



joy of dining

La Opala RG Limited | Annual Report 2022-23

Contents

- 02** Corporate snapshot
- 05** Our quarterly performance FY 2022-23
- 06** How we have strengthened our multi-year performance
- 08** Our key milestones
- 10** The La Opala collection
- 16** Chairman's perspective
- 18** Management's review
- 20** Environment-Social-Governance (ESG)
- 23** Our sustainability structure
- 24** 5P's: Powering sustainability initiatives
- 25** Integrated value creation
- 28** Management discussion and analysis
- 34** Notice
- 45** Board's report
- 63** Business responsibility & sustainability reporting format
- 87** Corporate governance report
- 104** Financial section

Our performance highlights, FY 2022-23

452.32

₹ Crore, Revenue
from operations
(growth of 40.17%)

122.98

₹ Crore, PAT
(growth of 40.76%)

38.27

%, EBIDTA margin
(growth of 2.35%)

Forward-looking statement

This document contains statements about expected future events and financial and operating results of La Opala RG Limited, which are forward-looking. By their nature, forward-looking statements require the Company to make assumptions and are subject to inherent risks and uncertainties. There is significant risk that the assumptions, predictions and other forward-looking statements will not prove to be accurate. Readers are cautioned not to place undue reliance on forward-looking statements as a number of factors could cause assumptions, actual future results and events to differ materially from those expressed in the forward-looking statements. Accordingly, this document is subject to the disclaimer and qualified in its entirety by the assumptions, qualifications and risk factors referred to in the management's discussion and analysis of the annual report.



joy of dining

At La Opala, we are in the business of enhancing pride.

This simple approach has empowered us to design better, produce more, strengthen product quality, enhance affordability and deepen business integrity.

The result is that our customers speak with respect and endearment about our products.

The joy that we bring to our customers represents the single biggest driver of our profitability and sustainability.

CORPORATE SNAPSHOT

La Opala RG Limited.

The Company has helped transform Indian dining tables across three decades.

The Company has introduced a range of opalware that has infused specialness in everyday lives.

The Company has sustained its position as the unquestioned leader in India's opalware segment – by size, portfolio, respect, brand visibility and Balance Sheet quality.

The Company is a generic name in its business space, marked by the recall 'La Opala dena!' when customers wish to buy opalware.





Vision

The desire for beautiful things is universal. The dedication to enrich life with brilliance of beauty is rare. Our vision is to be the chosen tableware of every home across the world.



Mission

Our roadmap starts with our mission, which is enduring. It declares our purpose as a company and serves as the standard against which we weigh our actions and decisions. Our mission is to continuously optimise satisfaction of our consumers through our world class products and services. This, we believe, is the best way to ensure consistent success for our company, shareholders and employees.



Core values

Integrity: Acting and taking decisions in a manner that are fair and honest, Following the highest standards of professionalism and being recognised for doing so. Integrity for us means not only financial and intellectual integrity but encompasses all other dimensions.

Commitment: We are committed to deliver value to all our stakeholders, consumers, employees and other business partners. In the process we are being accountable for our own actions and decisions.

Passion: We need to be passionate about our work and passionate about our business. We need to hire passionate employees; we need to create passionate customers.



Our legacy

Established in 1987, La Opala RG Limited introduced opal glass and crystal glass for the first time in India. The Company is engaged in the production of opal glass tableware and 24% lead crystalware products. The Company is India's largest opal glassware brand.



Our leadership

The Company is guided by an experienced Board, with Mr. Sushil Jhunjunwala as the Chairman.

Mr. Ajit Jhunjunwala is the Vice Chairman and Managing Director, Ms. Nidhi Jhunjunwala is the Executive Director. The Board is supported by experienced professionals and capable workers across its manufacturing facilities.



Our influence

La Opala has transformed dining lifestyles through superior portfolio quality, which has brought about a transformation in family habits, preferences and standards. The Company has brought a distinctiveness to everyday dining through differentiated design and world-class quality – across opalware and glassware.



Our brands

The Company's brands are among the most respected in India's opalware and glassware segments.



The flagship brand addresses the requirements of entry-level dinner sets, plates, bowls, tea & coffee sets and other products.



The premium brand offers eight collections – Classique, Ivory, Pearl, Cosmo, Quadra, Sovrana, Velvett and Tea-Coffee.



The brand comprises hand-crafted 24% lead crystal.



The brand comprises the Borosilicate Cook Serve Store Range - 100% borosilicate glass, airtight, space-saving storage and bakeware containers.



Our products portfolio

The Company provides the widest portfolio within the country's tableware segment.

Opal glassware: Plates | Bowls | Dinner Sets | Cup & Saucer Sets | Coffee Mugs | Coffee Cups | Tea Sets | Soup Sets | Dessert Sets

Crystalware: Barware | Vases | Bowls | Stemware



Our production capabilities

The Company is India's largest manufacturer of opalware. The Company's combined production capacity across three manufacturing units in Sitarganj and Madhupur is 36,000 MTPA.

Location	Products manufactured
Sitarganj, Uttarakhand - Unit 1	Opalware
Sitarganj, Uttarakhand - Unit 2	Opalware
Madhupur, Jharkhand	Opalware, Crystalware



Our distribution network

The Company's pan-India distribution network comprises more than 200 distributors and 20,000 retailers, addressing demand in urban and semi-urban India. The Company is present in more than 600 towns (population 1, 00,000+); it exports products to more than 30 countries.



Our employees

As of 31st March, 2023, the La Opala team comprised 1,184 employees with diverse expertise: design, production, quality assurance, legal, finance, marketing, business development, technology and people management, among others.



Our listing

The Company's shares are listed on the Bombay Stock Exchange and National Stock Exchange. The market capitalisation of the Company stood at ₹3,768.45 Crore as on 31st March, 2023.

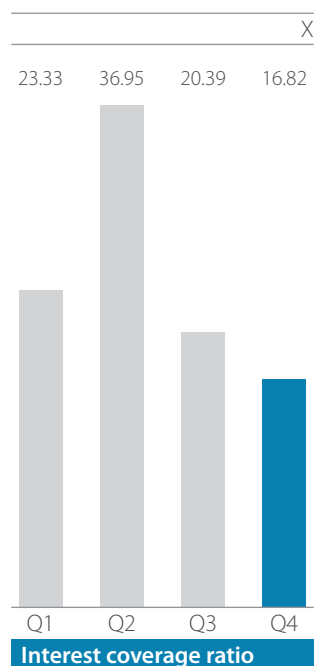
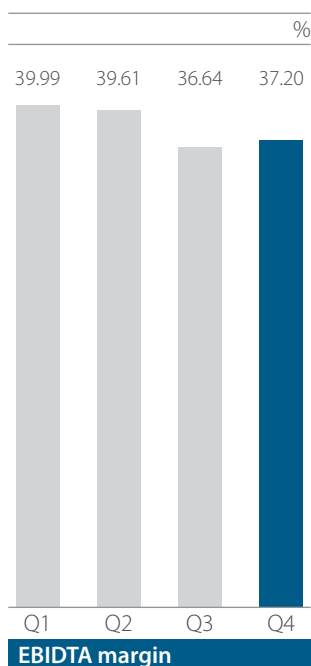
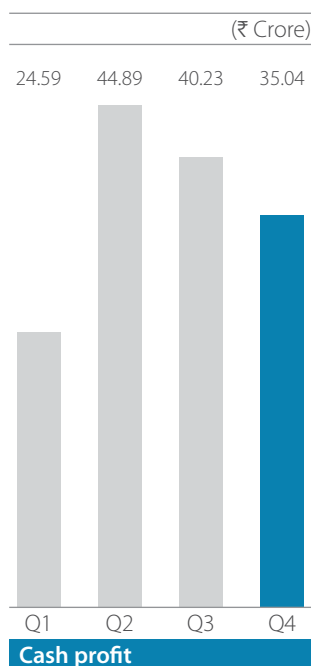
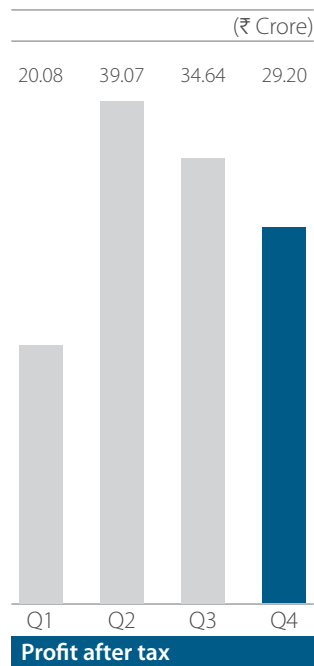
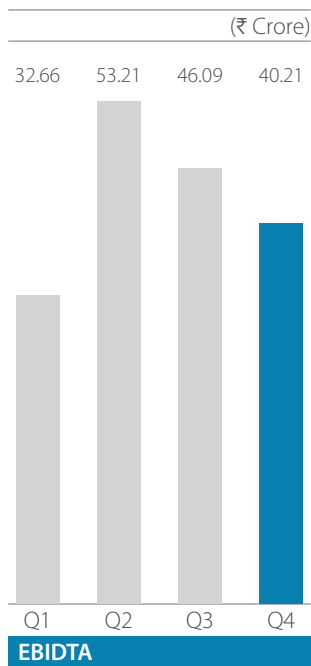
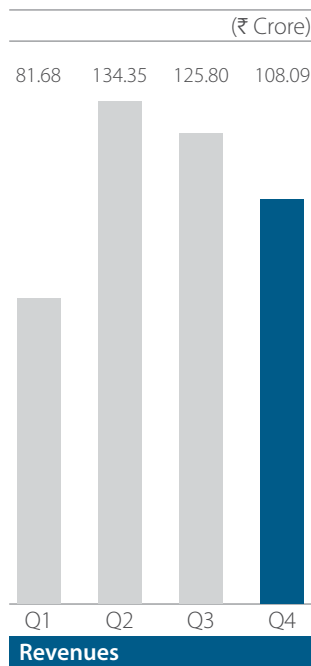


Our awards & recognition

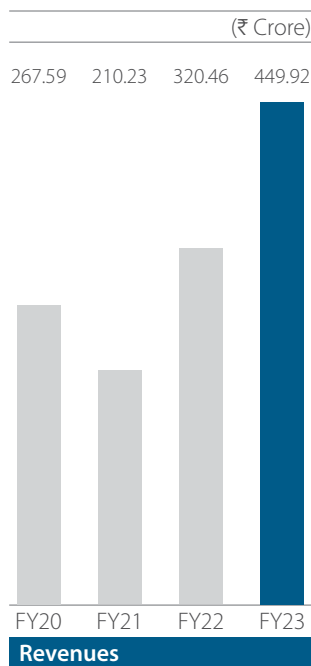
- ET Bengal Awards (nominated six years at a stretch, awarded in all six)
- CAPEXIL Award and EPCH Award year-on-year
- Best Under a Billion, presented by Forbes, in 2013
- Star SME Medium Scale Manufacturing, presented by Business Today SME Awards, in 2013
- India's Most Trusted Dinnerware Brand, presented by The Brand Trust Report, India Study, in 2016
- FE CFO Awards, presented by The Financial Express, in 2017 and 2019
- CK Somany Glass Award, presented to our Chairman Mr. Sushil Kumar Jhunjhunwala, by All India Glass Manufacturers' Federation, in 2018
- CAPEXIL Special Award for Excellence in Exports, presented by CAPEXIL India, for the year 2019-20
- Balakrishna Gupta Award, for Exports, presented by All India Glass Manufacturers' Federation, in 2020
- CAPEXIL Special Award for Excellence in Exports, presented by CAPEXIL India, for the year 2020-21
- CAPEXIL Special Award for Excellence in Exports, presented by CAPEXIL India, for the year 2021-22
- Business Lifetime Achievement Award, presented to our Chairman Mr. Sushil Kumar Jhunjhunwala, by Sanmarg, a leading Hindi newspaper publication, in 2023

Our quarterly performance

FY 2022-23



How we have strengthened our multi-year performance



Definition

Growth in sales net of taxes.

Why is this measured?

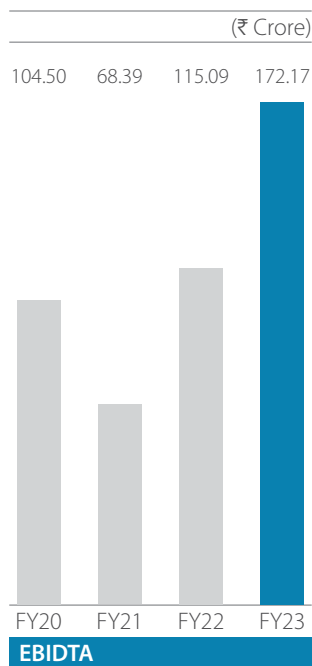
It is an index that showcases the Company's ability to optimise business operating costs despite inflationary pressures, which can be easily compared with the retrospective average and sectoral peers.

What does it mean?

Aggregate sales increased by 40.40% to ₹449.92 Crore in FY2022-23 due to enhanced capacity utilisation following stronger demand.

Value impact

The Company performed better than the sectoral average.



Definition

Earnings before the deduction of fixed expenses (interest, depreciation, extraordinary items and tax)

Why is this measured?

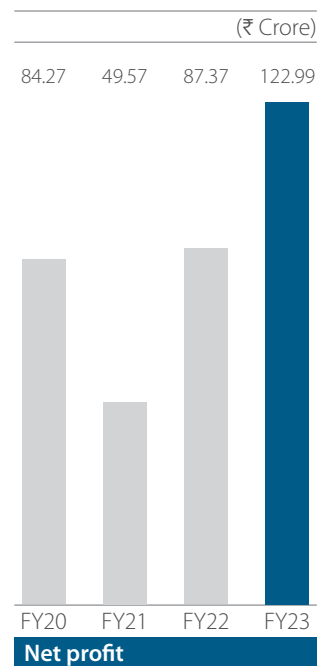
It is an index that showcases the Company's ability to optimise business operating costs despite inflationary pressures and can be compared with retrospective averages of sectoral peers.

What does it mean?

Helps create a robust growth engine and allows the Company to build profits in a sustainable manner.

Value impact

A high EBIDTA highlights the Company's operational efficiency and stable earnings potential.



Definition

Profit earned during the year after deducting all expenses and provisions

Why is this measured?

It highlights the strength in the business model in generating value for its shareholders.

What does it mean?

Ensures that adequate cash is available for reinvestment and allows the Company's growth engine to sustain.

Value impact

The Company reported a 40.76% increase in net profit in FY2022-23 following enhanced revenues



Definition

EBIDTA margin is a profitability ratio used to measure a company’s pricing strategy and operating efficiency

Why is this measured?

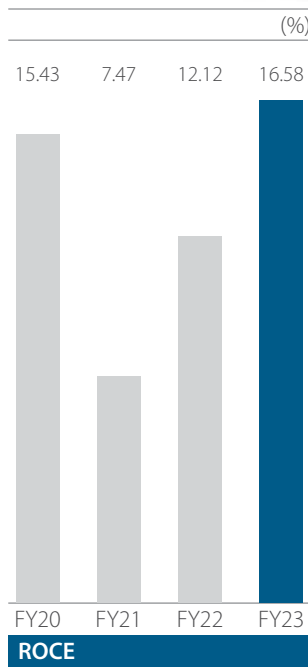
The EBIDTA margin provides an idea of how much a company earns (before accounting for interest and taxes) on each rupee of sales.

What does it mean?

Demonstrates adequate buffer in the business, which, when multiplied by scale, enhances surpluses.

Value impact

The Company reported a 2.36% increase in EBIDTA margin during FY2022-23, following a revival in revenues and controlled expenses



Definition

It is a financial ratio that measures a company’s profitability and the efficiency with which its capital is employed in the business

Why is this measured?

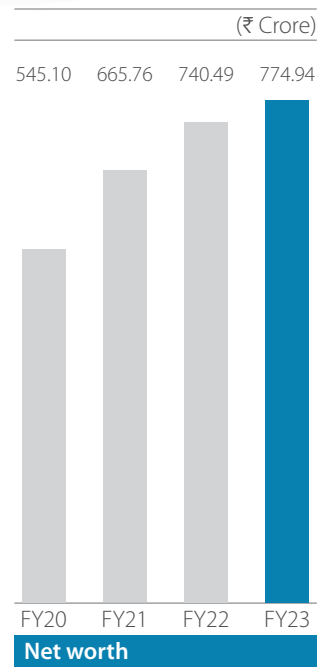
ROCE is a useful metric for comparing profitability across companies based on the amount of capital they use – especially in capital-intensive sectors.

What does it mean?

Enhanced ROCE can potentially drive valuations and perception (on listing)

Value impact

The Company reported a 4.46% increase in ROCE during FY2022-23 followed increased sales



Definition

This is derived through the accretion of shareholder-owned funds

Why is this measured?

Net worth indicates the financial soundness of the Company – the higher the better.

What does it mean?

This indicates the borrowing capacity of the Company and influences the gearing (which, in turn, influences the cost at which the Company can mobilise debt).

Value impact

The Company’s net worth strengthened 4.65% during the year under review.

Our key milestones

La Opala Glass Private Limited was incorporated. It pioneered opal glass technology in India by commissioning the first opal glass plant at Madhupur, Bihar.

1987

La Opala earned the distinction of becoming the first exporter of opal glass tableware.

1991

La Opala became the first public limited tableware company in India.

1995

La Opala pioneered the 24% lead crystal glassware technology in India by setting up the first crystal glass plant at Madhupur, Bihar. In the same year, it launched India's first 24% lead crystal glassware under the brand name of Solitaire.

1996

La Opala became the first Indian company to export 24% lead crystal tableware.

1997

La Opala Glass Ltd. merged with Radha Glass & Industries Ltd., creating La Opala RG Ltd.

1999

The Company was recognised as an Export House by the Government of India.

2005

The Company became the first in India to supply 24% lead crystal glassware to the world-renowned Rosenthal. The Company set up a fully automated state-of-the-art plant at Sitarganj, Uttarakhand, to produce and launch Diva, the hi-tech world class opal brand in the premium segment.

2007

The Company was ranked 250th among the top 400 small cap companies of India by *Dalal Street* magazine.

2011

The Company completed a major expansion at Sitarganj, Uttarakhand.

2012



2013

The Company was awarded the prestigious Bengal Corporate Awards by *The Economic Times* for the most Innovative Business Model.

The Company was recognised as the Forbes Best under a Billion 'Top 200 Companies in Asia.'

The Company was presented the 'Star SME Medium Scale Manufacturing' at Business Today SME Awards.

2014

The Company was awarded the prestigious ET Bengal Corporate Award for the Best Innovation in Business Model.

2015

The Company was awarded the Economic Times Bengal Corporate Award for 'Best Financial Performer in the ₹100 - 300 Crore Category'.

The Company's second furnace with a press line was installed at the Sitarganj plant.

2016

The Company was awarded the Economic Times Bengal Corporate Award for 'Best Financial Performer in the ₹100 - 300 Crore Category'.

The Company set up the Decal Plant at the Sitarganj unit.

2017

The Company was awarded the 'Best CSR Idea' in the Economic Times Bengal Corporate Awards.

2018

The Company increased the capacity of the second furnace.

The Company was awarded the prestigious ET Bengal Corporate Award for Best Financial Performance 2018 of ₹100 Crore to ₹200 Crore.

The Company's Chairman, Mr. Sushil Kumar Jhunjhunwala, was presented the CK Somany Award from All India Glass Manufacturers' Federation.

2020

The Company was presented the Balakrishna Gupta Award for Exports by All India Glass Manufacturers' Federation.

2022

The Company's greenfield plant, situated in Sitarganj, Uttarakhand, successfully commenced commercial production.

2023

The Company's Chairman, Mr. Sushil Kumar Jhunjhunwala, was presented the Business Lifetime Achievement Award from Sanmarg, the leading Hindi newspaper publication.

The La Opala collection: Enhancing pride

NOVO —collection—

The Novo Collection was crafted at our state-of-the-art, fully automated plant equipped with European technology. This range under La Opala offers whiter, lighter and stronger products at affordable prices.

CLASSIQUE —COLLECTION—

The Classique Collection from Diva is a unique design solution to unite diverse consumer preferences. It was the first to elevate tableware quality standards to an international level.

IVORY —collection—

The international styling of the Ivory Collection from Diva has been designed to capture the hearts of customers with a global profile. Its soft milky glaze and smooth texture have been adored through the years.

Pearl collection

The Pearl Collection has been designed to be soft to the touch and visually stunning, bringing a touch of sophistication to the customer's table. With its timeless design and subtle elegance, this range of dinnerware is the perfect addition to any home.

COSMO —collection—

Basking in the purity of whiteness, the Cosmo Collection from Diva defies time with its classy look and dreamy shape. Having a wider eating space and pristine grandeur, it is the most sought-after tableware range among the HORECA (Hotels, Restaurants & Caterers) industry.

QUADRA —COLLECTION—

Keeping with the tradition of constant innovation, we launched our stylish range of square shapes, known as the Quadra Collection from Diva. The Quadra Collection promises to add a trendy and contemporary feel to the dining experience.

SOVRANA

—COLLECTION—

Inspired by elements of royalty from around the world, Sovrana promises to transform every dining experience into a majestic banquet. From gilded, filigree patterns on rich, regal backgrounds to consistent geometric shapes, each design evokes an aura of nobility, aristocracy and prestige.

VELVETT

—COLLECTION—

The Velvett Collection from Diva exudes opulence and magnificence. It is beautifully crafted with an embossed look, a velvety shine and modern patterns. The intricate designs make it a must-have for those with an appetite for luxury. Customers use the Velvett Collection to present meals with elegance and style.

Diva Tea
& Coffee
Collection

Diva's Tea and Coffee Collection stands tall amongst competitive brands in measures of all attributes; it is made with tempered extra-strong glass. This collection is micro-oven friendly, extra white and light. Unlike most competitive products, it is break-resistant.

MELODY

—COLLECTION—

Melody Tea & Coffee range has been priced cost-effectively to ensure that our top-quality products become an integral part of the daily lives of consumers. This range of products is an ideal gift for special occasions.

COOK
SERVE
STORE

BOROSILICATE

La Opala brings to customers its newest Borosilicate Cook Serve Store Range. Made of 100% borosilicate glass, it can withstand extreme temperatures, making it safer and stronger than regular glass. The Storage range of products is airtight with, space-saving containers that keep your dry foods fresh and your pantry organised. The wide range of bakeware includes different sizes of mixing bowls, casseroles and dishes of various shapes.

SOLITAIRE
CRYSTAL™

Solitaire Crystal is handcrafted to perfection as per global standards in aesthetics and design. Every cut and every sparkle redefines the spheres of clarity. Renowned globally, it marks a prominent presence of India in the world market of crystals. Painstakingly mouth-blown, hand cut and shaped, each Solitaire product is polished to perfection, making it the most preferred crystalware and the ultimate gift.

Joy of dining

The La Opala brand was tested during the pandemic.

At a time when most people were locked indoors, there was a premium in lifting people out of the gloom.

During those challenging days, La Opala's trade partners got unexpected requests from customers in their regions.

The three messages that we remember went something like this:

'We need to buy a dinner set – not for gifting but for ourselves. Can you suggest something that would be just right for a family of six?'

'We need a dinner set that would be cheerful and uplifting, preventing us from boredom and lifting us out of the gloom.'

'Which is your latest collection. Where can one buy it? Is there any way it can be delivered home? We don't mind paying in advance.'

We were being told something subtly different.

That our opalware was lifting the gloom. It was relieving people from the tedium of locked existence. It was presenting the same food but with a pleasant difference. That it represented a hint of optimism in a challenging world.

Joy of dining

Ashish surprised his wife Amala on their wedding anniversary. He turned down the lights. He lit a candle. He placed a cake. And then brought out the crockery – opalware from La Opala. His big moment? When she turned the plate over to check for the 'Made in Japan' mark. She couldn't find one.

Joy of dining

Vikram got chatty with his family one evening. This is what he said: 'I trade on the markets for my clients from 9.15 am to 3.30 pm – no lunch. It is difficult missing even a minute because you never know what transpires on the markets. I look for de-stressers thereafter. Oil on the scalp and perfumed aroma. But when I sit for lunch, I insist on opalware from La Opala. I need something to tell me that my day's stress was worth it. The clean geometry, whiteness and design of the crockery gives me that feeling. Suddenly everything seems worth it.'

Joy of dining

Aniruddh transformed an old bungalow into a café. The crockery came from La Opala. For two reasons, he said. 'One, we needed to move beyond the usual designs. Two, we needed opalware whose lustre would be retained even after multiple washes. Three, we didn't want to buy imported cutlery on account of the price and replaceability. We made a good decision going with La Opala.'

Joy of dining

Homemaker **Shobha** said she turned to La Opala a few years ago. "Not for displaying in the showcase but for everyday use. For how long could we keep denying ourselves the simple pleasures of life? How long would we keep saying 'We will get the opalware out when guests come?' Two things happened following this decision. The family started paying more attention to how food would be curated – as opposed to mixing everything and presenting in a bowl. And we started using more colourful vegetables, clicking pictures and sending our children who live in another country. Our photography keep getting better – thanks indirectly to La Opala that started us off!"

THE BIG PICTURE

La Opala is at
the right place
and right time to
capitalise on the
India growth story



Long-term outperformer

India is the fifth largest economy and likely to emerge as the third largest economy by 2030. This makes the coming seven years among the most significant from an economic perspective. Assuming a modest 6% growth rate per annum, India could also emerge as a USD26 trillion economy (in market exchange rate terms) by 2047-48 (in nominal terms), with a per capita income exceeding USD15,000 (nearly six times the current value).

Jumping ranks

India is the most exciting major economic growth story: when one compares the pecking order of countries measured by their global GDP rank, India is the only country to have consistently increased its rank across each five-year period starting 2012 – tenth in 2012, sixth in 2017, fifth in 2022 and an estimated third by 2029.

Discretionary spending

It has been estimated that in India every doubling of per capita income leads to a 1,000% increase in discretionary expenditure (beyond basic necessities) with only a 25% increase in basic spending and a 400% increase in savings. Compared to a nominal GDP growth rate of 10.6%, private final consumption expenditure has increased at a CAGR of 11.3% during the past ten years. This has led to an increase from 55% to 60% in the proportion of private final consumption expenditure to GDP.

Law of compression

India is growing faster on an expanding base. India's first trillion-dollar GDP milestone took 58 years; the second trillion took only seven years and the third trillion dollars seven years (which included the pandemic years). Following the pandemic, India is expected to return to its accelerated growth rate: the fourth and fifth USD trillion are expected to take three years each and the last sixth trillion just two years.

The demand inflection point

An economic theory indicates that when a country's Gross Domestic Product (GDP) per capita reaches a threshold of around USD 2500, it experiences a sharp increase in consumption-driven spending that, in turn, accelerates national economic growth. Since 2008, wealthy families (earning between ₹5 Lakh and ₹20 Lakh annually) has more than doubled from 10 million to 24 million. Households with aspirers have increased from 31 million to 57 million; elite households – earning

more than ₹20 Lakh – has increased from 3 million to 9 million. This indicates that a personal income growth is already underway and likely to accelerate. (Source: Group (BCG) research). The Indian retail industry is estimated at USD2 trillion by 2032, which could make it the third largest. Household income is expected to rise 40% by 2030, the average Indian household income reaching ₹7,32,000 per annum (double the 2010 level)

The sheer force of rural India

Eleven percent of the world's population lives in Indian villages. India is the second-largest country on the internet today, with a vast population that is rapidly joining the digital landscape. Every second, three new people in India are connecting to the internet, with two of them coming from rural India.

CHAIRMAN'S PERSPECTIVE

Going ahead, we see more people seeking to eat better, benefiting our business.



I have often been asked: 'Why are you optimistic about the sustainable prospects of La Opala?'

I am optimistic because of the direction of India.

The prospects of our company cannot be appraised standalone; they are linked to what is transpiring in the nation and what could happen in the coming years.

India is poised to become a USD5 trillion economy by the later part of this decade, accelerated by the Indian government's decision to invest more than ₹10 Lakh Crore in infrastructure. This

decisive spending will strengthen the national infrastructure; each time this has happened, the country's private sector has come in with follow-on spending. The combination of these initiatives has delivered growth in the national gross domestic product with a trickle-down impact on personal incomes.

Our company's lifestyle-enhancing products have inevitably capitalised on this reality. La Opala is present in businesses

that address enhanced lifestyle aspirations. Going ahead, we see more people seeking to eat better, benefiting our business.

India's economic growth is being driven by a new age in consumer spending. While much of urban India is getting increasingly satiated for consumer electronics products, marked by progressively lower growth rates, nearly two-thirds of the Indian population in its rural and semi-urban areas remains extensively under-consumed for lifestyle-enhancing products.

Following the economic robustness of the last few years and enhanced disposable incomes, the Indian economy is being sustained by a continued personal consumption momentum. This consumption base is the largest in the world; if rural and semi-urban India were a country, it would have been the second-largest standalone global population cluster (after China) and 185% larger than the third largest in the world (USA, 331.9 million).

The result is that India's personality is transforming with unprecedented speed.

The reason why La Opala selected to sizably expand capacity was out of a sense of responsibility. We see the country is transforming faster than ever. One of the biggest transitions that we are seeing is in the way people eat. The *thali* that used to be once put on the floor has been replaced by dining tables in most middle-class homes; on these dining tables, metal ware has been replaced with opal ware; within the opal ware segment, there has been an upgradation in quality.

This is widening the demand for pride-enhancing everyday products. The opalware category is one of them – for good reasons. It is perhaps the most competitively priced lifestyle enhancer when one considers

the one-time cost and the enduring multi-use and multi-year nature of the product. The result is that the price-value proposition for opal ware is probably among the highest among everyday products being used by consumers across economic classes. This convinces



India's economic growth is being driven by a new age in consumer spending. While much of urban India is getting increasingly satiated for consumer electronics products, marked by progressively lower growth rates, nearly two-thirds of the Indian population in its rural and semi-urban areas remains extensively under-consumed for lifestyle-enhancing products.

me that we are looking at a year-on-year increase in opal ware consumption that would be higher than the broad global average.

This reality makes non-metro India one of the most attractive opportunities in the world. Given the size of India's opal ware sector, the vast under-penetrated population, and the consistent population growth, we believe that opalware remains one of the most sustainable consumption stories in India.

In view of this optimism, your company commissioned a greenfield project of 12,000 MTPA during the last financial year. This was the largest expansion commercialised by the Company during the first quarter of the last financial year; it was 175% higher than the previous expansion and 55% of the Company's pre-expansion capacity. The expansion was also the largest opalware expansion conducted by any company within India. We believe that this expansion will empower our company to manufacture a better product at a

lower production cost, protecting our product affordability.

This unprecedented expansion program was based on a rapidly growing market and the trust our brand enjoys. This provides me with the optimism that we should be able to carve away a

disproportionate share of market growth, increased competition notwithstanding. Besides, we bring to this expansion a distinctive operational culture, a rich understanding of consumers' preferences and lifestyles.

One of the most effective drivers of sustainable growth at La Opala is our enduring trade relationships. The Company is a preferred partner for such trade partners who stock multiple products. They provide us with a growing market; they have responded to our ethical engagement. The result is that we have grown our share of the trade partner's wallet over the last decade, and this trend is likely to sustain.

I am optimistic as far as the consumption of opal ware is concerned; India is still a nascent consumption country and as disposable incomes and lifestyles grow, we expect to enhance value for all those associated with our company

Mr. Sushil Jhunjhunwala,
Chairman

MANAGEMENT'S REVIEW

'La Opala reported record revenues and profits on the back of its capacity expansion and wider distribution footprint'

An interview with Vice Chairman and Managing Director

Mr. Ajit Jhunjunwala on La Opala's record performance in FY 2022-23

Q: What is the principal message that the senior management at La Opala intends to communicate to stakeholders?

The last financial year was the first full year with no pandemic influence or impact. During this year, your company considered it prudent to commission a greenfield project of 12,000 MTPA at Sitarganj at the end of the first quarter. To provide shareholders with a perspective, this expansion had become necessary in view of the opalware plant at Sitarganj operating at peak capacity.

Q: What were some of the features of the performance?

The performance indicated the intrinsic competitiveness of your company. Even as the new manufacturing facility was operative for only three quarters of the last financial year and there was a mismatch between capacity utilisation and our ability to evacuate production (resulting in increased inventory), your company performance creditably: it crossed ₹400 cr in revenues for the first time, reported a profit after tax more than ₹100 cr for the first time, became PAT-positive for the new plant and rewarded shareholders with a dividend of ₹5 per share, the ever highest (250%).

The revenue growth of 40.40% and PAT growth of 40.76% indicate that the growth of the Company during the last financial year remained profitable. Besides, the Company enhanced EBIDTA margin from 35.91% to 38.27%, validating the intrinsic profitability of the business. The improvement in Return on Capital Employed from 12.12% to 16.58%, validated the capital efficiency of the business.

I must indicate that the performance of your company indicates a sweet spot in its business, which is likely to improve once the incremental performance of the new Sitarganj faculty is visible across all the fourth quarters and the Company plugs the mismatch between output and offtake during the current financial year.

Q: What was the principal achievement of the Company during FY 23?

The principal achievement was that the Company protected the La Opala brand in FY 23. With a substantial increase in production there could have been a temptation for the Company to drive down prices and liquidate its incremental inventory. The Company exercised prudence instead; it continued to protect its brand by offering to the market only as much as it could bear, and strengthening its distribution footprint with objective to pare down its stock. By the close of the year under review, La Opala continued to be respected for its affordability, accessibility and availability; besides the creation of new brands within the overall brand architecture enhanced the premium of the new offerings. By the end of the year under review, there was a reason to be satisfied that the increased offering to a competitive marketplace had not compromised the sheen of the brand and that the brand was as robust as ever to address a growing market.

Q: What was the highlight of the Company's performance?

The highlight was that the Company was able to deliver a record output by widening and deepening its national footprint. The La Opala brand is available across India, right down to clusters with a population of at least 1,00,000. Besides, the Company has increased the number of distributors by allocating a progressively smaller catchment area, in line with increased urbanisation and population density. This empowered distributors to market more intensively within their catchment areas, strengthening our offtake.

The Company strengthened its distribution coverage through enhanced focus. Thanks to multiple initiatives taken, La Opala strengthened its market visibility, presence and influence, accelerating offtake. This was reflected in the fact that the Company reported its largest sales in any single year (₹449.92 cr) during FY 23.

Q: What is the outlook for the Company during the current financial year?

The Company will continue to operate its new Sitarganj facility at the highest capacity utilisation, generating an attractively low cost per manufactured unit on account of low rejects and low resource consumption. The Company expects to perform better during the current financial year on account of the following realities. **One**, there is a consumption rebound in the Indian economy, reflected in an increase in GDP growth from 4.4% in the third quarter to 6.1% in the fourth quarter. This improvement was accompanied by a decline in inflation and revived rural economic spending. **Two**, there has been a breather in the increase in interest rates in the Indian economy, following a decline in inflation to the first quarter of the current financial year. This decline is expected to widen disposable incomes and accelerate new home purchase (a driver of investment new crockery). **Three**, the investment in digitalisation is strengthening coordination between the Company and its channel partners, making it possible to ascertain inventory lying within the trade pipeline, and implement informed decisions about trade and sales schemes, which should be more fully visible during the current financial year.

ENVIRONMENT-SOCIAL-GOVERNANCE (ESG)

La Opala’s dedication to ESG initiatives

Overview

La Opala’s sustainability commitment comprises the principles of environmental, social and governance (ESG).

In an industry, where products have a direct contact with food, a commitment to environmental,

social and governance (ESG) principles holds significance. Our efforts are directed to ensure that customers use our opalware or glassware without safety or environment concerns.

La Opala implements environmental protection

measures, building positive stakeholder relationships, transparency, and a strong business framework. The Company’s aim is to achieve long-term growth that is secure, sustainable, and scalable by balancing three pillars.

Our environmental component

focuses on the utilisation of environmentally responsible resources, efficient resource management, comprehensive waste recycling, minimal reliance on finite fossil fuels during manufacturing and the implementation of initiatives to reduce our carbon footprint.

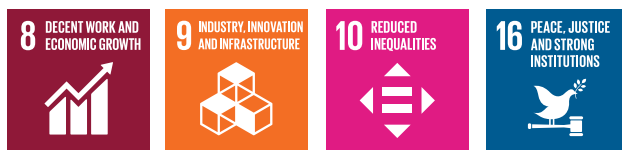
Our social component

emphasises investments in culture, people, customer, vendor relationships and social responsibility. Through dedicated efforts, the objective of the Company is to establish stability in our access to resources, employees, and customers, enhancing visibility and positive business outcomes.

Our governance component

at La Opala is dedicated to establishing the guiding values and strategies that shape our business operations. It encompasses the formulation of codes of conduct, defining the composition of our Board and ensuring alignment with globally recognised governance principles. Through a transparent communication of these commitments, we have successfully attracted stakeholders who align with our values, leading to a commensurate increase in our overall valuation.

La Opala is also aligned to the following United Nations’ Sustainable Development Goals:



Environment

At La Opala, we believe that the companies that achieve sustainable profitability will be the ones using clean manufacturing practices, safeguarding their business from any potential censure or closure resulting from transgressions.

This represents a crucial aspect in a world where purchasers are willing to pay a premium for companies with clean practices.

At our company, this responsible environment approach has been built upon the foundation of the 5 R’s – Reduce, Recycle, Replace,

Reuse and Renewable – leading to operational predictability that enhances stakeholder confidence.

Commitment: At La Opala, despite operating a clean business with minimal emissions or waste generation, we remain dedicated to mitigating the carbon footprint associated with our operations. This foundational principle shapes our existence and is demonstrated through moderated resource management, reduction of waste, increased utilisation of renewable energy and adoption of cleaner processes and fuels.

Targeted outcomes: At La Opala, we recognise that a decline in our carbon footprint will not simply occur as a natural consequence of our operations. We address this outcome in a manner similar to how we plan for financial improvement: by setting targets, making planned investments, allocating responsibilities, periodically monitoring progress,

and implementing course corrections (if necessary). The Company aims to attain targets of zero waste to landfill and zero discharge of effluents, while also managing and reducing water consumption intensity.

Responsibility architecture:

At La Opala, we believe that positive outcomes are derived from a strong and effective organisational structure comprising responsible executives. Throughout the years, we have made investments in environmental management systems, conducted environmental due diligence and implemented disaster planning and response systems. We believe that optimal growth is achieved when the promoter establishes a strategic direction and delegates day-to-day management to professionals, fostering a

top-down and bottom-up commitment to maintaining a sustainable and environmentally conscious business.

Investments: At La Opala, we believe that responsible investment in state-of-the-art technologies leads to positive outcomes. The Company strengthened investments in advanced technologies, including renewable energy, bolstered its audit-driven and compliance-focused approach and improved the predictability of processes. Through research investments, the Company optimised its resource mix, reducing raw material consumption without compromising product quality. As a result, prompt course corrections are made, and a balanced approach ensures operational predictability.

Social

At La Opala, we believe that effectively managing the 'social' aspect of our business enhances the stability of stakeholder relationships, serving as a valuable insurance in a volatile and unpredictable world. A stable employee profile aids in retaining knowledge, while stable vendor partnerships enable access to resources at a superior price-value proposition, particularly during challenging periods. Having stable primary customers facilitates faster product sales and allows the business to extend beyond transactional needs. Engaging with the community in a stable manner allows them to play a supportive role. Stable stakeholders provide the foundation for long-term outperformance.

Employees: At La Opala, we have developed a culture of excellence throughout the organisation. This has been achieved through strategic investments in our people, encompassing recruitment, retention and training initiatives. Additionally, we have made investments in protocols, certifications and supportive measures to cultivate an invigorating workplace culture.

The outcome is a unique La Opala approach to conducting business, evident in high employee retention, engagement, productivity and a sense of pride among our workforce.

Customers and vendors:

The Company strengthened relationships with vendors who provided capital equipment and spares, as well as with primary customers who were trade

partners. The stability of these engagements improved business predictability, particularly in challenging environments.

Community: The Company actively collaborated with communities surrounding its manufacturing location, with the aim of expanding its circle of prosperity through impactful initiatives aligned with the Sustainable Development Goals.

Governance

At La Opala, our governance platform ensures clarity on the way we conduct our business, prioritising ethical practices and making the right decisions.

Board of Directors: At La Opala, we believe that our strategic direction is influenced by the composition of our Board of Directors. Therefore, we have placed a high importance on selecting professionals and accomplished industrialists to serve on our Board. Their valuable contributions have enriched our values, brought extensive experience, multi-sectoral business understanding of various sectors and elevated our strategic capabilities.

Trust: At La Opala, we believe that trust serves as the foundation for why customers choose to buy from us, why employees actively engage with us, why vendors choose to sell to us, why investors provide us with risk capital and why communities support us. We strengthen this trust through the various initiatives outlined in this document.

Think long-term: At La Opala, we have chosen to focus on building a business that prioritises long-term viability. This strategic approach has guided our investments in assets, technologies, brands, personnel, locations, products and trade partners.

Focus: At La Opala, we believe that core competence serves as a safeguard against cyclical downturns. We have positioned ourselves not only as an opalware company but also as a company that transforms conventional habits. By leveraging our productisation competence, we have been able to manufacture opalware for various applications. This comprehensive positioning has exposed us to emerging opportunities, attracted knowledgeable professionals and facilitated product cum process research.

