GRP
IMPACT POSITIVE

Pioneering the path to a sustainable tomorrow

GRP LIMITED

ANNUAL REPORT 2022-2023

GRP at a Glance

~1.2Mn
End-of-life tyres from reaching landfills every year

87,200
tons/year capacity

5
Business verticals

Certified by
IATF, ISO, EMS, OHSMS, REACH for EU Zone

60+
Exporting Countries

300+
Customers

Supplies to
8
out of top 10 global tyre companies

Commitment

Integrity

Sustainability

Trust

GRP Values

Years ended 31st March

(₹ in Lakhs)

	2019	2020	2021	2022	2023
Financial Highlights					
Total Income	35,784	34,930	28,134	38,927	45,612
Operating profit	1,289	588	603	1,194	1,803
Profit after tax	638	300	164	578	1,023
Net Worth	13,379	13,125	13,559	14,024	14,780
Borrowed Funds	6,451	8,562	7,156	9,921	8,440
Fixed Assets (Gross)	24,143	25,555	25,118	27,270	24,725
Net Current Assets	2,540	2,658	4,730	5,589	6,203
Book Value Per Share (₹)	1,003	984	1,017	1,052	1,108
Earning Per Share (₹)	47.86	22.49	12.27	43.39	76.71
Dividend (%)	80.00	55.00	25.00	90.00	170.00
Key Indicators :					
Debt Equity Ratio	0.48	0.65	0.53	0.71	0.57
Operating Profit to Sales	4%	2%	2%	3%	4%
Interest Coverage Ratio	6	3	4	5	5

CORPORATE INFORMATION

CIN	L25191GJ1974PLC002555
BOARD OF DIRECTORS	Rajendra V. Gandhi, Chairperson & Managing Director Harsh R. Gandhi, Joint Managing Director Hemal H. Gandhi, Executive Director Rajeev M. Pandia, Independent Director Saurabh S. Shah, Independent Director Vivek G. Asrani, Independent Director Anshul D. Mittal, Independent Director
AUDITORS	Rajendra & Co. Chartered Accountants Mumbai
BANKERS	HDFC Bank Ltd. Citibank N.A. Kotak Mahindra Bank Ltd.
REGISTERED OFFICE	Plot No.8, G.I.D.C. Estate, Ankleshwar – 393 002, Gujarat
WORKS	Ankleshwar, Panoli & Dahej (Gujarat), Akkalkot Road, Chincholi, Solapur (Maharashtra)
CORPORATE OFFICE	510, ‘A’ Wing, Kohinoor City Commercial I, Kirol Road, Off. L.B.S. Marg, Kurla (W), Mumbai – 400 070.
SHARES LISTED ON	BSE Ltd. National Stock Exchange of India Ltd.
REGISTRAR & TRANSFER AGENTS	Universal Capital Securities Pvt. Ltd. C-101, 247 Park, LBS Road, Vikhroli West, Mumbai - 400 083, Maharashtra.
ISIN NO.	INE137I01015
E-MAIL	investor.relations@grpweb.com
WEBSITE	www.grpweb.com

GRP LIMITED
CIN : L25191GJ1974PLC002555
Registered Office: Plot No.8, GIDC Estate, Ankleshwar - 393 002, Gujarat.
e-mail id : investor.relations@grpweb.com, website:www.grpweb.com

NOTICE

NOTICE is hereby given that the **FORTY NINTH ANNUAL GENERAL MEETING (AGM)** of the members of **GRP LIMITED** ("the Company") will be held on **FRIDAY, 4TH AUGUST, 2023 at 12.30 p.m. IST** through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

Ordinary Business:

1. To consider and adopt :

    a) the audited standalone 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; and

    b) the audited consolidated financial statements of the Company for the financial year ended 31st March, 2023 together with the Report of the Auditors thereon.

2. To declare dividend on equity shares for the financial year 2022-23.

3. To appoint a director in place of Rajendra V. Gandhi (DIN: 00189197), who retires by rotation and being eligible, offers himself for re-appointment.

Special Business:

4. **Payment of remuneration by way of commission to Rajeev M. Pandia (DIN: 00021730), Independent Director, for the financial year ending 31st March, 2024.**

    To consider and if thought fit, to pass the following as a Special Resolution:

    "RESOLVED THAT pursuant to the provisions of Section 197 and any other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with table A of Section II of Part II of Schedule V of the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and Regulation 17(6) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and subject to such sanctions as may be necessary, the consent of the members of the Company be and is hereby accorded to the payment of ₹ 12,00,000/- (Rupees Twelve Lakh only) to Rajeev M. Pandia (DIN:00021730) Independent Director of the Company, as remuneration by way of commission for the financial year ending 31st March, 2024, which is likely to exceed fifty per cent of the total annual remuneration payable to all the Non-Executive Directors of the Company for the financial year ending 31st March, 2024."

    "RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to the above resolution."

5. **Ratification of Remuneration payable to M/s. Kishore Bhatia & Associates, Cost Accountants as Cost Auditor for auditing the cost accounting records of the company for the year ending 31st March, 2024.**

    To consider and if thought fit, to pass the following as an Ordinary Resolution :

    "RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration of ₹2,30,000/- (Rupees Two lakhs Thirty Thousand only) plus out of pocket expenses and applicable taxes, as recommended by the Audit Committee and approved by the Board of Directors of the Company, payable to M/s. Kishore Bhatia & Associates, Cost Accountants (Firm Registration No.00294) as cost auditor for auditing the cost accounting records of the company for the year ending 31st March, 2024, be and is hereby ratified."

NOTES :

1. Pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021 and Circular No. 10/2022 dated December 28, 2022 and all other relevant circulars issued from time to time, physical attendance of the Members to the AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020, MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020, MCA Circular No. 2/2021 dated January 13, 2021 and MCA Circular No. 10/2022 dated December 28, 2022.

6. The Register of Members and Transfer Books of the Company will be closed from 29th July, 2023 to 4th August, 2023, both days inclusive.

7. If the dividend as recommended by the Board of Directors is approved at the Annual General Meeting, payment of such dividend will be credited / dispatched within 30 days from 4th August, 2023:

   i) To all Beneficial Owners in respect of shares held in dematerialised form as per the data as may be made available by the National Securities Depository Limited and the Central Depository Services (India) Limited as at the close of business hours on 28th July, 2023.

   ii) To all members in respect of shares held in physical form whose names stand on the Register of Members as at the close of business hours on 28th July, 2023.

8. Tax Deductible at Source / Withholding tax:

   Pursuant to the requirement of Income Tax Act, 1961, the Company will be required to withhold taxes at the prescribed rates on the dividend paid to its shareholders. The withholding tax rate would vary depending on the residential status of the shareholder and documents submitted by shareholder with the Company / Universal Capital Securities Pvt. Ltd. (UCS)/ Depository Participant.

I. **Resident Shareholders:**

1.1. Tax Deductible at Source for Resident Shareholders

Sr. No. (1)	Particulars (2)	Withholding tax rate (3)	Documents required (if any) / Remarks (4)
1.	Valid PAN updatedin the Company's Register of Members	10%	No document required. If dividend does not exceed ₹5,000/, no TDS/ withholding tax will be deducted. Please also refer note (v) below.
2.	No PAN/Valid PAN not updated in the Company's Register of Members	20%	TDS/ Withholding tax will be deducted, regardless of dividend amount, if PAN of theshareholder is not registered with the Company / UCS /Depository Participant. All the shareholders are requested to update, on or before Friday, 21st July, 2023, their PAN with their Depository Participant (if shares are held in electronic form) and Company / UCS (if shares are held in physical form). Please quote all the folio numbers under which you hold your shares while updating the records. Please also refer note (v) below.
3.	Availability of lower/ Nil tax deduction certificate issued by Income Tax Department under section 197 of Income Tax Act, 1961.	Rate specified in the certificate	Lower tax deduction certificate obtained from Income Tax Authority to be submitted on or before Friday, 21st July, 2023.

1.2. No Tax Deductible at Source on dividend payment to resident shareholders if the Shareholders submit following documents as mentioned in column no.4 of the below table with the Company / UCS / Depository Participant on or before Friday, 21st July, 2023.

Sr. No. (1)	Particulars (2)	Withholding tax rate (3)	Documents required (if any) / Remarks (4)
1.	Submission of form 15G/15H	NIL	Declaration in Form No. 15G (applicable to an individual who is below 60 years) / Form 15H (applicable to an individual who is 60 years and above), fulfilling certain conditions.
2.	Shareholders to whom section 194 of the Income Tax, 1961 does not apply as per second proviso to section 194 such as LIC, GIC. etc.	NIL	Documentary evidence for exemption under section 194 of The Income Tax Act, 1961.
3.	Shareholder covered under section 196 of Income Tax Act, 1961 such as Government, RBI, corporations established by Central Act & mutual funds.	NIL	Documentary evidence for coverage under section 196 of The Income Tax Act, 1961.
4.	Category I and II Alternate Investment Fund.	NIL	SEBI registration certificate to claim benefit under section 197A (1F) of Income Tax Act, 1961.
5.	• Recognized provident funds • Approved superannuation fund • Approved gratuity fund	NIL	Necessary documentary evidence as per Circular No.18/2017 issued by Central Board of Direct Taxes (CBDT).
6.	National Pension Scheme	NIL	No TDS/ withholding tax as per section 197A (1E) of Income Tax Act, 1961.
7.	Any resident shareholder exempted from TDS deduction as per the provisions of Income Tax Act or by any other law or notification	NIL	Necessary documentary evidence substantiating exemption from deduction of TDS.

II. Non-Resident Shareholders:

The table below shows the withholding tax on dividend payment to non-resident shareholders who submit, on or before, Friday, 21st July, 2023 the following document(s), as mentioned in column No.4 of the below table, to the Company / UCS.

In case all necessary documents are not submitted, then the TDS/ Withholding tax will be deducted at 20% (plus applicable surcharge and cess).

Sr. No. (1)	Particulars (2)	Withholding tax rate (3)	Documents required (if any) / Remarks (4)
1.	Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs) / Other Non- Resident shareholders	20% (plus applicable surcharge and cess) or tax treaty rate, whichever is beneficial	FPI registration certificate in case of FIIs / FPIs. To avail beneficial rate of tax treaty following tax documents would be required: 1. Tax Residency certificate issued by revenue authority of country of residence of shareholder for the year in which dividend is received. 2. PAN or declaration as per Rule 37BC of Income Tax Rules, 1962 in a specified format. 3. Form 10F filled & duly signed. 4. Self-declaration for non- existence of permanent establishment/ fixed base in India. (Note: Application of beneficial Tax Treaty Rate shall depend upon the completeness of the documents submitted by the Non-Resident shareholder and review to the satisfaction of the Company).
2.	Indian Branch of a Foreign Bank	NIL	Lower tax deduction certificate under section 195(3) obtained from Income Tax Authority. Self-declaration confirming that the income is received on its own account and not on behalf of the Foreign Bank and the same will be included in taxable income of the branch in India.
3.	Availability of Lower/ Nil tax deduction certificate issued by Income Tax Authority	Rate specified in certificate	Lower tax deduction certificate obtained from Income Tax Authority.
4.	Any non-resident shareholder exempted from Withholding tax deduction as per the provisions of Income Tax Act or any other law such as The United Nations (Privileges and Immunities) Act 1947, etc.	NIL	Necessary documentary evidence substantiating exemption from Withholding tax deduction.

Notes:

(i) The Company will issue soft copy of the TDS certificate to its shareholders through e-mail registered with UCS / Depository Participant, post payment of the dividend. Shareholders will be able to download Form 26AS from the Income Tax Department's website https://www.incometaxindia.gov.in.

