statement of profit and loss under employee benefit expenses.

(Rs. In Lakhs)

Sr.No.	Particulars	2023-24		2022-23	
		Leave Encashment	Gratuity	Leave Encashment	Gratuity
		Rs.	Rs.	Rs.	Rs.
<b>I</b>	<b>Expenses Recognised in statement of Profit &amp; Loss</b>				
(a)	Current Service cost	12.77	22.66	14.82	19.80
(b)	Interest Cost	2.85	0.95	1.76	0.20
(c)	Expected return on plan assets	-	-	-	-
(d)	Net Actuarial gain recognised in the year	17.07	19.54	20.11	13.27
(e)	Expenses recognised in statement of Profit & Loss Account	32.70	43.15	36.68	33.27

(f) Amount for the year ended March 31, 2024 and March 31, 2023 recognised in the statement of other comprehensive income.

(Rs. In Lakhs)

Sr.No.	Particulars	2023-24		2022-23	
		Leave Encashment	Gratuity	Leave Encashment	Gratuity
		Rs.	Rs.	Rs.	Rs.
<b>I</b>	<b>Actuarial Gain/Loss recognized</b>				
(a)	Actuarial gain for the year -Obligation	17.07	19.54	20.11	13.27
(b)	Actuarial gain for the year - plan assets	-	-	-	-
(c)	Total gain for the year	17.07	19.54	20.11	13.27
(d)	Total actuarial (gain)/ loss included in other comprehensive income	17.07	19.54	20.11	13.27

**46 Ratios**

Sr no	Particulars	Numerator	Denominator	"March 31, 2024 (%)"	"March 31, 2023 (%)"	Change	Reason for change
1	Current ratio (in times)	Total Current assets	Total Current liabilities	3.23	3.08	4.75%	-
2	Return on equity ratio before exceptional items (in %)	Profit for the year before exceptional items less Preference dividend (if any)	Average total equity	4.35%	3.48%	24.96%	Due to increase in earning before exceptional items
3	Return on equity ratio after exceptional items (in %)	Profit for the year after exceptional items less Preference dividend (if any)	Average total equity	4.35%	15.58%	(72.09%)	Due to decrease in earning after exceptional items and Return on equity ratio is high.
4	Trade receivables turnover ratio (in times)	Revenue from operations	Average trade receivables	11.78	16.65	(29.23%)	Due to increase in revenue from operations
5	Trade payables turnover ratio (in times)	Other expenses	Average trade payables	6.30	7.59	(17.03%)	-
6	Net capital turnover ratio (in times)	Revenue from operations	Average working capital (i.e. Total current assets less Total current liabilities)	2.52	1.76	43.55%	Due to increase in revenue from operations
7	Net profit ratio (in %)	Profit for the year before exceptional items	Revenue from operations	20.04%	15.30%	30.96%	Due to increase in earning, Net profit ratio is high
8	Return on capital employed (in %)	Profit before tax + finance costs(before exceptional items)	Capital employed = Net worth + Lease liabilities + Deferred tax liabilities	4.65%	4.08%	13.81%	
9	Return on investment (in %)	Income generated from invested funds Average invested funds in treasury investment	Cost of Investment	31.65%	0.96%	3213.71%	Due to higher return on investment, this ratio is high
10	Inventory turnover ratio (in times)	Cost of material consumed	Average Inventory	3.84	3.09	24.20%	-

**47 Derivatives**

The year end foreign currency exposures that have not been hedged by a derivative instrument or otherwise are as under.

(a) Amount Receivable in Foreign Currency on account of the following :

(Rs. In Lakhs)

Particulars	Foreign Currency	As on 31.03.2024		As on 31.03.2023	
		Amount in Foreign Currency	Rs.	Amount in Foreign Currency	Rs.
Receivables	USD	(0.08)	(6.43)	1.92	155.47

(Rs. In Lakhs)

Particulars	Foreign Currency	As on 31.03.2024		As on 31.03.2023	
		Amount in Foreign Currency	Rs.	Amount in Foreign Currency	Rs.
Payable	EURO	(0.31)	(26.12)	(0.92)	(83.74)
	USD	(0.03)	(2.79)	(0.05)	(3.98)
	JPY	(1.12)	(0.60)	-	-

**48 Disclosure relating to provisions-** The movement in the following provisions is summarised as under (Rs. in Lakhs)

Note No. **	Provision Related to	Opening Balance	Additions	Utilisation	Reversal	Closing Balance
1.	Warranty	22.25	25.88	-	-	48.14
3.	Incentive to Senior Management Staff	73.79	55.97	75.00	-	54.76
4.	Incentive to Management Staff	106.21	154.03	74.79	-	185.45
	<b>TOTAL</b>	<b>202.25</b>	<b>235.89</b>	<b>149.79</b>	<b>-</b>	<b>288.35</b>

\*\* Note:

1. The Group gives Warranties at the time of Sales of Main Products to the customers. Under the terms of Contract of Sales, the group undertakes to make good by replacement or repairs, Manufacturing defects that arise within 1-2 years from the date of sales. A provision has been recognised for the expected Warranty claims on products sold based on past experience.
2. The Group gives incentives to its senior management staff based on performance of the Group.
3. The Group gives incentives to its management staff based on their performance.

**49 Leases-**

As a lessee, the Group previously classified leases as operating or finance leases based on its assessment of whether the lease transferred significantly all of the risks and rewards incidental to ownership of the underlying asset to the Group. Under Ind AS 116, the Group recognizes right of use assets and lease liabilities for most leases i.e. these leases are on balance sheet.