Brand: At La Opala, our most valuable asset is the La Opala brand. Our goal is to amplify the brand's visibility and credibility, enabling us to attract new customers and increase our share of the wallets of existing customers, both in the retail and institutional sectors. The La Opala brand holds a prominent position nationally and commands a premium compared to competing alternatives. It is synonymous with positive attributes such as quality, pride enhancement and lifestyle enhancement.

Controlled growth: At La Opala, we believe in controlled growth rather than chasing temporary spikes in profitability. The Company has strategically allocated its net worth into incremental investments without stretching Balance Sheet, maintaining a net cash position. Over the past several years, the Company consistently achieved revenue growth year after year (except during the pandemic).

Balance: At La Opala, we strike a balance between caution and aggression, adopting strategic aggression and tactical conservatism. Our focus is on capital investments that offer an attractive short-term payback, maximising cash flows and reinvestments. This balance is evident in our attractively low gearing and our ability to fund expansions through net worth.

Customer profile: At La Opala, as the Company focused on retail offtake, the majority of the revenues in FY 2022-23 were generated from retail, online and institutional customers.

Data-driven: At La Opala, we are a technology-driven organisation that utilises analytics to generate data-based insights, enabling

informed decision-making. The management leverages this valuable data and information to effectively collaborate with executives and distribution partners.

Pan-India: At La Opala, we are a company operating in three States (corporate and manufacturing). The Company's products are available in all States, validating its pan-Indian presence.

Debt philosophy: At La Opala, our company is debt-free with surplus cash on the books.

Relevance: The Company's business is becoming increasingly relevant as it addresses India's growing demand for enhanced lifestyle and a sense of pride in interior design.

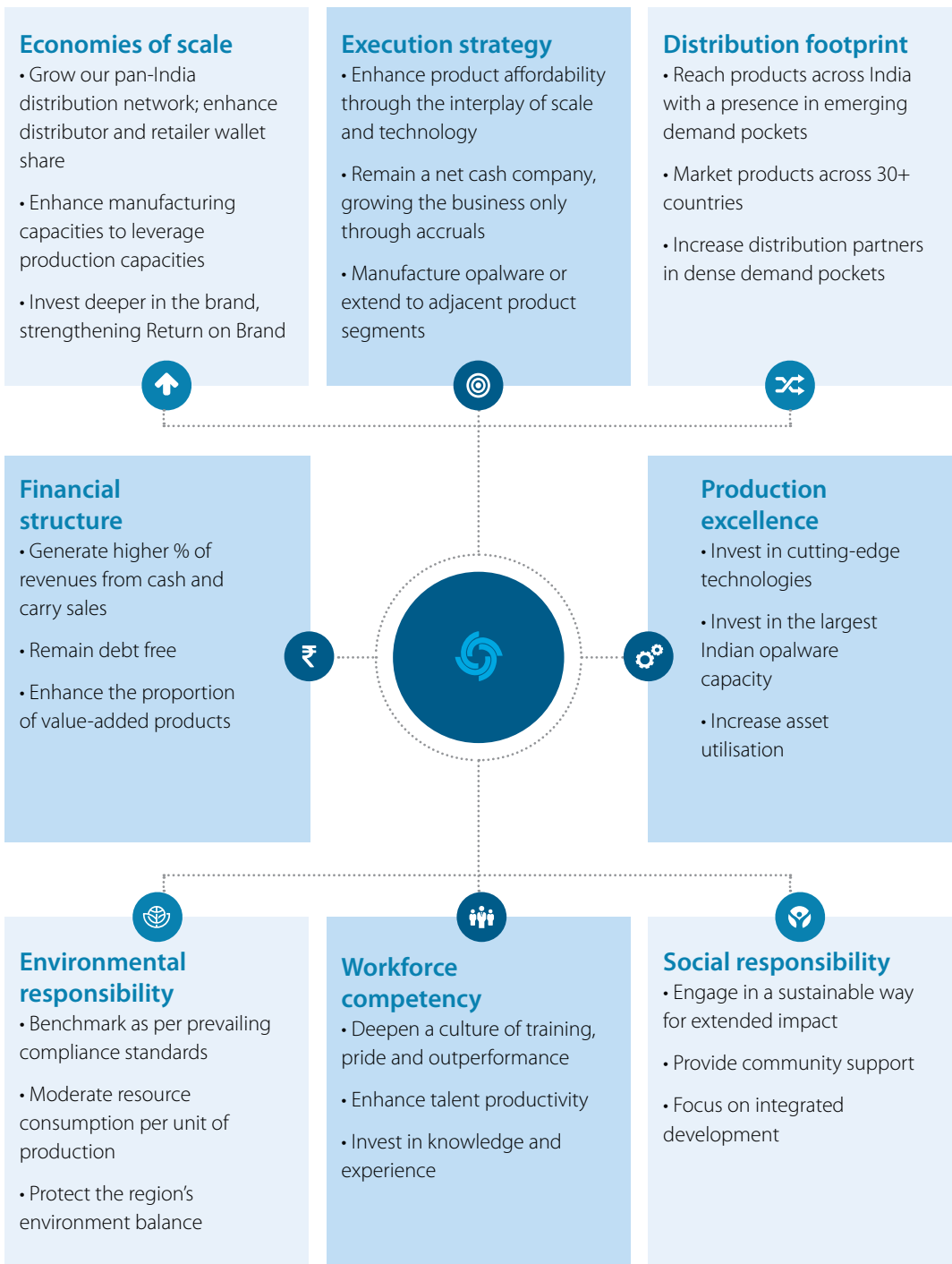
Broadbasing: At La Opala, we have expanded our manufacturing infrastructure by adding capacity, diversifying our product portfolio, broadening our geographic footprint and increasing our presence across consumer categories.

Solution: At La Opala, we provide a comprehensive opalware solution, increasing our share of the distributors' primary customer's wallet.

Manufacturing capacity: At La Opala, we have made significant investments in establishing one of the largest opalware capacities at a single location in India, specifically Sitarganj.

Customer mix: At La Opala, our primary focus is retail operations, which have accounted for the majority of our revenues in the FY 2022-23. We have experienced a notable growth in the percentage of revenues derived from cash and carry, resulting in enhanced cash flows.

Our sustainability structure



The 5P's: Powering sustainability initiatives

Overview

At La Opala, we prioritise five key aspects: People, Product, Process, Profit and Planet. These elements form the basis of our business responsibility, driving us to focus on production growth and minimise our carbon footprint.



INTEGRATED VALUE CREATION

How La Opala is committed to enhance stakeholder value in a sustainable way

Our report on how we have institutionalised our value-creation process

Overview

There is a growing premium on the capacity to enhance value for all stakeholders. As a result, the capacity to enhance value has extended from conventional measures like an increase in revenue or profit to intangible measures that establish holistic value creation. Besides, the description of a stakeholder has evolved as well from one who owns shares in a company to one who is influenced by any aspect

of the Company's operations. The result is that stakeholder value creation has emerged as a holistic and comprehensive means of appraising the effectiveness of modern-day organisations.

The Integrated Value Creation Report draws on diverse realities (financial, management commentary, governance, remuneration and sustainability reporting) and explains how value is enhanced for diverse

stakeholders (employees, customers, suppliers, business partners, local communities, legislators, regulators and policy makers).

The extensive input and outcome explain why and how an enterprise is wired for holistic sustainability across market cycles. This makes the communication of this Integrated Value Creation Report imperative in an annual report.

Our competitive backbone

Superior alternative: La Opala enhances dining experience through a wide opalware choice, a superior alternative over traditional materials (glass, melamine, bone china and metal).

Growing headroom: Growing population yet to buy opalware, widening our consumption headroom

Growing population: India is the world's most populous country by 2023; annual growth of >1% per year is widening the market each year (largest global increment)

Disposable incomes: India's opalware market is being driven

by increased disposable incomes, accelerating market expansion

Urbanisation: About 35% of India is urban; by 2036, 39% of India's population is expected to be urban (on a larger population base), widening the urban market for opalware

Millennial demand: India's greater millennial power (34% of India's population and ~47% of its working population) spending more to eat in better cutlery

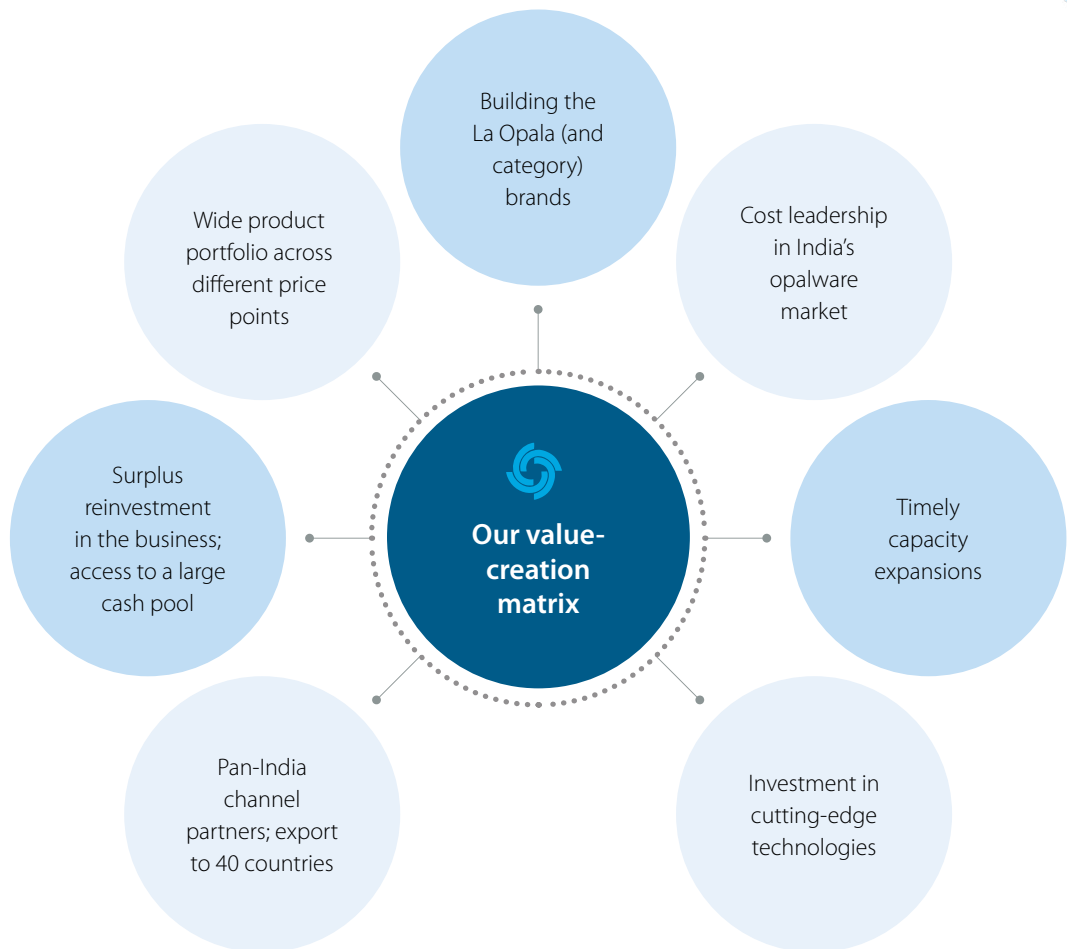
Hygiene: The non-porous opal glass makes it impervious to food particles and a bacterial retardant. Opalware can be used

in microwave ovens, enhancing kitchen effectiveness

Nuclear families: Nearly 74% Indian households had five or fewer members, increasing the number of families and driving the offtake of opalware. (Source: 2011 Census).

Retail revolution: Modern trade and e-commerce are catalysing opalware offtake, widening avenues that make convenient purchase possible.

Value for money: Opalware is an ideal gift on account of affordability and utility



The resources of value-creation

Financial capital: The financial resources that we seek are based on funds we mobilise from investors, promoters, banks and financial institutions in the form of debt, net worth or accruals.

Manufactured capital: Our assets, technologies and equipment for service delivery constitute our manufactured capital.

Human capital: Our management, employees form a part of our workforce, the experience and competence enhancing value.

Intellectual capital: Our focus on cost optimisation and operational excellence, as well as our repository of proprietary knowledge account for our intellectual resources.

Natural capital: We depend on nature and have a moderate impact on the natural environment.

Social and relationship capital: Our relationships with communities and partners (vendors, suppliers and customers) influence our role as a responsible corporate citizen.



Who we create value for

Shareholders

- Generous dividend payout and attractive market capitalisation
- Focus on free cash flows

People

- Address the needs of all stakeholders
- Promote holistic people development
- Remain a fair employer with high integrity

Customers

- Enhance joy of dining
- Manufacture quality products
- Provide an unbeatable price-value proposition

Communities

- Showcase environment safety
- Engage in responsible and ethical conduct
- Corporate social responsibility

Business

- Relationship-driven approach with all stakeholders
- Focus on profitable growth
- Reinvest accruals, enhancing sustainability

Society

- Consistent contribution to the exchequer
- Driving rural employment
- Skilling workers

Environment

- Environment responsible operations
- Proactive investment in pollution-mitigation equipment
- Moderated carbon footprint

Management discussion and analysis

Global economy

Overview

The global economic growth was estimated at a slower 3.2% in 2022, compared to 6% in 2021 (which was on a smaller base of 2020 on account of the pandemic effect). The relatively slow global growth of 2022 was marked by the Russian invasion of Ukraine, unprecedented inflation, pandemic-induced slowdown in China, higher interest rates, global liquidity squeeze and quantitative tightening by the US Federal Reserve.

The challenges of 2022 translated into moderated spending, disrupted trade and increased energy costs. Global inflation was 8.7% in 2022, among the highest in decades. US consumer prices decreased about 6.5% in 2022, the highest in four decades. The Federal Reserve raised its benchmark interest rate to its highest in 15 years. The result is that the world ended in 2022 concerned that the following year would be slower.

Gross FDI inflows – equity, reinvested earnings and other capital – declined 8.4% to USD

55.3 billion in April-December. The decline was even sharper in the case of FDI inflows as equity: these fell 15% to USD 36.75 billion between April and December 2022. Global trade expanded by 2.7% in 2022 (expected to slow to 1.7% in 2023).

The S&P GSCI TR (Global benchmark for commodity performance) fell from a peak of 4,319.55 in June 2022 to 3,495.76 in December 2022. There was a decline in crude oil, natural gas, coal, lithium, lumber, cobalt, nickel and urea realisations. Brent crude oil dropped from a peak of around USD 120 per barrel in June 2022 to USD 80 per barrel at the end of the calendar year following the enhanced availability of low-cost Russian oil.

Performance of major economies

United States: Reported GDP growth of 2.1% compared to 5.9% in 2021

China: GDP growth was 3% in 2022 compared to 8.1% in 2021

United Kingdom: GDP grew by 4.1% in 2022 compared to 7.6% in 2021

Japan: GDP grew 1.7% in 2022 compared to 1.6% in 2021

Germany: GDP grew 1.8% compared to 2.6% in 2021

[Source: PWC report, EY report, IMF data, OECD data]

Outlook

The global economy is expected to grow 2.8% in 2023, influenced by the ongoing Russia-Ukraine conflict. Concurrently, global inflation is projected to fall marginally to 7%. Despite these challenges, there are positive elements within the global economic landscape. The largest economies like China, the US, the European Union, India, Japan, the UK and South Korea are not in a recession. Approximately 70% of the global economy demonstrates resilience, with no major financial distress observed in large emerging economies. The Global inflation is likely to be still relatively high at 4.9% in 2024. Interestingly, even as the global economy is projected to grow less than 3% for the next five years, India and China are projected to account for half the global growth (Source: IMF).

Indian economy

Overview

Even as the global conflict remained geographically distant from India, ripples comprised increased oil import bills, inflation, cautious government and a

sluggish equity market. India's economic growth is at 7.2% in FY 2022-23. India emerged as the second fastest-growing G20 economy in FY 2022-23. India overtook UK to become the

fifth-largest global economy. India surpassed China to become the world's most populous nation (Source: IMF, World Bank)

Growth of the Indian economy

	FY 20	FY 21	FY 22	FY23
Real GDP growth (%)	3.7	-6.6%	8.7	7.2

(Source: Budget FY24; Economy Projections, RBI projections)

According to the India Meteorological Department, the year 2022 delivered 8% higher rainfall over the long-period average. Due to unseasonal rains, India's wheat harvest was expected to fall to around 102 million metric tonnes (MMT) in 2022-23 from 107 MMT in the preceding year. Rice production at 132 million metric tonnes (MMT) was almost at par with the previous year. Pulses acreage grew to 31 million hectares from 28 million hectares. Due to a renewed focus, oilseeds area increased 7.31% from 102.36 Lakh hectares in 2021-22 to 109.84 Lakh hectares in 2022-23.

India's auto industry grew 21% in FY23; passenger vehicle (UVs, cars and vans) retail sales touched a record 3.9 million units in FY23, crossing 3.2 million units in FY19. The commercial vehicles segment grew 33%. Two-wheeler sales fell to a seven-year low; the three-wheeler category grew 84%.

As India's domestic demand remained steady amidst a global slowdown, import growth in FY23 was estimated at 16.5% to USD714 billion as against USD613 billion in FY22. India's merchandise exports were up 6% to USD447 billion in FY23. India's total exports (merchandise and services) in FY23 grew 14% to a record of USD775 billion in FY23 and is expected to touch USD900 billion in FY24. India's fiscal deficit was estimated in nominal terms at ~ ₹17.55 Lakh Crore and 6.4% of GDP for the year ending 31st March, 2023. (Source: Ministry of Trade & Commerce)

India's headline foreign direct investment (FDI) numbers rose from USD74.01 billion in 2021 to a

record USD84.8 billion in 2021-22, a 14% Y-o-Y increase, till Q3FY23. India recorded a robust USD36.75 billion of FDI. In 2022-23, the government was estimated to have addressed 77% of its disinvestment target (₹50,000 Crore against a target of ₹65,000 Crore).

India's foreign exchange reserves, which had witnessed three consecutive years of growth, experienced a decline of approximately USD70 billion in 2022, primarily influenced by rising inflation and interest rates. Starting from USD606.47 billion on 1st April, 2022, reserves decreased to USD578.44 billion by 31st March, 2023. The Indian currency also weakened during this period, with the exchange rate weakening from ₹75.91 to a US dollar to ₹82.34 by 31st March, 2023, driven by a stronger dollar and increasing current account deficit. Despite these factors, India continued to attract investable capital.

The country's retail inflation, measured by the consumer price index (CPI), eased to 5.66% in March 2023. Inflation data on the Wholesale Price Index, WPI (calculates the overall price of goods before retail) eased to 1.3% during the period. In 2022, CPI hit its highest of 7.79% in April; WPI reached its highest of 15.88% in May 2022. By the close of the year under review, inflation had begun trending down and in April 2023 declined below 5%, its lowest in months.

India's total industrial output for FY23, as measured by the Index of Industrial Production or IIP, grew 5.1% year-on-year as against a growth of 11.4% in 2021-22.

India moved up in the Ease of Doing Business (EoDB) rankings from 100th in 2017 to 63rd in 2022. As of March 2023, India's unemployment rate was 7.8%.

In 2022-23, total receipts (other than borrowings) were estimated at 6.5% higher than the Budget estimates. Tax-GDP ratio was estimated to have improved by 11.1% Y-o-Y in RE 2022-23.

The total gross collection for FY23 was ₹18.10 Lakh Crore, an average of ₹1.51 Lakh a month and up 22% from FY22, India's monthly goods and services tax (GST) collections hit the second highest ever in March 2023 to ₹1.6 Lakh Crore. For 2022-23, the government collected ₹16.61 Lakh Crore in direct taxes, according to data from the Finance Ministry. This amount was 17.6% more than what was collected in the previous fiscal.

Per capita income almost doubled in nine years to ₹1,72,000 during the year under review, a rise of 15.8% over the previous year. India's GDP per capita was 2,320 USD (March 2023), close to the magic figure of USD2500 when consumption spikes across countries. Despite headline inflation, private consumption in India witnessed continued momentum and was estimated to have grown 7.3% in 2022-23.

Outlook

There are green shoots of economic revival, marked by an increase in rural growth during the last quarter and appreciable decline in consumer price index inflation to less than 5% in April 2023. India is expected to grow around 6-6.5% (as per various sources) in FY2024, catalysed in no small measure

by the government's 35% capital expenditure growth by the government. The growth could also be driven by broad-based credit expansion, better capacity utilisation and improving trade deficit. Headline and core inflation could trend down. Private sector investments could revive. What provides optimism is that even as the global structural shifts are creating a wider berth for India's exports, the country is making its largest infrastructure investment. This unprecedented investment is expected to translate into a robust building block that, going ahead, moderates logistics costs, facilitates a quicker transfer of products and empowers the country to become increasingly competitive. This can benefit India's exports in general, benefiting several sectors. The construction of national highways in 2022-23 was 10,993 kilometres;

the Ministry of Road Transport and Highways awarded highway contracts of 12,375 km in the last financial year (Source: IMF).

The global landscape favours India: Europe is moving towards a probable recession, the US economy is slowing, China's GDP growth forecast of 4.4% is less than India's GDP estimate of 6.8% and America and Europe are experiencing its highest inflation in 40 years.

India's production-linked incentive appears to catalyse the downstream sectors. Inflation is steady. India is at the cusp of making significant investments in renewable energy and other sectors and emerging as a suitable industrial supplement to China. India is poised to outpace Germany and Japan and emerge as the third-largest economy by the end of the decade. The

outlook for private business investment remains positive despite an increase in interest rates. India is less exposed to Chinese economic weakness, with much less direct trade with China than many Asian peers.

Broad-based credit growth, improving capacity utilisation, government's thrust on capital spending and infrastructure should bolster investment activity. According to our surveys, manufacturing, services and infrastructure sector firms are optimistic about the business outlook. The downside risks are protracted geopolitical tensions, tightening global financial conditions and slowing external demand.

Indian tableware market overview

For the past few years, the concept of a dining room has transformed from being just a place for having a meal. Tableware has made dining graceful and elegant.

In India, the requirement for tableware has witnessed a striking change. This segment can be used as serve ware as well as a lifestyle product, marked by

the transforming attitudes of customers and changing lifestyles.

Looking ahead, the demand for branded tableware is growing on account of aesthetic appeal, affordability and microwave-friendly characteristics.

Despite being fragmented, the opalware market is growing steadily. It is considered superior to alternative products. With an

increase in the cultural diversity and varied lifestyles in India, this market has become one of the most vibrant in India.

However, due to changing consumer preferences for opalware, no other segment in India comprises established branded products, which makes the market fragmented. (Source: Daedal Research)

Opportunities

- Decrease in imports, leading to a dependence on domestic products
- Widening of the market
- Diversification in products offered
- Attractive price-value proposition
- Rising dependence of consumers on e-retail

Threats

- Increase in the number of organised sector players
- Lower spending on non-essential goods
- Decline in exports because of a shortage of a containers; increased freight cost
- Reduction in budgetary spending on luxury goods, individual and institutional

Company overview

La Opala RG Limited remains the largest market participant in the Indian opalware sector, accounting for a major portion of the industry. The opalware category, being one of the fastest growing markets, is gaining consumer traction at a growing speed, resulting in an increased

consumer offtake across categories.

The Company has two production plants in Madhupur (Jharkhand) and two in Sitarganj (Uttarakhand).

La Opala established a distribution network and developed a brand

recall among customers. The Company has been recipient of Top Export Award & Trophy from EPCH (Export Promotion Council for Handicrafts) and CAPEXIL (Chemical and Allied Export Promotion Council).

Financial review

Analysis of the Profit & Loss statement

Revenues: Revenues from operations during 2022-23 stood at ₹452.32 Crore compared to ₹322.69 Crore in 2021-22. Other Income of the Company in 2022-23 was 21.78 Crore against ₹19.15 Crore in 2021-22, which was a 4.82% share of the Company's revenues and manifesting the Company's reliance on its core business operations.

Expenses: Total expense of the Company increased by 41.82% from ₹218.17 Crore in 2021-22 to ₹309.40 Crore in 2022-23

Analysis of the Balance Sheet

Sources of funds

• The net worth of the Company enhanced by 4.65% from ₹740.49 Crore as on 31st March, 2022 to ₹774.94 Crore as on 31st March, 2023 due to a growth in Reserves and Surplus. During the year under review, the Company's equity share capital stood at 11,10,00,000 equity shares of ₹2 each.

Working capital management

Current assets of the Company enhanced by 25.63% from ₹427.03 Crore as on 31st

March, 2022 to ₹536.46 Crore as on 31st March, 2023. The Current and Quick Ratios of the Company stood at 8.51 and 7.31, respectively in 2022-23 as against to 7.12 and 6.51, respectively in 2021-22.

Margins

The Company registered an EBIDTA margin of 38.27% during 2022-23 compared to 35.91% in 2021-22.

Disclosure under Regulation 34(3) read with Schedule V Clause B of SEBI LODR

Significant changes in key financial ratios

	2022-23	2021-22	% Change	Explanation wherever change is more than 25%
Debtors Turnover Ratio	13.10	9.12	43.68	Improved Realisation & Increase in Sales.
Inventory Turnover Ratio	12.32	16.93	(27.23)	Increase in Inventory due to Commencement of New Plant.
Interest Coverage Ratio	20.25	25.55	(20.72)	-
Current Ratio	8.51	7.12	19.51	-
Debt-Equity Ratio	0.02	0.02	-	-
Operating Profit Margin (%)	33.43	31.67	5.55	-
Net Profit Margin (%)	27.26	27.33	(0.26)	-
Return on Net Worth (%)	15.87	11.80	34.49	Due to Increase in Net Profit by 40.76% whereas average capital employed increase by 7.76%.

Risk management

Economy risk

The Company's performance may be affected by an economic slowdown.

Mitigation: The Indian economy rebounded to a growth of 7.2% in 2022-23. This improved consumer sentiment, resulting in a PAT growth of 40.76% during the year under review.

Geography risk

Global demand and exports may be impeded as a result of an economic slowdown.

Mitigation: The Company's products are showcased in 40 countries and it aspires to

penetrate new international markets.

Liquidity risk

Operational smoothness might be hampered due to a shortage of cash.

Mitigation: The Company has adequate cash in its reserves, valued at ₹417.78 Crore as on 31st March, 2023.

Safety risk

In the opalware industry, accidents, health risks and injuries are frequently encountered

Mitigation: The Company implemented essential

safety standards across its manufacturing facilities and instituted a training needs identification protocol at every level.

Competition risk

The increasing number of players in the industry may have an adverse impact on the Company's profitability.

Mitigation: The Company possesses a competitive edge through its unique designs, state-of-the-art technology, attractive pricing, strong relationships with distributors and retailers and sector-specific expertise.

Human resources

La Opala focuses on enhancing the potential and overall wellbeing of its employees – both in the corporate office and manufacturing facilities. It focuses on building a dealer

distributor network embellished by fair business practices. The Company provides an engaging workplace environment, attractive growth opportunities and fair compensation. The Company

enjoys one of the highest employee retention rates in the industry; it creates leaders within the organisation, strengthening prospects.

Internal control systems and their adequacy

The internal control system defines a set of rules, procedures and organisational structures that identify, measure, manage and monitor the main risks, allowing sound and fair operation

of the Company in line with pre-established objectives and all the short-term and long-term operational goals of the Company. As such this process is aimed at pursuing the values of

both procedural and substantial fairness, transparency and accountability, which are key factors for managing La Opala's business.

Cautionary statement

Statements in the Management's Discussion and Analysis Report describing the Company's projection, estimates, expectations or predictions may be 'forward looking statements' within the meaning of applicable

securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that would make a difference to the Company's operations include demand-supply conditions,

raw material prices, change in governmental regulations, tax regimes, economic developments within the country and other factors such as litigation and labour negotiations

CORPORATE INFORMATION

Board of Directors

Chairman:	Mr. Sushil Jhunjhunwala
Vice Chairman & Managing Director:	Mr. Ajit Jhunjhunwala
Executive Director:	Mrs. Nidhi Jhunjhunwala
Directors:	Mr. Rajiv Gujral
	Mr. Arun Churiwal
	Mr. Subir Bose
	Prof. Santanu Ray
	Ms. Suparna Chakrabortti
CFO:	Mr. Alok Pandey
Company Secretary :	Mrs. Kanchan P Jaiswal

Auditors

Singhi & Co.

Registered Office

Eco Centre 8th Floor,
EM-4, Sector-V, Kolkata - 700 091
Telephone nos: 7604088814/5/6/7
E-mail: info@laopala.in
Website: www.laopala.in
CIN: L26101WB1987PLC042512

Bankers

Kotak Mahindra Bank Limited

Registrar & Share Transfer Agent

Maheshwari Datamatics Pvt. Ltd.
23, R.N. Mukherjee Road,
5th Floor, Kolkata – 700 001
Telephone nos.- 033-22482248, 2243-5029
Facsimile no. 033-22484787
Email id - mdpldc@yahoo.com

Works

Sitarganj Unit-I

B-108, ELDECO SIDCUL Industrial
Park, Sitarganj, Udham Singh Nagar,
Uttarakhand 262405.

Sitarganj Unit-II

Plot No. 07 Sector 02, Phase II, IIE, Sitarganj,
Udham Singh Nagar, Uttarakhand – 262405

Madhupur Unit

Post Madhupur, District Deoghar, Jharkhand - 815353

NOTICE

NOTICE is hereby given that the 36th Annual General Meeting of the Members of LA OPALA RG LIMITED will be held on Friday, the 29th September, 2023 at 2:00 P.M. (IST) through Video Conferencing (VC) / Other Audio Visual Mode (OAVM) means, to transact the following businesses. The venue of the meeting shall be deemed to be the Registered Office of the Company at Eco Centre, 8th Floor, EM-4, Sector-V, Salt Lake, Kolkata-700091, West Bengal.

3. To appoint a Director in place of Mr. Ajit Jhunjhunwala (DIN: 00111872) who retires by rotation and, being eligible, offers himself for reappointment.
4. To appoint a Director in place of Mrs. Nidhi Jhunjhunwala (DIN: 01144803) who retires by rotation and, being eligible, offers herself for reappointment.

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2023 together with the Reports of the Board of Directors and the Auditors thereon.
2. To confirm payment of interim dividend on equity shares and to declare a final dividend, if any, on equity shares for the Financial Year 2022-23.

By order of the Board of Directors

KANCHAN P JAISWAL

Place: Kolkata

Company Secretary

Date: May 29, 2023

Membership No. ACS 38107

NOTES:

1. The Ministry of Corporate Affairs ("MCA") has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020, April 13, 2020, January 13, 2021, May 5, 2022 and December 28, 2022 (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020; SEBI/HO/CFD/CMD2/CIR/P/ 2021/11 dated January 15, 2021; SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/ CIR/2023/4 dated January 5, 2023 (collectively referred to as 'SEBI Circulars'), permitted the holding of the Annual General Meeting ("AGM") through video conferencing (VC) or other audio visual means (OAVM), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), MCA Circulars & SEBI Circulars, the AGM of the Company is being held through VC/OAVM. Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. The relevant details of the Directors seeking re-appointment at this AGM pursuant to Regulations 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and Secretarial Standard (SS) - 2 on General Meetings, issued by The Institute of Company Secretaries of India, in respect of Directors retiring by rotation seeking re-appointment at this Annual General Meeting ('Meeting' or 'AGM') is annexed hereto.
3. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for this AGM and hence the Proxy Form, Attendance Slip and Route Map of the AGM are not annexed to this Notice convening this 36th AGM.
4. 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 droliapraavin@yahoo.co.in with a copy marked to evoting@nsdl.co.in.
5. The attendance of the Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. Pursuant to Regulation 40 of the Listing Regulations, the securities of listed companies can be transferred only in the dematerialized mode w.e.f. April 1, 2019, except in case of transmission or transposition of securities. In this

regard, SEBI vide its Press Release No. 12/2019 dated March 27, 2019 clarified that the said amendments do not prohibit an investor from holding the shares in physical mode and the investor has the option of holding shares in physical mode even after April 1, 2019. However, any investor desirous of transferring shares which are held in physical mode after April 1, 2019 could do so only after the shares are dematerialized. Further, SEBI vide its Circular No. SEBI/HO/MIRSD/RTAMB/CIR/P/2020/166 dated September 7, 2020 fixed March 31, 2021 as the cut-off date for re-lodgement of transfer deeds. Accordingly, the shares that were re-lodged for transfer (including those requests that are pending with the Company / RTA) were allowed to be issued only in demat mode. In exceptional cases, the transfer of physical shares is subject to the procedural formalities as prescribed under SEBI Circular No. SEBI/HO/ MIRSD/DOS3/ CIR/P/2018/139 dated November 6, 2018.

SEBI vide its Circular No. SEBI/HO/MIRSD/ MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has now decided that, with immediate effect, listed companies shall issue the securities in dematerialized form only, while processing investor service request pertaining to issuance of duplicate share certificate, claim from Unclaimed Suspense Account, renewal/ exchange of securities certificates, endorsement, sub-division/splitting/consolidation of share certificates, transmission and transposition. The securities holder/claimant are, accordingly, required to submit duly filled-up Form ISR-4, the format of which along with the said SEBI Circular dated January 25, 2022, can be downloaded from the Company's website, i.e. www.laopala. in under the tab "Investors > Investor Relations > Corporate Announcement". Members holding shares in physical form are, accordingly, requested to consider converting their holding to dematerialized form. Members may contact the Company's Registrars and Share Transfer Agents (RTA) Maheshwari Datamatics Private Limited ("MDPL") for assistance in this regard.

7. To support the 'Green Initiative', Members who have not registered their e-mail IDs, are requested to register the same with the Company or its Registrar and Share Transfer Agent in case the shares are held by them in physical form and with their DPs in case the shares are held by them in electronic form.
8. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates,

nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to MDPL in case the shares are held by them in physical form.

9. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the said details to their DP in case the shares are held by them in electronic form and to MDPL in case the shares are held in physical form.
10. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or MDPL, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
11. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
12. Shareholders seeking any information regarding accounts are requested to write to the Company in advance so that the relevant information can be furnished by the Company.
13. The due dates for transfer of the unclaimed or unpaid dividend relating to subsequent years to IEPF are as follows. Dividend for the Financial Year ended and its Due dates for transfer to IEPF :-

March 31, 2016	September 19, 2023
March 31, 2017	October 1, 2024
March 31, 2018	September 20, 2025
March 31, 2019	September 16, 2026
March 31, 2020	March 22, 2027
March 31, 2021	November 1, 2028
March 31, 2022 (Interim)	March 5, 2029
March 31, 2022	November 5, 2029
March 31, 2023 (Interim)	December 17, 2029

Members are requested to note that dividends, if not encashed for a consecutive 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). Further, the shares in respect of such unclaimed dividends 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. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an application to the IEPF Authority in Form No. IEPF - 5 available on www.iepf.gov.in. The Members/Claimants can file only one consolidated claim in a financial year as per the IEPF Rules.

14. In compliance with the aforesaid MCA Circulars and SEBI Circular, the Notice of the AGM along with the Annual Report 2022-23 are being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2022-23 will also be available on the Company's website www.laopala.in, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL (agency for providing the Remote e-voting facility) i.e. <https://www.evoting.nsdl.com>.
15. The Company has fixed Thursday, September 21, 2023 as the '**Record Date**' for determining entitlement of members to final dividend for the financial year ended March 31, 2023, if approved at the AGM.
16. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, **September 22, 2023 to Friday, September 29, 2023 (both days inclusive)** for the purpose of AGM and Payment of Dividend. If the dividend, as recommended by the Board of Directors, is approved at the AGM, payment of such dividend will be made on or before Saturday, **October 29, 2023** as under :-
 - i) To all Beneficial Owners in respect of shares held in electronic form as per the data as may be made available by National Securities Depository Limited and Central Depository Services (India) Limited (both collectively referred to as 'Depositories') as of the close of business hours on Thursday, **September 21, 2023**;
 - ii) To all Members in respect of shares held in physical form after giving effect to transfers in respect of valid transfer requests lodged with the Company on or before the close of business hours on Thursday, **September 21, 2023**;

Pursuant to Regulation 12 of the Listing Regulations read with Schedule I to the said

Regulations, it is mandatory for the Company either directly or through Depositories or RTA to use bank details as furnished by the investors for the payment of dividend through any RBI approved electronic mode of payment. In case, the bank details are not available or the Company is unable to pay the dividend directly through electronic mode, the Company shall, dispatch the dividend warrant / banker's cheque and demand draft to such Members. Further in terms of Schedule I to the Listing Regulations, the Company is required to mandatorily print the bank account details of the investors on such payment instruments and in cases where the bank details of investors are not available, the Company shall mandatorily print the address of the investors on such payment instruments.

Members holding shares in physical mode, may send their mandates for receiving dividend directly into their bank accounts through any RBI approved electronic mode of payments, by writing at info@laopala.in and mdpldc@yahoo.com enclosing the following documents:-

- a. Folio Number and self-attested copy of PAN Card;
 - b. Name of the Bank, Branch where dividend is to be received and type of Account;
 - c. Bank Account No. & 11 digits IFSC Code; and
 - d. Self-attested scanned copy of Bank Passbook and Cancelled Cheque leaf bearing the name of the Member or the first holder.
17. Pursuant to Finance Act, 2020, dividend income is taxable in the hands of shareholders effective April 1, 2020 and the Company is required to deduct tax at source from dividend paid to the Members at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and the amendments thereof. In general, to enable compliances with TDS requirements, Members are requested to complete and / or update their Residential status, PAN, Category with their depository participants ('DPs') or in case shares are held in physical form, with the Company / Registrars and Transfer Agents ('RTA') by sending documents through e-mail on or before Thursday, September 21, 2023. For the detailed process, please click here: https://www.laopala.in/uploads/documents/Communication_to_Shareholders_Tax_Deduction_at_Source_on_Dividend.pdf
 18. The Members can join the AGM in the VC/OAVM mode 30 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, Scrutinizer etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

19. Instructions for E-Voting and joining the AGM are as follows:

A. VOTING THROUGH ELECTRONIC MEANS

- i. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the SEBI Listing Regulations read with MCA & SEBI Circulars, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by National Securities Depository Limited (NSDL), on all the resolutions set forth in this Notice. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of AGM will be provided by NSDL. The instructions for e-voting are given herein below.
- ii. **The remote e-voting period commences on Tuesday, September 26, 2023 (9:00 a.m. IST) and ends on Thursday, September 28, 2023, (5:00 p.m. IST).** During this period, Members holding shares either in physical form or in dematerialized form, as on the Cut-off date, **Thursday, September 21, 2023** may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.

Those Members, who are present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM. **A person who is not a member as on the Cut-off date i.e., Thursday, September 21, 2023 should treat this Notice for information purpose only.**

- iii. The Board has appointed Mr. Pravin Kumar Drolia of M/s. Drolia & Company, Practising Company Secretary (Membership No.: FCS - 2366 and C.P.No. - 1362), as the Scrutinizer for scrutinizing the process of remote e-Voting and also e-Voting during the Meeting in a fair and transparent manner. The Scrutinizer shall, immediately after the conclusion of the Meeting, count the votes cast at the Meeting and thereafter unblock the votes cast through remote e-Voting in presence of at least two witnesses not in employment of the Company and submit a Consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, not later than 48 hours after the conclusion of the Meeting. Thereafter, the Results of e-Voting shall be declared forthwith by the Chairman or by any other director/person duly authorised in this regard. The Results declared along with the Report of the Scrutinizer shall be placed on the Company's website (www.laopala.in) and on the e-Voting website of NSDL (www.evoting.nsdl.com) immediately after the results are declared and shall simultaneously be communicated to the Stock Exchanges where the equity shares of the Company are listed. The results declared along with the said Report shall also be displayed for at least 3 days on the Notice Boards of the Company at its Registered Office.

Subject to the receipt of requisite number of votes, the businesses mentioned in the Notice/the resolutions forming part of the Notice shall be deemed to be passed on the date of the AGM, i.e., Friday, September 29, 2023.

- iv. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/participate in the AGM through VC/OAVM but shall not be entitled to cast their vote again.
- v. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.
- vi. Any person, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if he/she is already registered with NSDL for remote e-voting then he/she can

use his/her existing User ID and password for casting the vote.

- vii. The details of the process and manner for remote e-voting are explained herein below:

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

Step 1: Access to NSDL e-Voting system

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

Details on Step 1 are mentioned below:

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under "IDeAS" section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or e-Voting service provider – NSDL and you will be redirected to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit de-mat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Evoting Mobile Application of NSDL: Shareholders can also download NSDL Mobile App "NSDL Speede" facility for seamless voting experience.

Step 1: Access to NSDL e -Voting system

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. After successful login of Easi/Easiest the user will be also able to see the E Voting option for eligible companies where the e-voting is in progress as per the information provided by the Company. On clicking the e-voting option, the user will be able to see e-voting page of the e-Voting service provider for casting your vote during the remote e-voting period or joining virtual meeting and voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting Service Providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

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

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

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

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

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

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

- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
 8. Now, you will have to click on "Login" button.
 9. After you click on the "Login" button, Home page of e-Voting will open.