(ii) The aforesaid documents such as Form 15G/ 15H, documents under sections 196, 197A, FPI Registration Certificate, Tax Residency Certificate, Lower Tax certificate etc. shall be emailed to grptds@unisec.in on or before Friday, 21st July, 2023 to enable the Company to determine the appropriate TDS / withholding tax rate applicable. Any communication on the tax determination/ deduction received after Friday, 21st July, 2023 shall not be considered. Formats of Form 15G / Form 15H can be downloaded from the link https://www.unisec.in/client-downloads.html.

(iii) Application of TDS rate is subject to necessary verification by the Company of the shareholder details as available in Register of Members as on the cut-off Date, and other documents available with the Company/ UCS.

(iv) In case TDS is deducted at a higher rate, an option is still available with the shareholder to file the return of income and claim an appropriate refund.

(v) No TDS will be deducted in case of resident individual shareholders who furnish their PAN details and whose dividend does not exceed ₹ 5,000/-. However, where the PAN is not updated in Company/ UCS/ Depository Participant records or in case of an invalid PAN, the Company will deduct TDS under section 194 without considering the exemption limit of ₹ 5,000/-.

All the shareholders are requested to update their PAN with their Depository Participant (if shares are held in electronic form) and Company / UCS (if shares are held in physical form) against all their folio holdings on or before Friday, 21st July, 2023.

(vi) In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided by the shareholder, such shareholder will be responsible to indemnify the Company and also, provide the Company with all information / documents and co-operation in any appellate proceedings.

This Communication is not exhaustive and does not purport to be a complete analysis or listing of all potential tax consequences in the matter of dividend payment. Shareholders should consult their tax advisors for requisite action to be taken by them.

9. Members holding shares in dematerialised form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service, Electronic Clearing Service, mandates, nominations, power of attorney, change of address, change of name, email address, telephone/mobile number etc., to their Depository Participant (DP). Changes intimated to the Depository Participant will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agent, Universal Capital Securities Pvt. Ltd. (UCS) to provide efficient and better services. Members holding shares in physical form are requested to provide latest bank account details along with original cancelled cheque leaf/ copy of bank passbook/statement attested by the bank, copy of PAN card and mobile number to UCS.

10. To support the 'Green Initiative', members who have not yet registered their email addresses are requested to register the same with their Depository Participant in case the shares are held by them in electronic form and with UCS in case the shares are held by them in physical form.

11. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred/transmitted/ transposed only in dematerialized form. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holding to dematerialised form. Members can contact the Company or UCS for assistance in this regard.

12. Members holding physical shares in identical order of names in more than one folio are requested to send to the Company or UCS the details of such folios together with the share certificates for consolidating their holding in one folio. A consolidated share certificate will be returned to such Members after making requisite changes thereon.

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

14. The unclaimed dividend up to the financial year ended 31st March, 1995 have been transferred to the General Revenue Account of the Central Government pursuant to Section 205A (5) of the Companies Act, 1956. Members, who have not encashed their dividend warrants up to the financial year ended 31st March, 1995 are requested to claim the same from the Registrar of Companies, Gujarat at Ahmedabad.

15. Pursuant to Section 124 and 125 of the Companies Act, 2013 and rules made thereunder, any dividend remaining unclaimed with the Company on the expiry of 7 (seven) years from the date of its transfer to the unclaimed / unpaid account, will be transferred to the Investor Education and Protection Fund (IEPF) set up by the Central Government. Accordingly, unclaimed dividends for the financial year ended 31st March, 1996 to 31st March, 2015 have been transferred to the said fund. Members, who have not encashed their dividend warrant(s) so far, for the final dividend for the financial year ended 31st March, 2016 and for subsequent financial years, are requested to make their claims to the Company/ UCS.

Further as per the Act / Rules, all shares in respect of which dividend has not been encashed or claimed for seven consecutive years or more are required to be transferred to IEPF Suspense Account in the prescribed manner.

Upon transfer of member's shares/ dividend as aforesaid, member may claim from IEPF Authority both the unclaimed dividend amount and/or the shares by making an application in prescribed Form IEPF-5 and by sending the physical copy of the same duly signed (as per the specimen signature recorded with the Company) along with requisite documents enumerated in the Form IEPF - 5.

Company shall with a view to comply with the requirements of the said Rules, transfer the shares to the IEPF suspense account by the due date as per procedure stipulated in the Rules. Please note that no claim shall lie against the Company or its Registrar & Share Transfer Agent in respect of unclaimed dividend amount and shares transferred to IEPF Authority pursuant to the said Rules.

The Rules and the application form (Form IEPF – 5), as prescribed by the MCA for claiming back the shares/ dividend, are available on the website of MCA at www.iepf.gov.in.

16. As required by the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 of ICSI, brief profile of the Directors proposed to be appointed / re-appointed at the Annual General Meeting is given below:

Name of the Director	Rajendra Gandhi
Date of birth	17th December, 1949
Date of first appointment	29th June, 1974
Experience in specific functional areas	Varied experience of more than 50 years in rubber industry.
Qualification	B. Tech. from the Indian Institute of Technology (IIT) Mumbai.
Directorship held in other public limited companies (excluding GRP Limited)	• GRP Circular Solutions Limited
Memberships / Chairmanship of committees of all public limited companies	Chairmanship of the Board Committee: 1) GRP Ltd. • Corporate Social Responsibility Committee
No. of shares held in the Company	37211 equity shares

17. In compliance with the aforesaid MCA Circulars and SEBI Circulars dated 12th May, 2020, 15th January, 2021 and 5th January, 2023, notice of the AGM along with the Annual Report 2022-23 is being sent only through electronic mode to those members whose email addresses are registered with the Company/ DP.

18. Members may note that the Notice of the AGM and the Annual Report for the financial year 2022-23 is also available on the Company's website www.grpweb.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the Notice of AGM is also available on the website of NSDL https://www.evoting.nsdl.com.

19. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

20. Since the AGM will be held through VC / OAVM, the Route Map is not annexed to this Notice.

21. Members seeking any information with regard to the accounts, document referred in the accompanying notice and the explanatory statement and statutory registers and records which are required to be placed at the AGM, are requested to write to the Company on or before 31st July, 2023 through email on investor.relations@grpweb.com. The same will be replied by the Company suitably.

22. Instructions for e-voting and joining the AGM are as follows:

I. **VOTING THROUGH ELECTRONIC MEANS :**

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

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

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

The remote e-voting period begins on Tuesday, 1st August, 2023 at 09:00 A.M. and ends on Thursday, 3rd August, 2023 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 28th July, 2023 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 28th July, 2023.

III. Members who have cast their votes by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

IV. Any person who acquires shares of the Company and become member of the Company after dispatch of the notice of AGM and holding shares as on the cut-off date i.e. 28th July, 2023, may obtain the login ID and password by sending a request to email ID evoting@nsdl.co.in or to email ID investor.relations@grpweb.com. 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” option available on www.evoting.nsdl.com.

V. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, shall only be entitled to avail the facility of e-voting.

VI. Process to vote electronically using NSDL e-Voting system:

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

Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “**Beneficial Owner”** icon under **“Login”** which is available under **‘IDeAS’** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **“Access to e-Voting”** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **“Register Online for IDeAS Portal”** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page.

	Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

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

<u>How to Log-in to NSDL e-Voting website?</u>

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

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

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

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

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

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

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

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to khyatishah.cs@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms. Pallavi Mhatre 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 registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to investor.relations@grpweb.com.

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to investor.relations@grpweb.com.

3. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A**) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

4. 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.

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

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

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

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at investor.relations@grpweb.com. The same will be replied by the company suitably.
6. Members who have questions may send their questions in advance mentioning their name, demat account number/folio number, email id, mobile number at investor.relations@grpweb.com from **28th July, 2023 (10.00 a.m. IST)** to **31st July, 2023 (5.00 p.m.IST)**. The same will be replied by the company suitably during the AGM.

By Order of the Board of Directors

Place : Mumbai
Date : 27th May, 2023

Harsh Gandhi
Joint Managing Director

Registered Office: Plot No. 8, GIDC Estate, Ankleshwar – 393 002, Gujarat

Annexure to the Notice

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the special business set out in the accompanying Notice

Item No.4:

As per the amended provisions of the Companies Act, 2013 notified from 18th March, 2021, remuneration to non-executive Director/s (including Independent Director/s) can be paid even if the company has no profit or inadequate profits in any financial year.

Considering the role of Rajeev M. Pandia as an Independent Director of the Company, in growth, future expansion and diversification and his valuable contribution and involvement in various projects of the Company, the Nomination and Remuneration Committee and the Board of Directors at their respective meetings held on 27th May, 2023, as per the provisions of Section II of Part II of Schedule V of the Companies Act, 2013 as modified from time to time and subject to the approval of the shareholders, approved payment of ₹12,00,000/- (Rupees Twelve Lakh only) to Rajeev M. Pandia as remuneration by way of commission for the financial year 2023-24 (with quarterly payment of ₹3 lakhs each). Such payment will be in addition to the fees payable for attending meetings of the Board/ Committee.

The Regulation 17(6)(ca) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, requires approval of shareholders by special resolution every year, in which the annual remuneration payable to a single non-executive director exceeds fifty per cent of the total annual remuneration payable to all non-executive directors.

The aforesaid payment of remuneration by way of Commission to Rajeev M. Pandia, an Independent Director of the Company for the financial year ending 31st March, 2024, is likely to exceed fifty per cent (50%) of the total annual remuneration payable to all the Non-Executive Directors (including Independent Director/s) of the Company for the financial year ending 31st March, 2024.

The Board recommends the Special Resolution set out in Item No.8 for the approval by the members of the Company.

None of the Directors or Key Managerial Personnel or their respective relatives, except Rajeev M. Pandia, to whom the resolution relates, are in any way concerned or interested, financially or otherwise in the Resolution mentioned at Item No.8 of the notice.

Additional information for Item No.4 as required under Schedule V of the Companies Act, 2013 is as under :

I. General Information:

1. Nature of Industry :

   The Company is engaged in the business of manufacture of reclaimed rubber, custom die forms, engineering plastics and polymer composites.

2. Date or expected date of commencement of commercial production :

   The Company is manufacturing reclaimed rubber since December 1978, custom die forms since March 1999, engineering plastics since June, 2009 and polymer composites since December, 2017.

3. In case of new companies expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus : Not Applicable.

4. Financial Performance based on given indicators:

Significant Financial Indicators for last five years					
	Years ended 31st March				
	(₹ in lakhs)				
	2019	**2020**	**2021**	**2022**	**2023**
Total Income	35,784	34,930	28,134	38,927	45,612
Operating profit	1,289	588	603	1,194	1,803
Profit after tax	638	300	164	578	1,023
Net Worth	13,379	13,125	13,559	14,024	14,780
Borrowed Funds	6,451	8,562	7,156	9,921	8,440

Fixed Assets (Gross)	24,143	25,555	25,118	27,270	24,725
Net Current Assets	2,540	2,658	4,730	5,589	6,203
Book Value Per Share (₹)	1,003	984	1,017	1,052	1,108
Earning Per Share (₹)	47.86	22.49	12.27	43.39	76.71
Dividend (%)	80.00	55.00	25.00	90.00	170.00
Ratios :					
Debt Equity	0.48	0.65	0.53	0.71	0.57
Operating Profit To Sales	4%	2%	2%	3%	4%
Interest Coverage	6	3	4	5	5

5. Foreign Investments and Collaborations, if any : Nil

II. a) Information about Rajeev M. Pandia:

1. Background Details / Recognition or awards / job profile and suitability:

   Rajeev Pandia has been associated with the Indian and international chemical industry for over 47 years. He has over 32 years' experience at the Board level, as Managing Director and Independent Director. His areas of expertise include, apart from General Management, Projects, Strategy, Organisation Development, Market Development, Joint Ventures, Corporate Governance, Government Policies, Technology Transfer, Operational Excellence and EHS. He has been a member of several Government appointed committees. He was President of Indian Chemical Council. He was selected Distinguished Alumnus of IIT Bombay and elected Fellow of Indian Institute of Chemical Engineers, as also Indian National Academy of Engineering.