The following table presents the various components of lease costs:

(Rs. in Lakhs)

Particulars	Amount as on period ended 31st March, 2024	Amount as on period ended 31st March, 2023
Depreciation charge on right-to-use asset	<b>158.38</b>	151.56
Interest on Lease Liabilities	<b>55.36</b>	54.91
Total cash outflow for leases	<b>188.07</b>	165.56
Carrying amount of right-to-use asset	<b>475.15</b>	633.53

**50** Balances of Trade Receivables, Trade Payables and Loans and Advances are subject to confirmation and consequential adjustment, if any.

**51 Fair Value measurement-**

The fair value of Financial instrument as of March 31,2024 and March 31,2023 were as follows-

(Rs. in Lakhs)

Particulars	March 31,2024	March 31,2023	Fair value Hierarchy	Valuation Technique
Assets-				
Investment in Equity Instruments through OCI	<b>76,313.67</b>	52,260.30	Level-1	Quoted Market Price
Investment in Mutual Funds through FVTPL	<b>18,109.03</b>	13,976.31	Level-1	Unquoted Market Price
<b>Total</b>	<b>94,422.70</b>	66,236.61		

The management assessed that Cash and Cash equivalents, loans, other balances with Banks, trade receivables, investment in subsidiary, trade payables and other current liabilities/assets approximate their carrying amounts largely due to the short-term maturities of these instruments.

**52 Additional information, as required to Consolidated Financial Statements to Schedule III to the Companies Act, 2013, of enterprises consolidated as Subsidiary / Associates / Joint Ventures**

	"Net Assets i.e. total assets minus total liabilities"		Share in profit or loss		Share in Other comprehensive income (OCI)		Share in Total comprehensive income (TCI)	
	"As % of consolidated net assets"	(Rs. in lacs)	"As % of consolidated profit or loss"	(Rs. in lacs)	"As % of consolidated OCI"	(Rs. in lacs)	"As % of consolidated TCI"	(Rs. in lacs)
Hecurles Hoists Limited	100.0046%	94,792.73	100.12%	3,601.90	100.00%	21,325.43	100.02%	24,927.33
<b>Subsidiaries</b>								
<b>Indian</b>								
Indef Manufacturing Limited	(0.0046%)	(4.32)	(0.12%)	(4.37)	0.00%	-	(0.02%)	(4.37)
<b>Total</b>	<b>100.00%</b>	<b>94,788.42</b>	<b>100.00%</b>	<b>3,597.53</b>	<b>100.00%</b>	<b>21,325.43</b>	<b>100.00%</b>	<b>24,922.96</b>
<b>Adjustments arising out of consolidation</b>	0.00	(1.00)	0.00%	-	0.00	-	0.00	-
<b>Total</b>		<b>94,787.42</b>	100.00%	<b>3,597.53</b>	100.00%	<b>21,325.43</b>	100.00%	<b>24,922.96</b>
<b>Consolidated Net Assets / Profit after tax</b>								

- 53 The company has formally presented a scheme of arrangement for demerger between Hercules Hoists Limited and Indef Manufacturing Limited to the National Company Law Tribunal (NCLT), Mumbai bench. This follows the receipt of an "Observation Letter" from both the Bombay Stock Exchange (BSE) and the National Stock Exchange (NSE). The NCLT, Mumbai bench, issued a court order on December 19, 2023, which mandated the company to convene a shareholders meeting. On January 30, 2024, the company successfully conducted the shareholders meeting where the proposed scheme of demerger was presented for approval. Subsequent to the shareholders' approval, the company has submitted the necessary applications for further approval from the NCLT, Mumbai. Now, it is at final hearing stage.
- 54 No proceeding has been initiated or pending against the Group for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- 55 The Group has no transaction with companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.
- 56 The Group has neither traded nor invested in crypto currency or virtual currency during the year.
- 57 The Group has compliance with section 135 and related provisions of the Corporate Social Responsibility. Please refer director report for the details report on Corporate social responsibility
- 58 The Indian Parliament has approved the Code on Social Security, 2020 which would impact the contributions by the company towards Provident Fund and Gratuity. The Ministry of Labour and Employment has released draft rules for the Code on Social Security, 2020 on November 13, 2020, and has invited suggestions from stakeholders which are under active consideration by the Ministry. The Company will assess the impact and its evaluation once the subject rules are notified and will give appropriate impact in its financial statements in the period in which, the Code becomes effective and the related rules to determine the financial impact are published.
- 59 The previous year figures have been regrouped/reclassified, wherever necessary to conform to the current presentation as per the schedule III of Companies Act, 2013.

As per our report of even date attached

**FOR KANU DOSHI ASSOCIATES LLP**  
**CHARTERED ACCOUNTANTS**  
 Firm's Registration Number: 104746W/W100096

**KUNAL VAKHARIA**  
**PARTNER**  
**MEMBERSHIP NO. 148916**

**PLACE : MUMBAI**  
**DATED : 27/05/2024**

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS**

**SHEKHAR BAJAJ**  
**CHAIRMAN**  
**DIN- 00089358**

**AMIT BHALLA**  
**PRESIDENT & CEO**

**VIVEK MARU**  
**COMPANY SECRETARY**

**H A NEVATIA**  
**WHOLE TIME DIRECTOR**  
**DIN-00066955**

**GIRISH JETHMALANI**  
**CHIEF FINANCIAL OFFICER**







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## HERCULES HOISTS LIMITED



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