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

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

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

General Guidelines for shareholders

1. Institutional/Corporate shareholders (i.e., other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of the

relevant Board Resolution/Authority letter etc., with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by email to droliapraavin@yahoo.co.in with a copy marked to evoting@nsdl.co.in and upload the same by clicking on "Upload Board Resolution / Authority Letter" displayed and or "evoting" tab in their login.

2. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is send through e-mail and holding shares as of the cut-off date i.e., September 21, 2023, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call on 022- 4886 7000 and 022 – 2499 7000. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e., September 21, 2023 may follow steps mentioned in the Notice of the AGM under Step 1 : "Access to NSDL e-Voting system"(Above).
3. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on <https://www.evoting.nsdl.com> to reset the password.
4. In case of any queries relating to e-voting you may refer to the FAQs for Shareholders and e-voting user manual for Shareholders available at the download section of <https://www.evoting.nsdl.com> or call on 022 – 4886 7000 and 022 – 2499 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager at evoting@nsdl.co.in.

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

Physical Holding	<p>Members are requested to directly register their email id/update their PAN by visiting the link of the Company's Registrar and Share Transfer Agent M/s. Maheshwari Datamatics Pvt. Ltd. as given below:</p> <p>Link for email registration - http://mdpl.in/form/email-update or by mailing to the Company at info@laopala.in or evoting@nsdl.co.in providing Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) for registering email address.]</p>
Demat Holding	<p>Please provide DPID-CLID (16 digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to mdpldc@yahoo.com or info@laopala.in or evoting@nsdl.co.in Register/Update through respective Depository Participants (DPs) (Any such updation effected by the DPs will automatically reflect in the Company's subsequent records)</p> <ol style="list-style-type: none"> 1. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents. 2. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

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

7. When a pre-registered speaker is invited to speak at the meeting but he / she does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/ camera along with good internet speed.
8. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, for smooth conduct of the AGM.
9. Members who need assistance before or during the AGM, can contact Ms. Pallavi Mhatre, Senior Manager, NSDL and / or Mr. Vikram Jha, Manager, NSDL at evoting@nsdl.co.in or call on 022 – 4886 7000 and 022 – 2499 7000.

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

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

OTHER INSTRUCTIONS

1. The Scrutinizer shall immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and votes casted during the AGM and make, not later than two working days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same.
2. The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.laopala.in and on the website of NSDL <https://www.evoting.nsdl.com> immediately. The Company shall simultaneously forward the results to National Stock Exchange of India Limited and BSE Limited, where the shares of the Company are listed.

By order of the Board of Directors

Kanchan P Jaiswal

Company Secretary

Place: Kolkata

Date: May 29, 2023

Membership No. ACS A38107

Registered Office:

Eco Centre, 8th Floor,

EM-4, Sector – V, Salt lake, Kolkata – 700 091

CIN: L26101WB1987PLC042512;

+91 7604088814/5/6/7

Email: info@laopala.in; Website: www.laopala.in

ANNEXURE TO NOTICE**DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT AT THE AGM**

Pursuant to Regulation 36 (3) of SEBI Listing Regulations and Secretarial Standard-2 on General Meetings

Name of Director	Mr. Ajit Jhunjunwala	Mrs. Nidhi Jhunjunwala
DIN	00111872	001144803
Date of Birth	29.12.1970	19.07.1973
Date of first appointment on the Board of the Company	3rd October, 1989	20th May, 2010
Qualification	B.Com (Hons)	B.A (Hons)
Experience & Expertise in specific functional areas	Over 33 years of wide experience particularly in the glass industry	Over 23 years of wide experience particularly in the glass industry
Remuneration last drawn	519.50 lakhs	184.28 lakhs
Terms and conditions of appointment or re-appointment along with details of remuneration proposed to be paid **	As per Item No. 3 of the Notice of this meeting, he is proposed to be re-appointed as director liable to retire by rotation.	As per Item No. 4 of the Notice of this meeting, she is proposed to be re-appointed as director liable to retire by rotation.
No of shares held in the Company as on 31.03.2023	83,93,000	9,00,000
No. of Board Meetings attended during the Year	5/5	4/5
Directorship held in other Companies as on 31st March, 2023	Genesis Exports Ltd SKJ Investments Pvt. Ltd. Ishita Housing Pvt. Ltd. SKJ Estate Pvt. Ltd. GDJ Housing Pvt. Ltd.	-
Listed Companies from which Director has resigned in the past three years	-	-
Membership / Chairmanship of the Audit & Stakeholders Relationship Committee of other Public Companies of which he / she is a director	-	-
Relationship between other Directors / KMP	Mr. Ajit Jhunjunwala is son of Mr. Sushil Jhunjunwala, Executive Chairman & husband of Mrs. Nidhi Jhunjunwala, Executive Director	Mrs. Nidhi Jhunjunwala is wife of Mr. Ajit Jhunjunwala, Vice Chairman & Managing Director & Daughter -in-law of Mr. Sushil Jhunjunwala, Executive Chairman.

** Excluding sitting fees for attending meetings

By order of the Board of Directors

Place: Kolkata
Date: May 29, 2023Kanchan P Jaiswal
Company Secretary
Membership No. ACS 38107**Registered Office:**Eco Centre, 8th Floor, EM - 4, Sector - V, Kolkata - 700 091;
CIN: L26101WB1987PLC042512; Tel: +91-7604088814/5/6/7;
Email: info@laopala.in; Website: www.laopala.in

BOARD'S REPORT

Dear Members

The Directors present the 36th Annual Report of La Opala RG Limited (the Company), along with Audited Financial Statements for the financial year ended 31st March 2023.

1. FINANCIAL RESULTS

The Financial Results of the Company for the year under review are as under: -

Sl. No.	Particulars	(₹ In Lakhs)	
		For the Year ended 31st March'2023	For the Year ended 31st March'2022
1.	Revenue from operations	45,232.42	32,268.98
2.	Other Income	2,178.20	1,915.49
3.	Total expenses before interest and depreciation	28,015.19	20,759.81
4.	Finance Cost	749.02	407.06
5.	Profit after Interest but before Depreciation	18,646.41	13,017.60
6.	Depreciation	2,176.06	1,366.11
7.	Profit before Taxation	16,470.35	11,651.49
8.	Tax Expenses	4,172.26	2,914.29
9.	Profit after Taxation	12,298.09	8,737.20
10.	Profit Available for Appropriation	12,298.09	8,737.20
11.	Re-measurement of gain/(loss) (Net of tax)	11.77	20.54
12.	Dividend and Others	3,108.00	3,330.00
13.	Transferred to General Reserve	1,000.00	1,000.00
14.	Balance as per last year (Retained Earnings)	41,837.98	37,410.24
15.	Balance carried forward to Balance Sheet	50,039.84	41,837.98

2. DIVIDEND

Your Directors are pleased to recommend a final Dividend of ₹3 (150%) per equity share of face value of ₹2/- for the financial year ended 31st March, 2023. The final Dividend, subject to the approval of Members at the Annual General Meeting, will be paid within statutory period, to the Members whose names appear in the Register of Members, as on the date of Book Closure.

The interim Dividend of ₹2.00 (100%) per share face value of ₹2/- each was paid to those members whose names appeared in the Registers of Members of the Company as on Monday, November 21, 2022 being the record date fixed for this purpose.

The total dividend for the financial year, including the proposed final dividend and the Interim dividend amounts to ₹5/-(250%) per equity share face value of ₹2/- each for the financial year ended 31st March, 2023.

The Dividend Distribution Policy is available on the website of the Company at <https://www.laopala.in/uploads/documents/635a3c7038e71.pdf>

3. SHARE CAPITAL

The Paid up Equity Share Capital as on 31st March, 2023 was ₹22.20 crores and there has been no change in the capital structure of the Company.

During the year under review, the Company has neither issued shares with differential voting rights / convertible warrant nor has granted any stock options or sweat equity. As on 31st March, 2023, none of the Directors of the Company hold instruments convertible into equity shares of the Company.

4. STATE OF COMPANY'S AFFAIRS (OVERALL PERFORMANCE)

During FY 2022-23, the Company's Revenue from Operations was ₹452.32 crores as against ₹322.68 crores in FY 2021-22, representing a growth of 40.17%. The Company's Profit Before Tax was ₹164.70 crores in FY 2022-23 as compared to ₹116.51 crores in FY 2021-22. The Company recorded Profit After Tax of ₹122.98 crores in FY 2022-23 as compared to ₹87.38 crores in the FY 2021-22, showing a growth of 40.74%.

During the period under review, your Company has successfully commissioned the new Greenfield Project

with the latest state of art technology for production of Opal Glassware at Sitarganj, Uttarakhand.

5. TRANSFER TO RESERVES

Your directors are proposing to transfer ₹1000.00 Lakhs to General Reserves.

6. TRANSFERS TO THE INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

Pursuant to the applicable provisions of the Companies Act, 2013, read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("the IEPF Rules"), all unpaid or unclaimed dividends are required to be transferred by the Company to the IEPF, established by the Government of India, after the completion of seven years. Further, according to the IEPF Rules, the shares on which dividend has not been paid or claimed by the shareholders for seven consecutive years or more shall also be transferred to the demat account of the IEPF Authority. During the year, the Company has transferred the unclaimed and unpaid dividend of ₹5,64,723 for the financial year ended 31st March, 2015. Further 1,38,265 corresponding shares on which dividend were unclaimed for seven consecutive years were transferred as per the requirements of the IEPF Rules.

Members/claimants whose shares and/or unclaimed dividend, have been transferred to the IEPF Demat Account or the Fund, as the case may be, may claim the shares or apply for refund by making an application to the IEPF authority in e-form IEPF-5 (available on <http://www.iepf.gov.in>) along with requisite fee as decided by the IEPF authority from time to time. The member/claimant can file only one consolidated claim in a financial year as per the IEPF Rules.

Details of shares/shareholders in respect of which dividend has not been claimed, are provided on our website at www.laopala.in. The shareholders are encouraged to verify their records and claim their dividends of all the earlier seven years, if not claimed.

7. CHANGE IN THE NATURE OF BUSINESS, IF ANY

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

8. DEPOSITS

In terms of the provisions of Section 73 to 76 of the Act read with the relevant rules made there under, your Company has not accepted any deposits from the public during the year under review.

9. INTERNAL FINANCIAL CONTROL AND ITS ADEQUACY

The Company has an adequate system of internal control procedures which is commensurate with the size and nature of its business. Detailed procedural manuals are in place to ensure that all the assets are protected against loss and all transactions are authorized, recorded and reported correctly. The internal control system of the Company is monitored and evaluated by internal auditors and their audit reports are reviewed by the Audit Committee of the Board of Directors on quarterly basis. The observations and comments of the Audit Committee are placed before the Board.

10. AUDITORS

STATUTORY AUDITORS

M/s. Singhi & Co., Chartered Accountants, Kolkata (Firm Registration No. 302049E) were re-appointed as the Statutory Auditors of the Company at the 35th Annual General Meeting (AGM) held on September 29, 2022 for a term of 5 consecutive years to hold office from the conclusion of the 35th AGM till the conclusion of the 40th AGM of the Company to be held in the calendar year 2027 at such remuneration mutually agreed and approved by the Board. The Auditors have confirmed that they are not disqualified from continuing as Auditors of the Company.

The Company has received confirmation from the Auditors to the effect that their appointment, if made, will be in accordance with the limits specified under the Companies Act, 2013 and the firm satisfies the criteria specified in Section 141 of the Companies Act, 2013 read with Rule 4 of Companies (Audit & Auditors) Rules 2014.

The Board is of the opinion that continuation of M/s. Singhi & Co., Chartered Accountants, as Statutory Auditors will be in the best interests of the Company.

STATUTORY AUDITORS' OBSERVATIONS

The Notes on financial statements referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditors' Report for the financial year 2022-23 is an unmodified report i.e., it does not contain any qualification, report of fraud, reservation, adverse remark or disclaimer and do not call for any further comments.

COST RECORDS AND AUDIT

In accordance with the provisions of Section 148 of the Companies Act, 2013, the Central Government has prescribed maintenance and audit of cost records vide the Companies (Cost Records and Audit) Rules, 2014 to such class of companies as mentioned in the Table appended to Rule 3 of the said Rules. CETA

headings under which Company's products are covered are not included. Hence, cost audit provisions are not applicable to the Company as of now.

SECRETARIAL AUDITOR

The provisions of Section 204 of the Companies Act, 2013 mandates Secretarial Audit of the Company by a Company Secretary in Practice. The Board in its meeting held on May 30, 2022 appointed Mr. Pravin Kumar Drolia, Practising Company Secretary, Kolkata as the Secretarial Auditor for the financial year ending March 31, 2023. The Secretarial Auditor's Report for the financial year ending March 31, 2023 is annexed to the Boards' Report as Annexure I. There is no qualification, reservation, adverse remark or disclaimer in the said report and do not call for any further comments.

DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS

During the year under review, neither the Statutory Auditors nor the Secretarial Auditor have reported to the Audit Committee or the Board under section 143(12) of the Companies Act, 2013, any instances of fraud committed in the Company by its officers or employees, the details of which would need to be mentioned in the Board's report.

INTERNAL AUDITOR

Pursuant to Section 138 of the Companies Act, 2013 read with The Companies (Accounts) Rules, 2014, as amended, the Company has appointed M/s. S S Kothari Mehta & Company, Chartered Accountants as the Internal Auditors of the Company for the Financial Year 2022-23. The role of internal auditors includes but not limited to review of internal audit observations and monitoring of implementation of corrective actions required, reviewing of various policies and ensure its proper implementation, reviewing of SOPs and their amendments, if any.

11. BOARD OF DIRECTORS

There was no change in the composition of the Board of Directors during the year under review. In accordance with the provisions of the Act and the Articles of Association of the Company, Mr. Ajit Jhunjunwala (DIN: 00111872) and Mrs. Nidhi Jhunjunwala (DIN: 01144803) Directors of the Company retires by rotation at the ensuing Annual General Meeting and being eligible, have offered themselves for re-appointment.

Details of each of the Directors proposed to be re-appointed at the ensuing Annual General Meeting, as required by Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations 2015")

and SS-2 (Secretarial Standards on General Meetings) have been included in the Notice convening the 36th Annual General Meeting of the Company. Your Directors recommend the Resolutions for your approval.

During the year, Mr. Ajit Jhunjunwala (DIN: 00111872) was re-appointed as the Vice Chairman & Managing Director of the Company for a further period of 5 years with effect from 1st October, 2022 till 30th September, 2027 on such terms and conditions, including remuneration as approved by the members of the Company at the 35th Annual General Meeting of the Company held on September 29, 2022.

Prof. Santanu Ray (DIN: 00642736) was re-appointed as an Independent Director of the Company for a second term of five consecutive years with effect from February 5, 2023.

The statement with regard to integrity, expertise and experience including the proficiency of all the Independent Directors is given in the Corporate Governance Report, which forms a part of this Annual Report.

12. DECLARATION BY INDEPENDENT DIRECTORS

The Company has received necessary declaration from each independent director under Section 149(7) of the Companies Act, 2013, that he / she meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) & 25(8) of the SEBI (LODR) Regulations, 2015.

13. KEY MANAGERIAL PERSONNEL

The following persons have been designated as Key Managerial Personnel of the Company pursuant to Section 2(51) and section 203 of the Companies Act, 2013 read with the Rules framed thereunder:-

- a. Mr. Sushil Jhunjunwala (DIN: 00082461), Chairman
- b. Mr. Ajit Jhunjunwala (DIN: 00111872), Vice Chairman & Managing Director
- c. Mrs. Nidhi Jhunjunwala (DIN: 01144803), Executive Director
- d. Mr. Alok Pandey, Chief Financial Officer (CFO) and
- e. Mrs. Kanchan P Jaiswal, Company Secretary (CS)

14. BOARD EVALUATION

The Nomination & Remuneration Committee of the Board of Directors had laid down the criteria for evaluation of the performance of the Board as a whole, the Directors individually as well as the

evaluation of the working of the Committees of the Board.

The Board of Directors has carried out an annual evaluation of its own performance, board committees and individual Directors pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

The process for Board evaluation is inclusive of the following:

- The Board evaluates the performance of the Independent Directors excluding the Director being evaluated;
- The Nomination & Remuneration Committee evaluates the performance of each Director;
- The Independent Directors evaluate the performance of the Non Independent Directors including the Chairperson of the Company taking into account the views of the Executive and Non-Executive Directors and the Board as a whole;
- Performances of the Committees of the Board are also evaluated.

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of criteria such as the board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the Committees was evaluated by the Board after seeking inputs from the committee members on the basis of criteria such as the composition of committees, effectiveness of committee meetings, etc. The above criteria are broadly based on the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India on January 5, 2017.

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

The Board and the Nomination and Remuneration Committee reviewed the performance of individual directors on the basis of criteria such as the contribution of the individual director to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

At the board meeting that followed the meeting of the independent directors and meeting of Nomination and Remuneration Committee, the performance of the Board, its Committees, and individual directors

was also discussed. Performance evaluation of Independent Directors was done by the entire Board, excluding the independent director being evaluated.

15. BOARD MEETINGS

The Board met 5 times during the year ended March 31, 2023 on April 16, 2022, May 30, 2022, August 13, 2022, November 11, 2022 and February 14, 2023. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015, as amended.

The details of the Board Meetings held during the FY. 2022-23 have been furnished in the Corporate Governance Report forming part of this Annual Report.

16. COMMITTEES OF THE BOARD

As on March 31, 2023, the Board had the following Committees:

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

The details of the Committees along with their composition, number of meetings held and attendance at the meetings is provided in the Corporate Governance Report.

17. POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

A Nomination and Remuneration Policy formulated and adopted by the Board of Directors, pursuant to the provisions of Section 178 and other applicable provisions of the Companies Act, 2013 and Rules thereto inter alia define the Companies policy on Directors' appointment and remuneration by the Nomination and Remuneration Committee.

The said policy may be referred to, at the Company's website <https://www.laopala.in/uploads/documents/635a3d9df2b7e.pdf>

18. CORPORATE GOVERNANCE

A separate report on Corporate Governance practices followed by the Company together with a Certificate from the Company's Auditors M/s Singhi & Co. Chartered Accountants, (Firm Registration No. 302049E) confirming the compliances to conditions of Corporate Governance as stipulated under Schedule V(E) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, as amended, is annexed.

19. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

In terms of the provisions of Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Management Discussion and Analysis Report on the operations of the Company is set out in this Annual Report.

20. DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134(3)(c) and 134(5) of the Companies Act, 2013, the Directors state that:

- (a) In the preparation of the annual accounts for the year ended March 31, 2023, the applicable Indian Accounting Standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;
- (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 as at March 31, 2023 and of the profit of the company for that period;
- (c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) The Directors have prepared the annual accounts on a 'going concern' basis;
- (e) The Directors, have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; 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.

21. VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company has a Whistle Blower Policy and has established the necessary vigil mechanism for directors and employees in confirmation with Section 177(9) of the Act and Regulation 22 of Listing Regulations, to report concerns about unethical behaviour. The Policy is available on the Company's website at www.laopala.in under "Investors" Section. The functioning of the Vigil mechanism is reviewed

by the Audit Committee from time to time. No complaint under this head has been received by the Company during the year.

22. ANNUAL RETURN

As required under Section 92 of the Companies Act, 2013, the Annual Return for the financial year 2022-23 is available on the website of the Company www.laopala.in

23. COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARD AND GENERAL MEETINGS

During the Financial Year, the Company has complied with all the applicable mandatory provisions of Secretarial Standards i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively.

24. LISTING WITH STOCK EXCHANGES

The Company's Equity Shares are listed on National Stock Exchange of India Ltd. (NSE) and Bombay Stock Exchange Limited (BSE).

The equity shares of the Company have been delisted from the Calcutta Stock Exchange Ltd., (CSE) with effect from 02/01/2023, vide the Calcutta Stock Exchange Ltd., Letter Reference no. CSE/LD/15747/2022 dated December 30, 2022, through voluntary delisting procedure in accordance with the SEBI (De-listing of Equity Shares) Regulations, 2021.

Applicable Annual listing fee has already been paid to the respective stock exchanges within the specified timeline.

25. SUBSIDIARY/ ASSOCIATES/ JOINT VENTURE COMPANIES

The Company does not have any subsidiary/ associate/joint venture Company for the year ended March 31, 2023.

26. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE BY THE COMPANY

The Company has not given any loan, guarantees or made any investments prescribed under Section 186 of the Companies Act, 2013 during the year under review and hence the said provision is not applicable.

27. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

The information on transactions with related parties pursuant to Section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 are given in Annexure II in Form No. AOC-2 and the

same forms part of this report. The same have also been disclosed under Note No. 43 of the Notes to the Financial Statements.

In conformity with the requirements of the Act, read with SEBI (LODR) Regulations, 2015, the policy to deal with related party transactions is also available on Company's website at <https://www.laopala.in/uploads/documents/635a3c7038ed1.pdf>

28. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There were no significant and material orders passed by the Regulators or Courts or Tribunals that would impact the going concern status and the Company's operations in future.

29. MATERIAL CHANGES FROM END OF FINANCIAL YEAR TO DATE OF THIS REPORT

Except as disclosed elsewhere in this report, there have been no material changes and commitments, which can affect the financial position of the Company, occurred after the closure of the financial year till the date of this report.

30. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, RESEARCH & DEVELOPMENT (R&D), AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information relating to Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo as required to be disclosed under Section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 is attached and forms a part of this Report marked as Annexure III.

31. CORPORATE SOCIAL RESPONSIBILITY

As a part of its initiative under the "Corporate Social Responsibility" (CSR) drive, the Company has undertaken projects in the area of Promoting Education, Preventive & Promotion of Health Care, Animal Welfare and other activities. These projects are in accordance with Schedule VII of the Companies Act, 2013 and the Company's CSR policy. The CSR Policy is available on the website of the Company at <https://www.laopala.in/uploads/documents/635a3d9df2b1c.pdf>. The Report on CSR activities as required under the Companies (Corporate Social Responsibility Policy) Rules, 2014 is annexed to this reports as Annexure IV.

32. DISCLOSURE UNDER RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

The information required pursuant to Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014 in respect of employees of the Company and Directors is attached as Annexure V and forms a part of this report.

33. PARTICULARS OF EMPLOYEES

The information required under Section 197(12) of the Act read with Rule 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is attached as an Annexure VI forming part of this report.

34. DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

As per the requirement of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and Rules made there under, your Company has in place a policy for Prevention of Sexual Harassment of Women at Workplace and constituted an Internal Complaints Committees (ICC). No complaint has been raised from any employee related to sexual harassment during the year ended March 31, 2023.

35. HUMAN RESOURCE

For La Opala RG Ltd, its people are its strongest asset. The Company takes pride in the commitment, competence and dedication of its employees in all areas of the business. The Company invests in building the best-in-class team led by exceptional professionals. Over the years, the Company has been nurturing a meritocratic, empowering and caring culture that encourages excellence. Company nurtures talents by providing its people opportunities to sharpen their capabilities. Company encourages innovation, lateral thinking, and multi-skilling and prepares its people for future leadership roles.

36. BUSINESS RESPONSIBILITY & SUSTAINIBILITY REPORT (BRSR)

The Listing Regulations mandate the inclusion of the BRSR as part of the Annual Report for the top 1,000 listed entities based on market capitalization. Your Company forms part of the Top 1000 listed companies of India and is mandatorily required to provide a Business Responsibility & Sustainability Report as part of the Annual Report in accordance with the

Regulation 34(2)(f) of the SEBI (LODR) Regulations, 2015. In compliance with the Listing Regulations, we have integrated BRSR Report into our Annual Report for FY 2022-23 as an Annexure VII.

37. RISK MANAGEMENT

The Board of Directors of the Company has formed a Risk Management Committee to frame, implement and monitor the risk management plan for the Company. The policy on Risk Management is hosted on the Company's website <https://www.laopala.in/uploads/documents/Risk%20Management%20Policy.pdf>. The Committee is responsible for monitoring and reviewing the risk management plan and ensuring its effectiveness. The Audit Committee has additional oversight in the area of financial risks and controls. The major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. The development and implementation of risk management policy has been covered in the Management Discussion and Analysis, which forms part of this report.

38. OTHER DISCLOSURES

- There is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.
- There was no instance of onetime settlement with any Bank or Financial Institution.

39. ACKNOWLEDGEMENT

The Directors take this opportunity to thank the Company's employees, customers, members, distributors, vendors, bankers, government and all other business associates for their consistent support and encouragement to the Company.

For and on behalf of the Board

Sushil Jhunjunwala

Chairman

DIN: 00082461

Place: Kolkata

Date: May 29, 2023

Annexure – I

FORM NO. MR-3

Secretarial Audit Report**for the financial year ended 31st Day of March, 2023**

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

The Members,

La Opala R G Ltd.

(L26101WB1987PLC042512)

Eco Centre, 8th floor,

EM -4, Sector V,

Kolkata-700 091.

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by La Opala R G Limited (CIN: L26101WB1987PLC042512) (hereinafter called "the Company"). The Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of books, papers, minute books, forms and returns filed and other records maintained by the La Opala R G Limited (L26101WB1987PLC042512) and also the information provided by the Company, its officers, and authorised representatives during the conduct of Secretarial Audit, I hereby report that in my opinion the Company has, during the audit period covering the financial year ended 31st March, 2023 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

- I. The Companies Act, 2013 (the Act) and the rules made thereunder;
- II. The Securities Contracts (Regulation) Act, 1956 and the rules made thereunder;
- III. The SEBI (Depositories and Participants) Regulations 2018;
- IV. The Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowing;
- V. The following Regulations (as amended from time to time) and Guidelines prescribed under

the Securities and Exchange Board of India Act, 1992 ('SEBI Act') and the circulars, guidelines issued there under: -

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended till date;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
- (d) The SEBI Listing (Listing obligation and disclosure requirements) Regulations 2015;
- (e) The SEBI (Delisting of Equity Shares) Regulations, 2021 as amended;

The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') are not applicable to the Company for the financial year ended 31-03-2023, as the Company has not undertaken any activities under the said Regulations and Laws:-

- (a) The Securities and Exchange Board of India (Share based employee benefits and sweat equity) Regulations 2021;
- (b) The Securities and Exchange Board of India (Issue and Listing of Non-convertible Securities) Regulations, 2021;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- VI. The following Industry Specific laws:
 - a. Factories Act, 1948

- b. Industrial Disputes Act, 1947
- c. The Payment of Wages Act, 1936
- d. The Minimum Wages Act, 1948
- e. Employee State Insurance Act, 1948
- f. The Payment of Gratuity Act, 1972
- g. The contract Labour (Regulations and Abolition) Act, 1970
- h. The Maternity Benefit Act, 1961
- i. Environment protection Act and Rules and Hazardous Products Act

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

- (i) The Listing Agreement and LODR Regulations 2015 of SEBI entered into by the Company with The BSE & NSE.
- (ii) Secretarial Standards (SS1 and SS2) issued by the Institute of Company Secretaries of India in respect of holding of Member's meeting, Committee Meeting and Board meeting,

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

I further report that:

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

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

before the meeting and for meaningful participation at the meeting.

I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines as also represented by the management. All decisions of the Board were unanimous and the same was captured and recorded as part of the Minutes.

I further report that, the equity shares of the Company have been delisted from the Calcutta Stock Exchange Ltd., (CSE) with effect from 02/01/2023, vide the Calcutta Stock Exchange Ltd., Letter Reference no. CSE/LD/15747/2022 dated December 30, 2022, through voluntary delisting procedure in accordance with the SEBI (De-listing of Equity Shares) Regulations, 2021 without buy back, as the security of the Company already listed on BSE and NSE.

I further report that during the audit period, the Company has not made any:-

- (i) Public/Right/ Preferential issue of Share/ Debenture/Sweat Equity or any other Security.
- (ii) Redemption / buy-back of security.
- (iii) Major decisions taken by the Members in pursuance to section 180 of the Companies Act, 2013.
- (iv) Merger/Amalgamation/Reconstruction etc.,
- (v) Foreign technical collaborations.

For Pravin Kumar Drolia
(Company Secretary in whole time practice)

(Pravin Kumar Drolia)

Proprietor

FCS: 2366, C P 1362

Place: Kolkata

UDIN: F002366E000363496

Date: 29-05-2023 Peer review registration: 1928/2022

Note:

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

Annexure A

The Members,

La Opala R G Ltd.

(L26101WB1987PLC042512)

Eco Centre, 8th floor,

EM -4, Sector V,

Kolkata-700 091.

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

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

For Pravin Kumar Drolia
(Company Secretary in whole time practice)

(Pravin Kumar Drolia)

Proprietor

FCS: 2366, C P 1362

UDIN: F002366E000363496

Peer review registration: 1928/2022

Place: Kolkata

Date: 29-05-2023

Annexure – II

Form No AOC-2

[Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014]

FORM FOR DISCLOSURE OF PARTICULARS OF CONTRACTS/ARRANGEMENTS ENTERED INTO BY THE COMPANY WITH RELATED PARTIES REFERRED TO IN SUB-SECTION (1) OF SECTION 188 OF THE COMPANIES ACT, 2013 INCLUDING CERTAIN ARM'S LENGTH TRANSACTION UNDER THIRD PROVISIO IS GIVEN BELOW:

1. Details of contracts or arrangements or transactions not at arm's length basis

There are no related party contracts, arrangements or transactions of the nature mentioned in sub-section (1) of Section 188 of the Companies Act, 2013 which are not at arm's length.

2. Details of material contracts or arrangement or transactions at arm's length basis

(a)	Name(s) of the related party and nature of relationship	Genesis Exports Ltd. (Enterprise over which Key Managerial Personnel and their relatives are able to exercise significant influence over the Company)	Mr. Sushil Jhunjunwala (KMP)	Mr. Ajit Jhunjunwala (KMP) *	Mrs. Nidhi Jhunjunwala (KMP)
(b)	Nature of contracts/ arrangements/ transactions	Not Applicable	Appointment as Chairman	Appointment as Vice Chairman & Managing Director	Appointment as Director
(c)	Duration of the contracts/ arrangements/ transactions	-	5 years	5years	5 years
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	-	Remuneration	Remuneration	Remuneration
(e)	Date(s) of approval by the Board, if any:	-	30-03-2019	30-05-2022	14-02-2020
(f)	Amount paid as advances, if any:	-	Not Applicable	Not Applicable	Not Applicable

*Mr. Ajit Jhunjunwala has been re-appointed as the Vice Chairman & Managing Director for a term of 5 years with effect from 1st October 2022.

For and on behalf of the Board

Place: Kolkata

Date: May 29, 2023

Sushil Jhunjunwala

Chairman

DIN: 00082461

Annexure-III

Particulars of Conservation of Energy, Technology Absorption and Foreign Exchange Earnings & Outgo Required Under the Companies (Accounts) Rules, 2014

(A) Conservation of energy-

- (i) the steps taken or impact on conservation of energy; -

The Company has well-structured energy management system in place. Regular efforts are made to optimize process parameters, modernize Plant and Machinery and upgrade Technology and Equipment. The Company also took the necessary steps to reduce Fuel consumption, Electricity and Gas.

- (ii) the steps taken by the company for utilising alternate sources of energy: NA
 (iii) the capital investment on energy conservation equipment: Nil

(B) Technology absorption-

- (i) the efforts made towards technology absorption;

Your Company has always endeavoured to maintain its technology leadership, through up gradation of technology, absorption of knowledge and thus offering market new, efficient and sustainable products. We constantly evaluate opportunities for reducing the weight of materials. The Company regularly review the production processes so that the generation of waste products can be kept minimum.

- (ii) the benefits derived like product improvement, cost reduction, product development or import substitution: NA
 (iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year – NA
 (iv) the expenditure incurred on Research & Development – ₹7.50 lakhs in the financial year 2022-2023.

(C) Foreign exchange earnings and Outgo-

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows.

			(₹ In lakhs)	
			2022-23	2021-22
i)	Actual Inflows:	Foreign Exchange Earnings		
		Exports at FOB Basis	4,641.80	5,029.07
		Others	4.86	-
		Total	4,646.66	5,029.07
ii)	Actual Outflow:	Foreign Exchange Outgo		
		Imports		
		- Raw Material	1,717.74	1,050.73
		- Components and spare parts	553.84	505.53
		- Capital goods	288.44	1,483.11
		Others	65.41	22.82
	Total	2,625.43	3,062.19	

For and on behalf of the Board

Sushil Jhunjunwala

Place: Kolkata

Chairman

Date: May 29, 2023

DIN: 00082461

Annexure - IV

Corporate Social Responsibility

1. Brief outline on CSR Policy of the Company

The Company's CSR Policy includes activities which are in line with Schedule VII of the Companies Act, 2013. The Company shall take up activities mentioned in its policy as and when fruitful opportunity exists.

The Board of Directors of the Company has approved the CSR Policy as recommended by the Committee and the same has been uploaded on the Company's website at <https://www.laopala.in/uploads/documents/635a3d9df2b1c.pdf>

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Arun Churiwal, Chairman	Non-Executive Director	2	2
2	Prof. Santanu Ray, Member	Independent Director	2	2
3	Mr. Sushil Jhunjunwala, Member	Chairman	2	2
4	Mr. Ajit Jhunjunwala, Member	Vice Chairman & Managing Director	2	2
5	Mrs. Nidhi Jhunjunwala, Member	Executive Director	2	1

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

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

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be set-off for the financial year, if any (in Rs)
Not Applicable			

6. Average net profit of the company as per section 135(5): ₹9,979.59 Lakhs

7. (a) Two percent of average net profit of the company as per section 135(5): ₹199.59 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, if any: Nil

(d) Total CSR obligation for the financial year (7a+7b-7c): ₹199.59 Lakhs

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

Total Amount Spent for the Financial Year (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
₹199.59 Lakhs	Nil	-	Nil	-	-

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

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

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

(₹ in Lakhs)

-1	-2	-3	-4	-5		-6	-7	-8	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local Area	Location of the project		Amount spent for the project	Mode of Implementation Direct (Yes/No)	Mode of implementation - Through implementing agency	CSR Registration Number
			(Yes/No)	State	District	(₹ In Lakhs)		Name	
1	Expansion of day-cum boarding school	Promoting Education	No	Haryana	Gurugram	30,00,000	No	Sona Educational Society	CSR00022389
2	Contribution towards research on SCA-12	Preventive Health Care	Yes	West Bengal	Kolkata	25,00,000	No	Institute of Neuroscience	CSR00000975
3	Contribution towards construction of College	Promoting Education	Yes	Bihar	Bhagalpur	25,00,000	No	Shri Marwari Pathshala Samity, Bitti Committee	CSR00045217
4	Preventive Health Care	Preventive Health Care	No	Maharashtra	Bhandup	25,00,000	No	Omkar Andh Apang Samajik Sanstha	CSR00003196
5	Medical Aid	Promoting & Preventive Health Care	Yes	West Bengal	Kolkata	15,00,000	No	Anandlok	CSR00006500
6	Social Welfare Activities in Rural Areas	Rural Development	No	Telangana	Manthani	15,00,000	No	Sri Seetharama Seva Sadan	CSR00001559
7	Providing Computer education	Promoting Education	No	Uttarakhand	Sitarganj	15,00,000	No	Shree Krishna Pranami Social Welfare, Sitarganj	CSR00013506
8	Providing Computer education	Promoting Education	No	Uttarakhand	Sitarganj	10,00,000	No	Shree Krishna Pranami Social Welfare, Sitarganj	CSR00013506
9	Contribution towards 100 nos. of Sewing Machines to rural women for Income Generation & Livelihood substances	Livelihood Enhancement Projects	Yes	West Bengal	Kolkata	5,50,000	No	Rotary Club of Calcutta Welfare Trust	CSR00003263
10	Contribution for support of mentally distressed people	Preventive Health Care	Yes	West Bengal	Kolkata	5,00,000	No	Life Line Foundation	CSR00039487

(₹ in Lakhs)

-1 Sl. No.	-2 Name of the Project	-3 Item from the list of activities in schedule VII to the Act	-4 Local Area (Yes/No)	-5 Location of the project		-6 Amount spent for the project (₹ In Lakhs)	-7 Mode of Implementation Direct (Yes/No)	-8 Mode of implementation - Through implementing agency Name		CSR Registration Number
				State	District					
11	Renovation of Gaushala	Animal Welfare	Yes	Rajasthan	Lachmangarh	5,00,000	No	Shree Lachmangarh Pinjrapole	CSR00056265	
12	Providing food grains & medicine for orphan dogs	Animal Welfare	Yes	West Bengal	Kolkata	4,00,000	No	Nikhil Banga Kalyan Samity	CSR00025983	
13	Medical Aid	Preventive Health Care	Yes	West Bengal	Kolkata	3,25,000	No	Rotary Club of Calcutta Welfare Trust	CSR00003263	
14	Distribution of Woollen Clothes to needy	Promoting Health Care	Yes	Jharkhand	Madhupur	2,83,500	Yes	-	-	
15	Promoting Health care	Promoting & Preventive Health Care	Yes	West Bengal	Kolkata	2,75,000	No	La Opala Foundation	CSR00014740	
16	Promoting Health care	Promoting & Preventive Health Care	Yes	Karnataka	Bangalore	2,50,000	No	SVP Philanthropy Foundation	CSR00001672	
17	Giving Today's Street and Slum Children a better Tomorrow	Rural Development Projects	Yes	West Bengal	Kolkata	5,00,000	No	Future Hope	CSR00007351	
18	Distribution of Food Packets to Orphanage & Old age homes	Eradicating hunger, poverty and malnutrition	Yes	West Bengal	Kolkata	1,25,000	No	La Opala Foundation	CSR00014740	
19	Promotion of Education for Girls	Promoting Education	Yes	West Bengal	Kolkata	1,00,000	No	All India Marwari Mahila Samity	CSR00047711	
20	Contribution towards economically disadvantaged Woman & Children	West Bengal	Yes	West Bengal	Kolkata	1,00,000	No	La Opala Foundation	CSR00014740	
21	Organisation of Sports Meet	Promoting Rural Sports	No	Uttarakhand	Talital	50,000	Yes	-	-	
22	Distribution of National Flag under Har Ghar Tiranga Campaign	Promoting Education relating to Culture	Yes	Uttarakhand	Sitarganj	40,000	Yes	-	-	
23	Distribution of Blankets	Promoting Health Care	Yes	West Bengal	Kolkata	30,450	Yes			
24	Contribution towards protection of Cultural Heritage	Protection of National Heritage, art and Culture	No	Deoghar	Jharkhand	24,760	Yes	-	-	
25	Promotion of Education	Promoting Education	Yes	Uttarakhand	Sitarganj	12,000	No	La Opala Foundation	CSR00014740	
Total								2,00,65,710		

(d) Amount spent in Administrative Overheads: Nil

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

(f) Total amount spent for the Financial Year (8b+8c+8d+8e): ₹200.66 Lakhs

(g) Excess amount for set off, if any

Sl. No.	Particular	Amount (₹ in Lakhs.)
(i)	Two percent of average net profit of the company as per section 135(5)	₹ 199.59
(ii)	Total amount spent for the Financial Year	₹ 200.65
(iii)	Excess amount spent for the financial year [(ii)-(i)]	₹ 1.06
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	-

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135(6) (in ₹)	Amount spent in the reporting Financial Year (in ₹)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in ₹)
				Name of the Fund	Amount (in ₹)	Date of transfer	
Not Applicable							

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

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

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: Not Applicable

(a) Date of creation or acquisition of the capital asset(s): None

(b) Amount of CSR spent for creation or acquisition of capital asset: Nil

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.: Not Applicable

(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset): Not Applicable

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

For and on behalf of the Board

For and on behalf of the Board

Ajit Jhunjunwala
(Vice Chairman & Managing Director)
DIN: 00111872

Arun Kumar Churiwal
(Chairman, CSR Committee)
DIN: 00001718

Place: Kolkata
Date: 29th May, 2023

Annexure- V

[Disclosure pursuant to Section 197(12) of The Companies Act, 2013 read with Rule 5(1) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

- 1) The ratio of remuneration of each Director to the median remuneration of the Employees of the Company for the Financial Year 2022-23 and the percentage increase in the remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager are as under: -

Sl. No.	Name	Designation	Ratio to Median	Percentage increase/ (decrease) in Remuneration
1.	Mr. Sushil Jhunjunwala	Chairman	392.76	9.78%
2.	Mr. Ajit Jhunjunwala	Vice Chairman & Managing Director	351.92	32.06%
3.	Mrs. Nidhi Jhunjunwala	Executive Director	124.83	24.37%
4.	Mr. Rajiv Gujral	Non-Executive & Independent Director	3.39	-
5.	Mr. Subir Bose	Non-Executive & Independent Director	3.39	-
6.	Prof. Santanu Ray	Non-Executive Director	3.39	-
7.	Mr. Arun Churiwal	Non-Executive & Independent Director	3.39	-
8.	Ms. Suparna Chakrabortti	Non-Executive & Independent Director	3.39	Not Applicable
9.	Mr. Alok Pandey	Chief Financial Officer	Not Applicable	8.87%
10.	Mrs. Kanchan Pandey Jaiswal	Company Secretary	Not Applicable	8.97%

- 2) The percentage increase in the median remuneration of employees in the financial year is 4.04%
- 3) The permanent number of employees on the rolls of the Company is 1184.
- 4) The average percentage increase in the salaries of employees other than the managerial personnel in the last financial year is 7.56 % as against the increase of 16.81 % in the salary of managerial personnel. The increment given to each individual employee is based on the employee's potential, experience as also their performance and contribution to the Company's progress over a period of time and also benchmarked against comparable in the industry.
- 5) Affirmation that the remuneration is as per the Remuneration Policy of the Company: - It is affirmed that the remuneration paid is as per the remuneration Policy for directors, Key Managerial Personnel and other employees, adopted by the Company.