2. Past remuneration: ₹12.00 Lakhs paid as remuneration by way of commission for the financial year ended 31st March, 2023.

3. Remuneration proposed: As mentioned in the Resolution and / or Explanatory Statement.

4. Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person:

   Taking into consideration the size of the Company, the nature of the industry, the profile, knowledge, skills and experience of Rajeev M. Pandia, the above proposed remuneration is commensurate and comparable with the remuneration drawn by Non-Executive Director in similar capacities in other companies in the rubber and related industry.

5. Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel:

   Rajeev M. Pandia does not have any pecuniary relationship with the company. Rajeev M. Pandia is not related to any Director or Managerial Personnel of the Company.

III. Other Information :

1. Reasons of loss or inadequate profits: Profits are likely to be inadequate, due to challenging business environment in the automobile industry in general and in the rubber goods manufacturing industry in particular.

2. Steps taken or proposed to be taken for improvement : Company under the guidance and mentorship of Rajendra V. Gandhi is constantly endeavoring for :

a) Revenue maximization through geographic expansion and industry outreach for improved asset turnover.

b) Profitability improvement through cost optimization and new technology adoption; and

c) Rationalization of capital employed by combining manufacturing locations and integrating the operations.

Item No. 5 :

As per Notification dated 14th July, 2016 issued by the Ministry of Corporate Affairs regarding the Companies (Cost Records and Audit) Rules, 2014, provisions relating to auditing of cost accounting records are applicable to the Company with effect from 1st April, 2016. Accordingly, the audit of cost accounting records of the Company is mandatory from the financial year 2016-17.

M/s. Kishore Bhatia & Associates, Cost Accountants (Firm Registration No. 00294), as required under Section 141 of the Companies Act, 2013, has confirmed its eligibility to conduct the audit of the cost accounting records of the Company for the financial year 2023-24 and has consented to act as the Cost Auditor of the Company.

At the recommendation of the Audit Committee, the Board of Directors has approved the appointment of M/s. Kishore Bhatia & Associates, Cost Accountants (Firm Registration No. 00294) as the Cost Auditors to conduct the audit of the cost records of the Company for the financial year 2023-24 at a remuneration of ₹ 2.30 lakhs p.a. plus out of pocket expenses and taxes.

Section 148 (3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditor) Rules, 2014, requires the remuneration payable to the Cost Auditors to be approved by the Members of the Company. Accordingly, the approval of the Members is sought for passing an Ordinary Resolution for the remuneration payable to the Cost Auditors for the financial year 2023-24.

The Directors recommend the Resolutions for the approval of the Members.

None of the Directors, Key Managerial Personnel of the Company and their relatives, is in any way concerned or interested in the Resolutions.

By Order of the Board of Directors

Place : Mumbai
Date : 27th May, 2023

Harsh Gandhi
Joint Managing Director

Registered Office: Plot No. 8, GIDC Estate, Ankleshwar – 393 002, Gujarat.

We are committed towards creating an impact positive through our ESG initiatives

A significant milestone in our journey towards sustainable growth and responsible business practices has been the adoption of Environmental, Social and Governance (ESG) principles. ESG adoption has become increasingly important in the business landscape, driven by the growing recognition of the need for organizations to address environmental and social challenges while maintaining strong governance practices. At GRP , we understand that integrating ESG considerations into our business strategy is not only the right thing to do but also essential for long-term value creation and risk management.

To measure our progress in ESG adoption, we have established key performance indicators aligned with relevant industry standards and guidelines. These KPIs cover areas such as carbon emissions, energy consumption, employee satisfaction, diversity metrics, and governance practices. We regularly track and report on these metrics to assess our performance and drive continuous improvement. Our ESG journey is an ongoing process, and we are fully committed to further integrating sustainability into our business practices. We will continue to invest in innovation, research, and development to enhance our environmental performance, strengthen our social impact, and bolster our governance practices. GRP's ESG profile is now on ESG world, available to read on our website

From the
Managing Director's Desk

I am delighted to share that our last financial year has witnessed achievements across various areas of business. Our efforts in deepening customer partnerships, our unwavering focus on sustainability through product development and process upgradation have contributed to our success during the year.

In pursuit of our strategic plan to be a sustainable materials supplier and ensure a long-term win-win situation for all stakeholders, we continued to explore new areas of growth, made investments and disinvestments to strengthen our position in market.

We undertook capacity expansion in plastics business, commissioned a new facility in Dahej and invested in land adjoining our Solapur factory. Furthermore, we divested certain facilities to consolidate and invest in future growth and disinvested in subsidiaries Marangoni GRP Private Limited and GRIP Polymers Limited.

To support GoI's EPR policy and brand owners fulfil their obligations, we introduced a new line of business under wholly owned subsidiary to manufacture recycled materials from EoL Polyolefin packaging waste and gained approvals from Mobil for use of its materials in their packaging.

As an organization dedicated to greener growth, we invested in solar and wind energy to reduce carbon footprint and achieve low operating costs.
Additionally, amidst external challenges including geopolitical tensions, economic slowdowns in certain regions and continued pressure of ocean freight costs throughout significant part of the year and high input costs related to oil, energy and wage inflation, we have successfully upheld a robust market position. We have forged new partnerships, improved pricing domestically and benefitted from currency depreciation of INR against major currencies and continued to engage with international customers, who are investing in long-term development projects with us.

Despite a fire outbreak at one of our plant last year, we ended the year on a positive note. We reaffirmed our unwavering commitment to prioritizing the safety of our workforce and the surrounding communities.Thanks to the resilience and dedication of our highly trained professionals, who swiftly responded to the situation in containing the damage and reviving operations.

Globally, ESG as a framework is gaining momentum. The efficient collection of end-of-life (EOL) waste, advancements in recycling technologies, higher recovery rates and increased adoption of recycled materials have emerged as prominent focal points in major global dialogues. At GRP, we are embracing the same through several interventions including focus on collection of EOL plastic waste through onground innovative partnership models. Concurrently, we remain committed to society at large and continue to drive social value through our endeavours under our six adopted SDGs.

Our people, values and culture are the foundation of our accomplishments. We care for our people and ensure their safety and well-being while simultaneously training them and providing opportunities for growth. You would be pleased to know that we continued to be a great place to work.

Success is not defined by the absence of challenges, but rather by our ability to rise above them and turn them into opportunities for growth. We thank each and every one who were with us in this journey in adapting to the evolving landscape with determination.

Rajendra Gandhi
Managing Director

Directors' Report to the Members,

Your Directors are pleased to present the **FORTY NINTH** Annual Report on the affairs of the Company together with the Audited Accounts of the Company for the year ended 31st March, 2023.

Standalone Financial Results	**Year ended 31st March**	
Particulars	**2023**	**2022**
	(₹ In lakhs)	**(₹ In lakhs)**
Sales & Other Income	45,612	38,927
EBITDA	3,041	2,421
Profit before tax and exceptional items	1,157	745
Tax Expenses	134	166
Profit after tax for the year (a)	1023	578
Total comprehensive income	851	498
Balance of Profit/Loss for earlier years (b)	7,223	6,744
Add: Remeasurement gain/(loss) of defined benefit plans (c)	-50	-66
Less: Dividend paid on Equity Shares (d)	120	33
Balance carried forward (a+b+c-d)	8,076	7,223

RESERVES

The Board of Directors of your company has decided not to transfer any amount to the reserves for the year under review.

DIVIDEND

Based on performance of the Company for the year under report and in line with its dividend pay-out policy, the Board recommends a dividend of ₹ 17/- per equity share (170%) of the face value of ₹ 10/- each for the year ended 31st March, 2023. [Previous year dividend was ₹ 9.00 per share (90%)].

FINANCIAL RESULTS, PERFORMANCE AND FUTURE OUTLOOK

The financial year gone by has been mostly positive for your company on the back of deeper customer partnerships and continued focus on sustainability through product development and process upgradation. In the year gone by, your company delivered a revenue of ₹ 45,612 lakhs in the fiscal year 2022-23 compared to ₹ 38,927 lakhs in the previous year, representing a growth of 17%. This growth was on account of a 4% growth in volume and a significant growth of 16% in value. The Reclaim Rubber (RR) business grew by 15% in revenues, the Engineering Plastics (EP) business growth was at 56%, the CDF business unit exhibited a 33% growth while the Rubber Composite (RC) business shrunk by 30% over its previous year on account of challenges its customer faced during the year. Profit after tax for the year as a result grew by 77% to ₹ 1,023 lakhs over the previous year compared to ₹ 578 lakhs in the previous year.

The increased focus on sustainable materials coupled with continued geopolitical tensions during the year led to a flat volume sales of RR. The growth in volume from RR was mainly in the domestic markets with tyre companies leading the growth, however the demand from international customers reduced on account of economic slow downs in Europe, North America and Latin America. However, the international customers continue to invest in long term development projects and continue engagement with your company to increase the share of Reclaim in their products. While the volume growth was muted, your company was successfully able to seek improved pricing for its product from the domestic customers and benefited from the currency depreciation of the INR against major currencies. However, the large portion of the volume & price benefit was offset by continued pressure of ocean freight costs (for the Q1-Q3) and other input cost increases linked to oil, energy & wage inflation.

The performance of the EP has been impressive and plans of erstwhile years seems to now fructify. With several customer approvals in automotive, electrical and compounding industries, the overall non-RR business witnessed doubling of revenue, with EP leading the way with a 56% growth. A slowdown in the RC business is on account of high ocean freights, with the business coming to a standstill for the last 6 months in the year gone by. The revival of the business is underway and your company remains hopeful for growth prospects in this area.

A fire at the plant producing engineering plastic compounds and RC in February this year caused significant damage to property and plant in. At GRP, we prioritize safety of the workforce and the surrounding communities and our dedicated team of trained professionals through swift response ensured the spread was contained without causing any casualties or loss of life. The fire on account of an electrical accident, caused a loss in revenue for the EP & RC business to the tune of ₹ 5 crore.

During the year under review, your company has made investments in a wholly owned subsidiary (WOS) for manufacturing of recycled Polyolefins to leverage the introduction of Extended Producer Responsibility (EPR) in the Plastics sector, has during the year commissioned its facility in Dahej for manufacturing semi-processed materials from end of life tyres to feed its plants in Ankleshwar & Panoli, invested in land adjoining its factory in Solapur for producing semi-processed rubber for its RR business & fibre for its Engineering Plastic business. Your company also divested its facility in Perundurai with an intent to consolidate and invest for future growth in its operations across Maharashtra & Gujarat. In line with the company's focus on its core business of sustainable materials manufacturing, a divestment in its joint venture Marangoni GRP Private Limited and subsidiary Grip Polymers Limited was also undertaken during the year.

CHANGE IN THE NATURE OF BUSINESS

During the year there was no change in the nature of business of the Company.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT.

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

DETAILS OF REVISION OF FINANCIAL STATEMENT OR THE REPORT

There was no revision in Financial Statement or the Report in respect of any of the three preceding financial years.

SHARE CAPITAL

There was no change in the Company's share capital during the year under review. The Company's paid-up equity share capital remained at ₹ 1,33,33,330 comprising of 13,33,333 Equity Shares of ₹ 10/- each.