For and on behalf of the Board

Place: Kolkata
Date: May 29, 2023

Sushil Jhunjunwala
Chairman
DIN: 00082461

Annexure- VI

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

(A) Persons employed throughout the financial year

Name of Employees	Designation	Remuneration received (₹ in Lakh)	Qualification	Experience (Years)	Date of Commencement of Employment	Age (Years)	Last Employed	
							Organization	Post Held
Mr. Sushil Jhunjhunwala	Chairman	579.80	B.Com Hons	54	01.10.1994	72	Radha Glass & Industries Ltd.	Director
Mr. Ajit Jhunjhunwala	Vice Chairman & Managing Director	519.51	B.Com Hons	33	01.10.1997	52	Nil	Nil
Mrs. Nidhi Jhunjhunwala	Director	184.27	B.A Hons	23	01.07.2002	49	Nil	Nil

Note: Nature of Employment – All appointments are contractual.

For and on behalf of the Board

Place: Kolkata
Date: May 29, 2023

Sushil Jhunjhunwala
Chairman
DIN: 00082461

Annexure-VII

Business Responsibility & Sustainability Reporting Format

SECTION A: GENERAL DISCLOSURES

I. Details

1	Corporate Identity Number (CIN) of the Listed Entity	L2610WB1987PLC042512
2	Name of the Company	La Opala RG Limited
3	Year of Incorporation	1987
4	Registered Office Address	Eco Centre, EM-4, Sector -V, Kolkata - 700 091
5	Corporate Address	Eco Centre, EM-4, Sector -V, Kolkata - 700 091
6	E-mail	info@laopala.in
7	Telephone	7604088814/15/16/17
8	Website	www.laopala.in
9	Financial Year for which reporting is being done	2022-23
10	Name of the Stock Exchange(s) where shares are listed	NSE & BSE
11	Paid-up Capital	₹22,20,00,000
12	Name and contact details of the person who may be contacted in case of any queries on the BRSR report	Alok Pandey; +91-7604088814/15/16/17 alok@laopala.in
13	Reporting Boundary	The disclosures are on standalone basis

II. Products / Services

14. Details of business activities (accounting for 90% of the turnover):

Description of Main Activity	Description of Business Activity	% of Turnover
Table or Kitchen Glassware	Manufacturer of Table and Kitchen Glassware	100%

15. Products/Services sold by the entity (accounting for 90% of the entity's Turnover):

S. No.	Product/Service	NIC Code	% of total Turnover contributed
1	Table or Kitchen Glassware	23105	100%

III. Operations

16. Number of locations where plants and/or operations/offices of the entity are situated:

Location	Number of Plants	Number of Offices	Total
National	4	1	5
International	-	-	-

17. Markets served by the entity:

a. Number of locations –

Locations	Number
National (No. of States)	Pan-India
International (No. of Countries)	30+

b. What is the contribution of exports as a percentage of the total turnover of the entity?

The Revenue from Overseas Market is 10.32 % of Total Turnover.

c. A brief on types of customers

The products are marketed to end customers primarily homemakers, upper middle class and middle class households. The products are distributed pan-India and available at retail crockery stores, large format retail stores and e- commerce platform.

IV. Employees

18. Details as at the end of Financial Year: 2022-23

a. Employees and workers (including differently abled):

Sl. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
Employees (as on March 31, 2023)						
1.	Permanent (D)	467	461	98.72%	6	1.28%
2.	Other than Permanent (E)	-	-	-	-	-
3.	Total employees (D + E)	467	461	98.72%	6	1.28%
Workers (as on March 31, 2023)						
4.	Permanent (F)	717	619	86.33%	98	13.67%
5.	Other than Permanent (G)	388	324	83.51%	64	16.49%
6.	Total workers (F + G)	1105	943	85.34%	162	14.66%

b. Differently-abled Employees and workers:

Sl. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
Differently abled employees workers (as on March 31, 2023)						
1.	Permanent (D)	-	-	-	-	-
2.	Other than Permanent (E)	-	-	-	-	-
3.	Total differently abled employees (D + E)	-	-	-	-	-
Differently abled workers (as on March 31, 2023)						
4.	Permanent (F)	-	-	-	-	-
5.	Other than permanent (G)	-	-	-	-	-
6.	Total differently abled workers (F + G)	-	-	-	-	-

19. Participation/Inclusion/Representation of women (as on March 31, 2023) :-

Particulars	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors	8	2	25%
Key Management Personnel excluding BOD	2	1	50%

20. Turnover rate for permanent employees and workers (as on March 31, 2023):-

Particulars	FY 22-23			FY 2021-22			FY 2020-21		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	12%	23%	12%	10%	14%	10%	13%	-	13%
Permanent Workers	6%	13%	7%	6%	12%	7%	10%	26%	12%

V. Holding, Subsidiary and Associate Companies (including joint ventures):

21. (a) Names of holding / subsidiary / associate companies / joint ventures:

The Company does not have any holding, subsidiary, associate or joint venture Company.

VI. CSR Details

22. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: Yes

(ii) **Turnover:** ₹44,991.71 lacs (as on March 31, 2023)

(iii) **Net Worth:** ₹77,494.58 lacs (as on March 31, 2023)

VII. Transparency and Disclosures Compliances

23. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct (NGBRC):

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web-link for grievance redressal policy)	FY 2022-23			FY 2021-22		
		No of complaints filed during the year	No of complaints pending resolution at close of the year	Remarks	No of complaints filed during the year	No of complaints pending resolution at close of the year	Remarks
Communities	Yes, we have grievance redressal mechanism at place and all employees are responsible for managing relationship within their area of responsibility	-	-	-	-	-	-
Investors (other than shareholders)		-	-	-	-	-	-
Shareholders	Yes (Note :1)	2	-	Resolved	4	-	Resolved
Employees & workers	Yes (Note:2)	-	-	-	-	-	-
Customers	Yes, we have grievance redressal mechanism at place and all employees are responsible for managing relationship within their area of responsibility	123	-	Resolved	167	-	Resolved
Value Chain Partners		-	-	-	-	-	-

Note 1: Company is following strong Grievance Redressal Mechanism and has separate Committee of Directors i.e., Stakeholders Relationship Committee;

Note 2: <https://www.laopala.in/img/investors/pdf/Investors-relations/Policies/8-whistle-blower-policy.pdf>

24. Overview of the entity's material responsible business conduct issues

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:-

Sl. No	Material issue identified	Indicate whether risk or 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.	GHG Emissions	Risk	With increase in production GHG emission will go up.	Use of technology to reduce GHG emission	Negative - To set up improved and efficient system and processes to reduce the GHG Emissions.
2.	Waste Management	Opportunity	We have a robust recycling process already in place with an intent to reduce plastic and cardboard. Glass waste is 100 % recycled. We have government authorized vendors which collect our wastage as per PCB norms.	Not Applicable	Positive – The waste generated is recycled and used back in our processes. The energy is saved due to glass recycling as cullet melts at lower temperature resulting in reduction in emission.

Sl. No	Material issue identified	Indicate whether risk or 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)
3.	Water Management	Risk	Water being a finite resource will pose a risk to the operations of our business.	We have a community led water management and conservation projects. Rainwater harvesting is being practiced at our manufacturing locations.	Neutral – No financial implication is foreseen in the near future. We are taking efforts to ensure efficient water management to avoid it becoming an unsolvable issue.
4.	Energy Management	Opportunity	Processes and systems are in place to ensure maximum energy efficiency and this will be continuously improved.	Not Applicable	Positive – Any cost put for improving the energy management system will fetch positive outcomes and reduced cost in the long run.
5.	CSR	Opportunity	Need Assessment done prior to project execution gives us the voice and stance of the community along with their consent to operate.	Not Applicable	Positive – The Benefits of our CSR endeavours bring to the community generates goodwill and enhances our reputation thereby having long term goodwill.
6.	Human Rights	Risk	Changing regulations around human rights pose as a challenge.	We put in substantial effort and ensure that no human right violations are ensured in the entire line of our business.	Negative - Any violation can lead to severe reputational and financial risk for the organization.
7.	Employee Health and Safety	Risk	This can lead to decreased productivity.	Many efforts and initiatives have been put in place to ensure employee health and safety.	Neutral - Any cost put towards employee health and safety will yield positive results in the long term.
8.	Labour practices	Risk	Changing regulation around Labour practices pose as a challenge.	We put in substantial efforts to ensure that we comply with all requirements of Labour law and go beyond it as well.	Negative – Workplace injury or accidents or incidents can result in higher number of litigations and compensations to be given towards the same.
9.	Climate Change Strategy	Risk	Climate change can have adverse impact on our business and not having a correct strategy or its right implementation will severely affect the business continuity.	Having a specific, measurable and smart approach toward climate change shall ensure the long-term sustainability of our business.	Neutral - Cost undertaken to mitigate the impact of climate change.
10.	Supply chain management	Opportunity	Setting up a resilient supply chain has helped us in business continuity.	Not Applicable	Positive – Building resilience in our supply chain has helped us fetch long term results.
11.	Consumer welfare	Opportunity	To distinguish ourselves as market leaders and most preferred consumer brand.	Not Applicable	Positive - Goodwill amongst consumers will convert into product sales.
12.	Governance	Opportunity	To build upon our organizational strategy for championing success.	Not Applicable	Positive – In transforming our business and levelling it up.
13.	Product life cycle Assessment	Opportunity	This will enable us to understand the overall environmental impact of our products and chalk out effective mitigation action plans in case of any negative environmental impact.	Not Applicable	Positive – Any cost we incur to conduct the life cycle assessment will yield positive results for us in the long run.
14.	Raw material sourcing	Risk	Our raw materials are very critical to the kind of products we manufacture	To look for substitutes of particular raw materials in instances of unavailability.	Negative – The implications of this may result in increase of cost.

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

Sl. No.	Principle Description
P1	Businesses should conduct and govern themselves with integrity and in a manner that is ethical, transparent and accountable
P2	Businesses should provide goods and services in a manner that is sustainable and safe
P3	Businesses should respect and promote the well-being of all employees including those in their value chains
P4	Businesses should respect the interests of and be responsive to all its stakeholders
P5	Businesses should respect and promote human rights
P6	Businesses should respect and make efforts to protect and restore the environment
P7	Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent
P8	Businesses should promote inclusive growth and equitable development
P9	Businesses should engage with and provide value to their consumers in a responsible manner

Disclosure Questions	P	P	P	P	P	P	P	P	P	
	1	2	3	4	5	6	7	8	9	
Policy and management processes										
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y	
b. Has the policy been approved by the Board? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y	
c. Web Link of the Policies, if available	Policies can be accessed on the website of the Company under "Investor Relations" at https://www.laopala.in/investors/investor-relations/policies									
2. Whether the entity has translated the policy into procedures. (Yes / No)	Y	Y	Y	Y	Y	Y	Y	Y	Y	
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Yes, wherever appropriate									
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.	The principles contained reference to various Act and Regulations issued by Government Legislatives and also confirm in tune of International Standards like ISO 9001.									
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	The company intends to achieve Zero waste to landfill and Zero effluent discharge targets while moderating water consumption intensity.									
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	The Company runs a relatively clean business with negligible emission or effluents being generated.									
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) The Company endeavours to continuously strive towards sustainability accompanied with growth and believe that its success would be determined to a great extent by it's proactive response to it's environmental, social and governance targets and achievements. Refer ESG section (Page No 20) of the Annual Report.										
8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility Policy (ies).	Board of Directors									
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.	The CSR Committee which is a board-level committee is responsible for reviewing and monitoring the Company's sustainability initiatives.									

10. Details of Review of NGRBCs by the Company:-

	Indicate whether review was undertaken by Director / Committee of the Board / Any other Committee	Frequency (Annually / Half yearly/ Quarterly/ Any other – please specify)								
		P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action	All the Policies of the Company are approved by the Board and reviewed periodically or on a need basis. The compliance is checked quarterly and policies are updated as and when required.									
Compliance with statutory requirements of relevance to the principles and rectification of any non-compliances										

11.

	Indicate whether review was undertaken by Director / Committee of the Board / Any other Committee								
	P1	P2	P3	P4	P5	P6	P7	P8	P9
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.	No	No	No	No	No	No	No	No	No

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

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

This section is aimed at helping entities demonstrate their performance in integrating the Principles and Core Elements with key processes and decisions. The information sought is categorized as “Essential” and “Leadership”. While the essential indicators are expected to be disclosed by every entity that is mandated to file this report, the leadership indicators may be voluntarily disclosed by entities which aspire to progress to a higher level in their quest to be socially, environmentally and ethically responsible.

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

Essential Indicators

1. Percentage coverage by training and awareness programs 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	% age of persons in respective category covered by the awareness programmes
Board of Directors	1	Familiarization programs are conducted for the directors	100%
Key Managerial Personnel	Nil	Nil	Nil
Employees other than BoD and KMPs	NIL	Nil	Nil
Workers	7	Health & Safety, Skill upgradation & others	100%

2. Details of fines penalties/punishment/award/compounding fees/settlement amount paid in proceedings, (by the entity of by directors /(KMPs) with regulators/law enforcement agencies / judicial institutions, in the financial year, in the following format (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of the SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity’s website):-

Monetary	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (In INR)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Penalty/Fine	-	-	-	-	-
Settlement	-	-	-	-	-
Compounding Fee	-	-	-	-	-

Non-Monetary	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (In INR)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Imprisonment	-	-	-	-	-
Punishment	-	-	-	-	-

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.

Case Details	Name of the regulatory/ enforcement agencies/ judicial institutions
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.

The Company has a Code of Conduct for all levels of Employees which inter-alia requires conformity with professional standards of personal integrity, honesty and ethical conduct which is implemented and monitored at departmental level.

5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ Corruption: -

Segment	FY 2022-23 (Current Financial Year)	FY 2021-22 (Previous Financial Year)
Directors	Nil	Nil
KMPs	Nil	Nil
Employees	Nil	Nil
Workers	Nil	Nil

6. Details of Complaints with regard to conflict of interest: -

Segment	FY 2022-23 (Current Financial Year)	FY 2021-22 (Previous Financial Year)
Number of Complaints received in relation to issues of conflict of Interest of the Directors	Nil	Nil
Number of Complaints received in relation to issues of Conflict of Interest of the KMPs	Nil	Nil

7. Provide details of any corrective action or underway on issues relating to fines / penalties / action taken by regulators / law enforcement agencies / judicial institutions, complaints with regard to conflict of interest:

Not Applicable

Leadership Indicators

1. Awareness programmes conducted for value chain partners on any of the Principles during the financial year:

Total number of awareness Programmes	Topics / principles covered under the Training	%age of value chain Partners covered (by value of Business done with such partners) under the awareness programmes
-	-	-

2. Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board? (Yes/No) If Yes, provide details of the same.

Yes, the Company has policy on Code of Conduct for Board Members and Senior Management Personnel which requires the persons to avoid any conflict of interest with the Company and to make adequate disclosures.

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

Essential Indicators

1. 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.

Segment	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year	Details of improvements in environmental and social impacts
R&D CAPEX	The Company is continuously reviewing its production parameters to have a better impact on environment. The expenses incurred for such matters are not bifurcated among R&D and Capex initiatives for environment.		

2. a. Does the entity have procedures in place for sustainable sourcing? (Yes/No)

Yes, the Company has an effective forecast system enabling purchase of raw materials based on sales forecast and trends in domestic and international market to ensure optimal raw materials.

b. If yes, what percentage of inputs were sourced sustainably?

83.34% of inputs were sourced sustainably.

3. 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.

- Plastic waste is recycled through EPR.
- E-waste is identified and kept separately for disposal to recyclers.
- Hazardous waste generated is kept safely and disposed to State PCB.
- Other wastes are safely disposed off.

4. 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.

Yes. The waste collection plan is in line with the EPR plan submitted to Pollution Control Board.

Leadership Indicators

1. Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?

NIC Code	Name of Product / Service	% of total Turnover contributed	Boundary for which the Life Cycle Perspective / Assessment was conducted	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No) If yes, provide the web-link.
----------	---------------------------	---------------------------------	--	---	--

The Company intends to do Life Cycle Assessment for its products in future.

2. If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.

Name of Product / Service	Description of the risk	Action Taken
No Risk has been identified		

3. Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).

Indicate input material	Recycled or re-used input material to total material	
	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year
Glass Cullet	29.32%	28.26%

4. Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:

Particular	FY 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
	Re-Used	Recycled	Safely Disposed	Re-Used	Recycled	Safely Disposed
Plastics (including packaging)	-	-	CPCB fixed 46.0845 MT	-	-	-
E-waste	Quantity not recorded but safely disposed off			Quantity not recorded but safely disposed off		
Hazardous waste	-	-	19.38 MT	-	-	19.377MT
Other waste			488.10 MT			376.09 MT

5. Reclaimed products and their packaging materials (as % of products sold) for each product category.

Indicate product category	Reclaimed products and their packaging materials as % of total products sold in respective category
	None

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

Essential Indicators

1. a. Details of measures for the well-being of Employees: FY 2022-23

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)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent Employees											
Male	461	Medical Allowance is provided to employees for Health Insurance	-	-	N.A	N A	-	-	-	-	
Female	6		-	-	-	-	N.A	NA	-	-	
Total	467		-	-	-	-	-	-	-	-	
Other than Permanent Employees											
Male	-	-	-	-	-	-	-	-	-	-	
Female	-	-	-	-	-	-	-	-	-	-	
Total	-	-	-	-	-	-	-	-	-	-	

b. Details of measures for the well-being of Workers: FY 2022-23

Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Category		Day Care Facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent Workers											
Male	619	ESI facility provided to workers covers their Health Insurance	-	-	N.A	N A	-	-	-	-	
Female	98		-	-	-	-	N.A	NA	-	-	
Total	717		-	-	-	-	-	-	-	-	
Other than Permanent Workers											

Male	324	ESI facility provided to workers covers their Health Insurance	-	-	N.A	N.A	-	-	-	-
Female	64		-	-	-	-	N.A	NA	-	-
Total	388		-	-	-	-	-	-	-	-

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

Benefits	FY 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
	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	22.27%	100%	Yes	21.75%	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: Yes, as applicable.

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 is an equal opportunity employer. We treat all job applicants fairly and do not support any form of unlawful discrimination between race, sex, religion, age, disability, national origin or other such factors.

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	NA	NA	NA	NA
Female	100%	100%	100%	100%

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.

	(If Yes, then give details of the mechanism in brief)
Permanent Workers	The Company has a Vigil Mechanism/Whistle Blower Policy in place which provides guidance to raise a complaint in case of any concern. The policy is updated on the website of the Company at www.laopala.in .
Other than Permanent Workers	Not Applicable as non-permanent workers are contracted through third party and their grievances redressal mechanism rest with the contractor.
Permanent Employees	The Company has a whistle blower policy in place which provides guidance to raise a complaint in case of any concern.
Other than Permanent Employees	Not Applicable as non-permanent workers are contracted through third party and their grievances redressal mechanism rest with the contractor.

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

Category	FY 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
	Total employees / workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	% (B / A)	Total employees / workers in respective category (C)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	% (D / C)
Total Permanent Employees	467	-	0	400	-	0
Male	461	-	0	392	-	0
Female	6	-	0	8	-	0
Total Permanent Workers	717	36	5.02%	621	40	6.44%
Male	619	36	5.81%	561	40	7.13%
Female	98	-	0	60	-	0

8. Details of training given to employees and workers:

Category	(Current Financial Year) 2022-23					(Previous Financial Year) 2021-22				
	Total (A)	On Health and safety measure		On Skill upgradation		Total (D)	On Health and Safety measures		On Skill upgradation	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Male	461	267	57.92%	-	-	392	164	41.83%	-	-
Female	6	4	66.67%	-	-	8	-	0	-	-
Total	467	271	58.03%	-	-	400	164	41.00%	-	-
Workers										
Male	619	385	62.20%	-	-	561	87	15.50%	-	-
Female	98	60	61.22%	-	-	60	40	66.67%	-	-
Total	717	445	62.06%	-	-	621	127	20.45%	-	-

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

Category	FY 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
	Total (A)	No. (B)	% (B / A)	Total (C)	No. (D)	% (D / C)
Employees						
Male	461	461	100%	392	392	100%
Female	6	6	100%	8	8	100%
Total	467	467	100%	400	400	100%
Workers						
Male	619	619	100%	561	561	100%
Female	98	98	100%	60	60	100%
Total	717	717	100%	621	621	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. Health Centre and Restrooms have been established and the Company is focused on physical health and well-being of its employees. Fire safety equipment like fire and smoke detectors, fire extinguishers & sprinklers are installed at plant premises. The first aid box is maintained at all plants for medical requirements.

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

Yes, the Company has a mechanism to identify work related hazards and assess risks on a routine basis. For non-routine activities work permit system is in place.

c. Whether you have processes for workers to report the work related hazards and to remove themselves from such risks. (Y/N)

Yes, all workers can reach out to management to address their concerns.

d. Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No)

Yes, medical advice is available for workers and employees at plant level and qualified medical and paramedical staff accessible to all the employees for first aid and day to day health care.

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

Safety Incident/Number	Category	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	-	-
	Workers	-	-
Total recordable work-related injuries	Employees	-	-
	Workers	-	-
No. of fatalities	Employees	-	-
	Workers	-	-
High consequence work-related injury or ill-health (excluding fatalities)	Employees	-	-
	Workers	-	-

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

The Company emphasizes on the importance of maintain safe and healthy workplace for all employees. The Company conducts safety awareness programs and has formed Safety Committee for well-being of its employees. The equipment of the Company is being periodically checked.

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

	FY 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
	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	0	0	-	0	0	-
Health & Safety	0	0	-	0	0	-

14. Assessments for the year:

	% 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.

No significant risk or concern arising from assessment.

Leadership Indicators:

1. Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers (Y/N).

(A) Yes (B) Yes.

2. Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.

Continuous monitoring of Channel partners.

3. Provide the number of employees / workers having suffered high consequence work-related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:

	Total no. of affected employees/ workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year
Employees	N.A	N.A	N.A	N.A
Workers	N.A	N.A	N.A	N.A

4. Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/ No)

Yes.

5. Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	-
Working Conditions	-

6. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners.

None.

PRINCIPLE 4: Businesses should respect the interests of and be responsive to all its stake holders

Essential Indicators

1. Describe the processes for identifying key stake holder groups of the entity.

Stake holders are identified as persons who add value to the business chain. The company has identified investors, shareholders, customers, employees and vendors as its stake holder group.

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)	Channel of Communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly/ other-please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Investors/ Shareholders	No	E-mail, Web Site, General meetings, Newspaper & Stock Exchange Disclosures	Annual, periodic	Refund/Dividend/ Update/Queries
Customers	No	E-mail/Web Site	Regularly	Query & Grievance Redressal
Vendors	No	E-mail/Web Site	Regularly	Query & Grievance Redressal
Employees	No	E-mail/Notice Board	Regularly	Query & Grievance Redressal

Leadership Indicators

1. Provide the processes for consultation between stakeholders and the Board on economic, environmental and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.

The Stakeholders Relationship Committee headed by the Independent Director reviews the issues raised by the Stakeholders.

2. Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated in to policies and activities of the entity.

No

3. Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/marginalized stakeholder groups.

The company involves consultations with stakeholders and tries to address their concern.

PRINCIPLE 5: Businesses should respect and promote human rights

Essential Indicators

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 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
	Total (A)	No. of Employees / workers Covered (B)	% (B / A)	Total (C)	No. of employees/ workers covered (D)	% (D / C)
Employees						
Permanent	467	-	0%	400	-	0%
Other than permanent	-	-	0%	-	-	0%
Total Employees	467	-	0%	400	-	0%
Workers						
Permanent	717	-	0%	621	-	0%
Other than permanent	388	-	0%	289	-	0%
Total Workers	1105	-	0%	910	-	0%

2. Details of minimum wages paid to employees and workers:

Category	FY 2022-23 Current Financial Year					FY 2021-22 Previous Financial Year				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		Number (B)	% (B/A)	Number (C)	% (C/A)		Number (E)	% (E/D)	Number (F)	% (F/D)
Permanent Employees										
Male	461	0	0%	461	100%	392	0	0%	392	100%
Female	6	-	0%	6	100%	8	-	0%	8	100%
Other than Permanent Employees										
Male	-	-	0%	-	0%	-	-	0%	-	0%
Female	-	-	0%	-	0%	-	-	0%	-	0%

Category	FY 2022-23 Current Financial Year					FY 2021-22 Previous Financial Year				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		Number (B)	% (B/A)	Number (C)	% (C/A)		Number (E)	% (E/D)	Number (F)	% (F/D)
Permanent Workers										
Male	619	206	33%	413	67%	561	128	23%	433	77%
Female	98	98	100%	-	0%	60	60	100%	-	0%
Other than Permanent Workers										
Male	324	324	100%	-	0%	225	225	100%	-	0%
Female	64	64	100%	-	0%	64	64	100%	-	0%

3. Details of remuneration/ salary/ wages, in the following format:

	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category (Per Month)	Number	Median remuneration/ salary/ wages of respective category (Per Month)
Board of Directors (BoD)	2	45,80,434	1	15,35,661
Key Managerial Personnel	1	4,90,094	1	1,20,065
Employees other than BoD and KMP	458	33,078	4	44,576
Workers	619	12,232	98	12,302

4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

All employees can reach out to management to address their concerns.

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

The Company has a Vigil Mechanism/Whistle Blower Policy that encourages its employees to raise concern about the violation of and can also approach directly to the Chairman of the Audit Committee of the Company.

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

Category	FY 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
	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						
Discrimination at workplace						
Child Labour						
Forced Labour						
/Involuntary Labour						
Wages						
Other human rights related issues						

No complain has been received under these categories

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

In terms of Vigil Mechanism/Whistle Blower Policy and the Policy on Sexual Harassment all parties concerned / involved in the process of investigation are to maintain strict confidentiality of all matters under the policies and also provides for protection of the complainant against victimization.

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

Yes, as per Labour Laws.

9. Assessments for the year:

Category	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	Nil
Forced/involuntary labour	Nil
Sexual harassment	Nil
Discrimination at workplace	Nil
Wages	Nil
Others – please specify	Nil

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

Not Applicable.

Leadership Indicators

1. Details of a business process being modified/ introduced as a result of addressing human rights grievances/ complaints.

None.

2. Details of the scope and coverage of any Human rights due-diligence conducted.

No human rights due-diligence was conducted during the reporting period.

3. Is the premise/ office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?

Yes.

4. Details on assessment of value chain partners:

Category	% of value chain partners (by value of business done with such partners) that were assessed
Sexual Harassment	Nil
Discrimination at workplace	Nil
Child Labour	Nil
Forced Labour/Involuntary Labour	Nil
Wages	Nil
Others – please specify	Nil

5. Provide details of any corrective actions taken or under way to address significant risks/ concerns arising from the assessments at Question 4 above.

Does not require any corrective actions pertaining to Question 4 during the year under review.

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

Essential Indicators

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

Parameter	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year
Total electricity consumption (A)	6,85,75,990	4,47,55,348
Total fuel consumption (B)	15,32,937	9,04,976
Energy consumption through other sources (C)	-	-
Total energy consumption (A+B+C)	7,01,08,567	4,56,60,324
Energy intensity per rupee of turnover (Total energy consumption/turnover in rupees)	0.016	0.014

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 independent verification has been carried out by external agency.

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.

Not Applicable.

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

Parameter	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year
Water withdrawal by source (in kiloliters)		
(i) Surface water	-	-
(ii) Groundwater	59,967	38,061
(iii) Third party water	-	-
(iv) Sea(water/desalinated water)	-	-
(v) Others	-	-
Total volume of water withdrawal (in kilolitres) (i+ii+iii +iv+v)	59,967	38,061
Total volume of water consumption (in kilolitres)	48,651	31,308
Water intensity per rupee of turnover (Water consumed/ turnover)	0.000011	0.000010

Note: Indicate if any independent assessment/ evaluation/ assurance has been carried out by an external agency? (Y/N) : No independent verification has been carried out by external agency .

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

Not Applicable.

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

Parameter	Please specify unit	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year
NOx	Mg/Mm3	28.03	21.49
SOx	Mg/Mm3	13.96	11.56
Particulate matter (PM)	Mg/Mm3	89.95	66.96
Persistent organic Pollutants (POP)	-	50.03	36.08
Volatile organic Compounds (VOC)	-	ND	ND
Hazardous air Pollutants (HAP)	-	ND	ND
Others–please specify	-	-	-

ND : Not Detected

Note: Indicate if any independent assessment/ evaluation/ assurance has been carried out by an external agency? (Y/N) : No independent verification has been carried out by external agency.

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

Parameter	unit	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year
Total Scope 1 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	Metric tonnes of CO ₂ equivalent	17,645	2,472
Total Scope 2 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	Metric tonnes of CO ₂ equivalent	29,123	24,514
Total Scope 1 and Scope 2 emissions per rupee of turnover	-	46,768	26,986
Total Scope 1 and Scope 2 emission intensity (optional)–the relevant metric may be selected by the entity	-	.000010	.000008

Note: Indicate if any independent assessment/ evaluation/ assurance has been carried out by an external agency? (Y/N): No independent verification has been carried out by external agency.

7. Does the entity have any project related to reducing Green House Gas emission? If yes, then provide details.

Yes, the company has taken several environmental initiatives such as

- i. Conduction of Plantation Drive
- ii. Procurement of Energy efficient machines

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

Parameter	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year
Total Waste generated (in metric tonnes)		
Plastic waste (A)	-	-
E-waste (B)	-	-
Bio-medical waste (C)	-	-
Construction and demolition Waste (D)	-	-
Battery waste (E)	-	-
Radioactive waste (F)	-	-
Other Hazardous waste, if any. (G) :Black oil &Sludge	19.38	19.37
Other Non-hazardous waste generated (H).	-	-
Please specify, if any Gutta, wet Paper & Mix Paper	488.10	376.09
Total (A+B+C+D+E+F+G+H)	507.48	395.46
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	-	-
(ii) Re-used	-	-
(iii) Other recovery operations	-	-
Total	-	-
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	-	-
(ii) Landfilling	18.10	18.10
(iii) Other disposal operations	489.38	377.36
Total	507.48	395.46

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 independent verification has been carried out by external agency.

9. 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.

Wastages are closely monitored and store wastes in designated areas only and it has systems in place for safe collection, transportation and disposal of the same.

10. 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:

Sl. No.	Location of operations / offices	Type of operations	Whether the conditions of environmental approval/ clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any
Not Applicable			

11. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year: Not Applicable.

12. 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:

Yes.

Leadership Indicators

1. Provide break-up of the total energy consumed (in) from renewable and non-renewable sources, in the following format :

Parameter	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year
From renewable sources		
Total electricity consumption (A)	-	-
Total fuel consumption (B)	-	-
Energy consumption through other sources (C)	-	-
Total energy consumed from renewable sources (A+B+C)	-	-
From non-renewable sources		
Total electricity consumption (D)	6,85,75,990	4,47,55,348
Total fuel consumption (E)	15,32,937	9,04,976
Energy consumption through other sources (F)	-	-
Total energy consumed from non-renewable sources (D+E+F)	7,01,08,567	4,56,60,324

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) : No independent verification has been carried out by external agency.

2. Provide the following details related to water discharged:

Parameter	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year
Water discharge by destination and level of treatment (in kiloliters)		
(i) To Surface water	-	-
- No treatment	--	-
- With treatment – level of treatment ETP	366	548
(ii) To Groundwater		
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(iii) To Seawater		
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(iv) Sent to third-parties		
- No treatment	-	-
- With treatment – Level of Treatment ETP	10,950	6,205
(v) Others		
- No treatment	-	-
- With treatment – please specify level of Treatment	-	-
Total water discharged (in kilo liters)	11,316	6,753

Note: Indicate if any independent assessment/ evaluation/ assurance has been carried out by an external agency? (Y/N): No independent verification has been carried out by external agency.

3. Water withdrawal, consumption and discharge in areas of water stress (in kilolitres): For each facility/ plant located in areas of water stress, provide the following information:

- i) Name of the area : Madhupur and Sitarganj
 (ii) Nature of operations : Manufacturer of Opal and Crystal Glassware
 (iii) Water withdrawal, consumption and discharge in the following format:

Parameter	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year
Water withdrawal by source (in kiloliters)		
(i) To Surface water	-	-
(ii) Groundwater	59,967	38,061
(iii) Third party water	--	-
(iv) Seawater/ desalinated water	-	-
(v) Others	-	-
Total volume of water withdrawal (in kilolitres)	59,967	38,061
Total volume of water consumption (in kilolitres)	48,651	31,308
Water intensity per rupee of turnover (Water consumed / turnover)	0.000011	0.000010

Parameter	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water	-	-
- No treatment	-	-
- With treatment – please specify level of Treatment ETP	366	548
(ii) Into Groundwater	-	-
- No treatment	-	-
- With treatment – please specify level of Treatment	-	-
(iii) Into Seawater	-	-
- No treatment	-	-
- With treatment – please specify level of Treatment	-	-
(iv) Sent to third-parties	-	-
- No treatment	-	-
- With treatment – please specify level of Treatment ETP	10,950	6,205
(v) Others	-	-
- No treatment	-	-
- With treatment – please specify level of Treatment	-	-
Total water discharged (in kilolitres)	11,316	6,753

Note: Indicate if any independent assessment/ evaluation/ assurance has been carried out by an external agency? (Y/N): No independent verification has been carried out by external agency.

4. Please provide details of total Scope 3 emissions & its intensity, in the following format:

Parameter	unit	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year
Total Scope 3 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	Metric tonnes of CO ₂ equivalent	The Company is yet to formulate its GHG Inventory for Scope 3 Emission	
Total Scope 3 emissions per rupee of turnover			

5. With respect to the ecologically sensitive areas reported at Question 10 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.

Not Applicable.

6. If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:

Sl. No.	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
Not Applicable			

7. Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link.

No such specific plan is undertaken by the entity but the business service management department take care of such needs.

8. Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard.

Not Applicable.

9. Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.

Not Applicable.

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

Essential Indicators

1. a. Number of affiliations with trade and industry chambers/ associations. 6
- 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.

Sl. No.	Initiative undertaken	Outcome of the initiative
1	Indian Chamber of Commerce	National
2	All India Glass Manufacturers' Federation	National
3	CAPEXIL	National
4	Calcutta Chamber of Commerce	State
5	Kumaun Garhwal Chamber of Commerce & Industry	State
6	Sitarganj Sidcul Industries Welfare Association	State

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.

Name of authority	Brief of the case	Corrective action taken
There have no cases of anti-competitive conduct during Financial Year 2022-2023.		

Leadership Indicators

1. Details of public policy positions advocated by the entity:

Sr. No	Public Policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/No)	Frequency of Review by Board (Annually/ Half yearly/ Quarterly/ Others)	Web Link, if available
Not Applicable					

PRINCIPLE 8: Businesses should promote inclusive growth and equitable development
Essential Indicators

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

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web Link
Not Applicable					

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

Sl. No.	Name of Project for which R&R is ongoing	State	District Affected	No. of Project affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In INR)
The company does not have any ongoing project as such.						

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

The Company engages with community members either directly or through its engagement team to understand the needs of the community and to capture any grievances. Communication of concerns and feedback are also encouraged to be sent by letter / email addressed to the Company.

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

Parameter	FY 2022-23	FY 2021-22
	Current Financial Year	Previous Financial Year
Directly sourced from MSMEs/ small producers	23.99%	32.96%
Sourced directly from within the district and neighboring districts	27.86%	29.18%

Leadership Indicators

1. Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):

Details of negative social impact identified	Corrective action taken
Not Applicable	

2. Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:

State	Aspirational District	Amount spent (In INR)
Uttarakhand	Udham Singh Nagar	36,57,000

3. (a) Do you have a preferential procurement policy where you give preference purchase from suppliers comprising marginalized /vulnerable groups? (Yes/No) : No

(b) From which marginalized /vulnerable groups do you procure? NA

(c) What percentage of total procurement (by value) does it constitute? NA

4. Details of the benefits derived and shared from the intellectual properties owned or acquired by the entity (in the current financial year), based on traditional knowledge:

Sl. No.	Intellectual Property based on traditional Knowledge	Owned/ Acquired (Yes/No)	Benefit Shared (Yes/No)	Basis of calculating benefit share
Not Applicable				

5. Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.

Name of authority	Brief of the Case	Corrective action take
Not Applicable		

6. Details of beneficiaries of CSR Projects:

Sl. No.	CSR Project	No. of persons benefited from CSR Projects	% of beneficiaries from vulnerable and marginalized group
1	Contribution for support of mentally distressed people	Number of persons benefited from the CSR Project cannot be ascertained. 100% of the projects serve beneficiaries who are from the under privileged, marginalized, vulnerable and backward community of the society.	
2	Contribution towards 100 nos. of Sewing Machines to rural women for Income Generation & Livelihood substances		
3	Contribution towards construction of College		
4	Contribution towards economically disadvantaged Woman & Children		
5	Contribution towards protection of Cultural Heritage		
6	Contribution towards research on SCA-12		
7	Distribution of Blankets		
8	Distribution of Food Packets to Orphanage & Old age homes		
9	Distribution of National Flag under Har Ghar Tiranga Campaign		
10	Distribution of Woollen Clothes to needy		
11	Expansion of day-cum boarding school		
12	Giving Today's Street and Slum Children a better tomorrow		
13	Medical Aid		
14	Organisation of Sports Meet		
15	Promoting Health care		
16	Promotion of Education		
17	Providing food grains & medicine of orphan per dogs		
18	Renovation of Gaushala including Electric wiring and Fan, fittings, etc.		
19	Social Welfare Activities in Rural Areas		

PRINCIPLE 9: Businesses should engage with and provide value to their consumers in a responsible manner**Essential Indicators****1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.**

The Company has landline numbers mentioned on the MRP panels of all its products and website along with an email address to assist customers in case of any grievance or query. If the customer calls, they are asked to send a mail. On receiving the mail from the customer, the first response is sent to them immediately with a unique complaint number generated. This is followed by a detailed mail correspondence or calls over the next 2-3 days to address their grievance and ensure speedy resolution to their satisfaction.

The detailed correspondence helps to resolve the genuine complaints by issuing replacements by the local area representatives or customer care officer at Head Office.

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

Parameters	As a percentage to total turnover
Environmental and social parameters relevant to the product	100% - Our Opalware & Glassware products are safe to the environment.
Safe and responsible usage	100% - Our Opalware & Glassware is 100% recyclable and is safe and non-polluting in nature.
Recycling and/or safe disposal	Our Opalware & Glassware products are 100% recyclable.

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

Category	FY 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
	Received during the year	Pending resolution at the end of year	Remarks	Received during the year	Pending resolution at the end of year	Remarks
Data privacy	NIL	N.A.		NIL	N.A.	
Advertising	NIL	N.A.		NIL	NIL	
Cyber-security	NIL	N.A.		NIL	NIL	
Delivery of essential services	NIL	N.A.		NIL	NIL	
Restrictive Trade Practices	NIL	N.A.		NIL	NIL	
Unfair Trade Practices	NIL	N.A.		NIL	NIL	
Other	125	N.A.		167	N.A.	

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. No

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.

Not Applicable

Leadership Indicators

1. Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available). Web link for Website of the Company is - <https://www.laopala.in>

2. Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.

Not applicable

3. Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.

Not Applicable

4. Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief.

Not Applicable

5. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)

No

6. Provide the following information relating to data breaches:

a. Number of instances of data breaches along-with impact: NIL

b. Percentage of data breaches involving personally identifiable information of customers : NIL

Annexure to Board's Report

Report on Corporate Governance

The Directors present the Company's Report on Corporate Governance for the year ended 31st March, 2023, in terms of Regulation 34(3) read with schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulation").

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The company firmly believes in adapting and adhering globally recognized standards of corporate conduct towards its employees, clients and society. Corporate Governance is an on-going process ensuring integrity, transparency and accountability in dealing with employees, shareholders, suppliers, customers and the community at large. The company's Board is fully aware of its fiduciary responsibilities in the widest sense of the term. The company is committed to attain high standards of Corporate Governance by ensuring integrity in financial reporting, disclosure of material information, continuous improvement of internal controls and sound investor relations. The Company's Governance code is available on the Company's website www.laopala.in for general information.

2. BOARD OF DIRECTORS

(a) Composition of Board

As on March 31, 2023, the Company has eight Directors. Of the eight directors, five are Non-Executive Directors out of which four are Independent Directors and the

remaining three are Executive Directors holding office of Chairman, Vice Chairman & Managing Director and Executive Director respectively. The business of the company is managed by the Chairman and two whole time Executive Directors under the guidance, supervision and control of the Board of Directors.

Since, the Company has an Executive Chairman; half of its Board is comprised of Independent Directors in terms of Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended as on March 31, 2023. Thus, composition of the Board is in conformity with Regulation 17 of the SEBI Listing Regulations read with Section 149 of the Companies Act.

The Company requires skills/expertise/competencies in the areas of strategy, finance, accounting, legal and regulatory matters to efficiently carry on its core businesses such as manufacturing of opal & crystal glassware. All the above required skills/expertise/competencies are available with the Board.

The Board is satisfied that the current composition reflects an appropriate mix of knowledge, skills, experience, expertise, diversity and independence. The Board provides leadership, strategic guidance, an objective and independent view to the Company's management while discharging its fiduciary responsibilities, thereby ensuring that the management adheres to high standards of ethics, transparency and disclosure. The Board periodically evaluates the need for change in its composition and size.

Attendance of the Directors at the Board Meeting and the last Annual General Meeting, Other Board Directorship and other Membership or Chairmanship of Board Committee as on March 31, 2023 is as under: -

Name of the Director	Category of Director	No. of Board Meetings Attended During the FY 2023	Attendance at last AGM held on September 29, 2022	No. of Directorship(s) held in other Public limited Companies as on March 31, 2023	No. of Committee* Positions held in other Board/ Committee of Public Limited Companies as on March 31, 2023		Directorship in other listed entities (Category of directorship)
					Chairman	Member	
Mr. Sushil Jhunjhunwala	Chairman	5	Yes	2	0	1	BSL Limited (Non-Executive & Independent)
Mr. Ajit Jhunjhunwala	Vice Chairman & Managing Director	5	Yes	1	0	0	None
Mrs. Nidhi Jhunjhunwala	Executive Director	4	Yes	0	0	0	None
Mr. Rajiv Gujral	Non-Executive & Independent	5	Yes	1	0	1	None
Mr. Subir Bose	Non-Executive & Independent	3	Yes	1	0	1	None

Name of the Director	Category of Director	No. of Board Meetings Attended During the FY 2023	Attendance at last AGM held on September 29, 2022	No. of Directorship(s) held in other Public limited Companies as on March 31, 2023	No. of Committee* Positions held in other Board/ Committee of Public Limited Companies as on March 31, 2023		Directorship in other listed entities (Category of directorship)
					Chairman	Member	
Prof. Santanu Ray	Non-Executive & Independent	5	Yes	2	1	1	Bharat Road Network Ltd (Non-Executive & Independent)
							SKP Securities Ltd. (Non-Executive & Independent)
Mr. Arun Kumar Churiwal	Non-Executive	5	Yes	3	0	2	BSL Limited (Executive)
							RSWM limited (Non-Executive & Non Independent)
Ms. Suparna Chakrabortti	Non-Executive & Independent	4	Yes	2	1	2	Dhelakat Tea Co. Ltd., (Non-Executive & Non Independent)
							Rydak Syndicate Ltd., (Non-Executive & Non Independent)

Notes:

- For this purpose, only Audit Committee and Stakeholders Relationship Committee of Indian Public Ltd Companies have been considered.
- Prof. Santanu Ray (DIN: 00642736) was re-appointed as an Independent Directors of the Company for a second term of five consecutive years with effect from February 5, 2023.
- Mr. Ajit Jhunjunwala reappointed as Vice Chairman & Managing Director of the Company with effect from October 1, 2022.
- None of the Directors serves as a Director in more than 10 Public Limited Companies or serves as an Independent Director in more than 7 Listed Companies. Further, none of the Director acts as a member of more than 10 committees or acts as a chairman of more than 5 committees across all Public Limited Companies in which he/she is a Director. Necessary disclosures regarding Committee positions in other public companies as on March 31, 2023 have been made by the Directors.
- All Independent Directors of the Company have been appointed as per the provisions of the Act and Listing Regulations. Formal letters of appointment have been issued to them. In the opinion of the Board, the Independent Directors fulfil the conditions specified under the Act and Listing Regulations and are independent of the management.

(b) Changes in composition of the Board of Directors since last Report

- Mr. Ajit Jhunjunwala (DIN: 00111872) reappointed as Vice Chairman & Managing

Director of the Company with effect from October 1, 2022 for a period of five years.

- Prof. Santanu Ray (DIN: 00642736) was reappointed as Independent Director of the Company, for a second term of five consecutive years commencing from February 5, 2023 till February 4, 2028, pursuant to approval of the Shareholders of the Company at the Annual General Meeting held on September 29, 2022;

(c) Number of meetings of the Board of Directors held and the dates on which held:

The Board have met five times during the financial year 2022-23 on April 16, 2022, May 30, 2022; August 13, 2022; November 11, 2022 and February 14, 2023. The gap between two board meetings is within 120 days. The requisite quorum was present for all the meetings.

Intimation of the Board meetings and Committee meetings are given well in advance and communicated to all the Directors. The agenda along with the explanatory notes are sent in advance to all the Directors in accordance with the Secretarial Standard - 1 issued by the Institute of Company Secretaries of India. Additional meetings of the Board are held when deemed necessary by the Board. Senior Executives are invited to attend the Board meetings as and when required.

The Board periodically reviews compliance reports of all laws applicable to the Company. Steps are taken by the Company to rectify instances of non-compliance, if any.

The minimum information as specified in Part A of Schedule II of Regulation 17(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is regularly made available to the Board, whenever applicable, for discussion and consideration.

(d) Disclosure of relationship between Directors inter-se:

Mr. Sushil Jhunjunwala is father of Mr. Ajit Jhunjunwala and father-in-law of Mrs. Nidhi Jhunjunwala. In this way, they are related to each other. There are no inter-se relationships between the other Board members except disclosed above.

(e) Independent Directors Meeting and Non-Executive Directors:

During the FY 2023, one meeting of the Independent directors of the Company was held on February 14, 2023 without the presence of other directors or management representatives, to review the performance of Non-Independent Directors, the Board as a whole and the Chairman after taking into account the views of Executive Directors and Non-Executive Directors. They also assessed the quality, quantity and timeliness of

flow of information between the management and the Board.

The Independent Directors on the Board of the Company are given a formal appointment letter inter alia containing the term of appointment, role, duties and responsibilities, time commitment, remuneration, code of conduct, disclosure, confidentiality, etc. The terms and conditions of their appointment have been disclosed in the website of the Company.

During F.Y. 2022-23, the Company did not have any material pecuniary relationship or transactions with Non-Executive Directors, except for the payment of commission and sitting fees in accordance with the applicable laws and with the approval of the members.

(f) Number of shares held by Non-Executive Directors:

The Non-Executive Director, Mr. Arun Kumar Churiwal holds 13,400 equity shares in the Company. None of the other Non-Executive Directors hold any shares or convertible instruments of the Company as on March 31, 2023.

(g) Key Board Qualifications, Skills, Expertise and Attributes:

The Directors are committed in ensuring that the Board is in compliance with the highest standards of Corporate Governance. In terms of the requirement of the Listing Regulation, the core skills, expertise, competencies of Directors as on March 31, 2023, as identified by the Board:

Name of the Directors	Skills and Attributes	Description
Sushil Jhunjunwala, Ajit Jhunjunwala, Nidhi Jhunjunwala, Arun Churiwal, Rajiv Gujral, Subir Bose	Business & Industry	Domain Knowledge in Business and understanding of business environment, Optimizing the development in the industry for improving Company's business.
Sushil Jhunjunwala, Ajit Jhunjunwala, Arun Churiwal, Subir Bose, Santanu Ray, Rajiv Gujral	Financial Expertise	Financial and risk management, Internal control, Experience of complex financial reporting processes, capital allocation, resource utilization, Understanding of Financial policies and accounting statement and assessing economic conditions.
Sushil Jhunjunwala, Ajit Jhunjunwala, Arun Churiwal, Santanu Ray, Suparna Chakrabortti	Governance & Compliance	Experience in developing governance practices, serving the best interests of all stakeholders, maintaining board and management accountability, building long-term effective stakeholder engagements and driving corporate ethics and values.

(h) Familiarization Programme for Independent Directors

The Company regularly provides orientation and business overview to its Directors by way of detailed presentations by various business & functional heads at Board Meetings. Such Meetings include briefings on the culture, values, performance, business model of the Company, the roles and responsibilities of Directors and Senior Executives. The Directors are regularly updated about Company's new projects, changes in regulatory environment and strategic direction. The Board members are provided with necessary documents, reports and internal policies enable them to familiarize with the Company's procedures and practices. The details of such familiarization programme for Independent Directors have been posted in the website of the Company at <https://laopala.in/pdf/Familiarisation%20Programme%20for%20IDs%202022-23.pdf>

(i) Board Evaluation

The Nomination and Remuneration Committee has formulated a policy for evaluation of the Board, its Committees and Directors and the same has been approved and adopted by the Board. The details of Board Evaluation forms part of the Board's Report.

3. COMMITTEES OF THE BOARD

Audit Committee

The Audit Committee acts as a link between the Internal and Statutory Auditors and the Board of Directors. The Committee provides the Board with additional assurance as to the adequacy of the Company's internal control systems and financial disclosures. The Committee comprised of three Non-Executive directors out of which two are Independent Directors as on March 31, 2023. During the F.Y. 2022-23, 5 (five), meetings of the Committee were held on April 16, 2022, May 30, 2022; August 13, 2022; November 11, 2022 and February 14, 2023.

The composition of the Audit Committee meets with the requirement of Section 177 of the Companies Act, 2013 and Regulation 18 of the Listing Regulations. The details of members, their category and number of meetings attended by them during the F.Y. 2022-23 are given below:-

Name of the Committee Member & Designation in Committee	Category in the Board	No. of meetings held	No. of meetings attended
Mr. Rajiv Gujral, Chairman	Non-Executive and Independent	5	5
Mr. Santanu Ray, Member	Non-Executive and Independent	5	5
Mr. Arun Kumar Churiwal, Member	Non-Executive	5	5

The broad terms of reference of the Committee are in accordance with Part C of Schedule - II of Regulation 18(3) of the Listing Regulations and as per Section 177 of the Companies Act, 2013 and major terms of reference, inter alia, includes the following:

- Oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
 - Recommendation for appointment, remuneration and terms of appointment of auditors of the listed entity;
 - Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
 - Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:-
 - matters required to be included in the director's responsibility statement to be included in the board's report in terms of
- clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
 - changes, if any, in accounting policies and practices and reasons for the same;
 - major accounting entries involving estimates based on the exercise of judgment by management;
 - significant adjustments made in the financial statements arising out of audit findings;
 - compliance with listing and other legal requirements relating to financial statements;
 - disclosure of any related party transactions;
 - modified opinion(s) in the draft audit report;
 - Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
 - Reviewing, with the management, the statement of uses / application of funds raised through an

issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;

- Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
- Approval or any subsequent modification of transactions of the listed entity with related parties;
- Scrutiny of inter-corporate loans and investments;
- Valuation of undertakings or assets of the listed entity, wherever it is necessary;
- Evaluation of internal financial controls and risk management systems;
- Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- Discussion with internal auditors of any significant findings and follow up there on;
- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- Discussion with statutory auditors before the audit commences, about the nature and scope

of audit as well as post-audit discussion to ascertain any area of concern;

- To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-Payment of declared dividends) and creditors;
- To review the functioning of the whistle blower mechanism;
- Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
- Carrying out any other function as is mentioned in the terms of reference of the audit committee
- Reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 Crores or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.
- Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.

The Chairman of the Audit Committee, Mr. Rajiv Gujral, an Independent Director was present at the Annual General Meeting of the Company held on September 29, 2022.

Ms. Kanchan P Jaiswal, Company Secretary acts as the Secretary to the Audit Committee.

Nomination and Remuneration Committee

The Nomination and Remuneration Committee (NRC) is constituted in line with the provisions of Regulation 19 of SEBI Listing Regulations and Section 178 of the Act. The Committee comprised of 3 Non-Executive Directors, out of which two are Independent Directors as on March 31, 2023. The Committee met twice during the financial year 2022-23 on May 30, 2022 and February 14, 2023.

The details of members, their category and number of meetings attended by them during the F.Y. 2022-23 are given below:-

Name of the Committee Member & Designation in Committee	Category in the Board	No. of meetings held	No. of meetings attended
Mr. Subir Bose, Chairman	Non-Executive and Independent	2	2
Mr. Santanu Ray, Member	Non-Executive and Independent	2	2
Mr. Arun Kumar Churiwal, Member	Non-Executive	2	2

The Nomination and Remuneration Committee approved the remuneration payable to all executive directors and non-executive directors within the over-all limits approved by the shareholders and in accordance with the provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force.

The role of Nomination & Remuneration Committee and terms of reference inter alia includes the following:-

1. Formulation of the criteria for determining qualification, positive attributes and independence of a director and recommend to the Board, a policy relating to the remuneration of the directors, Key Management Personnel and other employees;

For every appointment of an Independent Director, the Nomination & Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an Independent Director. The Person recommended to the Board for appointment as an Independent Director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may :-

- i. Use the services of an external agencies, if required;
- ii. Consider candidates from a wide range of backgrounds, having due regard to diversity; and
- iii. Consider the time commitments of the candidates

2. Formulation of criteria for evaluation of performance of independent directors and the board of directors;
3. Devising a policy on diversity of board of directors;
4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.
5. Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
6. Recommend to the board, all remuneration, in whatever form, payable to senior management.

The Chairman of the Nomination & Remuneration Committee, Mr. Subir Bose, an Independent Director attended the Annual General Meeting held on 29th September, 2022.

The details of remuneration (including salary, commission, monetary value of perquisites) and sitting fees paid for attending meetings of the Board of Directors and Committees thereof during the F.Y. 2022-23 to all the Directors are furnished hereunder:

Details of remuneration/commission to Executive Directors: -

(₹ in lakh)

Name of the Directors	Salary and perquisites	Commission	Total
Mr. Sushil Jhunjunwala, Chairman	404.80	175.00	579.80
Mr. Ajit Jhunjunwala, Vice Chairman & Managing Director	344.51	175.00	519.51
Mrs. Nidhi Jhunjunwala, Executive Director	109.27	75.00	184.27
Total	858.58	425.00	1283.58

Details of sitting fees/commission to Non-Executive Directors: -

(₹ in lakh)

Name of the Directors	Sitting Fees	Commission	Total
Mr. Rajiv Gujral	2.40	5.00	7.40
Mr. Arun Kumar Churiwal	2.70	5.00	7.70
Mr. Subir Bose	1.20	5.00	6.20
Prof. Santanu Ray	2.70	5.00	7.70
Mrs. Suparna Chakrabortti	1.20	5.00	6.20
Total	10.20	25.00	35.20

Notes:

- I. Salary and perquisites include Company's contribution to Provident Fund. The company does not have any stock option scheme.
- II. The criteria for making payments to Non-Executive Directors of the Company is uploaded on the website of the Company.

Stakeholders' Relationship Committee: -

The broad role of Stakeholders Relationship Committee and terms of reference inter alia includes the following: -

- Resolving the grievances of the security holders of the listed entity including complaints relating to transfer / transmission / of shares, non - receipt of annual report, non - receipt of declared Dividends, issue of new / duplicate certificates, General Meeting, etc.,
- Review of measures taken for effective exercise of voting rights by shareholders;
- Review of adherence to the service being rendered by the Registrar & Share Transfer Agent;
- Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants / annual reports / statutory notices by the shareholders of the Company.

To expedite the process and for effective resolution of grievances/complaints, the Committee has delegated powers to the Registrar and Share Transfer Agent and its officials to redress all complaints/grievances/inquires of the Members/Investors. The Company Secretary of the Company acts as the Secretary of the Stakeholders Relationship Committee and under her supervision Committee redresses the grievances/complaints of Members/Investors.

The Stakeholders Relationship Committee comprises of four directors out of which two are Executive Directors. The Committee met once during the financial year 2022-23 on February 14, 2023 and all members were present at the meeting.

The Composition of the Committee as stated below:

Name of the Committee Member & Designation in Committee	Category in the Board	No. of meetings held	No. of meetings attended
Mr. Arun Kumar Churiwal, Chairman	Non-Executive Director	2	2
Prof. Santanu Ray, Member	Non-Executive Independent Director	2	2
Mr. Sushil Jhunjunwala, Member	Chairman	2	2
Mr. Ajit Jhunjunwala, Member	Vice Chairman & Managing Director	2	2
Mrs. Nidhi Jhunjunwala, Member	Executive Director	2	1

The Committee has been constituted with the following terms of reference:

- To formulate and recommend to the Board, a CSR Policy indicating the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013

Name & Designation of the Committee Members	Category in the Board
Mr. Arun Kumar Churiwal, Chairman	Non-Executive Director
Prof. Santanu Ray, Member	Non-Executive Independent Director
Mr. Sushil Jhunjunwala, Member	Chairman
Mr. Ajit Jhunjunwala, Member	Vice Chairman & Managing Director

The previous AGM of the Company was held on September 29, 2022 and was attended by Mr. Arun Kumar Churiwal, Chairman of the Stakeholders' Relationship Committee.

In terms of Regulation 6 and Schedule V of the Listing Regulations, Mrs. Kanchan P Jaiswal, Company Secretary as the Compliance Officer of the Company.

The details of complaints received and resolved during the F.Y. ended March 31, 2023 are given below:

Details of Shareholders' complaints received and resolved during the year ended March 31, 2023:

Opening as on April 01, 2022	0
Received during the year	2
Resolved during the year	2
Closing as on March 31, 2023	0

Corporate Social Responsibility Committee

The Corporate Social Responsibility (CSR) Committee is constituted in line with the provisions of Section 135 of the Act. The Committee met twice during the financial year 2022-23 i.e., on August 13, 2022 and February 14, 2023 where all members were present at the meeting. The details of members, their category and number of meetings attended by them during the F.Y. 2022-23 are given below:-

- To recommend the amount of expenditure to be incurred on the activities as prescribed in the Schedule VII of the said Act.
- To monitor the Company's CSR Policy periodically.

- Attend to such other matters and functions as may be prescribed from time to time.

The Policy on CSR is displayed on the website of the Company.

Please refer to the Board's Report and its annexures for details regarding CSR activities carried out by the Company during the year ended 31st March 2023.

Risk Management Committee

The Committee is constituted in line with the provisions of Regulation 21 of SEBI Listing Regulations. As on March 31, 2023, the Risk Management Committee comprises of the following:

Name & Designation of the Committee Member	Category in the Board
Mr. Arun Kumar Churiwal, Chairman	Non-Executive Director
Mr. Sushil Jhunjunwala, Member	Chairman
Mr. Ajit Jhunjunwala, Member	Vice Chairman & Managing Director
Mr. Subir Bose, Member	Non-Executive Independent Director

The Committee met three times during the financial year 2022-23 i.e., on July 26, 2022, November 11, 2022 and February 14, 2023 where all members were present at the meeting

The broad role of Stakeholders Relationship Committee and terms of reference inter alia includes the following: -

- To formulate a detailed risk management policy which shall include: -
 - A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.
 - Measures for risk mitigation including systems and processes for internal control of identified risks.
 - Business continuity plan.
- To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
- To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
- To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
- To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;
- The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee.

4. GENERAL BODY MEETINGS

a) Details of location, time and date of last three Annual General Meetings are given below:

Financial Year	Date	Time	Venue
2021-2022	29th September 2022	3:00 P.M.	Through Video Conferencing (VC) / Other Audio Visual Means (OAVM), at Registered office Eco Centre, 8th Floor, EM - 4, Sector - V, Kolkata - 700 091
2020-2021	25th September, 2021	1:00 P.M.	Through Video Conferencing (VC) / Other Audio Visual Means (OAVM), at Registered office Eco Centre, 8th Floor, EM - 4, Sector - V, Kolkata - 700 091
2019 - 2020	14th August, 2020	2:00 P.M.	Through Video Conferencing (VC) / Other Audio Visual Means (OAVM), at Registered office Chitrakoot, 10th Floor, 230A, A.J.C. Bose Road, Kolkata 700 020

b) Extra Ordinary General Meeting:-

No Extra Ordinary General Meeting held during the F.Y. 2022-23

c) Special Resolution passed during last three years at the Annual General Meetings:-

- (a) Special Resolution passed at the 35th Annual General Meeting held on September 29, 2022

- (i) Reappointment & Remuneration of Shri Ajit Jhunjunwala (DIN: 00111872) as Vice Chairman & Managing Director of the Company for the term of five years with effect from October 1, 2023;
- (ii) Reappointment of Prof. Santanu Ray (DIN: 00642736) as an Independent Director of the Company for a second term of five consecutive years commencing from February 5, 2023;

(b) Special Resolution passed at the 34th Annual General Meeting held on September 25, 2021

(i) Continuation of Directorship for Shri Sushil Jhunjhunwala as Chairman of the Company on attending the age of seventy years till the remaining tenure of his appointment.

(c) Special Resolution passed at the 33rd Annual General Meeting held on August 14, 2020

(i) Re-appointment of Mrs. Nidhi Jhunjhunwala as Executive Director of the Company w.e.f. May 20, 2020

d) Resolutions passed through Postal Ballot:

During the year under review, the Company has not passed any special Resolution through Postal Ballot pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (including any statutory amendment (s) or re-enactment(s) made thereunder).

Details of special resolution proposed to be conducted through postal ballot:-

In the Notice of the forthcoming 36th Annual General Meeting there are no items of Business (Special Business) which require to be conducted through Postal Ballot.

5. DISCLOSURES

(a) Related Party Transactions:

Transactions entered into with related parties during FY 2022-23 were in the ordinary course of business and at arms' length basis and were approved by the Audit Committee.

No material transaction has been entered into by the Company with related parties that may have a potential conflict with interest of the Company. The details of related party transactions form a part of the Accounts as required under Ind-As 24 and the same are given in Note 44 to the Financial Statements.

The Board's approved policy for related party transactions is uploaded on the website of the Company <https://www.laopala.in/uploads/documents/635a3c7038ed1.pdf>

(b) Non-compliance/strictures/penalties imposed:

No strictures / penalties have been imposed on the Company by Stock Exchange(s) or the SEBI or

any statutory authority on any matters related to capital markets during the last three years.

(c) Whistle Blower Policy and Vigil Mechanism

The Company has adopted Whistle Blower Policy (Vigil Mechanism) for Directors and Employees to report concerns about unethical behavior which has been placed on the Company's Website <https://www.laopala.in/uploads/documents/635a3d9df2bde.pdf>. No person has been denied access to the Chairman of the Audit Committee.

(d) Subsidiary Company

The Company has no subsidiary company during the financial year ended March 31, 2023. However, The Board has formulated a policy for determining 'material' subsidiaries pursuant to the provisions of the Regulation 16(1)(c) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The same is displayed on the Company's website <https://www.laopala.in/uploads/documents/635a3c7038dd1.pdf>

(e) Code of Conduct for prevention of Insider Trading

As per SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in the equity shares of the Company by the Directors and designated employees. Mrs. Kanchan P Jaiswal, Company Secretary is the Compliance Officer. The Code of Conduct is applicable to all Directors, Whole-time Directors, CFO, Vice-President(s), General Manager(s), Statutory Auditors, Secretarial Auditors and Internal Auditors who are expected to have access to unpublished price sensitive information relating to the Company. The trading window is closed during the time of declaration of results and occurrence of any material events as per the code.

(f) Code of Conduct

The members of the Board and Senior Management Personnel have affirmed compliance with the Code of Conduct applicable to them during the year ended March 31, 2023. The Annual Report of the Company contains a certificate by the Managing Director, on the compliance declarations received from the members of the Board and Senior Management.

The Code of Conduct has been posted on the website of the Company i.e. <https://www.laopala.in/uploads/documents/635a3c7038dd1.pdf>

laopala.in/img/investors/pdf/Code-of-conduct/
Code-of-Conduct-q1.pdf

(g) Disclosure of Accounting Treatment

The company follows Indian Accounting Standards (Ind AS), prescribed under section 133 of the Companies Act, 2013, read with the relevant rules issued by the Ministry of Corporate Affairs in the preparation of its financial statements.

(h) Foreign exchange risk and hedging activities:

Though there is a natural hedging, the Company manages foreign exchange risk through forward contract on case to case basis.

(i) The details of compliance with Mandatory/Non Mandatory requirements:

The Company has complied with all the mandatory requirements of Corporate Governance Report as stated under sub-paras (2) to (10) of Para C of Schedule V to the Listing Regulations. The Company has also complied with all the requirements of Corporate Governance as specified in Regulation 17 to 27 and clause (b) to (i) of sub-regulation (2) of Regulation 46 of the Listing Regulations.

(j) Reconciliation of Share Capital Audit Report

A qualified Practicing Company Secretary carries out a share capital audit to reconcile the total admitted equity share capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed equity share capital. The audit report confirms that the total issued/paid up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL. The audit report is disseminated to the Stock Exchanges on quarterly basis.

(k) Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The details have been disclosed in the Board's Report.

(l) Disclosure of Loans and advances given by the Company and its subsidiaries in the nature of loans to firms/companies in which Directors are interested

The Company have not given any loans / advances to any firm / company in which

Directors have any personal / pecuniary interest. The Company has no subsidiary Company during the year under review.

(m) Details of material subsidiaries of the Company along with details of its incorporation & details of statutory auditors: Not Applicable

(n) The Company did not raise any funds through preferential allotment or qualified institutions placement as specified under Regulation 32(7A) of the Listing Regulations during the year under review.

(o) During the year, the Board has accepted all recommendations of its Committees.

(p) During the year, the total fees paid/payable by the Company to M/s. Singhi & Co., Chartered Accountants, Statutory Auditors of the Company and all other entities forming part of the same network is given below: -

(₹ in lakhs)	
Particulars	Amount
Audit fees for Statutory Audit (including quarterly audits)	17.60
Other Services	3.95
Total	21.55

6. COMPLIANCE WITH DISCRETIONARY REQUIREMENTS - PART E OF SCHEDULE II

The Company has complied with following non-mandatory requirements as prescribed in Part E of Schedule-II to Regulation 27(1) of the Listing Regulations is as under:

i. Shareholder Rights:

The quarterly and half yearly financial performance are published in the newspapers and are also posted on the website of the Company and hence, it is not being sent to the shareholders.

ii. Audit qualifications:

The Company's financial statement for the year 2022-23 does not contain any audit qualification.

iii. Reporting of Internal Auditor:

The Internal Auditor presents his report to the Audit Committee on quarterly basis.

7. MEANS OF COMMUNICATION

The quarterly / half yearly / annual financial results are submitted to Stock Exchanges and published in 'Business Standard' in English and 'Aajkal' in Bengali (regional language). They

are also made available on the website of the Company at www.laopala.in. All periodical compliance filings inter-alia, quarterly financial results, shareholding pattern, reports on compliance with corporate governance, corporate announcements and statement of investor complaints, etc. are regularly uploaded on the Company's website – www.laopala.in in after its submission to the Stock Exchanges electronically on the BSE Listing Centre and NEAPS in compliance with Regulation 46 and 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Annual Report containing, inter-alia, Audited Financial Statement, Directors' Report, Auditors' Report and other important

information is circulated to all members and others entitled thereto. The Management's Discussion and Analysis Report forms part of the Directors' Report in the Annual Report. The Annual Report is displayed on the Company's website (www.laopala.in).

SEBI Complaints Redress System (SCORES):

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

8. GENERAL SHAREHOLDERS' INFORMATION

a) Annual General Meeting:

Day & Date	Friday, 29th September, 2023
Time	2.00 PM.
Venue	The Company conduct meeting through VC /OAVM pursuant to the MCA Circular dated May 5, 2020 and as such there is no requirement to have a venue for the AGM. For details please refer to the Notice of this AGM.

b) Tentative Financial Calendar (F.Y. 2023-2024):

Financial Year	1st April, 2023 – 31st March, 2024
First quarter results	On or before 14th August, 2023
Second quarter/Half Yearly results	On or before 14th November, 2023
Third quarter results	On or before 14th February, 2023
Results for the Financial Year	On or before 30th May, 2024

c) Dividend Payment date

As mentioned in the notice convening the Annual General meeting for FY 2022-23

d) Listing on Stock Exchanges

The National Stock Exchange of India Limited (Listing Fee Paid);
Address - Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai – 400051
BSE Limited (Listing Fee Paid);
Address – Floor-25, P.J. Towers, Dalal Street, Mumbai - 400001

e) Stock Code/Symbol

BSE Limited: 526947
NSE Limited: LAOPALA

f) Demat ISIN No. for CDSL & NSDL

INE059D01020

g) Corporate Identity Number

L26101WB1987PLC042512

h) Payment of Listing Fees

The Company has made payment of Annual Listing Fees to the Stock Exchanges for the financial year 2023-24

i) Payment of Depository Fees

Annual Custody / Issuer fees for the financial year 2023-24 has been paid to the Depositories.

f) Stock Market Price Data: High/Low during each month during the last financial year

(₹ in lakhs)

Month	Share Price of Company in BSE		Share Price of Company in NSE		S & P BSE Sensex		NSE Nifty 50	
	High	Low	High	Low	High	Low	High	Low
April 2022	397.00	300.80	399.55	300.25	60,845.10	56,009.07	18,114.65	16,824.70
May 2022	316.00	241.95	316.00	239.85	57,184.21	52,632.48	17,132.85	15,735.75
June 2022	277.55	242.65	278.10	243.00	56,432.65	50,921.22	16,793.85	15,183.40
July 2022	305.40	266.85	305.95	267.00	57,619.27	52,094.25	17,172.80	15,511.05
August 2022	361.90	291.05	362.00	291.65	60,411.20	57,367.47	17,992.20	17,154.80
September 2022	377.70	326.05	377.85	325.70	60,676.12	56,147.23	18,096.15	16,747.70
October 2022	414.90	334.05	414.95	336.35	60,786.70	56,683.40	18,022.80	16,855.55
November 2022	433.10	374.05	433.85	375.05	63,303.01	60,425.47	18,816.05	17,959.20
December 2022	432.55	346.01	433.15	357.00	63,583.07	59,754.10	18,887.60	17,774.25
January 2023	406.60	350.80	406.00	351.00	61,343.96	58,699.20	18,251.95	17,405.55
February 2023	388.95	338.50	384.00	337.25	61,682.25	58,795.97	18,134.75	17,255.20
March 2023	378.65	326.35	378.80	327.00	60,498.48	57,084.91	17,799.95	16,828.35

g) Registrar & Share Transfer Agents:

Name & Address :	Maheshwari Datamatics Pvt. Ltd. 23, R. N. Mukherjee Road, 5th Floor Kolkata – 700 001
Telephone nos. :	033-22482248, 2243-5029
Fax no :	033-22484787
Email id :	mdpldc@yahoo.com
Website :	www.mdpl.in

The Shareholders are requested to correspond directly with the R&T Agent for transfer/ transmission of shares, change of address, queries pertaining to their shares, dividend etc.

h) Share Transfer System:

All requests for dematerialization of shares, which are found to be in order, are generally processed within 15 days and the confirmation is given to the respective depositories i.e., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

As per SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated June 8, 2018 and further amendment vide Notification No. SEBI/LAD-NRO/GN/2018/49 dated November 30, 2018, requests for effecting transfer of securities (except in case of transmission or transposition of securities) shall not be processed from 1st April, 2019 unless the securities are held in the dematerialized form with the depositories. According to the Listing Regulations, no shares can be transferred unless they are held in dematerialized mode. Therefore, for effecting any transfer, the securities shall mandatorily be required to be in de-mat form. Hence, Members holding shares in physical form are requested to dematerialize their holdings.

The Company obtains an annual certificate from Practising Company Secretary as per the requirement of Regulation 40(9) of Listing Regulations and the same is submitted to the Stock Exchanges.

i) **Distribution of Shareholding as on March 31, 2023:** (₹ in lakhs)

No. of equity Shares held	Shareholder(s) Nos.	Shareholder(s) %	Share(s) Nos.	Shares %
1 to 100	60,074	83.41	16,42,720	1.48
101 to 500	8,236	11.44	19,63,251	1.77
501 to 1000	1,766	2.45	13,47,616	1.22
1001 to 2000	1,080	1.50	16,86,717	1.52
2001 to 3000	298	0.41	74,68,82	0.67
3001 to 4000	139	0.19	4,99,280	0.45
4001 to 5000	90	0.12	4,22,487	0.38
5001 to 10000	178	0.25	12,68,731	1.14
10001 to Above	165	0.23	10,14,22,316	91.37
Total	72,026	100	11,10,00,000	100

j) **Unclaimed Suspense Account**

In terms of the SEBI Listing Regulations, the details of the equity shares in unclaimed suspense account are as follows:-

Particulars	No. of Shareholders	No. of Equity Shares
Aggregate number of shareholders and the outstanding shares in the suspense account lying as at the beginning of the year	23	51,635
Shareholders who approached the Company for transfer of shares and whose shares were transferred from the suspense account during the year	-	-
Shareholders whose shares are transferred to the demat account of the IEPF Authority as per section 124 of the Companies Act, 2013	5	33,000
Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year	18	18,635

The voting rights on the shares lying in the suspense account at the end of the year shall remain frozen till the rightful owner of such shares claims the shares.

k) **Dematerialization of Shares:**

The Company's shares are compulsorily traded in dematerialized form on NSE and BSE. As on March 31, 2023, 99.75 % of the Company's total paid up equity share capital representing 11,07,24,940 equity shares were held in dematerialized form and balance 0.25 % representing 2,75,060 equity shares were held in physical form.

l) **Outstanding ADRs/GDRs/Warrants or any convertible instruments, conversion date and likely impact on equity:** Not Applicable

m) **Plant Location:**

- La Opala RG Ltd. – Sitarganj Unit I
B-108, ELDECO SIDCUL Industrial Park,
Sitarganj, Udham Singh Nagar, 262 405
Uttarakhand
- La Opala RG Ltd. – Sitarganj Unit II
Plot No. 07, Sector 02, Phase II, IIE,
Sitarganj, Udham Singh Nagar,
Uttarakhand – 262405
- La Opala RG Ltd – Madhupur Unit
Post: Madhupur - 815353,
Dist. Deoghar, Jharkhand

n) **Address for correspondence:**

Shareholders should address their Correspondence to the Company's Registrar & Share Transfer Agents at the following address:

Maheshwari Datamatics Pvt. Ltd.

23, R. N. Mukherjee Road, 5th Floor,
Kolkata – 700 001

Telephone No.: 033-2248 2248, 2243 5029

Email- mdpldc@yahoo.com ; Website: www.mdpl.in

Shareholders may also contact to Company Secretary at the Corporate Office of the Company for any assistance. The address of the Corporate Office is as under:

La Opala RG Ltd

Eco Center, 8th Floor, EM - 4, Sector – V,
Kolkata – 700 091

Telephone Nos: 7604088814/5/6/7

E-mail: info@laopala.in

Website: www.laopala.in

Members are requested to quote their Folio no. / DP ID & Client ID, Email Id, Telephone Number and full address while corresponding with the Company / Share Transfer Agent.

o) Credit Rating

During the year, the Company has sustained its long term bank facility credit rating of AA (Stable) and short term bank facility credit rating of A1+ which has been reaffirmed by CARE Limited.

p) Outstanding GDRs/ADRs/Warrants or any Convertible instruments, conversion date and likely impact on equity: Nil**q) Certificate from Practicing Company Secretary pertaining to non-disqualification status of directors on the Board**

As required by Clause 10(i) of Part C under Schedule V of SEBI Listing Regulations, the Company has received a certificate from Mr. Pravin Kumar Drolia, Practicing Company Secretary certifying that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by SEBI/Ministry of Corporate Affairs or any such statutory authority. A certificate to this effect, duly signed by the Practicing Company Secretary is annexed to this Report.

r) CEO / CFO Certification

The Managing Director and the Chief Financial Officer have furnished the necessary certificate to the Board of Directors under Regulation 17(8) read with Schedule II Part B of the Listing Regulations with respect to financial statements for the year ended 31st March, 2023 and the same is attached with this report.

s) Certificate from Auditors

A Certificate from the Statutory Auditors of the Company confirming compliance of conditions of Corporate Governance for the year ended on March 31, 2023, as stipulated under Regulation 34 read with Schedule V of the Listing Regulations, 2015 has been obtained and is annexed hereto.

For and on behalf of the Board

Sushil Jhunjunwala

Chairman

Place: Kolkata

Date: May 29, 2023

DIN: 00082461

DECLARATION ON COMPLIANCE WITH THE COMPANY'S CODE OF CONDUCT

I, Ajit Jhunjunwala, Vice Chairman & Managing Director, of La Opala RG Limited, do hereby confirm that all Directors and members of Senior Management Personnel of the Company have affirmed compliance with the code of conduct of the Company as laid down in Regulation 34(3) read with Schedule V of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for the year ended 31st March, 2023.

For and on behalf of the Board

Place: Kolkata

Date: May 29, 2023

Ajit Jhunjunwala

Vice Chairman & Managing Director

DIN: 00111872

Certificate under Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Chief Executive Officer (C.E.O.) and Chief Financial Officer (C.F.O.) Certification

To,
The Board of Directors,
La Opala RG Limited

In pursuance to Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, We, Ajit Jhunjhunwala, Vice Chairman & Managing Director and Alok Pandey, Chief Financial Officer (CFO) to the best of our knowledge and belief, certify that:

- (a) We have reviewed financial statements and the cash flow statement for the year ended 31st March, 2023 and that to the best of our knowledge and belief:
 - (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) these statements together present a true and fair view of the company's affairs and are in compliance with existing Indian Accounting Standards, applicable laws and regulations.
- (b) To the best of our knowledge and belief, there were no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's Code of Conduct.
- (c) We accept that it is our responsibility to establish and maintain internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to the financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal control, if any of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- (d) We have indicated to the auditors and the Audit committee:
 - i) Significant changes in internal control over financial reporting during the year;
 - ii) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - iii) Instance of significant fraud or the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting have come to our notice.

For **La Opala RG Limited**

For **La Opala RG Limited**

Place: Kolkata
Date: May 29, 2023

Alok Pandey
Chief Financial Officer

Ajit Jhunjhunwala
Vice Chairman & Managing Director
(DIN: 00111872)

Certificate on Non-Disqualification of Directors

(Pursuant to Regulation 34(3) and schedule V para-C clause (10) (i) of the SEBI
(Listing Obligation and Disclosure Requirements) Regulations 2015

To,
The Members,
La Opala R G Ltd.
(L26101WB1987PLC042512)
Eco Centre, 8th floor,
EM -4, Sector V, Salt Lake,
Kolkata-700 091.

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of La Opala R G Limited having **(CIN: L26101WB1987PLC042512)** having registered office at Eco Centre, 8th floor, EM-4, Sector V, Salt Lake, Kolkata 700091 (herein referred to as 'the Company') for the purpose of issuing this certificate, in accordance with regulation 34(3) read with Schedule V Para C Sub clause 10(i) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, as amended.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number(DIN) status at the portal www.mca.gov.in, as considered necessary and explanations furnished to me by the Company and its officer, I hereby certify that none of the Directors on the Board of the Company as stated below for the financial year ending on 31st March 2023 have been debarred or disqualified from being appointed or continuing as Directors of the Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or other Statutory Authority, as applicable.

Sr. No.	Name of the Director	DIN	Date of appointment
1	Sri Sushil Jhunjunwala	00082461	30/09/1994
2	Sri Ajit Jhunjunwala	00111872	03/10/1989
3	Smt. Nidhi Jhunjunwala	01144803	20/05/2010
4	Sri Arun Kumar Churiwal	00001718	26/06/2004
5	Sri Subir Bose	00048451	07/04/2017
6	Sri Santanu Ray	00642736	05/02/2018
7	Sri Rajiv Gujral	00409916	26/10/2007
8	Smt Suparna Chakrabortti	07090308	27/01/2022

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

**For Pravin Kumar Drolia ,
(Company Secretary in whole time practice)**

(Pravin Kumar Drolia).

Proprietor
FCS: 2366
C.P: 1362

Place: Kolkata,
Date: 29-05-2023.
UDIN: F002366E000 363507
Peer review registration: 1928/2022

Independent Auditors' Certificate on Corporate Governance

To the members of La Opala RG Limited

1. We, Singhi & Co., Chartered Accountants, the statutory auditors of La Opala RG Limited ("The Company"), have examined the compliance of conditions of corporate governance by the company, for the year ended March 31, 2023 as stipulated in regulation 17 to 27 and clauses (b) to (i) and (t) of regulation 46 (2) and para-C, D and E of Schedule V of SEBI (Listing obligations and Disclosure requirements) Regulations, 2015 (the Listing Regulations) as amended (the Listing Regulation).

Managements' Responsibility

2. The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report
3. The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations, issued by the Securities and Exchange Board of India.

Auditors' Responsibility

4. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the company.
5. We have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.
6. We conducted our examination of the Corporate Governance Report in accordance with the

Guidance Note on Reports or Certificates for Special Purposes and the Guidance Note on Certification of Corporate Governance, both issued by the Institute of Chartered Accountants of India ("ICAI"). The Guidance Note on Reports or Certificates for Special Purposes requires that we comply with the ethical requirements of the Code of Ethics issued by ICAI.

7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

8. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) and (t) of regulation 46(2) and para C, D and E of Schedule V of the Listing Regulations during the year ended March 31, 2023.