CREDIT RATINGS OF SECURITIES

Rating Agency	Instrument Type	Rating	Date on which Credit Rating obtained
CRISIL Limited	Long Term Bank Facilities	CRISIL BBB+/Stable	This rating is as on April 13, 2023.
	Short Term Bank Facilities	CRISIL A2	

INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

During the financial year 2022-23, Company transferred ₹ 87,716.25/- of Unclaimed Dividend and 525 corresponding Equity Shares to Investor Education and Protection Fund(IEPF). As on 31st March, 2023 there are 5,425 Equity Shares in the demat account of IEPF authority. The details of such shareholders are available on the website of the Company. The voting rights of the Equity shares transferred to IEPF shall remain frozen and Dividend or any other benefit accrued on those shares shall be transferred to IEPF Account till the rightful owners of such shares claim the same. Such shares can be claimed back by the shareholders from the IEPF authority as per the procedures laid down in the IEPF rules. Ms. Jyoti Sancheti, Company Secretary of the Company is appointed as a Nodal Officer under the provisions of IEPF.

The unpaid dividend for the under noted years, if remained unclaimed for 7 (seven) years will be statutorily transferred by the Company to IEPF, in accordance with schedule given below:

Financial Year	Date of declaration of Dividend	Total Dividend (in ₹)	Unclaimed Dividend as on 31.03.2023 (in ₹)	To be transferred to IEPF latest by
2015-16	21.09.2016	1,33,33,330	1,19,210	24.11.2023
2016-17	10.08.2017	1,33,33,330	1,28,640	13.10.2024
2017-18	16.08.2018	1,66,66,663	10,948.75	19.10.2025
2018-19	22.08.2019	1,06,66,664	55,048	25.10.2026
2019-20	20.02.2020 (Interim Dividend)	73,33,332	42,476.50	24.04.2027
2020-21	12.08.2021	33,33,333	19,937.50	15.10.2028
2021-22	22.08.2022	1,19,99,997	84,935.63	25.10.2029

SUBSIDIARIES

Salient features of the financial statements of its wholly owned subsidiary company viz. GRP Circular Solutions Limited and subsidiary body corporate viz. Gripsurya Recycling LLP are attached herewith in form AOC-1 **(Annexure 1).**

The Company has incorporated GRP Circular Solutions Limited, wholly owned subsidiary on 3rd August, 2022, whereas the Company disposed its shares from

i. Grip Polymers Limited, wholly owned subsidiary on 21st March, 2023 and

ii. Marangoni GRP Private Limited, Joint Venture Associate Company on 20th July, 2022

DIRECTORS

Alpana Parida resigned as an Independent Director of the Company w.e.f. 1st July, 2022.

Dr. Peter Philip and Mahesh V. Gandhi retired by rotation as directors of the company at the conclusion of the company's annual general meeting held on 22nd August, 2022 and did not seek reappointment. This is in line with the Board's policy on retirement for directors at the age of 75 and with an intent to infuse young talent on the board to drive its long term commitment to a sustainable future.

Saurabh Shah was re-appointed for the second consecutive term of five years from 12th September, 2022 to 11th September, 2027. The Board is of the opinion that the overall performance of Saurabh S. Shah is satisfactory and conducive to the growth and progress of the company. He has the requisite skills and capabilities for effective execution of his role and responsibilities as an Independent Director. His continued association would be of immense benefit to the Company and it is therefore desirable to continue to avail the services of Saurabh S. Shah as an Independent Director.

Anshul Mittal was appointed as an Additional Director (Independent) of the Company on 22nd August, 2022 and whose appointment as an Independent Director of the Company approved by the shareholders on 19th October, 2022 through postal ballot. The Board is of the opinion that his skills, capabilities and expertise in the area of Strategy, Project Operations and International Business shall be useful for effective execution of his role and responsibilities as an Independent Director.

Vivek Asrani was appointed as an Additional Director (Independent) of the Company on 22nd August, 2022 and whose appointment as an Independent Director of the Company approved by the shareholders on 19th October, 2022 through postal ballot. The Board is of the opinion that his skills, capabilities and expertise in the area of Strategy, Human Resource and Social Entrepreneurship shall be useful for effective execution of his role and responsibilities as an Independent Director.

Hemal Gandhi was appointed as an Additional Director (Executive) of the Company on 22nd August, 2022 and whose appointment as an Executive Director of the Company approved by the shareholders on 19th October, 2022 through postal ballot. The Board is of the opinion that she has skills, capabilities and expertise in the area of Branding and Communication, Human Resource and Social Entrepreneurship shall be useful for the effective execution of her role and responsibilities as an Executive Director.

In accordance with the provisions of the Companies Act, 2013, Rajendra V. Gandhi retires by rotation at the ensuing 49th Annual General Meeting and being eligible offers himself for reappointment.

All the Independent Directors have submitted their declarations to the Board to the effect that they meet the required criteria of independence as mentioned in the provisions of Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. All the Independent Directors have also confirmed that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge duties with an objective independent judgment and without any external influence and also that they are independent of the management.

BOARD MEETINGS

The details of the number of meetings of the Board and other Committees are given in the Corporate Governance Report in Annexure 1 which forms a part of this Annual Report.

COMPOSITION OF COMMITTEES AND MEETINGS

The details pertaining to composition of Committees and details of Committee Meetings are included in the Corporate Governance Report in Annexure 1, which forms part of this Annual Report.

RECOMMENDATIONS OF AUDIT COMMITTEE

All the recommendations of Audit Committee were accepted by the Board of Directors.

DIRECTORS' RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134(5) of the Companies Act, 2013, the Board of Directors confirm that:

a) in the preparation of the annual accounts for the year ended 31st March, 2023, the applicable accounting standards have been followed and there had been no material departure;

b) the Directors had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at 31st March, 2023 and of the profit and loss account of the company for the year ended on that date;

c) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) the Directors had prepared the annual accounts on a going concern basis;

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

f) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

Frauds Reported by Auditor

No frauds have been detected/reported by any of the Auditors of the Company.

KEY MANAGERIAL PERSONNEL (KMP)

Jyoti Sancheti was appointed as a Company Secretary of the company w.e.f. 8th June, 2022.

MANAGEMENT DISCUSSION AND ANALYSIS AND CORPORATE GOVERNANCE

Report on Management Discussion and Analysis **(Annexure 2)** and Report on Corporate Governance **(Annexure 3)** are set out in this annual report, including the certificate from Auditors of the Company, certifying compliance of the conditions of corporate governance as stipulated in schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 **(Annexure 4).**

Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

There is no significant and material order passed by the regulators or courts or tribunals during the financial year 2022-23 that impacts the going concern status and company's operations in future.

STATUTORY AUDITORS

M/s. Rajendra & Co. (Firm Regn. No.108355W), Chartered Accountants, Mumbai, have been appointed as Statutory Auditors of the Company, as per the applicable provisions of the Companies Act, 2013, at the Forty-eighth Annual General Meeting of the company held on 22nd August, 2022, for a period of 5 (Five) consecutive financial years, from the conclusion of the Forty-eighth Annual General Meeting of the Company until the conclusion of the Fifty-third Annual General Meeting of the Company.

COST AUDITORS

At the recommendation of the Audit Committee, the Board of Directors at its meeting held on 16th May, 2022 has approved the appointment of M/s. Kishore Bhatia & Associates (Firm Registration No.00294), Cost Accountants, as the Cost Auditor's to conduct the audit of the cost records of the Company for the financial year 2022-23 on a remuneration of ₹ 2.00 lakhs p.a. plus out of pocket expenses and taxes. The Company has maintained the cost accounting records under section 148 of the Companies Act, 2013 for the financial year 2022-23.

Further, the Board of Directors at its meeting held on 27th May, 2023 has reappointed M/s. Kishore Bhatia & Associates (Firm Registration No.00294), Cost Accountants, as the Cost Auditor's to conduct the audit of the cost records of the Company for the financial year 2023-24 on a remuneration of ₹ 2.30 lakhs p.a. plus out of pocket expenses and taxes.

The payment of the aforesaid remuneration for the financial year 2023-24 will have to be ratified by the shareholders at the ensuing 49th Annual General meeting of the Company.

SECRETARIAL AUDIT REPORT

CS Khyati Vejani (Shah), proprietor of M/s. KGS & Company, Practicing Company Secretary (C.P. No.18549) has conducted secretarial audit for the financial year 2022-23 pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Rules made thereunder. The secretarial audit report is attached herewith **(Annexure 5).**

Further, the Board of Directors at its meeting held on 27th May, 2023 has appointed CS Khyati Vejani (Shah), proprietor of M/s. KGS & Company, Practicing Company Secretary (C.P. No.18549), as the Secretarial Auditor of the Company for the financial year 2023-24.

Compliance with Secretarial Standards

The Company has complied with the applicable Secretarial Standards as listed below-

a. SS-1 on Meetings of the Board of Directors

b. SS-2 on General Meeting

c. SS-3 on Dividend

d. SS-4 on Report of the Board of Directors

VIGIL MECHANISM

The Company has established a vigil mechanism and oversees the genuine concerns expressed by the employees and other Directors. The Company has also provided adequate safeguards against victimization of employees and Directors who express their concerns. The Company has also provided direct access to the Chairperson of the Audit Committee in exceptional cases. Vigil Mechanism (Whistle Blower) Policy has been hosted by the company on its website. The web link to access the above policy hosted by the Company on its website www.grpweb.com is as follows:

https://www.grpweb.com/pdf/Vigil%20Mechanism%20(Whistle%20Blower)%20Policy.pd.

DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT

Periodic assessments by functional heads to identify the risk areas are carried out and Management is briefed on the risks to enable the Company to control risks through a properly defined plan. The risks are classified as Strategic risks, operational risks, market risks, people risks and financial risks. The risks are taken into account while preparing the annual business plan for the year. The Board is also periodically informed of the Key business risks and the actions taken to manage it.

DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

The CSR Committee has been constituted by the Board of Directors. The Committee has adopted CSR policy to contribute towards social and economic development of the communities where the Company operates in, and while doing the same, to build a sustainable way of life for all sections of society, with emphasis and focus on education, health care, sustainable livelihood and empowerment of women. The CSR Policy has also been uploaded on the website of the Company. The web link to access the above policy hosted by the Company on its website www.grpweb.com is as follows: https://www.grpweb.com/pdf/Corporate-Social-Responsibility-Policy-2020.pdf.

The Annual Report on CSR activities of the Company is attached herewith. **(Annexure 6)**

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

The particulars of Loans, guarantees or investments made under Section 186 as on 31st March, 2023 are given in Note 3 and 44 to the financial statements of your company.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

During the financial year, your company entered into related party transactions, which were on an arm's length basis and in the ordinary course of business. There were no material transactions with any related party as defined under Section 188 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014. All related party transactions were approved by the Audit Committee of your company. Therefore, report as required in Form AOC-2 is not annexed to this report.

All transactions with related parties are placed before the Audit Committee for approval. An omnibus approval of the Audit Committee is obtained for the related party transactions which are repetitive in nature. The Audit Committee reviews all transactions entered into pursuant to the omnibus approval(s) so granted on a quarterly basis.

The details of contracts and arrangement with related parties of your company for the financial year ended 31st March, 2023 are given in Note 38 to the financial statements of your company.

COMPANY'S POLICY RELATING TO PERFORMANCE EVALUATION OF THE BOARD, DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF DUTIES :

The Nomination and Remuneration Committee has laid down the criteria for performance evaluation of the individual Directors and the Board which are based on;

- Knowledge to perform the role;
- Time and level of participation;
- Performance of duties and level of oversight; and
- Professional conduct and independence;

The evaluation was carried out by means of the observations made by all the Directors on the set of questions developed by them which brought out the key attributes of the Directors, quality of interactions among them and its effectiveness. The Board is collectively of the opinion that the overall performance of the Board, Committees thereof and the individual Directors is satisfactory and conducive to the growth and progress of the Company.

The web link to access the Company's Policy relating to appointment of Directors, payment of Managerial remuneration, Directors' qualifications, positive attributes, independence of Directors and other related matters as provided under Section 178(3) of the Companies Act, 2013, hosted by the company on its website www.grpweb.com is as follows: https://www.grpweb.com/pdf/Nomination-and-Remuneration-Policy-9.2.2023.pdf

REMUNERATION RECEIVED BY MANAGING/WHOLE TIME DIRECTOR FROM HOLDING OR SUBSIDIARY COMPANY

Neither the Managing Director nor the Whole time Director of the Company receive any remuneration or commission from any of its subsidiaries.

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

There is no such application filed for corporate insolvency resolution process, by a financial or operational creditor or by the company itself under the IBC before the NCLT.

POLICY AGAINST SEXUAL HARASSMENT

The Company has in place Policy for prevention of sexual harassment at workplace in line with the requirements of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Committee has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. The following is a summary of sexual harassment complaints received and disposed of during the financial year ended 31st March, 2023 :

(a) Number of complaints pending at the beginning of the year - Nil

(b) Number of complaints received during the year - Two

(c) Number of complaints disposed of during the year - Two

(d) Number of cases pending at the end of the year - Nil

DEPOSITS

The Company does not have any deposits covered under the provisions of Chapter V of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014.

Annual Return

The Annual Return referred to in Section 134(3)(a) of the Companies Act, 2013 is available on the website of the Company: http://grpweb.com/investors.html

INFORMATION PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013

The information as required under Section 197(12) of the Act read with applicable rules (to the extent applicable) is attached herewith **(Annexure 7).**

INFORMATION PURSUANT TO SECTION 134 (3)(m) & (q) OF THE COMPANIES ACT, 2013

The above information (to the extent applicable) is attached herewith **(Annexure 8).**

ACKNOWLEDGEMENTS

Your Directors place on record their appreciation for the contribution made and support provided to the Company by the shareholders, employees, bankers, suppliers and customers.

For and on behalf of the Board of Directors

Place : Mumbai	**Rajendra Gandhi**	**Harsh Gandhi**
Date : 27th May, 2023	Managing Director	Joint Managing Director

Annexure 1

Form AOC-I

(Pursuant to first proviso to sub-section (3) of Section 129 read with rule 5 of Companies (Accounts) Rules, 2014)
Statement containing salient features of the financial statement of subsidiaries

(Amount in ₹)

Part "A": Subsidiaries

Sr. No.	Particulars	1	2
1	**Name of the subsidiary**	**Gripsurya Recycling LLP**	**GRP Circular Solutions Limited (subsidiary company incorporated on 03/08/2022)**
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Not Applicable	Not Applicable
3	Reporting currency and exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	Not Applicable	Not Applicable
4	Share capital / Partner's Capital	3,07,56,939	2,00,00,000
5	Reserves and surplus	0	(47,18,189)
6	Total assets (excluding investments)	3,51,93,636	8,39,37,505
7	Total liabilities	44,36,697	6,86,55,694
8	Investments	0	0
9	Turnover	8,43,58,774	5,15,000
10	Profit / (Loss) before taxation	(36,71,945)	(47,18,189)
11	Provision for taxation	1,32,603	0
12	Profit / (Loss) after taxation	(38,04,548)	(47,18,189)
13	Proposed Dividend	NA	NA
14	% of shareholding	99.89%	100%
NOTES:			
1	Names of Joint ventures which are yet to commence operations	Nil	
2	Names of Joint ventures which have been liquidated or sold during the year	Company has divested its entire shareholding on 20/07/2022 in the Joint venture company Marangoni GRP Private Limited.	
3	Names of subsidiaries which are yet to commence operations	Nil	
4	Names of subsidiaries which have been liquidated or sold during the year	Company has divested its entire shareholding on 21/03/2023 in the wholly owned subsidiary company Grip Polymers Limited.	

For and on behalf of the Board of Directors

Place : Mumbai
Date : 27th May, 2023

Rajendra Gandhi
Managing Director

Harsh Gandhi
Joint Managing Director

Annexure 2

Management Discussion and Analysis Report for the Financial Year 2022-23

Company overview

GRP Limited, a sustainable materials producer focussed on helping brand owners embed circular materials in their products. Your company started as a tyre recycler and today offers materials from end of life (EOL) waste of tyres (as raw material in production of tyres, conveyor belts, auto products), textile (as raw material in production of engineering plastic compounds), consumer plastic waste (as raw materials for use in paint pails, battery containers, lubricant pails, auto products). In addition, your company also uses EOL tyre & plastic waste for manufacture of composite boards (for use in transportation segment) and custom-die forms (for use in hardware, agricultural equipment and transportation sectors). During the year under review, the focus on sustainable materials has become increasingly mainstream. From governments to global think tanks to corporate action, the themes for major dialogues world over focussed on efficient collection of end of life (EOL) waste, investment in technologies for improved recycling, recovery rates and technology adoption for greater use of recycled materials. In this backdrop around the world, your company has reported an improvement in key performance metrics.

Key Parameters	2022-23	2021-22
Net Sales (₹ Lakhs)	44,475	38,314
Profit after Tax (₹ Lakhs)	1,023	578
Profit after Tax to Turnover (%)	2.30	1.51
Sales to Fixed Assets Employed (ratio)	1.80 times	1.41 times
Current Ratio	1.62	1.49
Return on Capital Employed (%)	7.83	5.31
Market Value per share (₹) (As on 31st March) (BSE)	2576	1393
Sales value- growth/(decline) in % over previous year	16%	38%
Sales volume – growth/(decline) in % over previous year	5%	22%
Domestic sales value – growth/(decline) in % over previous year	24%	37%
Export Sales (₹ lakhs)	28,441	25,345
Export sales Value- growth/(decline) in % over previous year	12%	38%

Business overview:

At GRP, our businesses contribute towards a greener future. Our commitment to the principles of sustainability and environmental responsibility remains embedded in each of our businesses. At the same time, our businesses are centred around serving the mobility sector, be it the Reclaim Rubber (RR) business which has a 70% dependence on the automotive sector (tyre manufacturers, automotive component manufacturers), Engineering Plastics (EP) which has a 40% dependence on automotive OE supply chain, Rubber Composite (RC) which has a 80% dependence on the transportation sector (ground transportation trailers and shipping), Custom Die-forms (CDF) which has a 40% dependence on the agricultural and earth moving equipment.

Reclaim Rubber (RR): The RR business during the year under review has consolidated capacity across 3 manufacturing locations and currently has the capacity to process 72,000 tons per year. The demand for materials based on recycled EOL tyres continues to grow on account of new technology developments (which are allowing for increased use of such materials), government regulations and incentives & consciousness of brand owners. Focus in the year under review was on a) the strengthening leadership position with increasing share of wallet at key customers, b) gross margin management despite the high ocean freight rates (for most part of the year) emanating from the geopolitical conflict in Europe, c) increase in share of renewable energy at its plants, d) advancement in technology for manufacturing of high-performance RR, among others.

Engineered Plastics (EP):

While this business was developed out of the tyre chord from EOL tyres, your company has been able to expand its portfolio to also include EP compounds from waste textile, fish net waste and post-industrial waste (PIR). The company undertook expansion of recycling capacity from 2600 tons to 3600 tons and compounding capacity from 3,400 tons to 6,200 tons of this business during the year under review on account of increased customer approvals and acceptance of the product portfolio. The consolidation in the industry by the multinational material manufacturers has left a void in the general purpose grades of engineering plastic products, which your company hopes to fill. During the year under review, the key focus was on a) the adoption of your company's products in the Automotive sector, b) introduction of line of business of manufacturing recycled materials from EOL Polyolefin packaging waste, c) collection of EOL plastic waste through on ground innovative partnership models and d) positioning itself as a reliable supplier in light of the increased consolidation in the Engineering Plastic business.

Polymer Composite: This business is exclusive to a particular customer in the United States and the high freight costs impacted this business negatively. Your company's customer has undergone a tough period and is in the process of restructuring. We, at GRP continued to remain committed to the business and believe in the long-term potential of the technology and continue development of alternate markets, applications across other sectors of the economy.

Repurposed Polyolefins: This business has its genesis in the Government of India (GOI) regulation on extended producer responsibility (EPR) in the Plastics sector. Under the regulation slated to be enforced from April 1, 2024, brand owners are liable to ensure incorporation of recycled polymers in their packaging medium. Your company has been at the forefront of development of materials from rigid EOL packaging waste based on Polyolefin materials (mainly Polypropylene, Polyethylene). Your company in the year under review has gained approvals from Mobil (one of the largest producers of lubricants) for use of its materials in their packaging. This was a big boost for our efforts and provides the impetus for other brand owners to work with your company in establishing use of its products. The capacity for the business stands at 6,000 tons annually.

As per the Indian Accounting Standards (Ind AS) – 108 on operating verticals, "Reclaim Rubber" has been identified as reportable verticals and smaller business verticals not separately reportable (Polymer composites, Engineered Plastics) have been grouped under the heading "Others".

Verticals wise revenue:

- Revenue of ₹ 40,609 lakhs was generated from Reclaim Rubber vertical and
- Revenue of ₹ 4,468 lakhs was generated from Other verticals.

Capital Expenditure:

During the year under review, the company has invested in capital expenditure towards debottlenecking its RR capacity for improved efficiency spending a total of ₹ 16.02 crore, almost doubled compounding capacity in the EP business from 3,400 to 6,200 tons/year, has invested ₹ 3.6 crore in renewable energy (3.75 MW by way of wind energy) and ₹ 1.91 crore in Solar power plant in Solapur to augment its energy needs in Maharashtra, in the process ensuring a greener footprint and lower operating costs. Investments in reduction in manpower is ongoing and coverage to multiple lines was achieved in the year under review. Investments to the tune of ₹ 3 crore were also made in a building to house equipment for its WOS to produce recycled Polyolefins.

Joint Venture and Subsidiaries:

Marangoni GRP Pvt. Ltd. (MGPL):

During the year under review, your company has transferred its entire shareholding in this joint venture company to the group company of its former partner, Marangoni SpA, Italy.

Grip Polymers Limited (GPL) :

Your company has sold its entire shareholding in this wholly owned subsidiary company in the year under review in line with its policy of divesting its non-strategic investments.

GRP Circular Solutions Limited

With the development of products based on recycled Polyolefin, your company has set-up a wholly owned subsidiary for processing such plastic waste. Given the independent nature of the business, an independent supply chain and customer segments, a separate company with an independent team will focus on opportunities in this sector. The implementation of extended producer responsibility (EPR) based credits introduced in the Plastic packaging sector provides the relevant impetus for the future of the business.

Industry Structure and Development:

Economic growth in different end markets of your company have been mixed resulting in mixed year of performance for your company. The North American economy grew at a tepid 1.6% compared to 2.4% in the previous year, Europe on the other hand on account of the geopolitical tensions and an out-of-control energy market grew by a mere 0.6% compared to the previous year of 2.3%. The APAC region (another one of the large markets for your company) maintained a growth of 4.4% vs 4% of the previous year while closer home in India, the economy grew at 5.9% vs the previous year's growth of 6.8%. In this backdrop, given below is a snapshot of each of the BUs your company operates in.

Reclaim Rubber (RR):

The core business of your company continues to maintain its leadership position in the industry. While advances in tyre technology poises challenges for RR use, the intent of brand owners coupled with advances in technology for manufacturing of RR continues to provide a positive momentum to this business. The domestic tyre industry (measured by rubber consumption) grew at 4% over the previous year. Your company has been successful in growing its market share amongst the leading tyre companies and continues to develop alternate products for future use. Your company's share of exports from India continues to remain around 35% and while the share of your company's sales in India has dipped marginally to 16%, the share amongst the tyre companies remains at close to 30%. While the overall rubber consumption in India has grown by 4%, your company's sales in India for CY 2022 from CY 2021 has grown by 7%. Global consumption of Rubber has witnessed a reduction by 0.8% vis-à-vis your company's export volume change of 7% from CY 2021 to CY 2022. In the international markets, your company continues to be recognized as the industry leader and while the international demand for RR remains stable, brand owners continue to engage with your company to switch to cleaner technologies to produce high performance RR. We have taken major strides in alternate technology development and remain confident of being able to introduce and commercialize the improved technology to produce high performance RR during FY 2024.