Other matters and Restriction on Use

9. 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.
10. This report is addressed to and provided to the members of the Company solely for the purpose of enabling it to comply with its obligations under the Listing Regulations with reference to compliance with the relevant regulations of Corporate Governance and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this report for events and circumstances occurring after the date of this report.

For Singhi & Co.

Chartered Accountants
Firm Registration No.302049E

Giridhari Lal Choudhary

Partner

Membership No. 052112
UDIN: 23052112BGXCJP9327

Place: Kolkata
Dated: May 29, 2023

FINANCIAL SECTION

INDEPENDENT AUDITOR'S REPORT

To
The Members of
La Opala RG Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of La Opala RG Limited ("the Company"), which comprise the Balance sheet as at March 31 2023, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs),

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matter described below to be the key audit matter to be communicated in our report.

Descriptions of Key Audit Matter	How we addressed the matter in our audit
<p>A. Valuation and existence of current investments (Refer to Note 8 to the financial statements)</p> <p>Investments designated at fair value through profit and loss are valued at Rs. 41,778.49 lakh and represent 46.58 %of total assets. This was an area of focus for our audit and the area where significant audit effort was directed.</p>	<p>Our audit procedures included updating our understanding of the business processes employed by the Company for accounting for, and valuing, their investment portfolio. We obtained direct accounts confirmation from the mutual funds and verified that the company was the recorded owner of all current investments. Our audit procedures over the valuation of the Investments included agreeing the fair valuation of all Investments held at March 31, 2023 to the Net Assets Value provided by the respective Mutual funds.</p> <p>Our Observation:</p> <p>Based on the audit procedures performed we did not identify any material exceptions in valuation and existence of current investments.</p>

Descriptions of Key Audit Matter	How we addressed the matter in our audit
<p>B. Valuation of Non-Current Investment (Refer to Note 8 to the financial statements)</p> <p>The company holds non-current investment of Rs.13,597.07 lakh in an unquoted equity share, which are carried at fair value through other comprehensive income (not to be reclassified) and categorized as level 2 financial instruments in the fair value hierarchy.</p> <p>The Investment is valued by using Adjusted Net worth method, as determined by the Independent Valuer. The valuation of the investments requires the exercise of judgement and the use of subjective assumptions made for valuation by the Valuer. Given the significance of the judgements involved in the valuation and classification of investments, this was considered a key audit matter in our audit of the financial statements.</p>	<p>Our procedures in respect of the valuation of investment included, among others, using our internal valuation specialists as part of our audit team to test the valuation inputs and assumptions, for this significant investment, in respect of:</p> <ul style="list-style-type: none"> We benchmarked inputs used for valuations to current market best practices in assessing the appropriateness of the methodologies applied. Re-computation of the values and comparing it with valuer calculations, and Our procedures in respect of the classification of investment for accounting purposes included assessing if the company was able to exercise significant influence in respect of this investment by applying the criteria for recognition of an associate set out in IND AS 28 Investment in Associate. The criteria included, amongst others, assessing whether or not there was representation on the board of the investees, participation in policymaking, and material transactions etc. <p>Our Observation:</p> <p>We consider key assumptions and estimates to be within the acceptable range, and we assessed the classification of investment and the disclosure (Refer Note: 38) to the financial statements is considered to be appropriate.</p>
<p>C. Valuation of inventories (Refer to Note 12 to the financial statements)</p> <p>Inventories are carried at the lower of cost and net realizable value. As a result, the management applies judgment in determining the appropriate provisions for obsolete stock, net realizable value below cost based upon future plans for sale of inventory.</p>	<p>We obtained assurance over the appropriateness of the management's assumptions applied in calculating the value of the inventories and related provisions by:</p> <ul style="list-style-type: none"> Completed a walkthrough of the inventory valuation process and assessed the design and implementation of the key controls addressing the risk. Verifying the effectiveness of key inventory controls operating over inventories. Verifying for a sample of individual products that costs have been correctly recorded. Comparing the net realizable value to the cost price of inventories to check for completeness of the associated provision. Reviewing the historical accuracy of inventory provisioning, and the level of inventory write-offs during the year. Recomputing provisions recorded to verify that they are in line with the Company policy. <p>Our Observation:</p> <p>Based on the audit procedures performed we did not identify any material exceptions in the valuation of inventories.</p>

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the financial statements and our auditor's report thereon.

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

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

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity 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 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable,

matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those charged with governance are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to

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

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

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give

in the "Annexure A"- a statement on the matters specified in 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.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid 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 as on March 31, 2023 taken on record by the Board of Directors, none of the directors are disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164(2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to financial statements.
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirement of section 197(16) of the Act:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid/provided by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act and
 - (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies

(Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Note 40 (A) to the financial statements.
- ii. The Company did not have any material foreseeable losses on long-term contracts including derivative contracts.
- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
- iv. (a) The management has represented to us 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 person(s) or entities, including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (b) The management has represented to us that, to the best of its knowledge and belief, no funds have been received by the company from any person(s) or entities, including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries and
- (c) Based on our audit procedures that are considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) as provided under paragraph 2(h) (iv)(a) &(b) above, contain any material misstatement.
- v. The final dividend paid by the Company during the year in respect of the same declared for the previous year is in accordance with section 123 of the Act to the extent it applies to payment of dividend. The interim dividend declared and paid by the Company during the year is in accordance with section 123 of the Act. As stated in note 17(j) to the financial statements, the Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend.
- vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

For Singhi & Co.

Chartered Accountants

Firm Registration Number: 302049E

(Girdhari Lal Choudhary)

Partner

Place: Kolkata

Membership Number: 052112

Date: May 29, 2023

UDIN: 23052112BGXCJO8429

ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of the Company of even date)

- i. In the respect of matters specified in clause (i) of paragraphs 3 the Order:
- a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- (B) The Company has maintained proper records showing full particulars of intangibles assets.
- b) The property, plant and equipment were physically verified during the year by the Management in accordance with a regular programme of verification which, in our

opinion, provides for physical verification of all the property, plant and equipment at reasonable intervals. According to the information and explanation given to us, no material discrepancies were noticed on such verification.

- c) The title deeds of immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favor of the lessee) are held in the name of the Company except two immovable property as indicated in the below table for which title deeds are not in the name of the Company:

Description of Property	Gross carrying value (In lakh)	Held in name of	Whether promoter, director or their relative or employee	Period held - indicate range, where appropriate	Reason for not being held in name of company
Building: Eco Centre at Kolkata	490.39	Ambuja Reality Development Ltd.	No	FY 2017-18	Applied for obtaining approval from Urban Development for Registration
Building: Eco Centre at Kolkata	499.62			FY 2017-18	

- d) The Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets during the year ended March 31, 2023. Accordingly, the reporting under Clause 3(i)(d) of the Order is not applicable to the Company.
- e) Based on the information and explanations furnished to us, no proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in its financial statements does not arise.
- ii. In the respect of matters specified in clause (ii) of paragraphs 3 the Order:
- a) The physical verification of inventory has been conducted at reasonable intervals by the Management during the year and, in our opinion, the coverage and procedures of such verification by Management is appropriate. The discrepancies noticed on physical verification of inventory as compared to book records were not 10% or more in aggregate for each class of inventory.
- b) During the year, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks on the basis of security of current assets. The Company has filed quarterly returns or statements with such banks, which are in agreement with the books of account other than those as set out below.

Rs. in lakh

Quarter ended	Name of the Bank	Particulars	Amount as per books of account	Amount as reported in the quarterly return/ statement	Amount of difference
Jun-22	HDFC Bank Ltd	Inventory	5,472.61	5,472.61	-
		Trade Receivable	2,603.02	2,605.68	-2.66
		Trade Payable	2,355.20	1,747.22	607.98
Total			10,430.83	9,825.51	605.32
Sep-22	HDFC Bank Ltd	Inventory	6,516.13	6,516.13	-
		Trade Receivable	4,731.07	4,731.07	-
		Trade Payable	3,173.03	2,326.51	846.52
Total			14,420.23	13,573.71	846.52
Dec-22*				Not Applicable	
Mar-23*				Not Applicable	

*From Dec 2022, working capital facilities have been sanctioned against pledge of mutual fund held as investment and hence submission of quarterly returns is not applicable Also Refer Note 19.4 to the financial statements.

- iii. The Company has, during the year, made investments in four mutual fund schemes. Further, during the year, the Company has not provided guarantees, provided security and granted loans and advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties.
- a) During the year the Company has not provided loans, advances in the nature of loans, stood guarantee or provided security to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(a) of the Order is not applicable to the Company.
- b) In respect of the aforesaid investments, the terms and conditions under which such investments were made are not prejudicial to the Company's interest, based on the information and explanations provided by the Company.
- c) During the year, the Company has not granted loans and advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii) (c) to 3(iii) (f), is not applicable to the Company.
- iv. There are no loans, guarantees, and security in respect of which provisions of sections 185 and 186 of the Companies Act, 2013 are applicable. The provisions of section 186 of the Act in respect of investments made have been complied with by the Company.
- v. The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.
- vi. We have broadly reviewed the books of accounts maintained by Company in respect of product, where pursuant to the rule made by the Central Government of India the maintenance of cost records has been prescribed under section 148 (1) of the Companies Act 2013 and are of the opinion that, prima facie, the prescribed records have been maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.
- vii. In the respect of matters specified in clause (vii) of paragraphs 3 the Order:
- a) The Company is generally regular in depositing with appropriate authorities undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, duty of customs, cess and other statutory dues applicable to it.
- According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.
- As informed, the provisions of sales Tax, Service Tax, duty of excise and value added tax are currently not applicable to the Company.

- b) According to the information and explanations given to us and the records of the Company examined by us. The particulars of statutory dues referred to in sub-clause (a) as at March 31, 2023 which have not been deposited on account of a dispute, are as follows:

Name of the statute	Nature of dues	Amount (Rs. In Lakh)	Year	Forum where dispute is pending
Jharkhand VAT Act, 2005	Sales Tax	5.12	FY 2007-08	Commissioner of Commercial Tax, Ranchi, Jharkhand
Income Tax Act, 1961	Income Tax	23.84	AY 2012-13	Commissioner of Income Tax (Appeals), Kolkata
		15.12	AY 2013-14	
		35.70	AY 2014-15	
		138.05	AY 2017-18	
		54.17	AY 2018-19	
		0.31	AY 2019-20	
		25.58	AY 2020-21	
The Rajasthan Stamp Act, 1998	Stamp Duty	2.00	FY 2010-11	High Court of Rajasthan, Jodhpur

- viii. The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961(43 of 1961) as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.
- ix. In the respect of matters specified in clause (ix) of paragraphs 3 the Order:
- The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
 - According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.
 - The Company has not raised any term loans during the year hence, the requirement to report on clause (ix)(c) of the Order is not applicable to the Company.
 - On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
 - The Company does not have any subsidiary, associate or joint venture. Accordingly, the requirement to report on Clause 3(ix)(e) of the Order is not applicable to the Company.
 - The Company does not have any subsidiary, associate or joint venture. Accordingly, the requirement to report on Clause 3(ix)(f) of the Order is not applicable to the Company.
- x. In the respect of matters specified in clause (x) of paragraphs 3 the Order:
- The Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments) hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.
 - The Company has not made any preferential allotment or private placement of shares/ fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.
- xi. In the respect of matters specified in clause (xi) of paragraphs 3 the Order:
- During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company has been noticed or reported during the year.
 - During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, during the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by cost auditor/secretarial auditor or by using Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

- c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
- xii. The Company is not a nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(a)(b)&(c) of the Order is not applicable to the Company.
- xiii. In our opinion and according to the information and explanations given to us, transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- xiv. In the respect of matters specified in clause (xiv) of paragraphs 3 the Order:
- a) The Company has an internal audit system commensurate with the size and nature of its business.
- b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.
- xv. In our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors. and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi. In the respect of matters specified in clause (xvi) of paragraphs 3 the Order:
- a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.
- b) The Company has not conducted any Non-Banking Financial or Housing Finance activities without obtained a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934. Accordingly, the requirement to report on clause (xvi)(b) of the Order is not applicable to the Company.
- c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi) (c) of the Order is not applicable to the Company.
- d) As represented by the Management, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable. We have not, however, separately evaluated whether the information provided by the management is accurate and complete.
- xvii. The Company has not incurred cash losses in the current year and in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors during the year and accordingly requirement to report on 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 (also refer Note 48 to the financial statements), ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx. The Company has during the year spent the amount of Corporate Social Responsibility as required under sub-section (5) of Section 135 of the Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.
- xxi. The Company is not required to prepare consolidated financial statements and accordingly requirement to report on clause 3(xxi) of the Order is not applicable to the Company.

For Singhi & Co.

Chartered Accountants

Firm Registration Number: 302049E

(Girdhari Lal Choudhary)

Partner

Place: Kolkata

Membership Number: 052112

Date: May 29, 2023

UDIN: 23052112BGXCJO8429

ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT

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

Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to financial statements of La Opala RG Limited (“the Company”) as of March 31, 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

2. The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (“the Guidance Note”) issued by the Institute of Chartered Accountants of India (“ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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.

Auditor’s Responsibility

3. Our responsibility is to express an opinion on the Company’s internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and

plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

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

Meaning of Internal Financial Controls with reference to financial statements

6. A company’s internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial controls with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being

made only in accordance with 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 with reference to financial statements

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

Opinion

8. In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by ICAI.

For Singhi & Co.

Chartered Accountants

Firm Registration Number: 302049E

(Giridhari Lal Choudhary)

Partner

Place: Kolkata

Date: May 29, 2023

Membership Number: 052112

UDIN: 23052112BGXCJO8429

Balance Sheet as at March 31, 2023

All amounts in INR Lakh, unless otherwise stated

	Note No.	As at March 31, 2023	As at March 31, 2022
ASSETS			
Non-current assets			
(a) Property, Plant and Equipment	3	20,643.65	10,824.37
(b) Right-of-use assets	4	1,090.35	1,101.84
(c) Capital Work in Progress	5	16.65	10,834.44
(d) Intangible Assets	6	10.19	6.69
(e) Intangible Assets under Development	7	-	-
(f) Financial assets			
(i) Investments	8	13,597.07	18,449.29
(ii) Other Financial Assets	9	475.55	469.40
(g) Income Tax Assets (Net)	10	96.61	86.58
(h) Other non current assets	11	116.08	167.41
		36,046.15	41,940.02
Current assets			
(a) Inventories	12	7,570.65	3,656.25
(b) Financial assets			
(i) Investments	8	41,778.49	35,060.88
(ii) Trade receivable	13	3,622.83	3,244.26
(iii) Cash and cash equivalents	14	2.82	2.67
(iv) Bank balances other than (iii) above	15	446.29	438.42
(v) Other Financial Assets	16	33.78	48.49
(c) Other current assets	11	190.91	252.12
		53,645.77	42,703.09
TOTAL ASSETS		89,691.92	84,643.11
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	17	2,220.00	2,220.00
(b) Other equity	18	75,274.58	71,829.14
Total Equity		77,494.58	74,049.14
Liabilities			
Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	19	833.33	1,250.00
(ii) Lease Liabilities	20	49.63	49.63
(iii) Other financial liabilities	21	274.66	182.65
(b) Provisions	25	17.29	34.93
(c) Deferred tax liabilities (net)	22	4,722.25	3,083.28
		5,897.16	4,600.49
Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	19	387.06	149.10
(ii) Lease Liabilities	20	4.72	4.72
(iii) Trade payables	23		
a) Total Outstanding dues of Micro and Small Enterprises		450.92	450.07
b) Total Outstanding dues other than Micro and Small Enterprises		2,165.41	1,463.03
(iv) Other financial liabilities	21	1,724.22	2,591.27
(b) Contract Liabilities		213.38	356.19
(c) Other current liabilities	24	812.59	625.03
(d) Provisions	25	140.63	125.41
(e) Current Tax Liabilities (Net)	26	401.25	228.66
		6,300.18	5,993.48
Total Liabilities		12,197.34	10,593.97
TOTAL EQUITY & LIABILITIES		89,691.92	84,643.11

Significant accounting policies

1

Key Accounting Estimates & Judgements

2.1

Other notes to Financial Statements

3 to 50

The accompanying notes form an integral part of the financial statements

In terms of our report of even date**For Singhi & Co.**

Chartered Accountants

Firm Registration no. 302049E

Giridhari Lal Choudhary

Partner

Membership Number : 052112

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

Chairman

DIN: 00082461

Ajit Jhunjunwala

Vice Chairman and Managing Director

DIN: 00111872

Alok Pandey

Chief Financial Officer

Kanchan P Jaiswal

Company Secretary

Place : Kolkata

Dated : 29.05.2023

Statement of Profit & Loss for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

	Note No.	Year ended March 31, 2023	Year ended March 31, 2022
Revenue			
Revenue From Operations	27	45,232.42	32,268.98
Other Income	28	2,178.20	1,915.49
		47,410.62	34,184.47
Expenses			
Cost of materials consumed	29	10,887.17	6,365.07
Purchase of Stock in Trade	30	18.58	287.14
Changes in inventories of finished goods, Stock-in-trade and work-in-progress	31	(3,008.03)	(333.55)
Employee benefits expense	32	6,948.02	5,311.54
Finance costs	33	749.02	407.06
Depreciation and amortisation	34	2,176.06	1,366.11
Other expenses	35	13,169.45	8,413.45
		30,940.27	21,816.82
Profit/(Loss) Before Exceptional Items and Tax		16,470.35	12,367.65
Exceptional Items		-	716.16
Profit/(Loss) Before Tax		16,470.35	11,651.49
Tax expense			
(i) Current tax	36	3,441.42	2,815.00
(ii) Deferred tax	36	730.84	99.29
Total tax expense		4,172.26	2,914.29
Profit/(Loss) for the year		12,298.09	8,737.20
Other Comprehensive Income			
i) Items that will not be reclassified to profit and loss	37	(4,836.51)	2,336.66
ii) Income tax relating to these items	36	(908.13)	(271.08)
Other Comprehensive Income for the year		(5,744.64)	2,065.58
Total Comprehensive Income for the year		6,553.45	10,802.78
Earnings per equity share	46		
Weighted-average number of equity shares (face value of INR 2 each)		11,10,00,000	11,10,00,000
Basic and diluted earnings per share (INR)		11.08	7.87
Significant accounting policies	1		
Key Accounting Estimates & Judgements	2.1		
Other notes to Financial Statements	3 to 50		

The accompanying notes form an integral part of the financial statements

In terms of our report of even date**For Singhi & Co.**

Chartered Accountants

Firm Registration no. 302049E

Giridhari Lal Choudhary

Partner

Membership Number : 052112

Place : Kolkata

Dated : 29.05.2023

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

Chairman

DIN: 00082461

Ajit Jhunjunwala

Vice Chairman and Managing Director

DIN: 00111872

Alok Pandey

Chief Financial Officer

Kanchan P Jaiswal

Company Secretary

Statement of Cash Flows for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

	Year ended March 31, 2023	Year ended March 31, 2022
A Cash Flow from Operating Activities		
Net Profit before Taxation	16,470.35	11,651.49
Adjustment for :		
Exceptional Item - Provision for doubtful debt	-	716.16
Depreciation and amortisation expense	2,176.06	1,366.11
Provision for doubtful debt	39.80	-
Loss Allowance on trade receivables	2.67	(7.02)
Loss/(Gain) on disposal of property, plant and equipment	(66.52)	(126.02)
Intangible Assets under Development written off	-	96.13
Interest Income	(52.42)	(33.38)
Finance costs	749.02	407.06
Unspent liability & unclaimed balances written back	(28.23)	(2.61)
(Gain)/ Loss on Investments measured at fair value through Profit & Loss	(1,864.38)	(1,425.08)
(Gain)/ Loss on Redemption of Current Investment	(127.36)	(264.52)
Operating Profit before working capital changes	17,298.99	12,378.32
Adjustment for working capital		
Decrease/(Increase) in Inventories	(3,828.44)	(682.39)
Decrease/(Increase) in Trade Receivables, Other Financial & Other Assets	(366.42)	(227.08)
Increase/(decrease) in Trade Payable, Other Financial Liability, Provision & Other liabilities	1,106.63	1,228.57
Cash generated from operating activities	14,210.76	12,697.42
Income Taxes paid(net of refunds)	(3,278.86)	(2,758.28)
Net Cash generated from Operating activities	10,931.90	9,939.14
B Cash flow from Investing activities		
Purchase of Property, Plant and Equipment, Intangible Assets and Capital Work in Progress	(2,208.21)	(4,306.77)
Purchase of Investments	(8,599.57)	(16,399.18)
Sale of Investments	3,873.69	13,005.03
Sale of Property, Plant and Equipment	0.18	179.88
Interest Received	42.61	34.47
Earmarked Balances with Banks	2.84	(12.44)
Net cash used in investing activities	(6,888.46)	(7,499.01)

Statement of Cash Flows for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

	Year ended March 31, 2023	Year ended March 31, 2022
C Cash flow from Financing activities		
Proceeds/ (Repayment) of Long term Borrowings	(138.89)	1,250.00
Proceeds/ (Repayment) of Short term Borrowings (Net)	(39.82)	43.92
Finance costs paid	(749.02)	(405.04)
Payment of Lease Liability	(4.72)	(4.94)
Dividend paid	(3,110.83)	(3,330.00)
Net Cash (used in) Financing activities	(4,043.28)	(2,446.06)
Net Increase/(Decrease) in cash or cash equivalents (A+B+C)	0.15	(5.93)
Cash and Cash Equivalents at the beginning of the financial year (Refer Note 14)	2.67	8.60
Cash and Cash Equivalents at the end of the year (Refer Note 14)	2.82	2.67

Notes

- The above Statement of Cash Flows Statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (Ind AS 7) - Statement of Cash Flows.
- The above Statement of Cash Flows should be read in conjunction with the accompanying notes.
- Reconciliation for total Liability from Financing Activity

	April 01, 2022	Cash Flow	Non Cash Changes		Interest paid	March 31, 2023
			Interest Expenses	Interest Expenses on Lease Liabilities		
Borrowing`s	1,399.10	(178.71)	749.02	-	(749.02)	1,220.39
Lease Liability	54.35	(4.72)	-	4.72	-	54.35
Total Liability from Financing Activity	1,453.45	(183.42)	749.02	4.72	(749.02)	1,274.75

	April 01, 2021	Cash Flow	Non Cash Changes		Interest paid	March 31, 2022
			Interest Expenses	Interest Expenses on Lease Liabilities		
Borrowing`s	105.18	1,293.92	405.04	-	(405.04)	1,399.10
Lease Liability	54.57	(4.94)	-	4.72	-	54.35
Total Liability from Financing Activity	159.75	1,288.98	405.04	4.72	(405.04)	1,453.45

In terms of our report of even date**For Singhi & Co.**

Chartered Accountants

Firm Registration no. 302049E

Girdhari Lal Choudhary

Partner

Membership Number : 052112

Place : Kolkata

Dated : 29.05.2023

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

Chairman

DIN: 00082461

Ajit Jhunjunwala

Vice Chairman and Managing Director

DIN: 00111872

Alok Pandey

Chief Financial Officer

Kanchan P Jaiswal

Company Secretary

Statement of Changes in Equity for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

A Equity Share Capital

Particulars	Balance as at April 01, 2021	Changes in equity share capital during FY 2021-22	Balance as at March 31, 2022	Changes in equity share capital during FY 2022-23	Balance as at March 31, 2023
Equity shares with voting rights	2,220.00	-	2,220.00	-	2,220.00

B Other Equity

Particulars	Reserves and Surplus			OCI		Total
	Securities Premium Reserve	General reserve	Retained Earnings	Equity Instruments through OCI	Remeasurement of the defined benefit plans	
Balance as at April 01, 2021	5,620.27	7,040.00	37,410.24	14,285.85	-	64,356.36
Profit for the year			8,737.20			8,737.20
Remeasurement of gain/ (loss) (Net of Tax)					20.54	20.54
Fair Valuation of equity instruments (Net of Tax)				2,045.04		2,045.04
Remeasurement of gain/ (loss) (Net of Tax) Transfer to Retained Earnings			20.54		(20.54)	-
Adjustments						-
Transfer to General Reserve		1,000.00	(1,000.00)			-
Dividend Paid			(3,330.00)			(3,330.00)
Balance as at March 31, 2022	5,620.27	8,040.00	41,837.98	16,330.89	-	71,829.14
Profit for the year			12,298.09			12,298.09
Remeasurement of gain/ (loss) (Net of Tax)					11.77	11.77
Fair Valuation of equity instruments (Net of Tax)				(5,756.41)		(5,756.41)
Remeasurement of gain/ (loss) (Net of Tax) Transfer to Retained Earnings			11.77		(11.77)	-
Adjustments						-
Transfer to General Reserve		1,000.00	(1,000.00)			-
Dividends paid			(3,108.00)			(3,108.00)
Balance as at March 31, 2023	5,620.27	9,040.00	50,039.84	10,574.48	-	75,274.58

In terms of our report of even date

For Singhi & Co.

Chartered Accountants
Firm Registration no. 302049E

Girdhari Lal Choudhary

Partner
Membership Number : 052112

Place : Kolkata

Dated : 29.05.2023

For and on behalf of the Board of Directors

Sushil Jhumjhumwala

Chairman
DIN: 00082461

Alok Pandey

Chief Financial Officer

Ajit Jhumjhumwala

Vice Chairman and Managing Director
DIN: 00111872

Kanchan P Jaiswal

Company Secretary

Notes to the Financial Statements for the year ended March 31, 2023

Company Background

La Opala RG Limited ("the Company") is a public limited Company incorporated in India with its registered office in Kolkata, West Bengal, India. The Company is listed on the Bombay Stock Exchange Limited (BSE), the National Stock Exchange of India Ltd., (NSE).

The company is a leading manufacturer and marketer of life style product in the glassware segment. The company has spread the wings beyond domestic arena and ventured into the leading market of the world.

1. SIGNIFICANT ACCOUNTING POLICIES

1.1 Basis of Preparation of financial statements

1.1.1. Compliance with Ind-AS

The Financial Statements comply in all materials aspects with Indian Accounting Standards (IND AS) notified under Section 133 of the Companies Act, 2013 (The Act) [Companies (Indian Accounting Standards) Rules 2015] and Other relevant provisions of the Act.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

1.1.2. Classification of current and non-current

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Ind AS 1 – Presentation of financial Statements and 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.

1.1.3. Historical Cost Convention

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention, except for the following:

- Certain financial assets and liabilities (including derivative instruments) that is measured at fair value;
- defined benefit plans – plan assets measured at fair value;

1.2. Summary of Significant Accounting Policies

A. Property, Plant and Equipment

Measurement at recognition:

An item of property, plant and equipment that qualifies as an asset is measured on initial recognition at cost. Following initial recognition, items of property, plant and equipment are carried at its cost less accumulated depreciation and accumulated impairment losses.

The Company identifies and determines cost of each part of an item of property, plant and equipment separately, if the part has a cost which is significant to the total cost of that item of property, plant and equipment and has useful life that is materially different from that of the remaining item.

The cost of an item of property, plant and equipment comprises of its purchase price including import duties and other non-refundable purchase taxes or levies, directly attributable cost of bringing the asset to its working condition for its intended use and the initial estimate of decommissioning, restoration and similar liabilities, if any. Any trade discounts and rebates are deducted in arriving at the purchase price. Cost includes cost of replacing a part of a plant and equipment if the recognition criteria are met. Expenses directly attributable to new manufacturing facility during its construction period are capitalized if the recognition criteria are met. Expenditure related to plans, designs and drawings of buildings or plant and machinery is capitalized under relevant heads of property, plant and equipment if the recognition criteria are met.

Items such as spare parts, stand-by equipment and servicing equipment that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Costs in nature of repairs and maintenance are recognized in the Statement of Profit and Loss as and when incurred.

Notes to the Financial Statements for the year ended March 31, 2023

Capital work in progress and Capital advances:

Cost of assets not ready for intended use, as on the Balance Sheet date, is shown as capital work in progress. Advances given towards acquisition of fixed assets outstanding at each Balance Sheet date are disclosed as Other Non-Current Assets.

Depreciation:

Depreciation on each part of an item of property, plant and equipment is provided using the Straight Line Method based on the useful life of the asset as estimated by the management and is charged to the Statement of Profit and Loss as per the requirement of Schedule II of the Companies Act, 2013. The estimate of the useful life of the assets has been assessed based on technical advice which considers the nature of the asset, the usage of the asset, expected physical wear and tear, the operating conditions of the asset, anticipated technological changes, manufacturers warranties and maintenance support, etc. The estimated useful life of items of property, plant and equipment is mentioned below:

Asset Category	Useful Life
Building	30-60 Years
Plant and Equipment	2-25 Years
Furniture & Fixture	10 Years
Vehicles	8 Years
Office Equipment	3-5 Years

Freehold land is not depreciated. Leasehold improvements are amortized over the period of the lease.

The useful lives, residual values of each part of an item of property, plant and equipment and the depreciation methods are reviewed at the end of each financial year. If any of these expectations differ from previous estimates, such change is accounted for as a change in an accounting estimate.

De-recognition:

The carrying amount of an item of property, plant and equipment is derecognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the De-recognition of an item of property, plant and equipment is measured as the difference between the net disposal proceeds and the carrying amount of the item and is recognized in the Statement of Profit and Loss when the item is derecognized.

B. Intangible assets

Measurement at recognition:

Intangible assets acquired separately are measured on initial recognition at cost. Intangible assets arising on acquisition of business are measured at fair value as at date of acquisition. Internally generated intangibles including research cost are not capitalized and the related expenditure is recognized in the Statement of Profit and Loss in the period in which the expenditure is incurred. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment loss, if any.

Amortization:

Intangible Assets with finite lives are amortized on a Straight Line basis over the estimated useful economic life. The amortization expense on intangible assets with finite lives is recognized in the Statement of Profit and Loss. The estimated useful life of intangible assets is mentioned below:

	Years
Computer Software	5

The amortization period and the amortization method for an intangible asset with finite useful life is reviewed at the end of each financial year. If any of these expectations differ from previous estimates, such change is accounted for as a change in an accounting estimate.

De-recognition:

The carrying amount of an intangible asset is derecognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the De-recognition of an intangible asset is measured as the difference between the net disposal proceeds and the carrying

Notes to the Financial Statements for the year ended March 31, 2023

amount of the intangible asset and is recognized in the Statement of Profit and Loss when the asset is derecognized.

Intangible Assets under Development

Intangible Assets under development is stated at cost which includes expenses incurred in connection with development of Intangible Assets in so far as such expenses relate to the period prior to the getting the assets ready for use.

C. Impairment of non-financial assets

Assets that have an indefinite useful life are not subject to amortization and are tested for impairment annually and whenever there is an indication that the asset may be impaired.

Assets that are subject to depreciation and amortization are reviewed for impairment, whenever events or changes in circumstances indicate that carrying amount may not be recoverable. Such circumstances include, though are not limited to, significant or sustained decline in revenues or earnings and material adverse changes in the economic environment.

An impairment loss is recognized whenever the carrying amount of an asset or its cash generating unit (CGU) exceeds its recoverable amount. The recoverable amount of an asset is the greater of its fair value less cost to sell and value in use. To calculate value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market rates and the risk specific to the asset. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the CGU to which the asset belongs. Fair value less cost to sell is the best estimate of the amount obtainable from the sale of an asset in an arm's length transaction between knowledgeable, willing parties, less the cost of disposal.

Impairment losses, if any, are recognized in the Statement of Profit and Loss. Impairment losses are reversed in the Statement of Profit and Loss only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had previously been recognized.

D. Revenue Recognition

The Company derives revenue principally from sale of Glassware product. The Company recognizes revenue when it satisfies a performance obligation in accordance with the provisions of contract with the customer. This is achieved when control of the product has been transferred to the customer, which is generally determined when title, ownership, risk of obsolescence and loss pass to the customer and the Company has the present right to payment, all of which occurs at a point in time upon shipment or delivery of the product. The Company considers shipping and handling activities as costs to fulfil the promise to transfer the related products and the customer payments for shipping and handling costs are recorded as a component of revenue. In certain customer contracts, shipping and handling services are treated as a distinct separate performance obligation and the Company recognises revenue for such services when the performance obligation is completed.

The Company considers the terms of the contract in determining the transaction price. The transaction price is based upon the amount the entity expects to be entitled to in exchange for transferring of promised goods and services to the customer after deducting incentive programs, included but not limited to discounts, volume rebates etc.

For incentives offered to customers, the Company makes estimates related to customer performance and sales volume to determine the total amounts earned and to be recorded as deductions. The estimate is made in such a manner, which ensures that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur. The actual amounts may differ from these estimates and are accounted for prospectively. No element of significant financing is deemed present as the sales are made with a credit term, which is consistent with market practice.

Interest and dividends: Interest income is recognized using effective interest method. Dividend income is recognized when the right to receive payments established.

E. Government Grants

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all attached conditions.

Notes to the Financial Statements for the year ended March 31, 2023

Government grants relating to income are deferred and recognised in the profit or loss over the period necessary to match them with the costs that they are intended to compensate and presented within other operating income.

Government grant related to assets are presented by deducting the grant from the carrying amount of the asset and Non-monetary grant are recognised at a nominal amount.

F. Inventories

Raw materials, work-in-progress, finished goods, packing materials, stores, spares, components, consumables and stock-in trade are carried at the lower of cost and net realizable value. However, materials and other items held for use in production of inventories are not written down below cost if the finished goods in which they will be incorporated are expected to be sold at or above cost. The comparison of cost and net realizable value is made on an item-by item basis.

In determining the cost of raw materials first in first out (FIFO) cost method is used. In determining the cost of packing materials, stock-in-trade, stores, spares, components and consumables, weighted average cost method is used. Cost of inventory comprises all costs of purchase, duties, taxes (other than those subsequently recoverable from tax authorities) and all other costs incurred in bringing the inventory to their present location and condition.

Cost of finished goods and work-in-progress includes the cost of raw materials, packing materials, an appropriate share of fixed and variable production overheads as applicable and other costs incurred in bringing the inventories to their present location and condition. Fixed production overheads are allocated on the basis of normal capacity of production facilities.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

G. 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.

G.1. Financial Assets

- ◆ **Initial recognition and measurement:** The Company recognizes a financial asset in its Balance Sheet when it becomes party to the contractual provisions of the instrument. All financial assets are recognized initially at fair value, plus in the case of financial assets not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial asset.

Where the fair value of a financial asset at initial recognition is different from its transaction price, the difference between the fair value and the transaction price is recognized as a gain or loss in the Statement of Profit and Loss at initial recognition if the fair value is determined through a quoted market price in an active market for an identical asset (i.e. level 1 input) or through a valuation technique that uses data from observable markets (i.e. level 2 input).

In case the fair value is not determined using a level 1 or level 2 input as mentioned above, the difference between the fair value and transaction price is deferred appropriately and recognized as a gain or loss in the Statement of Profit and Loss only to the extent that such gain or loss arises due to a change in factor that market participants take into account when pricing the financial asset.

However, trade receivables that do not contain a significant financing component are measured at transaction price.

- ◆ **Subsequent measurement:** For subsequent measurement, the Company classifies a financial asset in accordance with the below criteria:
 - The Company's business model for managing the financial asset and
 - The contractual cash flow characteristics of the financial asset.

Based on the above criteria, the Company classifies its financial assets into the following categories:

Notes to the Financial Statements for the year ended March 31, 2023

- Financial assets measured at amortized cost
- Financial assets measured at fair value through other comprehensive income (FVTOCI)
- Financial assets measured at fair value through profit or loss (FVTPL)
- ♦ **Financial assets measured at amortized cost:** A financial asset is measured at the amortized cost if both the following conditions are met:
 - The Company's business model objective for managing the financial asset is to hold financial assets in order to collect contractual cash flows, and
 - The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

This category applies to cash and bank balances, trade receivables, loans and other financial assets of the Company (Refer Note 38 for further details). Such financial assets are subsequently measured at amortized cost using the effective interest method.

Under the effective interest method, the future cash receipts are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial asset over the relevant period of the financial asset to arrive at the amortized cost at each reporting date. The corresponding effect of the amortization under effective interest method is recognized as interest income over the relevant period of the financial asset. The same is included under other income in the Statement of Profit and Loss.

The amortized cost of a financial asset is also adjusted for loss allowance, if any.

- ♦ **Financial assets measured at FVTOCI:** A financial asset is measured at FVTOCI if both of the following conditions are met:
 - The Company's business model objective for managing the financial asset is achieved both by collecting contractual cash flows and selling the financial assets, and
 - The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

The Company, through an irrevocable election at initial recognition, has measured investments in equity instruments at FVTOCI. This equity instruments are neither held for trading nor are contingent consideration recognized under a business combination. Pursuant to such irrevocable election, subsequent changes in the fair value of such equity instruments are recognized in OCI. However, the Company recognizes dividend income from such instruments in the Statement of Profit and Loss.

On De-recognition of such financial assets, cumulative gain or loss previously recognized in OCI is not reclassified from the equity to Statement of Profit and Loss. However, the Company may transfer such cumulative gain or loss into retained earnings within equity.

- ♦ **Financial assets measured at FVTPL:** A financial asset is measured at FVTPL unless it is measured at amortized cost or at FVTOCI as explained above.

This is a residual category applied to all other investments of the Company. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Statement of Profit and Loss.

- ♦ De-recognition: A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognized (i.e. removed from the Company's Balance Sheet) when any of the following occurs:
 - The contractual rights to cash flows from the financial asset expires;
 - The Company transfers its contractual rights to receive cash flows of the financial asset and has substantially transferred all the risks and rewards of ownership of the financial asset;

Notes to the Financial Statements for the year ended March 31, 2023

- The Company retains the contractual rights to receive cash flows but assumes a contractual obligation to pay the cash flows without material delay to one or more recipients under a 'pass-through' arrangement (thereby substantially transferring all the risks and rewards of ownership of the financial asset);
- The Company neither transfers nor retains substantially all risk and rewards of ownership and does not retain control over the financial asset.

In cases where Company has neither transferred nor retained substantially all of the risks and rewards of the financial asset, but retains control of the financial asset, the Company continues to recognize such financial asset to the extent of its continuing involvement in the financial asset. In that case, the Company also recognizes an associated liability. The financial asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

On De-recognition of a financial asset [except as mentioned in above for financial assets measured at FVTOCI] difference between the carrying amount and the consideration received is recognized in the Statement of Profit and Loss.

- ◆ **Impairment of financial assets:** The Company applies expected credit losses (ECL) model for measurement and recognition of loss allowance on the following:
 - Trade receivables
 - Financial assets measured at amortized cost (other than trade receivables and lease receivables)
 - Financial assets measured at fair value through other comprehensive income (FVTOCI)- in case of debt interments

In case of trade receivables, the Company follows a simplified approach wherein an amount equal to lifetime ECL is measured and recognized as loss allowance.

In case of other assets, the Company determines if there has been a significant increase in credit risk of the financial asset since initial recognition. If the credit risk of such assets has not increased significantly, an amount equal to 12-month ECL is measured and recognized as loss allowance. However, if credit risk has increased significantly, an amount equal to lifetime ECL is measured and recognized as loss allowance. Subsequently, if the credit quality of the financial asset improves such that there is no longer a significant increase in credit risk since initial recognition, the Company reverts to recognizing impairment loss allowance based on 12-month ECL.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original effective interest rate.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial asset. 12-month ECL are a portion of the lifetime ECL which result from default events that are possible within 12 months from the reporting date. ECL are measured in a manner that they reflect unbiased and probability weighted amounts determined by a range of outcomes, taking into account the time value of money and other reasonable information available as a result of past events, current conditions and forecasts of future economic conditions.

As a practical expedient, the Company uses a provision matrix to measure lifetime ECL on its portfolio of trade receivables. The provision matrix is prepared based on historically observed default rates over the expected life of trade receivables and is adjusted for forward-looking estimates. At each reporting date, the historically observed default rates and changes in the forward-looking estimates are updated.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the Statement of Profit and Loss.

Notes to the Financial Statements for the year ended March 31, 2023

G.2. Financial liabilities and equity instruments

Classification as debt or equity

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

G.2.1. Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

G.2.2. Financial liabilities

- Initial recognition and measurement: The Company recognizes a financial liability in its Balance Sheet when it becomes party to the contractual provisions of the instrument. All financial liabilities are recognized initially at fair value minus, in the case of financial liabilities not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial liability.

Where the fair value of a financial liability at initial recognition is different from its transaction price, the difference between the fair value and the transaction price is recognized as a gain or loss in the Statement of Profit and Loss at initial recognition if the fair value is determined through a quoted market price in an active market for an identical asset (i.e. level 1 input) or through a valuation technique that uses data from observable markets (i.e. level 2 input).

In case the fair value is not determined using a level 1 or level 2 input as mentioned above, the difference between the fair value and transaction price is deferred appropriately and recognized as a gain or loss in the Statement of Profit and Loss only to the extent that such gain or loss arises due to a change in factor that market participants take into account when pricing the financial liability

- Subsequent measurement: All financial liabilities of the Company are subsequently measured at amortized cost using the effective interest method.

Under the effective interest method, the future cash payments are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial liability over the relevant period of the financial liability to arrive at the amortized cost at each reporting date. The corresponding effect of the amortization under effective interest method is recognized as interest expense over the relevant period of the financial liability. The same is included under finance cost in the Statement of Profit and Loss.