In July 2022, the government of India (GOI) has introduced the extended producer responsibility (EPR) regulation which mandates tyre producers to offset their production with purchase of EPR credits from recyclers, who'll be entitled to receive credits for the production of specified materials from EOL tyre waste. This regulation (likely to be implemented during the first half of FY 2024) will provide recyclers an additional source of income, which is intended for use in new technology development, offset costs associated with supply chain for sourcing EOL tyres and organize the supply chain to upgrade EOL collectors. Your company shall be a major beneficiary of the regulation and help it generate additional revenue to help create an inclusive supply chain and develop higher performance materials for the future.

While your company has addressed challenges of the past years through internal restructuring, there also remain external challenges by way of increasing inputs costs (wage inflation and energy in particular). The RR business at GRP has over the years developed its capabilities on the back of export dependence and a global outreach. In the year under review, the ocean freights rates continued to remain high for most part of the year but have softened since December 2022 and are likely to offer improved margins as a result to your company. This volatility of freight costs has also highlighted potential risks for your company's supply capability to distant continents. The need to differentiate technology and offer value add to the customers shall dictate priority in the coming years. The company continues on similar fronts to engage with its key customers in development programs to enhance opportunities in increasing use of RR in formulations.

Other Business:

During the year under review, revenue from non-RR business increased by 71% YoY. Revenue contribution from non-RR businesses increased to 10% (from 7%) in FY 2023.

The EP business has had impressive success with new customer approvals that cover automotive, compounding and electrical end applications. While the RR business depends on the tyre industry, which in turn depends on a buoyant replacement market for growth, the fortunes of the EP business are dependant closely on the OE sales growth. The OE automotive industry witnessed a healthy double-digit growth and that helped the EP business register a strong performance. In addition, brand owners such as Kia, Hyundai, apart from other global brands have announced targeted use of 30% recycled plastics by 2025, providing much needed impetus to our plans. The global engineering plastic compounding industry continues to consolidate (the largest transaction till date being the merger of DSM & Lanxess) while India continues to remain attractive for several large material manufacturers to invest in (Lyondell Basel, CPH Chemicals, Radici, Domo all setting up new capacities in India). Coupled with the auto and compounding industry performance, the government spending on housing projects across the country led to a growth in the electrical segment for your company. The business grew by 57% although the domestic market growth was in the range of 7-8%. The pipeline of customers evaluating your company's products now encompasses global customers across Asia, Europe & Middle East. The key strength your company has in this industry is the backward integration to the source of EOL waste. This coupled with the development focus has and will continue to bring growth for this vertical. The key focus for your company will be in extracting higher volume from the EOL tyres.

While the fire at your company's plant in Solapur slowed the growth rate, we have made arrangements for toll compounding of non-critical grades and continue to serve key customers. The new facility for EP will be operational within the first half of FY 2024 and the envisioned facility shall incorporate improved infrastructure and processes.

The Polymer Composite business has been non-operational for close to 6 months of the year under review, while our customer reorganizes ownership. A revised agreement is in the works that will allow restoration of past volume of business and opportunities for your company to freely market these products to other geographies around the world. Developments for incorporating alternate low-cost materials have yielded success and we anticipate better margins for this business upon restart.

The non-RR businesses of the company have had their share of struggles akin to start-ups but have been nurtured with an experienced team that is hungry for success. Your company has assimilated a team which has experiences from a combination of Polymer producers, Plastic recycling, Plastic compounding and Waste collection industries. This team has already built a network of supply chain partners for collection of EOL plastic waste, developed a wide product portfolio across each of the non-RR businesses and can boast of a high pedigree list of customers in the respective segments.

Changes in key financial ratios:

Sr. No.	Particulars	Ratio as on 31st March, 2023	Ratio as on 31st March, 2022
(i)	Debtors Turnover	5.67	5.14
(ii)	Inventory Turnover	13.86	14.19
(iii)	Interest Coverage Ratio	4.70	5.39
(iv)	Current Ratio	1.62	1.49
(v)	Debt Equity Ratio	0.57	0.71
(vi)	Operating Profit Margin (%)	4.05%	3.12%
(vii)	Net Profit Margin (%)	2.30%	1.51%
(viii)	Return on Net worth (%)	6.92%	4.13%

Opportunities, Risks and Concerns:

An integrated recycling company has the opportunity to leverage supply chain capability, opportunity for technology development using common infrastructure, opportunity to leverage customer approvals as a confidence booster as it expands across value chains. With a focus on building a sustainability footprint across aligned sectors, your company is well positioned to not only strengthen its presence in the tyre recycling sector but has developed goodwill in the plastic recycling space too. The foundation for success for such integrated players has been laid GOI's introduction of Extended Producer Responsibility (EPR) for Tyres and Plastics, apart from other 9 sectors of the economy. The regulation has prompted brand owners and material manufacturers to invest along with material recovery and recycling companies for improved value addition. Your company is well poised for investment in other forms of tyre recycling to leverage the GOI policy and remains in pole position in the EOL tyre ecosystem. With a large export customer base, your company has access to low cost EOL materials from around the globe and that will help future efforts at profitable growth. Your company has been approached by several global waste management companies for possible cooperation, joint working and we continue to evaluate such opportunities to create a global manufacturing footprint to augment the global market presence. The stated public goals of tyre companies and brand owners of plastic packaging material offer adequate opportunities for growth in the sector and provide us the confidence to continue investments. In the plastic recycling sector, developments of alternate materials and focus of material manufacturers to introduce upgraded virgin polymers is paving the way for introduction of quality recycled materials and providing the necessary impetus to your company's development agenda.

While in the past, the largest market for your company's products were international, the growth in India coupled with domestic focus of the plastic recycling business shall mean insulation from the volatile ocean freight costs in the future. Increasing indirect trade barriers (similar to the REACH regulation in EU) are being introduced in several geographies where your company is supplying RR and is likely to add to the cost of doing exports from India. On the other hand, restrictions for import of EOL waste could possibly lead to increased prices of key raw materials across all BUs of your company. While your company continues to invest in process upgradation for reduced manpower costs, availability of labour for low skill jobs in manufacturing jobs is reducing and the government (Gujarat) has increased minimum wages by 25% through a recent notification, putting pressure on your company to automate quicker and across more parts of its operations.

Outlook:

With focus on sustainability at its peak, demand for recycled materials remains robust across each of your company's BUs. So, while the fear of recession looms, your company is cautiously optimistic about its performance. We continue to be confident of gaining market share including prospects of increasing share of wallet compared to the virgin polymer & elastomer consumption, driven by increased substitution and new product introductions. The Tyre industry experts in India are expecting an uptick in the market for next 3 years on back of available new capacities, anticipated economic and infrastructure growth and internationally rubber consumption is expected to notably recover driven by expected growth in auto sector and rebound in China.

As we recover from the effects of the fire at the plant in Solapur, the recovery in the non-RR businesses will remain slow for the first half of the year, although we expect a sharp pick-up in demand during the rest of the year. The revenue share from the non-reclaim rubber business as a result is expected to grow compared to the previous year. The engineering plastic industry in India is expected to grow in line with the GDP growth in the country.

Internal Control Framework:

Your Company conducts its business with integrity and high standards of ethical behaviour, and in compliance with the laws and regulations that govern its business. Your Company has a well-established framework of internal controls in operation, supported by standard operating procedures, policies and guidelines, including suitable monitoring procedures and self-assessment exercises. There are Internal Audit and Compliance functions in place which are responsible for independently evaluating the adequacy of all internal controls and ensuring that operating and business units adhere to internal processes and procedures as well as to regulatory and legal requirements. The audit function also proactively recommends improvements in operational processes.

In addition to external audit, the financial and operational controls of your Company at various locations are reviewed by the Internal Auditors, to report significant findings to the Audit Committee of the Board. The Audit Committee reviews the adequacy and effectiveness of the implementation of audit recommendations including those relating to strengthening the Company's risk management policies and systems. Compliance with laws and regulations is also monitored through a matrix of a well laid down framework which requires individual functions to confirm and report statutory compliances on all laws and regulations concerning their respective functions and which gets integrated with the overall compliance reporting on all laws and regulations for the purposes of review and monitoring by the Audit Committee.

People and Practices:

The Company recognizes the importance and contribution of its human resources for its growth and development and values their talent, integrity and dedication. With the focus to develop leadership talent from within, the Company launched the GRP Future Leaders Program through which selected managers were assessed and individual development plans have been rolled out. Employee motivation is key to organization success. On these lines, the Company conducts its Recognition and Rewards program, where exceptional contribution of employees belonging to all levels are being recognized in public and rewarded. To stay in line with the current market practices and promote opportunities of job enrichment, practices like Traineeship programs, Internal Job Posting, Flexitime, Hybrid work models etc. were continued. Understanding the need of a safe and secure workplace, the Company has invested in renovating the workplaces including all manufacturing units. Employee Wellbeing, being a key focus area, the Company continues to have awareness programs on mental health, ergonomics, health & nutrition and other related topics. The Company continues to foster a high-performance culture by recognizing good performers and providing them with career enhancing opportunities. Several HR initiatives have been taken for the strategic alignment of HR function with the business objectives. These initiatives encompass employee engagement, learning and development. The Company has been successful in attracting and retaining key professionals and intends to continue to seek fresh talent to further enhance and grow its business. As a result of all the above, the company continued to being certified A Great Place to Work. As the Company grows its other business units, talent acquisition and development will remain a continued focus of the future.

GRP Board continues to challenge the management and push for higher targets. The Board's well-rounded experience comprises individuals with experience in leading tyre industry, chemical industry, private equity, branding and marketing fields. The Board continues to provide long term direction to the Company and engages actively towards initiatives inputs on the Company's long-term vision.

Manufacturing operations:

Your company continues to maintain the necessary standards of manufacturing practices as demanded by its customers. Your company maintains the IATF certification for all its manufacturing locations and continues to invest in upgrading its plant processes towards increased automation and towards building an Industry 4.0 architecture.

Your company has been regularly audited under global ESG standards and secured a Bronze rating under the Eco Vadis ratings platform that assesses corporate social responsibility and sustainable practices. Your company's operations are also audited under the Carbon Disclosure Project (CDP) that runs the global disclosure system for companies to manage their environment impact and GRP continues to improve on its previous scores. The Company has adopted the principles of ESG and has taken targets to monitor and improve its performance of ESG parameters. This forms part of the Company's performance review process, thereby ensuring its adoption and implementation across all levels. Company has also launched the ESG profile of the organisation on website through ESG World.

Environment, Health and Safety (EHS):

Your Company targets zero injuries and incidents via an active EHS program deployed across all its plant locations and Head Office. As a part of this program various systems like air pollution control system, fume extraction system and eco ventilators are in place at all its manufacturing sites. Required safety systems are in place at all sites to maintain high standard of safety and health of employees as well as plant machinery, building and material. Safety Council, comprising of cross-functional plant teams, as well as third party EHS audits have been instituted to identify, assess and mitigate the risks in the EHS area. Ongoing automation drive is also helping significantly improve our manufacturing process and workforce job across its plants.

In addition to above, your company also initiated internal cross plant Safety auditing mechanism for cross-plant knowledge sharing and horizontal replication of best practices. To minimise the energy consumption and encourage energy efficient operations, Energy audit was conducted at all the locations with the help of third-party industry experts. Company also initiated Electrical and fire safety audits at all its locations through third-party industry experts.

Risk Management:

Enterprise Risk Management (ERM) process is embedded in the organization's working methodologies and decision-making process and is aligned to the Company's Strategic Planning Process. The process involves identification, evaluation, mitigation and review of risks and opportunities both at business and enterprise level.