- De-recognition: A financial liability is derecognized 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 between the carrying amount of the financial liability derecognized and the consideration paid is recognized in the Statement of Profit and Loss.

H. Offsetting financial instruments

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

I. Derivatives

The Company enters into certain derivative contracts to hedge risks which are not designated as hedges. Such contracts are accounted for at fair value through profit or loss and are included in other income/expenses.

Notes to the Financial Statements for the year ended March 31, 2023

J. Fair Value

The Company measures financial instruments at fair value in accordance with the accounting policies mentioned above. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows, the inputs to valuation techniques used to measure value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (Level 3 inputs).

- **Level 1** - quoted (unadjusted) market prices in active markets for identical assets or liabilities
- **Level 2** - inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly
- **Level 3** - inputs that are unobservable for the asset or liability

For assets and liabilities that are recognized in the financial statements at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period and discloses the same.

K. Foreign Currency Translation

- ♦ **Initial Recognition:** On initial recognition, transactions in foreign currencies entered into by the Company are recorded in the functional currency (i.e. Indian Rupees), by applying to the foreign currency amount, the spot exchange rate between the functional currency and the foreign currency at the date of the transaction. Exchange differences arising on foreign exchange transactions settled during the year are recognized in the Statement of Profit and Loss.
- ♦ **Measurement of foreign currency items at reporting date:** Foreign currency monetary items of the Company are translated at the closing exchange rates. Non-monetary items that are measured at historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is measured. Exchange differences arising out of these translations are recognized in the Statement of Profit and Loss.

L. Income Taxes

Tax expense is the aggregate amount included in the determination of profit or loss for the period in respect of current tax and deferred tax.

- ♦ **Current tax:** Current tax is the amount of income taxes payable in respect of taxable profit for a period. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible under the Income Tax Act, 1961.

Current tax is measured using tax rates that have been enacted by the end of reporting period for the amounts expected to be recovered from or paid to the taxation authorities.

- ♦ **Deferred tax:** Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit under Income Tax Act, 1961.

Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences, carry forward of unused tax credit (MAT Credit Entitlement) and any unused tax losses. Deferred tax assets are recognised to the extent it is probable that taxable profits will be available against which those deductible temporary difference can be utilized. In case of temporary differences that arise from initial recognition of assets or liabilities in a transaction that affect neither the taxable profit nor the accounting profit, deferred tax assets are not recognized. The carrying amount of deferred tax assets is reviewed at the

Notes to the Financial Statements for the year ended March 31, 2023

end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow the benefits of part or all of such deferred tax assets to be utilized.

- ◆ **Presentation of current and deferred tax:** Current and deferred tax are recognized as income or an expense in the Statement of Profit and Loss, except when they relate to items that are recognized in Other Comprehensive Income, in which case, the current and deferred tax income/expense are recognized in Other Comprehensive Income and in Equity, in case there is an adjustment to the opening balance of retained earnings resulting from either a change in accounting policy that is applied retrospectively or the correction of error or amount arising on initial recognition of a compound financial instruments

The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. In case of deferred tax assets and deferred tax liabilities, the same are offset if the Company has a legally enforceable right to set off corresponding current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority on the Company.

M. Provisions, Contingent Liabilities & Contingent Assets

The Company recognizes provisions when a present obligation (legal or constructive) as a result of a past event exists and it is probable that an outflow of resources embodying economic benefits will be required to settle such obligation and the amount of such obligation can be reliably estimated.

If the effect of time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

Contingent assets usually arise from unplanned or other unexpected events that give rise to the possibility of an inflow of economic benefits. Contingent Assets are not recognized though are disclosed, where an inflow of economic benefits is probable.

N. Cash and Cash Equivalents

Cash and Cash equivalents for the purpose of Cash Flow Statement comprise cash and cheques in hand, bank balances and demand deposits with banks where the original maturity is three months or less.

O. Employee Benefits

- ◆ **Short Term Employee Benefits:** All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits and they are recognized as an expense at the undiscounted amount in the Statement of Profit & Loss of the year in which related service is rendered.
- ◆ **Post-Employment Benefits:**
 - **Provident Fund scheme:** Retirement benefit in the form of Provident Fund is a defined contribution scheme and the company recognizes contribution payable to the provident fund scheme as expenditure when an employee renders the related service. The Company has no obligations other than the contribution payable to the respective funds.
 - **Gratuity scheme:** Gratuity liability, being a defined benefit obligation, is provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each financial year.
 - **Recognition and measurement of Defined Benefit plans:** The cost of providing defined benefits is determined using the Projected Unit Credit method with actuarial valuations being carried out at each reporting date. The defined benefit obligations recognized in the Balance Sheet represent the present value of the defined benefit obligations as reduced by the fair value of plan assets, if applicable. Any defined benefit asset (negative defined benefit

Notes to the Financial Statements for the year ended March 31, 2023

obligations resulting from this calculation) is recognized representing the present value of available refunds and reductions in future contributions to the plan.

All expenses represented by current service cost, past service cost, if any, and net interest on the defined benefit liability / (asset) are recognized in the Statement of Profit and Loss. Re-measurements of the net defined benefit liability/ (asset) comprising actuarial gains and losses and the return on the plan assets, are recognized in Other Comprehensive Income. Such re-measurements are not reclassified to the Statement of Profit and Loss in the subsequent periods. Re-measurement of defined benefit plans is recognised as a part of retained earnings in statement of changes in equity as per Division II of Schedule III of the Companies Act, 2013.

The Company presents the above liability/(asset) as current and non-current in the Balance Sheet as per actuarial valuation by the independent actuary;

P. Leases

The Company as lessor

Leases for which the Company is a lessor are classified as finance or operating leases. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as finance lease. All other leases are classified as operating leases.

Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight-line basis over the lease term.

The Company as lessee

The Company assesses whether a contract is or contains a lease, at inception of the contract. The Company recognises a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets. For these leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the lease term, unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed. Contingent and variable rentals are recognized as expense in the periods in which they are incurred.

Lease Liability

The lease payments that are not paid at the commencement date are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Company, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

Lease payments included in the measurement of the lease liability comprise:

- Fixed lease payments (including in-substance fixed payments) payable during the lease term and under reasonably certain extension options, less any lease incentives;
- Variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;
- The amount expected to be payable by the lessee under residual value guarantees;
- The exercise price of purchase options, if the lessee is reasonably certain to exercise the options; and
- Payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

The lease liability is presented as a separate line in the Balance Sheet.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

The Company remeasures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever:

Notes to the Financial Statements for the year ended March 31, 2023

- The lease term has changed or there is a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.
- A lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.

Right of Use (ROU) Assets

The ROU assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Whenever the company incurs an obligation for costs to dismantle and remove a leased asset, restore the site on which it is located or restore the underlying asset to the condition required by the terms and conditions of the lease, a provision is recognised and measured under Ind AS 37- Provisions, Contingent Liabilities and Contingent Assets. The costs are included in the related right-of-use asset.

ROU assets are depreciated over the shorter period of the lease term and useful life of the underlying asset. If the company is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life. The depreciation starts at the commencement date of the lease.

The Company applies Ind AS 36- Impairment of Assets to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as per its accounting policy on 'property, plant and equipment'.

As a practical expedient, Ind AS 116 permits a lessee not to separate non-lease components when bifurcation of the payments is not available between the two components, and instead account for any lease and associated non-lease components as a single arrangement. The Company has used this practical expedient.

Extension and termination options are included in many of the leases. In determining the lease term, the management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option.

Q. Borrowing Cost

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs, if any, directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized, if any. All other borrowing costs are expensed in the period in which they occur.

R. Events after Reporting date

Where events occurring after the Balance Sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the financial statements. Otherwise, events after the Balance Sheet date of material size or nature are only disclosed.

S. Research and Development

Expenditure on research is recognized as an expense when it is incurred. Expenditure on development which does not meet the criteria for recognition as an intangible asset is recognized as an expense when it is incurred.

Items of property, plant and equipment and acquired Intangible Assets utilized for Research and Development are capitalized and depreciated in accordance with the policies stated for Property, Plant and Equipment and Intangible Assets.

T. Earnings Per Share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders are divided with the weighted average number of shares outstanding during the year after adjustment for the effects of all dilutive potential equity shares.

Notes to the Financial Statements for the year ended March 31, 2023

U. Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Company.

V. Non-Current Assets held for sale

The Company classifies non-current assets as held for sale if their carrying amounts will be recovered principally through a sale rather than through continuing use of the assets and actions required to complete such sale indicate that it is unlikely that significant changes to the plan to sell will be made or that the decision to sell will be withdrawn. Also, such assets are classified as held for sale only if the management expects to complete the sale within one year from the date of classification. On-current assets classified as held for sale are measured at the lower of their carrying amount and the fair value less cost to sell. Non-current assets are not depreciated or amortized.

W. All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per requirement of Schedule III, unless otherwise stated.

2.1. KEY ACCOUNTING ESTIMATES & JUDGEMENTS:

The preparation of the Company's financial statements requires the management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below:

2.1.1. Significant judgments when applying Ind AS 115

Revenue is recognised upon transfer of control of promised products or services to customers in an amount that reflects the consideration which the Company expects to receive in exchange for those products or services. Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, price concessions and incentives, if any, as specified in the contract with the customer. The Company exercises judgment in determining whether the performance obligation is satisfied at a point in time or over a period of time. The Company considers indicators such as how customer consumes benefits as services are rendered or who controls the asset as it is being created or existence of enforceable right to payment for performance to date and alternate use of such product or service, transfer of significant risks and rewards to the customer, acceptance of delivery by the customer, etc.

2.1.2. Employee retirement plans

The Company provides defined benefit employee retirement plans. Measurement of obligations under such plans require numerous assumptions and estimates that can have a significant impact on the recognized costs and obligation, such as future salary level, discount rate, attrition rate and mortality etc.

2.1.3. Income taxes

The Company calculates income tax expense based on reported income. Deferred income tax expense is calculated based on the differences between the carrying value of assets and liabilities for financial reporting purposes and their respective tax basis that are considered temporary in nature. Valuation of deferred tax assets is dependent on management's assessment of future recoverability of the deferred benefit. Expected recoverability may result from expected taxable income in the future, planned transactions or planned tax optimizing measures. Economic conditions may change and lead to a different conclusion regarding recoverability.

2.1.4. Useful lives of depreciable/ amortisable assets (tangible and intangible)

Management reviews its estimate of the useful lives of depreciable/ amortisable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utility of certain software, customer relationships, IT equipment and other plant and equipment.

Notes to the Financial Statements for the year ended March 31, 2023

2.1.5. Recoverability of advances/ receivables

At each balance sheet date, based on discussions with the respective counter-parties and internal assessment of their credit worthiness, the management assesses the recoverability of outstanding receivables and advances. Such assessment requires significant management judgement based on financial position of the counter-parties, market information and other relevant factor.

2.1.6. Fair value measurements

The Company applies valuation techniques to determine the fair value of financial instruments (where active market quotes are not available) and non-financial assets. This involves developing estimates and assumptions consistent with the market participants to price the instrument. The Company's assumptions are based on observable data as far as possible, otherwise on the best information available. Estimated fair values may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date.

2.1.7. Contingent assets and liabilities, uncertain assets and liabilities

Liabilities that are uncertain in timing or amount are recognized when a liability arises from a past event and an outflow of cash or other resources is probable and can be reasonably estimated. Contingent liabilities are possible obligations where a future event will determine whether Company will be required to make a payment to settle the liability, or where the size of the payment cannot be determined reliably. Material contingent liabilities are disclosed unless a future payment is considered remote. Evaluation of uncertain liabilities and contingent liabilities and assets requires judgment and assumptions regarding the probability of realization and the timing and amount, or range of amounts, that may ultimately be incurred. Such estimates may vary from the ultimate outcome as a result of differing interpretations of laws and facts.

2.1.8. Right-of-use assets and lease liability

Where the rate implicit in the lease is not readily available, an incremental borrowing rate is applied. This incremental borrowing rate reflects the rate of interest that the lessee would have to pay to borrow over a similar term, with a similar security, the funds necessary to obtain an asset of a similar nature and value to the right-of-use asset in a similar economic environment. Determination of the incremental borrowing rate requires estimation.

2.2 Recent accounting pronouncement

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On 31st March, 2023, MCA amended the Companies (Indian Accounting Standards) Rules, 2015 by issuing the Companies (Indian Accounting Standards) Amendment Rules, 2023, applicable from 1st April, 2023, as below. Other amendments included in the notification does not have any significant impact on the financial statements.

Ind AS 1 Presentation of Financial Statements

The amendments require companies to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information, together with other information, is material when it can reasonably be expected to influence decisions of primary users of general-purpose financial statements. The Company does not expect this amendment to have any significant impact in its financial statements.

Ind AS 12 Income Taxes

The amendments clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations. The amendments narrowed the scope of the recognition exemption in paragraphs 15 and 24 of Ind AS 12 (recognition exemption) so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences. The Company does not expect this amendment to have any significant impact in its financial statements.

Ind AS 8 Accounting Policies, Changes in Accounting Estimates and Errors

The amendments will help entities to distinguish between accounting policies and accounting estimates. The definition of a change in accounting estimates has been replaced with a definition of accounting estimates. Under the new definition, accounting estimates are "monetary amounts in financial statements that are subject to measurement uncertainty". Entities develop accounting estimates if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty.

The Company does not expect this amendment to have any significant impact in its financial statements.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

3. Property, plant and equipment (PPE)

Description	Gross block			Accumulated depreciation			Net block	
	April 01, 2022	Additions / adjustments	Deductions	March 31, 2023	Charge for the year	Deductions	March 31, 2023	March 31, 2023
Freehold land	337.90	-	-	337.90	-	-	-	337.90
Land Improvement	38.24	426.82	-	465.06	4.53	-	11.30	453.76
Building	4,040.12	3,024.96	-	7,065.08	188.53	-	1,382.18	5,682.90
Plant and machinery	17,514.70	8,467.62	554.32	25,428.00	1,865.65	526.14	12,004.63	13,423.37
Furniture and fixtures	837.62	33.29	8.21	862.70	66.64	0.50	350.62	512.08
Vehicles	286.16	65.04	44.18	307.02	33.92	39.98	85.21	221.81
Office equipment's	40.13	3.95	-	44.08	3.02	-	32.25	11.83
Total	23,094.87	12,021.70	606.73	34,509.84	2,162.28	566.62	13,866.19	20,643.65

Description	Gross block			Accumulated depreciation			Net block	
	April 01, 2021	Additions / adjustments	Deductions	March 31, 2022	Charge for the year	Deductions	March 31, 2022	March 31, 2022
Freehold land	337.90	-	-	337.90	-	-	-	337.90
Land Improvement	38.24	-	-	38.24	0.42	-	6.77	31.47
Building	4,020.74	67.61	48.22	4,040.13	100.47	18.29	1,193.65	2,846.48
Plant and machinery	16,594.01	1,213.11	292.42	17,514.70	1,171.72	272.48	10,665.12	6,849.59
Furniture and fixtures	297.42	540.19	-	837.61	58.78	-	284.48	553.14
Vehicles	207.90	88.14	9.88	286.16	25.96	5.88	91.27	194.89
Office equipment's	30.33	9.80	-	40.13	3.50	-	29.23	10.90
Total	21,526.54	1,918.85	350.52	23,094.87	1,360.85	296.65	12,270.52	10,824.37

Notes to the Financial Statements for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

3. Property, plant and equipment (PPE) (contd.)

3.1. Details of Title deeds of Immovable Property not held in the name of the Company

Description of item of property	Relevant line item in the Balance Sheet	Gross carrying value		Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter / director or employee of promoter / director	Property held since which date	Reason why Property not held in the name of the Company
		March 31, 2023	March 31, 2022				
Building: Eco Centre at Kolkata	PPE	490.39	490.39	Ambuja Reality	NO	FY - 2017-18	Applied for obtaining approval from Urban Development for Registration
Building: Eco Centre at Kolkata	PPE	499.62	499.62	Development Ltd.	NO	FY - 2017-18	

4. Right-of-use assets

The Company has entered into lease agreements for a term of ninety years for factory lands situated at Plot No B-108 Eideco Sidcul Industrial Park sitarganj (unit 1) and at Plot No 07 Sector 2 Phase III IIE sitarganj (Unit 2).

Description	Gross block		Accumulated depreciation		Net block	
	April 01, 2022	Additions / adjustments	April 01, 2022	Charge for the year	March 31, 2023	March 31, 2023
Land Lease Hold	1,141.56	-	39.72	11.49	51.21	1,090.35
Description	Gross block		Accumulated depreciation		Net block	
	April 01, 2021	Additions / adjustments	April 01, 2021	Charge for the year	March 31, 2022	March 31, 2022
Freehold land	1,141.56	-	26.48	13.24	39.72	1,101.84

Notes to the Financial Statements for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

4. Right-of-use assets (contd.)

The movement in lease liabilities during the year ended is as follows:

Particulars	March 31, 2023	March 31, 2022
Opening Balance	54.35	54.57
Additions	-	-
Finance cost accrued during the period	4.72	4.72
Deletions	-	-
Payment of lease liabilities	(4.72)	(4.94)
Closing Balance	54.35	54.35
Current Lease liabilities	4.72	4.72
Non - Current Lease liabilities	49.63	49.63

Amount recognized in Profit or Loss

Particulars	FY 2022-23	FY 2021-22
Interest expense on lease liabilities	4.72	4.72
Depreciation expense of right-of-use assets	11.49	13.24
Expense relating to short term leases (included in other expenses)	-	-
Expense relating to Low value lease (included in other expenses)	2.22	7.09
Total	18.43	25.05

Amounts recognised in the statement of cash flow

Particulars	March 31, 2023	March 31, 2022
Total cash outflow for principal portion of lease liabilities	4.72	4.94
Total cash outflow for interest portion of lease liabilities	-	-
Total cash outflow for short term/low value lease liabilities	-	-

Future payment of lease liabilities on an undiscounted basis

Particulars	March 31, 2023	March 31, 2022
Less than one year	4.72	4.72
One to five years	18.88	18.88
More than five years	355.92	360.64
Total undiscounted Lease Liabilities	379.52	384.24

The weighted average incremental borrowing rate of 9.5% has been applied to lease liabilities recognised in the Balance Sheet.

5. Capital work in Progress (CWIP)

Description	April 01, 2021	Additions / adjustments	Capitalised during FY 2021-22	March 31, 2022	Additions / adjustments	Capitalised during the year	March 31, 2023
Capital Work in Progress	7,959.41	3,381.18	506.15	10,834.44	424.94	11,242.73	16.65
Total	7,959.41	3,381.18	506.15	10,834.44	424.94	11,242.73	16.65

5.1. Capital Work in Progress in the previous year mainly comprises of Plant & Machineries, Furniture & Fixtures and Civil Structures.

5.2. Capital Work-In-Progress (CWIP) Ageing Schedule

As at March 31, 2023

CWIP	Amount in CWIP for a period of				Total
	< 1 year	1-2 years	2-3 Years	> 3 years	
Projects in progress	16.65	-	-	-	16.65
Projects temporarily suspended	-	-	-	-	-

Notes to the Financial Statements for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

5. Capital work in Progress (CWIP) (contd.)

As at March 31, 2022

CWIP	Amount in CWIP for a period of				Total
	< 1 year	1-2 years	2-3 Years	> 3 years	
Projects in progress	2,701.01	5,521.80	2,605.69	5.94	10,834.44
Projects temporarily suspended	-	-	-	-	-

5.3. There are no projects as on each reporting period where activity had been suspended. Also there are no projects as on the reporting period which has exceeded cost as compared to its original plan or where completion is overdue.

5.4. Details of Trial Run Expenses :

Particulars	March 31, 2023
Raw Materials	77.66
Power & Fuel	82.67
Salary and Wages	15.88
Total	176.21
Less : Trial Run Production :-	
Work in Progress	176.21
Total	-

Notes to the Financial Statements for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

6 Intangible assets

Description	April 01, 2022		Gross block		Accumulated depreciation		Net block	
	April 01, 2022	Additions / adjustments	Deductions	March 31, 2023	Charge for the year	Deductions	March 31, 2023	March 31, 2023
Computer Software	18.37	5.79	-	24.16	2.29	-	13.97	10.19
Total	18.37	5.79	-	24.16	2.29	-	13.97	10.19

Description	April 01, 2021		Gross block		Accumulated depreciation		Net block	
	April 01, 2021	Additions / adjustments	Deductions	March 31, 2022	Charge for the year	Deductions	March 31, 2022	March 31, 2022
Computer Software	15.55	2.82	-	18.37	2.19	-	11.68	6.69
Total	15.55	2.82	-	18.37	2.19	-	11.68	6.69

7. Intangible Assets under Development

Description	April 01, 2021		March 31, 2022		Capitalised during the year	
	April 01, 2021	Additions / adjustments	March 31, 2022	Capitalised during FY 2021-22	Additions / adjustments	March 31, 2023
Computer Software	96.13	(96.13)	-	-	-	-
Total	96.13	(96.13)	-	-	-	-

Notes to the Financial Statements for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

8. Non Current Investments

	March 31, 2023	March 31, 2022
Equity investments designated at Fair Value through Other Comprehensive Income		
Investments in Un Quoted Equity Instruments		
75,330 Equity shares of INR 10 each fully paid-up in Genesis Exports Ltd	13,597.07	18,449.29
	13,597.07	18,449.29
Aggregate Un Quoted Investments- At cost	8.80	8.80
Aggregate Un Quoted Investments- At Fair Value	13,597.07	18,449.29
Aggregate amount of Impairment in value of Investments	-	-

8. Current Investments

	March 31, 2023		March 31, 2022	
	Quantity	Amount	Quantity	Amount
Investments designated at Fair Value through Profit and Loss				
Investments in Mutual funds (Unquoted)				
ICICI Prudential Short Term Direct Plan Growth Option	2,56,10,166	13,923.81	1,83,91,877	9,388.17
HDFC Short Term Debt Fund	3,34,90,923	9,207.76	3,20,23,041	8,396.16
Kotak Bond Fund (Short Term) Direct Plan Growth #	1,91,64,774	9,146.08	1,91,64,774	8,757.50
Aditya Birla Sunlife Corporate Bond Fund	69,65,877	6,659.75	69,65,877	6,353.26
Axis Short Term Fund-Direct Plan-Growth	83,08,725	2,328.43	56,94,979	1,519.58
Franklin India Short term Income Plan - Direct	8,663	429.95	11,457	541.93
Franklin India Short term Income Plan - Retail Plan - Direct Segregated Portfolio 2 (10.9% Vodaphone Idea Ltd 02Sep23)	83,870	82.71	1,12,385	104.28
Franklin India Short term Income Plan - Retail Plan - Direct Segregated Portfolio 3 (9.5% Yes Bank Ltd.Co 23DEC21)	1,33,799	-	1,33,799	-
		41,778.49		35,060.88
Aggregate Un-Quoted Investments- At cost		38,151.96		32,885.42
Aggregate Un-Quoted Investments- At NAV		41,778.49		35,060.88
Aggregate amount of Impairment in value of Unquoted Investments		-		-

Including 62,45,000 units pledge with Bank against Term Loan and Cash Credit facilities granted to the Company.

9. Other Financial Assets

	Non - Current	
	March 31, 2023	March 31, 2022
Security deposits (Considered Good and Unsecured)	475.55	469.40
	475.55	469.40

10. Income tax asset

	March 31, 2023	March 31, 2022
Advance payment of Tax (net of provisions)	81.67	71.65
Income Tax Refundable	9.58	9.58
Deposit with Income Tax Dept.	5.36	5.36
	96.61	86.58

Notes to the Financial Statements for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

11. Other Assets

	Non - Current	
	March 31, 2023	March 31, 2022
Capital Advance		
Unsecured, Considered Good	95.98	161.56
Unsecured, Considered Doubtful	1.42	1.42
Less: Provision for doubtful advances	(1.42)	(1.42)
Other Advances		
Prepaid Expenses	20.10	5.85
Other receivables		
Unsecured, Considered Doubtful	8.57	11.68
Less: Provision for doubtful advances	(8.57)	(11.68)
	116.08	167.41

11. Other Assets

	Current	
	March 31, 2023	March 31, 2022
Other Advances		
Advance paid to suppliers-Unsecured, Considered Good	121.18	146.78
Prepaid Expenses	66.13	62.22
Balance with Government Authorities	0.82	2.09
Licence in Hand	2.78	41.04
	190.91	252.12

12. Inventories

	March 31, 2023	March 31, 2022
Work in Progress	2,838.42	1,054.13
Finished Goods	2,321.61	748.84
Raw Materials	1,236.93	734.23
Packing Material	229.97	205.20
Stores & Spares	859.53	656.84
Stock in Trade	84.19	257.01
	7,570.65	3,656.25
The above includes goods-in-transit as under:		
Stores & Spares	0.17	7.05

13. Trade receivable

	March 31, 2023	March 31, 2022
At Amortised cost		
- Trade Receivables considered good - Secured (13.1)	274.66	182.65
- Trade Receivables considered good - Unsecured	3,382.00	3,092.77
- Trade Receivables which have significant increase in credit risk	75.97	716.16
- Trade Receivables - Credit impaired	-	-
	3,732.63	3,991.58
Less: Expected Credit Loss on Trade Receivables which have significant increase in credit risk	(75.97)	(716.16)
Less: Expected Credit Loss on Trade Receivable -considered good	(33.83)	(31.16)
	3,622.83	3,244.26
- Receivables from related parties	-	-
- Others	3,622.83	3,244.26
Total trade receivables	3,622.83	3,244.26

Notes to the Financial Statements for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

13. Trade receivable (contd.)

13.1. Receivables are secured against trade deposits taken from customers.

13.2. No trade or other receivable are due from directors or other officers of the Company either severally or jointly with any other person. Further, no trade or other receivable are due from firms or private companies respectively in which any director is a partner, or director or member.

13.3. Trade receivables Ageing Schedule

As on March 31, 2023

Particulars	Outstanding from due date of payment						Total
	Not Due	< 6 months	6 months - 1 year	1-2 years	2-3 years	> 3 years	
Undisputed- Considered good	3,540.41	116.24	-	-	-	-	3,656.66
Undisputed - Which have significant increase in credit risk	-	-	11.74	10.89	0.59	52.75	75.97
Undisputed- Credit impaired	-	-	-	-	-	-	-
Less: Expected Credit Loss on Trade Receivables which have significant increase in credit risk	-	-	(11.74)	(10.89)	(0.59)	(52.75)	(75.97)
Less: Expected Credit Loss on Trade Receivable -considered good	-	-	-	-	-	-	(33.83)
Total	3,540.41	116.24	-	-	-	-	3,622.83

As on March 31, 2022

Particulars	Outstanding from due date of payment as on March 31, 2022						Total
	Not Due	Upto 6 months	6 months - 1 year	1-2 years	2-3 years	> 3 years	
Undisputed- Considered good	2,548.67	693.69	10.92	0.80	18.79	2.54	3,275.42
Undisputed - Which have significant increase in credit risk	-	-	-	-	716.16	-	716.16
Undisputed- Credit impaired	-	-	-	-	-	-	-
Less: Expected Credit Loss on Trade Receivables which have significant increase in credit risk	-	-	-	-	(716.16)	-	(716.16)
Less: Expected Credit Loss on Trade Receivable -considered good	-	-	-	-	-	-	(31.16)
Total	2,548.67	693.69	10.92	0.80	18.79	2.54	3,244.26

13.4. Set out below is the movement in the allowance for expected credit losses of trade receivables

Particulars	March 31, 2023	March 31, 2022
April 01	747.32	38.18
Reversal for expected credit losses	-	(7.02)
Bad Debts Written Off	(680.00)	-
Expected Credit Loss on Trade Receivables considered Goods	2.67	-
Expected Credit Loss on Trade Receivables which have significant increase in credit risk	39.80	716.16
March 31	109.80	747.32

13.5. Break-up of Impairment allowance

Particulars	March 31, 2023	March 31, 2022
Trade Receivable-considered good	33.84	31.16
Trade Receivables which have significant increase in credit risk	75.97	716.16
	109.80	747.32

13.6. There are no "unbilled" and "disputed" trade receivables, hence the same are not disclosed in the ageing schedule

Notes to the Financial Statements for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

14. Cash and cash equivalents

	March 31, 2023	March 31, 2022
Cash in hand	0.43	0.76
Balances with banks	2.39	1.91
	2.82	2.67

There is no repatriation restriction with regard to cash and cash equivalents at the end of reporting period and prior periods.

15. Other bank balances

	March 31, 2023	March 31, 2022
Earmarked Balances		
On Unpaid Dividend Account	42.80	45.64
Earmarked Deposit with Banks	403.49	392.78
	446.29	438.42

16. Others Financial Assets

	March 31, 2023	March 31, 2022
Advances recoverable in cash-Unsecured and considered good	8.96	11.69
Interest accrued on deposits	8.96	9.87
Accrued Export and Other Incentives	15.86	26.93
	33.78	48.49

17. Equity share capital

	Amount	
	March 31, 2023	March 31, 2022
Authorised capital		
11,10,00,000 Equity shares (Prev. Year 11,10,00,000 Equity Share) of INR 2 each	2,220.00	2,220.00
	2,220.00	2,220.00
Issued and subscribed capital & fully paid-up		
11,10,00,000 Equity shares (Prev. Year 11,10,00,000 Equity Share) of INR 2 each	2,220.00	2,220.00
	2,220.00	2,220.00

a) Reconciliation of equity shares outstanding at the beginning and at the end of the year.

Equity Shares with voting rights	Number of shares		Amount	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Opening balance	11,10,00,000	11,10,00,000	2,220.00	2,220.00
Closing balance	11,10,00,000	11,10,00,000	2,220.00	2,220.00
Total Equity shares outstanding	11,10,00,000	11,10,00,000	2,220.00	2,220.00

b) Details of shareholders holding more than 5% in the company:

	March 31, 2023		March 31, 2022	
	Number of shares of Rs 2 per share	Percentage of holding	Number of shares of Rs 2 per share	Percentage of holding
Genesis Exports Limited	5,15,49,000	46.44%	5,13,99,000	46.31%
Ajit Jhunjunwala	83,93,000	7.56%	83,93,000	7.56%
HDFC Mutual Fund - HDFC S&P BSE 500 ETF	63,93,090	5.76%	-	-
DSP Small Cap. Fund	57,28,747	5.16%	-	-
HDFC Small Cap Fund	-	-	67,52,667	6.08%

As per the records of the company, the above shareholding represents both legal and beneficial ownership of shares.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

17. Equity share capital (contd.)

c) Details of Promoters and Promoters Group shareholding in the company:

Promoter name	March 31, 2023		March 31, 2022		% Change during the year
	No. of shares	% of total shares	No. of shares	% of total shares	
Genesis Export Limited	5,15,49,000	46.44%	5,13,99,000	46.31%	0.29%
Sushil Jhunjunwala	40,50,000	3.65%	40,50,000	3.65%	-
Ajit Jhunjunwala	83,93,000	7.56%	83,93,000	7.56%	-
Gyaneshwari Devi Jhunjunwala	49,73,000	4.48%	49,73,000	4.48%	-
Nidhi Jhunjunwala	9,00,000	0.81%	9,00,000	0.81%	-
Ishita Jhunjunwala	7,00,000	0.63%	7,00,000	0.63%	-
Abhyuday Jhunjunwala	7,00,000	0.63%	7,00,000	0.63%	-
Shruti Kishorepuria	16,00,000	1.44%	17,50,000	1.58%	-8.57%

d) Terms / Rights attached to Equity Shares:

The Company has only one class of issued shares i.e., Ordinary Shares having par value of INR 2 per share. Each holder of the Ordinary Shares is entitled to one vote per share and equal right for dividend. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the ordinary shareholders are eligible to receive the remaining assets of the Company after payment of all preferential amounts, in proportion to their shareholding.

e) Shareholding Pattern with respect of Holding Company or Ultimate Holding Company:

The Company does not have any Holding Company or Ultimate Holding Company.

- f) No ordinary shares have been reserved for issue under options and contracts/commitments for the sale of shares/ disinvestment as at the Balance Sheet date.
- g) The Company has not bought back any shares and issued Bonus Shares during the period of five years preceding the date at which the Balance Sheet is prepared
- h) No securities convertible into Equity/ Preference shares have been issued by the Company during the year.
- i) No calls are unpaid by any Director or Officer of the Company during the year.
- j) The Board of Directors have recommended final dividend of Rs. 3/- per equity share (@150 %) of the face value of Rs. 2 each for the financial year ended March 31, 2023. An interim dividend of Rs. 2.00 per equity share (@100%) was declared and paid during the year. The total dividend for the year including the final dividend (subject to the approval of the Shareholders at the ensuing Annual General Meeting) will be Rs. 5/- (@250 %) per equity share. The final dividend of Rs. 3/- per equity share (@150%) of the face value of Rs.2 each for the financial year ended March 31, 2023 aggregating to Rs. 3,330.00 lakhs has not been recognised in the financial statement.

18. Other equity

a) Securities premium reserve

Securities Premium is used to record premium received on issue of shares. The reserve is utilised in accordance with the provisions of Companies Act, 2013.

	March 31, 2023	March 31, 2022
Opening balance	5,620.27	5,620.27
Closing Balance	5,620.27	5,620.27

b) General reserve

General Reserves is used from time to time to transfer profits from Retained earnings for appropriation purpose. This reserve will be utilised in accordance with the provision of the Companies Act, 2013.

	March 31, 2023	March 31, 2022
Opening balance	8,040.00	7,040.00
Transfer from Retained Earning	1,000.00	1,000.00
Closing Balance	9,040.00	8,040.00

Notes to the Financial Statements for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

18. Other equity (contd.)

c) Retained earnings

Amount of retained earnings represents accumulated profit and losses of the Company as on reporting date. Such profits and losses are after adjustment of payment of dividend, transfer to any reserves as statutorily required and adjustment for realised gain/loss on derecognition of equity instruments measured at FVTOCI

	March 31, 2023	March 31, 2022
Opening balance	41,837.98	37,410.24
Add: Remeasurement of defined benefit obligation (net of tax)	11.77	20.54
Add: Profit for the year	12,298.09	8,737.20
	54,147.83	46,167.98
Less: Transfer to General Reserve	1,000.00	1,000.00
Less: Dividend on Equity Shares	3,108.00	3,330.00
Closing Balance	50,039.83	41,837.98

d) Other Comprehensive Income

The company has elected to recognise changes in the fair value of quoted investments in equity securities in OCI. These changes are accumulated within the FVOCI equity investment reserve within equity. The company transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognised.

Particulars	March 31, 2023	March 31, 2022
Equity instrument through Other Comprehensive Income		
Balance at the beginning of the year	16,330.89	14,285.85
Add/(Less): Change in Fair Value (net of tax)	(5,756.41)	2,045.04
Balance at the end of the year	10,574.49	16,330.89
TOTAL OTHER EQUITY	75,274.58	71,829.14

19. Borrowings

	Non-Current		Current	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Term Loan From Bank - Secured	833.33	1,250.00	277.78	-
Repayable on demand: (19.2)				
From Banks - Secured	-	-	109.28	149.10
	833.33	1,250.00	387.06	149.10

19.1 Repayment terms and nature of securities given for borrowings are as follows

Term Loan of Rs. 1111.11 Lakhs secured by pledge of Mutual Fund units (Refer Note No. 8) and repayable in 18 quarterly installments of Rs. 69.44 Lakhs each. It carries interest rate @8.2% p.a. linked to Repo Rate with quarterly set.

19.2 Cash Credit from banks is secured by pledge of Mutual Fund units (Refer Note no.-8). The rate of interest payable on Working Capital Borrowing is ~ 8.20% p.a. linked to Repo Rate with Quarterly reset (P.Y.-8.00% p.a.)

Notes to the Financial Statements for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

19. Borrowings (contd.)

19.3 The Company has filed quarterly returns or statements with the banks in lieu of the sanctioned working capital facilities, which are in agreement with the books of account other than those as set out below.

Quarter ended	Name of the Bank	Particulars	Amount as per books of account	Amount as reported in the quarterly return/ statement	Amount of difference	Reason for material discrepancy
Jun-22	HDFC Bank Ltd	Inventory	5,472.61	5,472.61	-	
		Trade Receivable	2,603.02	2,605.68	-2.66	
		Trade Payable	2,355.20	1,747.22	607.98	Refer Note -1
	Total		10,430.83	9,825.51	605.32	
Sep-22	HDFC Bank Ltd	Inventory	6,516.13	6,516.13	-	
		Trade Receivable	4,731.07	4,731.07	-	
		Trade Payable	3,173.03	2,326.51	846.52	Refer Note -1
	Total		14,420.23	13,573.71	846.52	
Dec-22		Inventory	Not Applicable*			
		Trade Receivable				
		Trade Payable				
	Total - *		-	-	-	
Mar-23		Inventory	Not Applicable*			
		Trade Receivable				
		Trade Payable				
	Total - *					

* From December 2022, Working capital facilities have been sanctioned against pledge of Mutual Fund Units held as Investment and hence submission of Quarterly return is not applicable

Quarter ended	Name of the Bank	Particulars	Amount as per books of account	Amount as reported in the quarterly return/ statement	Amount of difference	Reason for material discrepancy
Jun-21	HDFC Bank Ltd	Inventory	4,222.15	4,149.85	72.30	
		Trade Receivable	2,860.95	2,868.64	-7.69	
		Trade Payable	995.04	791.97	203.07	Refer Note -1
	Total		8,078.14	7,810.46	267.68	
Sep-21	HDFC Bank Ltd	Inventory	3,518.63	3,450.13	68.50	
		Trade Receivable	5,141.54	5,188.49	-46.95	
		Trade Payable	2,058.25	1,673.37	384.88	Refer Note -1
	Total		10,718.42	10,311.99	406.43	
Dec-21	HDFC Bank Ltd	Inventory	2,760.40	2,729.33	31.07	
		Trade Receivable	3,770.66	3,785.69	-15.03	
		Trade Payable	1,335.89	1,266.98	68.91	
	Total		7,866.95	7,782.00	84.95	
Mar-22	HDFC Bank Ltd	Inventory	3,656.25	3,657.29	-1.04	
		Trade Receivable	3,244.26	3,966.47	-722.21	Refer Note -2
		Trade Payable	1,913.10	1,428.25	484.85	Refer Note -1
	Total		8,813.61	9,052.01	-238.40	

Note 1:- As per books of account, Trade payable also includes amount payable for expenses whereas in statement submitted to bank, it consist of only payable for goods.

Note 2:- A provision of Loss Allowance of Rs. 716.16 lakh was created in books of accounts during the quarter and year ended March 31, 2022 at the time of finalization of accounts.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

20. Lease Liabilities

	Non-Current		Current	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Lease Liabilities	49.63	49.63	4.72	4.72
	49.63	49.63	4.72	4.72

21 Other Financial Liability

	Non-Current		Current	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Liability under Litigation	-	-	549.99	508.33
Employee related Liability	-	-	805.55	645.48
Payable against purchase of capital assets	-	-	114.38	1,196.16
Trade and other deposits- unsecured	274.66	182.65	-	-
Unclaimed dividends	-	-	42.80	45.64
Other Payables*	-	-	211.50	195.66
	274.66	182.65	1,724.22	2,591.27

*Includes payment due to related parties. Refer Note 44

22. Deferred tax

	March 31, 2023	March 31, 2022
Deferred Tax Liabilities		
On PPE & ROU Depreciation & Intangible Assets amortisation	806.87	704.15
On Fair valuation of Mutual Funds	892.64	424.91
On Fair valuation of Equity Instruments	3,013.77	2,109.59
On Fair valuation of Land	42.56	42.56
	4,755.83	3,281.21
Deferred Tax Assets		
Allowance for credit loss	27.62	188.02
Others	5.96	9.91
	33.58	197.93
Deferred Tax Liabilities (Net)	4,722.25	3,083.28

Movement in deferred tax asset and deferred tax liabilities during the year ended

Particulars	April 01, 2022	Recognized in Statement of Profit & Loss	Recognized in OCI	March 31, 2023
Deferred Tax Liabilities				
On PPE & ROU Depreciation & Intangible Assets amortisation	704.15	102.72	-	806.87
On Fair valuation of Mutual Funds	424.91	467.73	-	892.64
On Fair valuation of Equity Instruments	2,109.59	-	904.18	3,013.77
On Fair valuation of Land	42.56	-	-	42.56
	3,281.21	570.44	904.18	4,755.83
Deferred Tax Assets				
Allowance for credit loss	188.02	(160.40)	-	27.62
Others	9.91	-	(3.95)	5.96
	197.93	(160.40)	(3.95)	33.58
Deferred Tax Liabilities (Net)	3,083.28	730.84	908.13	4,722.25

Notes to the Financial Statements for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

22. Deferred tax (contd.)

Particulars	April 01, 2021	Recognized in Statement of Profit & Loss	Recognized in OCI	March 31, 2022
Deferred Tax Liabilities				
On PPE & ROU Depreciation & Intangible Assets amortisation	719.69	(15.54)	-	704.15
On Fair valuation of Mutual Funds	131.67	293.24	-	424.91
On Fair valuation of Equity Instruments	1,845.42	-	264.17	2,109.59
On Fair valuation of Land	42.56	-	-	42.56
	2,739.34	277.70	264.17	3,281.21
Deferred Tax Assets				
Allowance for credit loss	9.61	178.41	-	188.02
Others	16.82	-	(6.91)	9.91
	26.43	178.41	(6.91)	197.93
Deferred Tax Liabilities (Net)	2,712.91	99.29	271.08	3,083.28

23. Trade payables

	March 31, 2023	March 31, 2022
Total Outstanding due to micro enterprises and small enterprises (MSME)	450.92	450.07
Total Outstanding due to other than micro enterprises and small enterprises	2,165.41	1,463.03
	2,616.33	1,913.10

23.1. Disclosure as required under the Micro, Small and Medium Enterprises Development Act, 2006, to the extent ascertained and as per notification number GSR 679 (E) dated 4th September, 2015.