ERM process is owned by the internal committee consisting of functional heads and is a comprehensive process that ensures coverage of major strategic, marketing, finance, people related, environmental, economic and operational risks that could possibly derail achievement of the company's objectives and goals.

Risk owners, identified for each risk, prepare detailed mitigation plans which are formulated based on projects undertaken and in line with the company's goals, both short and long term.

ERM framework promotes a risk awareness culture with a monthly risk review mechanism in place by individual and cross-functional teams with quarterly reporting of the enterprise risks and mitigation plans to the Audit Committee of the Board.

Sustainability practices:

Your company has been an active advocate of adopting the Sustainable Development Goals (SDG) under the aegis of the United Nations Development Plan (UNDP) goals as part of its sustainable practices. As part of GRP's commitment to circularity, it has adopted 6 specific SDGs to incorporate in the way we do business. Each SDG goal adopted and listed below has a 1, 3, 5-year measurable objective.

Under **SDG 3** aimed at Improved Health and Wellbeing, your company continues to implement targeted initiatives to support not only the communities in which we operate but also prioritize the wellbeing of our employees. Your company recognizes the importance of addressing mental health, which is why we organize Mental Health Awareness sessions to provide support. Additionally, to ensure employees' comfort and safety we implement ergonomic practices at the workplace. Through Healthy Diet and Nutrition programs, we encourage our staff to make informed choices for a balanced lifestyle. Furthermore, we actively contribute to the community by organizing blood donation camps and participating in events like the TATA Marathon, encouraging physical fitness and social causes. During the year under review, we had Zumba Dance and Yoga sessions to promote holistic wellness. We value work-life balance and offer Nap Time at our Head Office to promote rejuvenation and productivity.

Under **SDG 4** aimed at Education, your company remains dedicated to strengthening educational institutions and promoting inclusive learning opportunities. As part of our commitment, we provided education kits to Blind school for girls, enabling visually impaired students to access educational resources and enhance their learning experience. Additionally, we contributed to the development of children in the Ankleshwar and Solapur communities by distributing play kits that encourage creativity, cognitive skills and promote social interaction among the children. By actively supporting educational initiatives, we strive to empower individuals and foster brighter future for all.

Under **SDG 5** aimed at Gender Equality, your company has increased participation of women employees across the hierarchy of the company through being a signatory of the Women Empowerment Program (WEP) of the United Nations, we endeavour to achieving 30% participation of women across variety of job roles by 2025. To celebrate our people, we organize Women's Day and Men's Day celebrations across the company. In support of gender equality initiatives, we participated in the OXFAM virtual walk, advocating for equal rights and opportunities for women. We also actively contributed sports accessories to a charitable organization in Solapur. Additionally, we sponsored higher studies for medical admission, for deserving women, enabling them to pursue their dreams. Furthermore, we extended our support to education by providing education kits to ZP schools in Chincholi, ensuring that girls have access to quality educational resources. Through these initiatives, we are committed to creating a more gender-equal and inclusive work environment while empowering women and promoting their advancement in our society.

Under **SDG 6** aimed at Clean Water and Sanitation, the company has upgraded its manufacturing processes at 4 of its 5 manufacturing plants to eliminate discharge of wastewater from the process. Recycling plants to reuse water used in the manufacturing process have helped to reduce net new consumption of water in the process. Your company has actively contributed to building of drinking water stations and upgraded toilets at all locations to improve hygiene standards and reduce the spread of water borne diseases.

Under **SDG 7** aimed at Clean Energy, your company has installed Solar panels at its facility in Solapur and invested in 3 windmills to augment its power needs through sustainable sources. Sustained capex in this area is being committed to reach our target of 50% green energy by 2025.

Under **SDG 12** aimed at Responsible Production and Consumption, your company's businesses are organized around the principles of 3R's, and it is playing an important role in encouraging responsible production and consumption. Through the development of the Plastic compounding business, your company has ensured that waste materials from one business can successfully be converted to usable material for another opportunity. Similar application focus is being deployed to replace wood, other natural resource-based materials in the organization and at customer sites. Furthermore, we have taken steps to minimize our carbon footprint by replacing diesel forklifts with electric forklifts. Embracing the concept of Extended Producer Responsibility (EPR), we are now recycling paint pails and other rigid plastic waste, ensuring they are effectively managed and recycled to minimize environmental impact.

Cautionary Statement:

Statements in the Management Discussion and Analysis report describing the company's objectives, projections, estimates and expectation may be forward looking within the meaning of applicable laws and regulations. Actual results might differ materially from those either expressed or implied. The company assumes no responsibility to publicly amend, modify or reverse any forward-looking statements, based on any subsequent developments, information or events.

While we have come a long way since the return from the pandemic, the focus of the organization will remain on building scale in the non-reclaim rubber business in the days to come apart from focusing on cleaner upgraded process for reclaim rubber manufacturing. As a sustainable materials company, we shall endeavour to create Impact Positive in all the sectors we operate in.

For and on behalf of the Board of Directors

Place : Mumbai	**Rajendra Gandhi**	**Harsh Gandhi**
Date : 27th May, 2023	Managing Director	Joint Managing Director

Annexure 3

Report on Corporate Governance

Corporate Governance may be described as a set of systems, processes and principles which ensure that a company is governed in the best interest of all stakeholders. It ensures commitment to values and ethical conduct of business, transparency in business transactions, statutory and legal compliances, adequate disclosures and effective decision-making to achieve corporate objectives. In other words, Corporate Governance is about promoting corporate fairness, transparency and accountability. Good Corporate Governance is simply Good Business.

1. Company's Philosophy on Corporate Governance

Corporate Governance ensures fairness, transparency and integrity of the management. Corporate Governance is a way of life, rather than a mere legal compulsion. It further inspires and strengthens investor's confidence and commitment to the Company. Any good Corporate Governance provides an appropriate framework for the Board, its committees and senior management, to carry out the objectives that are in the interest of the Company and the stakeholders.

The Company maintains the highest levels of transparency, accountability and good management practices through the adoption and monitoring of corporate strategies, goals and procedures to comply with its legal and ethical responsibilities.

We believe that sound Corporate Governance is critical to enhancing and retaining investor trust. Accordingly, we always seek to ensure that we attain our performance goals with integrity. Our Board exercises its fiduciary responsibilities in the widest sense of the term.

In compliance with the disclosure requirements as mentioned in Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details are set out in this report.

2. Board of Directors

i) Composition:

The composition of the Board of Directors of the Company was in conformity with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the financial year 2022-23. The Board of Directors of the Company has an optimum combination of Executive, Non- Executive and Independent Directors who have an in-depth knowledge of business, in addition to the expertise in their areas of specialization. As on 31st March, 2023, the Board of Directors comprised of seven directors, out of these one Executive Director (Promoter) as the Managing Director, one Executive Director (Promoter group) as the Joint Managing Director, one Executive Director (Promoter group) as the Whole-time Director and four Independent Directors. Chairperson of the Board was Non-executive Non-Independent Director not belonging to the Promoter group till 22.08.2022, now Chairperson is Executive Director, Managing Director and Promoter of the Company. Necessary disclosures have been obtained from all the directors regarding their directorship and have been taken on record by the Board. All the Independent Directors have confirmed that they meet the criteria of independence as mentioned under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 149 of the Companies Act, 2013.

ii) Board Meeting:

Dates of Board Meeting	16.05.2022	06.08.2022	22.08.2022	04.11.2022	09.02.2023
Board Strength	7	6	7	7	7
No. of Directors present	7	5	7	7	6

Board procedure: The Company places before the Board all the details as required under Part A of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The dates for the board meetings are fixed after taking into account the convenience of all the directors and sufficient notice is given to them. The agenda is circulated in advance to the Board members. All the information required for decision making is incorporated in the agenda. The information that cannot be included in the agenda is tabled at the meeting. The Managing Director and Joint Managing Director at the Board meetings keep the Board appraised of the overall performance of the Company.

Attendance and other directorships: The attendance of the Board of Directors and related information as on 31st March, 2023 is as under:

Name of Director	Category	No. of Board Meeting		Attendance at Last AGM held on 22.08.2022	Number of Directorships in other limited companies	No. of Committees #	
		Held	Attended			Member	Chairperson
Dr. Peter Philip *	Non-Executive Non-Independent not belonging to Promoter group Chairperson	2	2	Yes	Not Applicable	Not Applicable	Not Applicable
Rajendra V. Gandhi (Managing Director)	Executive (Promoter) and Chairperson	5	5	Yes	Nil	Nil	Nil
Harsh R. Gandhi (Joint Managing Director)	Executive (Promoter Group)	5	5	Yes	2	2	Nil
Mahesh V. Gandhi *	Non-Executive (Promoter)	2	1	No	Not Applicable	Not Applicable	Not Applicable
Rajeev M. Pandia	Independent	5	5	Yes	5	5	3
Saurabh S. Shah	Independent	5	5	Yes	1	3	1
Alpana Parida **	Independent	1	1	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Hemal Gandhi (Whote-time Director) ***	Executive (Promoter Group)	3	3	Not Applicable	Nil	1	Nil
Vivek G. Asrani ***	Independent	3	3	Not Applicable	2	Nil	Nil
Anshul D. Mittal***	Independent	3	2	Not Applicable	1	1	Nil

includes committee membership / Chairmanship in GRP Ltd.

* upto the conclusion of the Annual General Meeting held on 22.08.2022.

** upto 30.06.2022.

*** Appointed in the Board Meeting held on 22.08.2022 after the conclusion of the Annual General Meeting held on 22.08.2022.

iii) Directors and their Directorships in other Listed Companies as on 31st March, 2023:

Sr. No.	Name of Director	Name of Listed Entity in which Director	Category of Directorship
1	Harsh R. Gandhi	Steelcast Ltd.	Independent Director
		Ultramarine & Pigments Ltd.	Independent Director
2	Rajeev M. Pandia	Excel Industries Ltd.	Independent Director
		The Supreme Industries Ltd.	Independent Director
		Thirumalai Chemicals Ltd.	Independent Director
		Ultramarine & Pigments Ltd.	Independent Director
		Supreme Petrochem Ltd.	Independent Director
3	Vivek G. Asrani	Cartrade Tech Ltd.	Independent Director

iv) Disclosure of relationship between directors inter-se:

a) Harsh R. Gandhi is the son of Rajendra V. Gandhi and husband of Hemal H. Gandhi.

b) Hemal H. Gandhi is wife of Harsh R. Gandhi and daughter-in-law of Rajendra V. Gandhi.

Except the above, there is no other inter-se relationship between the directors.

v) Shareholding of the Non-Executive Directors in the company as on 31st March, 2023:-

Name of the Non-executive Director	No. of shares held
Rajeev M. Pandia	Nil
Saurabh S. Shah	Nil
Vivek G. Asrani	Nil
Anshul D. Mittal	Nil

vi) Web link where details of familiarization programs imparted to independent directors has been given is as follows:

https://www.grpweb.com/pdf/Familiarization-Program-for-Independent-Directors-2022-23.pdf

vii) Matrix setting out the core skills / expertise / competencies identified by the board of directors for it to function effectively as required in the context of the business of the company is provided and the board collectively confirms that all these skills / expertise / competencies are actually available with the board:

Strategy and planning	Executive Management	Finance	Marketing Management
Project Management	Expert industry knowledge	Commercial	Governance and Compliance
Human Resource	Social Entrepreneurship	Project Operations	International Business

Expertise/ Skill of Directors

Name of the Director	Expertise/ Skill
Rajendra V. Gandhi	Strategy and planning, Executive Management, Finance, Marketing Management, Project Management, Commercial, Expert industry knowledge.
Rajeev M. Pandia	Strategy and planning, Executive Management, Finance, Marketing Management, Project Management, Commercial, Expert industry knowledge, Governance and Compliance.
Saurabh S. Shah	Strategy and planning, Finance, Commercial, Governance and Compliance.
Harsh R. Gandhi	Strategy and planning, Executive Management, Finance, Marketing Management, Project Management, Commercial, Expert industry knowledge.
Vivek G. Asrani	Strategy, Human Resource, Social Entrepreneurship.
Anshul D. Mittal	Strategy, Project Operations, International Business.
Hemal H. Gandhi	Branding and Communications, Human Resource, Social Entrepreneurship.

viii) In the opinion of the board, the independent directors fulfill the conditions specified in SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and are independent of the management.