Sl. No.	Particulars	As at 31st March 2023	As at 31st March 2022
i	The principal amount remaining unpaid to any supplier as at the end of each accounting year;	447.36	447.37
ii	The interest due thereon remaining unpaid to any supplier as at the end of each accounting year;	3.56	2.70
iii	The amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year;	Nil	Nil
iv	The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006);	Nil	Nil
v	The amount of interest accrued and remaining unpaid at the end of accounting year; and	3.56	2.70
vi	The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23.	3.56	2.70

The above information has been determined to the extent such parties have been identified on the basis of information available with the company.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

23. Trade payables (contd.)

23.2 Trade payables ageing schedule

Particulars	Outstanding as on March 31, 2023 from due date of payment					
	Not Due	<1 year	1-2 years	2-3 years	> 3 years	Total
Undisputed dues -MSME	300.51	150.40	-	-	-	450.92
Undisputed dues -Others	869.47	507.60	-	-	-	1,377.07
Total	1,169.98	658.00	-	-	-	1,827.98
Unbilled Dues						788.34
Grand Total						2,616.33

Particulars	Outstanding as on 31/03/22 from due date of payment					
	Not Due	< 1 year	1-2 years	2-3 years	> 3 years	Total
Undisputed dues -MSME	262.02	186.34	0.88	-	0.83	450.07
Undisputed dues -Others	721.83	264.12	7.74	3.72	3.93	1,001.34
Total	983.85	450.46	8.62	3.72	4.76	1,451.41
Unbilled Dues						461.69
Grand Total						1,913.10

23.3. There are no "disputed" trade payables, hence the same are not disclosed in the ageing schedule.

24. Other liabilities

	Non-Current		Current	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Statutory dues payable	-	-	812.59	625.03
	-	-	812.59	625.03

25. Provisions

	Non-Current		Current	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Provision for leave encashment	-	-	58.00	50.06
Provision for gratuity	17.29	34.93	82.63	75.35
	17.29	34.93	140.63	125.41

26. Current Tax Liability

	Non-Current		Current	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Provision for Taxation (Net of advances)	-	-	401.25	228.66
	-	-	401.25	228.66

Note - The Company is subject to tax assessments and ongoing proceedings, which are pending before various Tax Appellate Authorities. Management periodically evaluates the positions taken in tax returns with respect to above matters, including unresolved tax disputes, which involves interpretation of applicable tax regulations and judicial precedents. Current tax liability and tax asset balances are presented, after recognising as appropriate, provision for taxes payable and contingencies basis management's assessment of outcome of such ongoing proceedings and amounts that may become payable to the tax authorities. Considering the nature of such estimates and uncertainties involved, the amount of such provisions may change upon final resolution of the matters with tax authorities.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

27. Revenue from Operations

	FY 2022-23	FY 2021-22
Sale of Products		
Glass & Glassware	44,991.71	32,046.47
	44,991.71	32,046.47
Other Operating Revenues		
Scrap Sales	126.07	79.67
Export Incentives	114.64	142.84
	240.71	222.51
	45,232.42	32,268.98

27.1. Principal revenue generation activity and major terms

The Company derives revenue principally from sale of Glassware product. The Company recognizes revenue when it satisfies a performance obligation in accordance with the provisions of contract with the customer. This is achieved when control of the product has been transferred to the customer, which is generally determined when title, ownership, risk of obsolescence and loss pass to the customer and the Company has the present right to payment, all of which occurs at a point in time upon shipment or delivery of the product. The Company collects GST on behalf of the Government, hence GST is not included in revenue from operations.

27.2. Disaggregated Revenue information

The Company's disaggregate revenue by geographical location

	FY 2022-23	FY 2021-22
India	40,349.91	27,017.40
Outside India	4,641.80	5,029.06
	44,991.71	32,046.46

27.3. Contract balances

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers Receivables, which are included in 'Trade receivables'

	March 31, 2023	March 31, 2022
Trade Receivable	3,622.83	3,244.26
Contract Liabilities-Advance from customer	213.38	356.19
Revenue recognised in the reporting period that was included in the contract liability balance at the beginning of the period	356.19	160.46
Revenue recognised in the reporting period from performance obligations satisfied (or partially satisfied) in previous periods	-	-

27.4. Reconciling the amount of revenue recognised in statement of profit and loss with the contracted price

	FY 2022-23	FY 2021-22
Revenue as per contracted price	45,234.70	32,426.96
Adjustments for:		
Sales Returns	(68.93)	(42.26)
Discount	(174.06)	(338.23)
Other Operating Income	240.71	222.51
Total	45,232.42	32,268.98

Notes to the Financial Statements for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

27. Revenue from Operations (contd.)

27.5. Other Information

	FY 2022-23	FY 2021-22
Significant payment terms		
- Financing Component	Nil	Nil
The aggregate amount of the transaction price allocated to the performance obligations that are unsatisfied (or partially unsatisfied) as of the end of the reporting period	Nil	Nil

28. Other income

	FY 2022-23	FY 2021-22
Interest Income	52.42	33.38
Other Non-Operating Income		
Net Gain/ (Loss) on Investments measured at fair value through Profit & Loss	1,864.38	1,425.08
Gain on Redemption of Current Investments	127.36	264.52
Profit on sale of Property, Plant & Equipment	66.52	126.02
Unspent Liability & unclaimed balances Written Back	28.23	2.61
Insurance & Other Claims	21.69	2.23
Gain on Exchange Fluctuation (Net)	-	1.43
Miscellaneous Receipts	17.60	60.21
	2,178.20	1,915.49

29. Cost of material consumed

	FY 2022-23	FY 2021-22
Raw Materials		
Inventory at the beginning of the year	734.23	448.75
Add: Purchases	8,129.94	4,113.15
Less: Inventory at the end of the year	(1,236.93)	(734.23)
	7,627.24	3,827.67
Packing Materials Consumed		
Inventory at the beginning of the year	205.20	181.05
Add: Purchases	3,284.70	2,561.55
Less: Inventory at the end of the year	(229.97)	(205.20)
	3,259.93	2,537.40
	10,887.17	6,365.07

30. Purchase of Stock in Trade

	FY 2022-23	FY 2021-22
Glass & Glassware	18.58	287.14
	18.58	287.14

Notes to the Financial Statements for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

31. Changes in Inventories of Finished Goods and Work in Progress

	FY 2022-23	FY 2021-22
Opening stock		
Stock in Trade	257.01	69.50
Work in Progress	1,054.13	1,218.03
Finished Goods	748.84	438.91
	2,059.98	1,726.44
Add : Trial Run production (Refer note no. 5.4)		
- Work in Progress	176.21	-
	2,236.19	1,726.44
Closing stock		
Stock in Trade	84.19	257.01
Work in Progress	2,838.42	1,054.13
Finished Goods	2,321.61	748.84
	5,244.22	2,059.98
	(3,008.03)	(333.55)

32. Employee benefit expense *

	FY 2022-23	FY 2021-22
Salaries, Wages, Bonus, Incentives & Leave pay	6,515.98	4,952.96
Contribution to Provident and other fund	351.92	301.07
Staff Welfare Expenses	80.12	57.51
	6,948.02	5,311.54

* For descriptive notes on disclosure of defined benefit obligation refer note 42

33. Finance costs

	FY 2022-23	FY 2021-22
Interest Expenses on Financial Liabilities measured at amortised Cost	142.34	13.41
Interest Expenses on Lease Liabilities	4.72	4.72
Other Finance Charges	621.72	436.01
	768.78	454.14
Less : Capitalised during the year	19.76	47.07
	749.02	407.06

34. Depreciation and Amortisation expenses

	FY 2022-23	FY 2021-22
On Property, Plant & Equipment	2,162.28	1,360.85
On Right to Use	11.49	13.24
On Intangible Assets	2.29	2.19
	2,176.06	1,376.28
Less : Capitalised during the year	-	10.17
	2,176.06	1,366.11

Notes to the Financial Statements for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

35. Other expenses

	FY 2022-23		FY 2021-22	
Power & Fuel		7,646.52		4,799.03
Stores, Spares and Consumables		880.65		698.02
Repair and Maintenance				
Plant & Machinery	98.20		93.66	
Building	16.76		30.71	
Others	10.96	125.92	11.42	135.79
Freight and forwarding charges		1,537.99		1,136.42
Advertisement and Sales Promotion		1,346.47		194.56
Travelling and conveyance		261.93		154.73
Legal and professional fees		93.40		96.60
Brokerage & Commission		11.82		22.60
Prov. For Doubtfull Debt		39.80		-
Bad Debt Written Off	680.00			-
Less : Adjusted against Provisison	680.00	-		-
Directors' Commission		450.00		395.00
Directors' sitting fees		10.20		10.05
Expenses on Corporate Social Responsibility (Refer Note No. 46)		200.66		196.53
Insurance		63.77		42.90
Payment to Auditor				
Statutory Audit Fees	17.60		17.60	
Tax Audit Fees	3.00		2.10	
Other Services	0.40		0.30	
Out of Pocket expenses	0.55	21.55	0.11	20.11
Rates & Taxes		14.29		18.22
Loss on Exchange Fluctuations (Net)		42.57		15.08
Rent and Hire Charges		2.22		7.09
Donation		-		1.71
Miscellaneous Expenses		419.69		468.98
		13,169.45		8,413.45

36. Tax Expense

	FY 2022-23	FY 2021-22
Income Tax Recognised in the Statement of Profit and Loss		
Current Tax for the year	3,441.42	2,815.00
Current Tax	3,441.42	2,815.00
Deferred Tax	730.84	99.29
	4,172.26	2,914.29
Income Tax expenses recognised in OCI		
Deferred Tax	(3.95)	(6.91)
Deferred Tax benefit on fair value gain on Investments in Equity instrument through OCI	(904.18)	(264.17)
	(908.13)	(271.08)

Notes to the Financial Statements for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

36. Tax Expense (contd.)

Reconciliation of tax expense and the accounting profit multiplied by India's tax rate:

	FY 2022-23	FY 2021-22
Accounting profit before income tax	16,470.35	11,651.49
Indian Statutory income tax rate	25.168%	25.168%
Estimated Income Tax Expense - A	4,145.26	2,932.45
Tax effect of adjustments to reconcile expected Income tax expense to reported Income tax expense - B		
Corporate Social Responsibility Expenses	(50.50)	(49.90)
Effect of Income which is taxed at Special rate	5.68	54.58
Others	17.82	13.48
	(27.00)	18.16
Income tax expense in Statement of Profit & Loss (A-B)	4,172.26	2,914.29

37. Other Comprehensive Income

	FY 2022-23	FY 2021-22
Items that will not be reclassified to profit or loss		
Remeasurement of the defined benefit plans	15.72	27.45
Less: Tax expense on the above	(3.95)	(6.91)
	11.77	20.54
Equity Instruments through Other Comprehensive Income	(4,852.23)	2,309.21
Less: Tax expense on the above	(904.18)	(264.17)
	(5,756.41)	2,045.04
Total Other Comprehensive Income	(5,744.64)	2,065.58

38. Financial instruments

This section gives an overview of the significance of financial instruments for the Company and provides additional information on balance sheet items that contain financial instruments. The details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised in respect of each class of financial asset, financial liability and equity instrument are disclosed in Note 1.2.(G & H) to the financial statements.

i) Financial assets & liabilities

The following tables presents the carrying value and fair value of each category of financial assets and liabilities as at March 31, 2023, March 31, 2022.

Particulars	March 31, 2023			March 31, 2022		
	FVTPL	FVOCI	Amortised cost	FVTPL	FVOCI	Amortised cost
Financial assets						
Investments						
Equity instruments	-	13,597.07	-	-	18,449.29	-
Mutual Funds	41,778.49	-	-	35,060.88	-	-
Trade receivables	-	-	3,622.83	-	-	3,244.26
Cash and cash equivalents	-	-	2.82	-	-	2.67
Other Bank Balances	-	-	446.29	-	-	438.42
Other Financial Assets	-	-	509.33	-	-	517.89
Total	41,778.49	13,597.07	4,581.25	35,060.88	18,449.29	4,203.22
Financial liabilities						
Borrowings	-	-	1,220.39	-	-	1,399.10
Trade payable	-	-	2,616.33	-	-	1,913.10
Lease Liability	-	-	54.35	-	-	54.35
Other Financial Liabilities	-	-	1,998.88	-	-	2,773.92
Total	-	-	5,889.95	-	-	6,140.47

Notes to the Financial Statements for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

38 Financial instruments (contd.)

ii) Fair values hierarchy

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Level 1 to Level 3, as described below:

Quoted prices in an active market (Level 1): This level of hierarchy includes financial assets that are measured by reference to quoted prices (unadjusted) in active markets for identical assets or liabilities. This category consists of investment in quoted equity shares, and mutual fund investments.

Valuation techniques with observable inputs (Level 2): This level of hierarchy includes financial assets and liabilities, measured using inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices). This level of hierarchy includes Company's over-the-counter (OTC) derivative contracts.

Valuation techniques with significant unobservable inputs (Level 3): This level of hierarchy includes financial assets and liabilities measured using inputs that are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

As at 31st March 2023	Notes	Level 1	Level 2	Level 3	Total
Financial assets					
Financial instruments at FVTPL					
Mutual Funds		41,778.49	-	-	41,778.49
Investments at FVOCI					
Equity instruments					
Unquoted	38(iii)	-	13,597.07	-	13,597.07
Total financial assets		41,778.49	13,597.07	-	55,375.55
Financial liabilities					
Financial instruments at FVTPL					
	-	-	-	-	-
Total financial liabilities					
	-	-	-	-	-

There have been no transfer in between Level 1 and Level 2 during the period

As at 31 March 2022	Notes	Level 1	Level 2	Level 3	Total
Financial assets					
Financial instruments at FVTPL					
Mutual Funds		35,060.88	-	-	35,060.88
Investments at FVOCI					
Equity instruments					
Unquoted	38(iii)	-	18,449.29	-	18,449.29
Total financial assets		35,060.88	18,449.29	-	53,510.17
Financial liabilities					
Financial instruments at FVTPL					
	-	-	-	-	-
Total financial liabilities					
	-	-	-	-	-

There have been no transfer in between Level 1 and Level 2 during the period

(iii) Valuation process and technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- Quoted investments (Mutual Funds)- Net Asset Value
- Unquoted investments - As determined by Independent Valuer. Fair value estimates of equity investments are included in level-2 and are based on information relating to value of investee company's net assets after required adjustments.
- The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

39 Financial Risk Management, Objectives and Policies

A) Capital Management

i) Risk Management

The Company's objectives when managing capital are to

- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt. Consistent with others in the industry, the Company monitors capital on the basis of net debt to equity ratio and maturity profile of overall debt portfolio of the Company. Net debt implies total borrowings of the Company as reduced by Cash and Cash Equivalent and Equity comprises all components attributable to the owners of the Company

The following table summarises the Net Debt, Equity and Ratio thereof.

Particulars	Note No.	March 31, 2023	March 31, 2022
Total Borrowings	19	1,220.39	1,399.10
Less: Cash & Cash Equivalents & Other bank balances	14 & 15	449.11	441.09
Net Debts (A)		771.28	958.01
Total equity	17 & 18	77,494.58	74,049.14
Total equity & Net Debt (B)		78,265.86	75,007.15
Net Debt to Equity Ratio (A/B)		0.01	0.01

No changes were made in objectives, policies or processes for managing capital during the years ended March 31, 2023 and March 31, 2022

ii) Dividends

Particulars	March 31, 2023	March 31, 2022
(i) Equity shares		
Final Dividend for the Financial Year 2021-22 of INR 0.80 & Interim Dividend for the financial year 2022-23 of INR 2.00 per equity share of INR 2 each fully paid	3,108.00	3,330.00

B) Financial Risk Management

The Company's activities expose it to market risk, liquidity risk and credit risk. In order to minimise any adverse effects on the financial performance of the Company, the company has risk management policies as described below :-

i) 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. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments. The Company only deals with parties which has good worthiness based on Company's internal assessment.

Financial assets are written off when there is no reasonable expectation of recovery, such as a debtor failing to engage in a repayment plan with the Company. Where loans or receivables have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognised as income in the statement of profit and loss.

Cash and cash equivalents and deposits: Balances and deposits with banks are subject to low credit risks due to good credit ratings assigned to the banks.

Investments: The Company limits its exposure to credit risk by generally investing in reputed mutual fund and counterparties that have a good credit ratings. The Company does not expect any credit losses from non-performance by these counter parties, and does not have any significant concentration of exposures to specific industry sectors.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

39 Financial Risk Management, Objectives and Policies (contd.)

Trade and other receivables: The Company measures the expected credit loss of trade receivables based on historical trend, industry practices and the business environment in which the entity operates. Loss rates are based on actual credit loss experience and past trends. The Maximum exposure to credit risk at the reporting date are given vide Note 13

ii) Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at reasonable price. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of credit facilities to meet obligations when due. The Company's treasury team is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's liquidity position through rolling forecasts on the basis of expected cash flows.

Maturities of financial liabilities

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments

Contractual maturities of financial liabilities as at March 31, 2023	Upto 2 year	2-5 year	More than 5 years	Total
Non-derivatives				
Borrowings	664.84	555.55	-	1220.39
Trade payable	2,616.33	-	-	2616.33
Lease Liability	9.44	14.16	355.92	379.52
Trade & Other deposits	-	274.66	-	274.66
Other payables	1,724.22	-	-	1,724.22
Total	5,014.82	844.37	355.92	6,215.11
Contractual maturities of financial liabilities as at March 31, 2022	Upto 2 year	2-5 year	More than 5 years	Total
Non-derivatives				
Borrowings	449.10	950.00	-	1,399.10
Trade payable	1,913.10	-	-	1,913.10
Lease Liability	9.44	14.16	360.64	384.24
Trade & Other deposits	-	182.65	-	182.65
Other payables	2,591.27	-	-	2,591.27
Total	4,962.91	1,146.81	360.64	6,470.36

iii) Market Risk

a) Foreign currency risk

The company is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the Pound, Euro, USD. Foreign exchange risk arises from recognised assets and liabilities denominated in a currency that is not the company's functional currency. The company as per its overall strategy uses forward contracts to mitigate its risks associated with fluctuations in foreign currency and such contracts are not designated as hedges under Ind AS 109. The company does not use forward contracts and swaps for speculative purposes.

Foreign currency risk exposure - Unhedged

The company's exposure to foreign currency risk at the end of the reporting period expressed are as follows

Currency	Liabilities		Assets	
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
GBP	-	187.66	48.90	-
Euro	112.11	626.46	28.79	-
USD	113.86	113.05	470.14	377.60
CNY	8.61	-	-	-
JPY	-	18.90	-	-

Notes to the Financial Statements for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

39 Financial Risk Management, Objectives and Policies (contd.)

Sensitivity

The sensitivity of profit or loss and equity to changes in the exchange rates arises mainly from foreign currency denominated financial instruments.

Particulars	March 31, 2023	March 31, 2022
Pound sensitivity		
INR/Pound- increase by 10% *	4.89	(18.77)
INR/Pound- decrease by 10% *	(4.89)	18.77
Euro sensitivity		
INR/Euro- increase by 10% *	(8.33)	(62.65)
INR/Euro- decrease by 10% *	8.33	62.65
USD sensitivity		
INR/USD- increase by 10% *	35.63	26.46
INR/USD- decrease by 10% *	(35.63)	(26.46)
CNY sensitivity		
INR/USD- increase by 10% *	(0.86)	-
INR/USD- decrease by 10% *	0.86	-
JPY sensitivity		
INR/JPY- increase by 10% *	-	(1.89)
INR/JPY- decrease by 10% *	-	1.89

* Holding all other variables constant

b) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's short term borrowing with floating interest rates. The Company constantly monitors the credit markets and rebalances its financing strategies to achieve an optimal maturity profile and financing cost.

Below is the overall exposure of the company to interest rate risk:

Particulars	March 31, 2023	March 31, 2022
Variable rate borrowing	1,220.39	1,399.10
Total borrowings	1,220.39	1,399.10

Sensitivity

Below is the sensitivity of profit or loss and equity changes in interest rates.

Particulars	March 31, 2023	March 31, 2022
Interest sensitivity		
Interest rates increases by 100 basis points	12.20	13.99
Interest rates decrease by 100 basis points	(12.20)	(13.99)

c) Price risk

i) Other Price Risk

Other price risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market traded price. Other price risk arises from financial assets such as investments in equity instruments. The Company is exposed to price risk arising mainly from investments in equity instruments recognised at FVTOCI

Particulars	March 31, 2023	March 31, 2022
Fair Value of Un Quoted Equity Investments	13,597.07	18,449.29
Total Equity Investments	13,597.07	18,449.29

Sensitivity

Particulars	March 31, 2023	March 31, 2022
Increase in market price by 5%	679.85	922.46
Decrease in market price by 5%	(679.85)	(922.46)

Notes to the Financial Statements for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

40 Contingent Liabilities and Contingent Assets

Particulars	March 31, 2023	March 31, 2022
A. Contingent Liabilities		
(i). Bank Guarantee	-	1.95
(ii). Demand under Income Tax Act, 1961 for Assessment Year 2012-13, 2013-14, 2014-15, 2017-18 to 2020-21 the matter is pending before Commissioner of Income Tax (Appeals).	292.77	253.03
(iii). Penalty order passed by ACCT, Deoghar for electricity duty for A.Y. 2006-07 to 2008-09 pending before Commissioner of Commercial Tax, Jharkhand, Ranchi	-	5.96
(iv). Reassessment order passed by DCCT Circle under JVAT Act, 2005 for A.Y. 2007-08 for difference between export sales booked in account and as per Bank Realisation Certificate. The matter is pending before Commissioner of Commercial Tax, Jharkhand, Ranchi	5.12	5.12
(v). Dispute with respect to stamp duty on leasehold land at Jaisalmer. The matter is pending with High Court of Rajasthan, Jodhpur	2.00	2.00

Note 1: The Company is contesting the demands and the management, including its tax/legal advisors, believe that its position will likely be upheld in the appellate process. No tax expense has been accrued in the financial statements for the tax demand raised. Cash outflows for the above are determinable only on receipt of judgements pending at various forums/authorities.

Note 2: The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified and the final rules/interpretation have not yet been issued. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.

D. Contingent Assets

	March 31, 2023	March 31, 2022
(i) Insurance Claim Lodged but not settled	241.88	241.88
	241.88	241.88

41 Capital Commitments and other commitments

	March 31, 2023	March 31, 2022
Estimated amount of Contracts remaining to be executed on Capital Account and not provided for (Net of advances)	316.08	3,170.12
Letter of Credit	-	175.51
	316.08	3,345.63

42 Disclosure pursuant to Indian Accounting Standard - 19 'Employee Benefits'

42.1 Defined Contribution Plan:

The amount recognized as an expense for the Defined Contribution Plans are as under :

Sl. No.	Particulars	FY 2022-23	FY 2021-22
a)	Provident Fund & Employees' State Insurance Scheme	273.00	227.54

Notes to the Financial Statements for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

42 Disclosure pursuant to Indian Accounting Standard - 19 'Employee Benefits' (contd.)

42.2 Defined Benefit Plan:

42.2.1 Gratuity Plan

Every employee who has completed five years or more of service is entitled to gratuity on terms not less favourable than the provisions of the Payment of Gratuity Act, 1972. The present value of defined obligation and related current cost are measured using the Projected Unit Credit Method with actuarial valuation being carried out at Balance Sheet date.

42.2.2 Risk Exposure

Defined benefit plans expose the Company to the following types of actuarial risks:

- Interest rate risk:** The defined benefit obligation calculated uses a discount rate based on government bonds. If the bond yield falls, the defined benefit obligation will tend to increase.
- Salary risk:** Higher than expected increases in salary will increase the defined benefit obligation.
- Demographic risk:** This is the risk of variability of results due to unsystematic nature of decrements that includes mortality, withdrawal, disability and retirement. The effect of these decrements on the defined benefits obligations is not straight forward and depends on the combination of salary increase, discount rate and vesting criteria. It is important not to overstate withdrawals because in the financial analysis the retirement benefit of the short career employee typically costs less per year as compared to a long service employee.

42.2.3 Change in Present Value of Obligations

The following table shows a reconciliation from the opening balances to the closing balances for the net defined benefit (asset)/ liability and its components :

Particulars	Gratuity (Funded)	
	March 31, 2023	March 31, 2022
Balance at the beginning of the year	995.49	949.55
Current Service Cost	71.86	62.44
Past Service Cost	-	-
Interest Cost on Defined Benefit Obligation	70.68	65.52
Actuarial (gain)/losses arising from:		
Changes in demographic assumptions	-	-
Changes in financial assumptions	(13.18)	(11.06)
Experience adjustment	(9.41)	(26.52)
Benefits paid from the plan assets	(51.89)	(44.44)
Balance at the end of the year	1063.54	995.49

42.2.4 Change in Fair Value of Plan Assets

The following table shows a reconciliation from the opening balances to the closing balances for the Plan Assets and its components:

Particulars	Gratuity (Funded)	
	March 31, 2023	March 31, 2022
Balance at the beginning of the year	885.21	736.78
Interest Income on Plan Assets	63.62	54.43
Remeasurement of Defined Benefit Obligation:		
Return on plan assets greater/ (lesser) than discount rate	(6.87)	(10.13)
Employer Contributions to the Plan	73.56	148.57
Benefits Paid from the Plan Assets	(51.89)	(44.44)
Balance at the end of the year	963.62	885.21

42.2.5 The amount recognised in the Balance Sheet

Particulars	Gratuity (Funded)	
	March 31, 2023	March 31, 2022
Present value of Defined Benefit Obligation	1,063.54	995.49
Fair Value of Plan Assets	963.62	885.21
Net (Asset)/Liability in the Balance Sheet	99.92	110.29

Notes to the Financial Statements for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

42 Disclosure pursuant to Indian Accounting Standard - 19 'Employee Benefits' (contd.)

42.2.6 Expenses recognized in Statement of profit or loss

Particulars	Gratuity (Funded)	
	FY 2022-23	FY 2021-22
Current Service Cost	71.86	62.44
Past Service Cost	-	-
Interest Cost	70.68	65.52
Interest Income on Plan Assets	(63.62)	(54.43)
Total Defined Benefit Cost recognized in Profit & Loss	78.92	73.53

42.2.7 Remeasurement recognized in other comprehensive income

Particulars	Gratuity (Funded)	
	FY 2022-23	FY 2021-22
Actuarial (gain)/losses arising from:		
Changes in demographic assumptions	-	-
Changes in financial assumptions	(13.18)	(11.06)
Experience adjustment	(9.41)	(26.52)
Remeasurement of Defined Benefit Obligation:		
Return on plan assets greater/ (lesser) than discount rate	6.87	10.13
Total Defined Benefit Cost recognized in Other Comprehensive Income	(15.72)	(27.45)

42.2.8 Major Categories of Plan Assets

Particulars	Gratuity (Funded)	
	FY 2022-23	FY 2021-22
Qualified Insurance Policies	100%	100%

The Gratuity Scheme is invested in policies offered by Life Insurance Corporation (LIC) of India. The information on the allocation of the fund into major asset classes and expected return on each major class are not readily available. The expected rate of return on plan assets is based on market expectations, at the beginning of the period, for returns over the entire life of the related obligation.

42.2.9 Asset Liability Matching Strategy

The Company's investment is in Cash Accumulation Plan/Traditional Plan of Insurance Company, the investment are being managed by these insurance company and at the year end interest is being credited to the fund value. The company has not changed the process used to manage its risk from previous periods. The company's investment are fully secured and would be sufficient to cover its obligations.

42.2.10 Actuarial Assumptions

Particulars	Gratuity (Funded)	
	FY 2022-23	FY 2021-22
Financial Assumptions		
Discount Rate	7.40%	7.10%
Salary Escalation Rate	8.00%	8.00%
Demographic Assumptions		
Mortality Rate	IALM (2012-14) Table	IALM (2012-14) Table
Withdrawal Rate	1% to 8%	1% to 8%

42.2.11 At 31st March 2023, the weighted average duration of the defined benefit obligation was 6.24 years (previous year 6.46 years). The distribution of the timing of benefits payment i.e., the maturity analysis of the benefit payments is as follows :

Expected benefits payment for the year ending on	Gratuity (Funded)
31st March 2023	145.95
31st March 2024	94.64
31st March 2025	69.24
31st March 2026	67.27
31st March 2027	127.98
31st March 2028 to 31st March 2032	634.61

Notes to the Financial Statements for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

42 Disclosure pursuant to Indian Accounting Standard - 19 'Employee Benefits' (contd.)

42.2.12 The Company expects to contribute Rs 82.63 Lakh (previous year Rs 75.35 Lakh) to its gratuity fund in 2023-24.

42.2.13 Sensitivity Analysis

The sensitivity analysis below have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period. Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below :

Particulars	Gratuity (Funded)	
	2022-23	2021-22
Effect on DBO due to 1% increase in Discount Rate	1,003.17	932.72
Effect on DBO due to 1% decrease in Discount Rate	1,134.94	1,065.68
Effect on DBO due to 1% increase in Salary Escalation Rate	1,134.62	1,064.80
Effect on DBO due to 1% decrease in Salary Escalation Rate	1,001.49	932.37
Effect on DBO due to 1% increase in Withdrawal Rate	1,063.24	992.66
Effect on DBO due to 1% decrease in Withdrawal Rate	1,067.75	998.58

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

43. Information On Related Party Transactions As Required By Ind As- 24 - 'Related Party Disclosures'

43.1 Name of related parties and nature of relationship:

a) Key Management Personnel

Mr. Sushil Jhunjunwala	Chairman
Mr. Ajit Jhunjunwala	Vice Chairman and Managing Director
Mrs. Nidhi Jhunjunwala	Executive Director
Mr. Arun Churiwal	Non Executive Director
Mr. Rajiv Gujral	Non Executive and Independent Director
Mr. Subir Bose	Non Executive and Independent Director
Prof. Santanu Ray	Non Executive and Independent Director
Ms. Suparna Chakrabortti *	Non Executive and Independent Director
Mrs Mamta Binani #	Non Executive and Independent Director

* Appointed w.e.f. 27.01.2022

Resigned w.e.f. 28.10.2021

b) Enterprises over which Key Management Personnel and their relatives are able to exercise significant influence where transactions have taken place during the year.

Genesis Exports Limited

43.2 Transaction with related parties:

a) Genesis Export Limited:

	FY 2022-23	FY 2021-22
Rent	-	6.61
Dividend Paid	1,443.37	1,541.97
Balance outstanding as at the year end- Amount Payable	-	-

Notes to the Financial Statements for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

43. Information On Related Party Transactions As Required By Ind As- 24 - 'Related Party Disclosures' (contd.)

b) Transaction with Key Management Personnel

	FY 2022-23	FY 2021-22
Remuneration, Perquisites & Others		
Short Term Employee Benefits		
Mr. Sushil Jhunjunwala	404.80	363.12
Mr. Ajit Jhunjunwala	344.51	233.38
Mrs. Nidhi Jhunjunwala	109.28	98.17

* Post Employment Benefit : Key Managerial Personnel and Relatives of Promoters who are under the employment of the Company are entitled to post employment benefits and other long term employee benefits recognised as per Ind AS 19 - 'Employee Benefits' in the financial statements. As these employee benefits are provided in aggregate on the basis of actuarial valuation, the same is not included above.

	FY 2022-23	FY 2021-22
Dividend paid		
Mr. Sushil Jhunjunwala	113.40	121.50
Mr. Ajit Jhunjunwala	235.00	251.79
Mrs. Nidhi Jhunjunwala	25.20	27.00

	FY 2022-23		FY 2021-22	
	Sitting Fee	Commission	Sitting Fee	Commission
Mr. Sushil Jhunjunwala	-	175.00	-	165.00
Mr. Ajit Jhunjunwala	-	175.00	-	160.00
Mrs. Nidhi Jhunjunwala	-	75.00	-	50.00
Mr. Rajiv Gujral	2.40	5.00	2.40	5.00
Mr. Subir Bose	1.20	5.00	1.65	5.00
Mr. Arun Churiwal	2.70	5.00	2.85	5.00
Prof. Santanu Ray	2.70	5.00	2.55	5.00
Ms. Suparna Chakrabortti *	1.20	5.00	-	-
Mrs. Mamta Binani#	-	-	0.60	-

* Appointed w.e.f. 27.01.2022

Resigned w.e.f. 28.10.2021

Balance outstanding as at the year end- Amount Payable	March 31, 2023	March 31, 2022
Key Managerial Personnel		
Mr. Sushil Jhunjunwala	136.88	125.46
Mr. Ajit Jhunjunwala	82.64	48.40
Mrs. Nidhi Jhunjunwala	49.25	37.52
Mr. Arun Churiwal	4.50	4.50
Mr. Rajiv Gujral	4.50	4.50
Mr. Subir Bose	4.50	4.50
Prof. Santanu Ray	4.50	4.50
Ms. Suparna Chakrabortti *	4.50	-

* Appointed w.e.f. 27.01.2022

Terms and Conditions of transactions with Related Parties

The transactions with Related Party are made in the normal course of business and on terms equivalent to those that prevail in arm's length transactions. Outstanding Balances at the year end are unsecured and settlement occurs in cash for the year ended March 31, 2023, the Company has recorded the receivable relating to amount due from Related Parties. This assessment is undertaken each Financial Year through examining the Financial position of the Related Parties and the market in which the Related Party operates.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

44 Segment information

44.1 Consequent to the adoption of Ind AS, the Company has identified one operating segment viz, "glass and glassware" which is consistent with the internal reporting provided to the Managing Director, who is the chief operating decision maker. The Company deals in only one product i.e., glass and glassware. The products and their applications are homogenous in nature.

Geographical Information

	FY 2022-23	FY 2021-22
Revenue from external customers		
India	40,349.91	27,017.41
Outside India	4,641.80	5,029.06
	44,991.71	32,046.47
	March 31, 2023	March 31, 2022
Non-Current Assets*		
India	21,876.92	22,934.75
Outside India	-	-

* excludes financial assets, deferred tax assets, Income tax.

44.2 The Company is not reliant on revenues from transactions with any single external customer and does not receive 10% or more of its revenues from transactions with any single external customer.

45 Earning per share (EPS)

EPS is calculated by dividing the profit attributable to the equity shareholder by the weighted average number of equity shares outstanding during the year.

	FY 2022-23	FY 2021-22
Profit for the year (INR Lakh)	12,298.09	8,737.20
Weighted average number of shares used in the calculation of EPS:		
Weighted average number of Basic Equity Shares outstanding	11,10,00,000	11,10,00,000
Face value of per share (INR)	2.00	2.00
Basic EPS (INR)	11.08	7.87
Diluted EPS (INR)	11.08	7.87

46 Corporate social responsibility

As per Section 135 of the Companies Act, 2013, a company meeting the applicable threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are in accordance to the CSR Policy of the Company which includes Rural Development Project, eradicating hunger, poverty and malnutrition, healthcare and sanitation, animal welfare, etc. A CSR committee has been formed by the Company as per the Act.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

46 Corporate social responsibility (contd.)

Particulars	For the period/year	
	March 31, 2023	March 31, 2022
Amount required to be spent by the company during the year	199.59	196.06
Amount spent during the year on:	200.66	196.53
Construction/acquisition of any asset	-	-
On purposes other than above	200.66	196.53
Shortfall at the end of the year	-	-
Total of previous years shortfall	-	-
Contribution to a trust controlled by the company	5.12	22.11
The nature of CSR activities undertaken by the Company	Healthcare, Education etc	Healthcare, Education etc
For movement is CSR, refer below:		
Opening Balance	0.47	-
Gross amount to be spent during the year	199.59	196.06
Actual spent	200.66	196.53
(Excess) /short spent	(1.54)	(0.47)

47. Ratio Analysis and its elements

Ratio	March 31, 2023	March 31, 2022	Reason for variance where more than 25% as compared to the ratio of preceding year
(a) Current ratio	8.51	7.12	
(b) Debt-equity ratio	0.02	0.02	
(c) Debt service coverage ratio	20.25	25.55	
(d) Return on equity ratio	0.16	0.12	Improvement in operating Margin
(e) Inventory turnover ratio	12.32	16.93	
(f) Trade receivables turnover ratio	13.10	9.12	Improved realization and increase in Sales.
(g) Trade payables turnover ratio	7.56	7.88	
(h) Net capital turnover ratio	0.95	0.87	
(i) Net profit ratio	0.27	0.27	
(j) Return on capital employed	0.21	0.15	Improved Operating Margin.
(k) Return on investment	0.05	0.05	

Description of ratios:

- Current ratio: Current Assets / Current Liabilities
- Debt-equity ratio: Total Debt / Shareholder's Equity
- Debt service coverage ratio: Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc./Debt service = Interest & Lease Payments + Principal Repayments
- Return on equity ratio: Net Profits after taxes – Preference Dividend (if any) / Average Shareholder's Equity
- Inventory turnover ratio : Sales of Products/ Average inventory(Finished Goods, Work in progress and Stock in Trade) = (Opening + Closing balance / 2)
- Trade receivables turnover ratio : Sales of Products/ Average trade debtors = (Opening + Closing balance / 2)
- Trade payables turnover ratio: Net Credit Purchases = Net credit purchases consist of gross credit purchases minus purchase return/ Average Trade Payables
- Net capital turnover ratio: Sales of Products/Working Capital = Working capital shall be calculated as current assets minus current liabilities.

Notes to the Financial Statements for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

47. Ratio Analysis and its elements (contd.)

- (i) Net profit ratio :Net profit shall be after tax./Sales of Products
- (j) Return on capital employed : Earning before interest and taxes./Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability
- (k) Return on investment: Net gain/(loss) on sale/fair value changes of mutual funds/Average investment funds in current investments)

48 Other Statutory Information

- (a) The Company has not revalued its Property, Plant and Equipment (including Right-of-Use Assets) and intangible assets during the year.
- (b) The Company has not given any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment granted to promoters, directors, KMPs and related parties.
- (c) The Company has not used borrowings for purpose other than specified purpose of the borrowing. Further, there is no delay in creation of charges with ROC beyond the statutory period.
- (d) The Company does not have any Benami property. Further, there are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (e) The Company does not have transactions with any struck off companies during the year except given below :

Name of the company	Relationship	No of Share as on March 31, 2023	No of Share as on March 31, 2022	Value as on March 31, 2023 (In INR)	Value as on March 31, 2022 (In INR)
Nangalia Fiscal Services Pvt. Ltd	Shareholder	100	100	280	200
Arihant Securities Ltd.	Shareholder	100	100	280	200
Astral Auto Parts Pvt Ltd	Shareholder	-	830	-	1,660
Sterling Equity Management Pvt Ltd	Shareholder	-	201	-	402
Unicon Fincap Private Limited	Shareholder	-	2000	-	4,000
Pushpak Stocks & Securities Ltd	Shareholder	-	4000	-	8,000
Soni Consultants (P) Ltd	Shareholder	-	6000	-	12,000
Haksh Import Export India Pvt Ltd	Vendor	-	-	6,84,323	10,51,500
Gulbrandsen Chemicals Pvt Ltd	Vendor	-	-	12,35,696	-

- (f) The Company has not traded or invested in Crypto currency or Virtual Currency during the current financial year.
- (g) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
- (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries); or
- (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- (h) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

Notes to the Financial Statements for the year ended March 31, 2023

All amounts in INR Lakh, unless otherwise stated

48 Other Statutory Information (contd.)

- (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries); or
- (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,
- (i) The Company have not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- (j) The Company has not been declared as a wilful defaulter by any bank or financial institution or government or any government authority.
- (k) The company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.
- (l) The company has not filed any Scheme of Arrangements in terms of sections 230 to 237 of the Companies Act, 2013 with any Competent Authority.

49 Figures for the previous year have been regrouped and reclassified to conform to the classification of the current period, where necessary.

50 The Financial Statements have been approved by the Board of Directors in their meeting held on May 29, 2023.

In terms of our report of even date

For Singhi & Co.

Chartered Accountants

Firm Registration no. 302049E

Giridhari Lal Choudhary

Partner

Membership Number : 052112

Place : Kolkata

Dated : 29.05.2023

For and on behalf of the Board of Directors

Sushil Jhunjunwala

Chairman

DIN: 00082461

Ajit Jhunjunwala

Vice Chairman and Managing Director

DIN: 00111872

Alok Pandey

Chief Financial Officer

Kanchan P Jaiswal

Company Secretary

LA OPALA®

www.laopala.in