3. Audit Committee

i) Brief description of terms of reference:

1. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
   a. 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;
   b. Changes, if any, in accounting policies and practices and reasons for the same;
   c. Major accounting entries involving estimates based on the exercise of judgment by management;
   d. Significant adjustments made in the financial statements arising out of audit findings;
   e. Compliance with listing and other legal requirements relating to financial statements;
   f. Disclosure of any related party transactions;
   g. Modified opinion(s) in the draft audit report.

5. Reviewing with the management, the quarterly financial statements before submission to the board for approval;
6. 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;
7. Review and monitor the auditor's independence and performance and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. 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.
14. Discussion with internal auditors of any significant findings and follow up there on;
15. 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;
16. 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;
17. 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;
18. To review the functioning of the Whistle Blower mechanism;
19. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background etc. of the candidate;
20. Reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore 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.
21. Carrying out any other function as mentioned in the terms of reference of the Audit Committee.

ii) Composition, Name of Members and Chairperson

Name of Director	Current position held in the committee	Category	Audit Committee Meetings	
			Held	Attended
Dr. Peter Philip *	Member	Non-Executive Non-Independent	2	2
Alpana Parida **	Member	Independent	1	1
Rajeev M. Pandia	Chairperson	Independent	4	4
Saurabh S. Shah	Member	Independent	4	4
Anshul Mittal ***	Member	Independent	2	0
Harsh R. Gandhi ***	Member	Independent	2	2

* upto 22nd August, 2022, ** upto 30.06.2022, *** w.e.f.23.08.2022.

iii) Meetings during the year

Audit Committee met four times during the last financial year on 16th May 2022, 6th August 2022, 4th November, 2022 and 9th February, 2023.

4. **Nomination and Remuneration Committee:**

i) **Brief description of terms of reference**

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
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 their appointment and removal.
5. Recommend to the board, 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.

ii) **Composition, Name of members and Chairperson**

Name of Director	Current position held in the committee	Category	Nomination and Remuneration Committee Meeting	
			Held	Attended
Dr. Peter Philip *	Member	Non-Executive Non-Independent	**1**	**1**
Alpana Parida **	Member	Independent	**1**	**0**
Rajeev M. Pandia	Chairperson	Independent	4	4
Saurabh Shah	Member	Independent	4	4
Vivek Asrani ***	Member	Independent	2	2

* upto the conclusion of the Annual General Meeting held on 22.08.2022.

** upto 30.06.2022, ***w.e.f 23.08.2022.

iii) **Meetings during the year**

Nomination and Remuneration Committee met four times during the last financial year on 16th May 2022, 22nd August 2022, 4th November, 2022 and 9th February, 2023.

Performance evaluation criteria for Independent Directors:

The Committee formulates evaluation criteria for the Independent Directors which is broadly based on:

a) Knowledge to perform the role;

b) Time and level of participation;

c) Performance of duties and level of oversight; and

d) Professional conduct and independence.

5. **Remuneration of Directors:**

i) During the financial year 2022-23, the Company has made the following payments to the Non-executive Directors:

Sr. No.	Name of Director	Sitting Fees (₹)	Commission (₹)
1	Dr. Peter Philip	1,05,000	Nil
2	Mahesh V. Gandhi	20,000	Nil
3	Rajeev M. Pandia	5,70,000	12,00,000
4	Alpana Parida	90,000	Nil
5	Saurabh S. Shah	5,00,000	Nil
6	Vivek G. Asrani	2,70,000	Nil
7	Anshul D. Mittal	1,40,000	Nil

ii) Criteria for making payments to Non-executive Directors:

a) All the remuneration of the Non-Executive Directors (excluding remuneration for attending meetings as prescribed under Section 197(5) of the Companies Act, 2013) shall be subject to ceiling/ limits as provided under the Companies Act, 2013 and rules made there under or any other enactment for the time being in force. The amount of such remuneration shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors or shareholders, as the case may be.

b) An Independent Director shall not be eligible to get Stock Options and also shall not be eligible to participate in any share based payment schemes of the Company.

c) Any remuneration paid to Non- Executive / Independent Directors for services rendered which are of professional in nature shall not be considered as part of the remuneration for the purposes of clause (b) above if the following conditions are satisfied:

i) The services are rendered by such Director in his capacity as the professional; and

ii) In the opinion of the Committee, the director possesses the requisite qualification for the practice of that profession.

iii) Details of Remuneration paid to the Managing Director, Joint Managing Director and Executive Director for the year ended 31st March, 2023.

Total remuneration paid to the Managing Director, Joint Managing Director and Executive Director during the financial year 2022-23 was as under:

Name	**Designation**	**Salary (₹)**	**Commission (₹)**	**Contribution to Provident and Pension Fund (₹)**
Rajendra V. Gandhi	Managing Director	84,00,000	Nil	11,58,000
Harsh R. Gandhi	Joint Managing Director	1,55,00,000*	Nil	13,02,000
Hemal H. Gandhi	Executive Director	9,09,025**	Nil	1,55,125

* includes ₹ 11,00,000/- bonus

** W.e.f. 22.08.2022

6. Stakeholders Relationship Committee:

i) Composition, Name of members and Chairperson

Name of Director	**Category**	**Current position held in the committee**	**Stakeholders Relationship Committee Meeting***	
			Held	**Attended**
Rajeev M. Pandia *	Independent	Chairperson	**1**	**1**
Rajendra V. Gandhi *	Executive Non-Independent	Member	**1**	**1**
Saurabh Shah **	Non-Executive Independent	Chairperson	Nil	Nil
Harsh R. Gandhi	Executive Non-Independent	Member	1	1
Hemal H. Gandhi **	Executiv Non-Independent	Member	Nil	Nil

* Upto 22.08.2022, ** w.e.f. 23.08.2022, *** Meeting held on 16.05.2022.

ii) Name & Designation of Compliance Officer

Jyoti Sancheti, Company Secretary of the Company appointed as a Compliance Officer of the Company w.e.f. 06.08.2022.

iii) No complaints were received from any shareholder during the financial year 2022-23.

7. Corporate Social Responsibility (CSR) Committee:

i) Brief description of terms of reference

- Formulate and update CSR Policy, which will be approved by the Board
- Suggest areas of intervention to the Board
- Approve projects that are in confirmative with the CSR policy.

- Put monitoring mechanisms in place to track the progress of each project.
- Recommend the CSR expenditure to the Board for approval.

ii) Composition, Name of members and Chairperson

Name of Director	Category	Current position held in the committee
Rajendra V. Gandhi	Executive Non-Independent	Chairperson
Rajeev M. Pandia	Non-Executive Independent	Member
Vivek G. Asrani *	Non-Executive Independent	Member
Hemal H. Gandhi *	Executive Non-Independent	Member
Harsh R. Gandhi **	Executive Non-Independent	Member

* w.e.f 23.08.2022, ** upto 22.08.2022.

8. Meeting of Independent Directors:

The year under review, all the Independent Directors of the Company met on 16th March, 2023, to review the performance of Non-Independent Directors and the Board as a whole, review the performance of the Chairperson of the Company and had assessed the quality, quantity and timeliness of flow of information between the company management and the Board.

9. General Body Meetings

Financial Year ended	Date & Time	Nature	Special Resolutions passed
31st March, 2020	11th August, 2020 at 2.30 P.M. IST	AGM	• Reappointment of Dr. Peter Philip, (DIN : 00820202) who has attained the age of 75 (seventy five) years. • Payment of the remuneration by way of commission to Rajeev M. Pandia, Independent Director, for the financial year ending 31st March, 2021.
31st March,2021	12th August, 2021 at 2.30 P.M. IST	AGM	• Reappointment of Harsh R. Gandhi (DIN: 00133091) as a Whole-time Director of the Company for a period of three years from 16th June, 2021 to 15th June, 2024. • Payment of the remuneration by way of commission to Rajeev M. Pandia, Independent Director, for the financial year ending 31st March, 2021.
31st March,2022	22nd August, 2022 at 2.30 P.M. IST	AGM	• Reappointment of Rajendra V. Gandhi (DIN: 00189197) as Managing Director of the Company for a period of three years from 1st August, 2022 to 17th December, 2024. • Payment of the remuneration by way of commission to Rajeev M. Pandia, Independent Director, for the financial year ending 31st March, 2023. • Reappointment of Mr. Saurabh S. Shah (DIN:02094645), as an Independent Director of the Company for a second consecutive term of 5 years with effect from 12th September, 2022 to 11th September, 2027.

AGM for the financial years ended 31st March, 2020, 31st March, 2021 and 31st March, 2022 were held through Video conferencing / Other Audio Visual Means. Deemed Venue for all the above-mentioned general meetings was the Registered Office of the Company located at Plot No.8, GIDC Estate, Ankleshwar, Gujarat – 393002.

During the financial year 2022-23, following resolutions were passed by the shareholders through postal ballot:

1. Appointment of Mr. Anshul Mittal (DIN: 00139786) as an Independent Director of the Company.
2. Appointment of Mr. Vivek Asrani (DIN: 00114447) as an Independent Director of the Company.
3. Appointment and Remuneration of Ms. Hemal Gandhi (DIN: 01444424) as an Executive Director of the Company.

Ms. Khyati Vejani (Shah), Company Secretary, proprietor of KGS & Company, Practicing Company Secretary, Ahmedabad was appointed as a Scrutinizer to the postal ballot process.

10. Disclosures:

i) During the financial year 2022-23, besides the transactions reported elsewhere in the Annual Report, there were no other related party transactions with the promoters, directors and management that had a potential conflict with the interest of the Company at large.

All the transactions with related parties are periodically placed before the Audit Committee. Transactions with related parties, as per requirements of Ind AS 24, are disclosed in Note No.38 to the Accounts in the Annual report and they are not in conflict with the interest of the Company at large.

ii) There have been no instances of non-compliance on any matter with the rules and regulations prescribed by the Stock Exchanges, Securities and Exchange Board of India or any other statutory authority relating to the capital markets during the last three financial years.

iii) The company has framed a formal whistle blower policy and affirm that the employees of the company have free access to the Board of Directors, Audit Committee and Senior Management personnel to report their concerns about unethical behaviour, fraud or violation of statutory requirements, with assurance from the management to protect the employees from victimization in case they report any such unethical or fraudulent behaviour.

iv) The company has complied with the mandatory requirements regarding the Board of Directors, Audit Committee and other Board committees and other disclosures as required under the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The company has not adopted non-mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

v) Policies for related party transactions and for determining material subsidiaries:

The web link to access the above two policies hosted by the company on its website www.grpweb.com are as under:

a) https://www.grpweb.com/pdf/Related-Party-Transaction-Policy.pdf

b) https://www.grpweb.com/pdf/Policy-for-determining-material-subsidiaries.pdf

Company has taken suitable steps from time to time for protecting it against foreign exchange risk(s).

11. Means of Communication :

The company regularly publishes its quarterly, half-yearly and annual results within the prescribed time limit and in the prescribed format in National and Regional Daily Newspapers viz. Financial Express (English all editions and Gujarati edition). These results are also made available on the web site of the company www.grpweb.com. The periodical new releases and presentation made to analysts are also available on the web site of the company www.grpweb.com.

The company is also in compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding the communication to the stock exchanges.

12. General Shareholder information:

i) Annual General Meeting (AGM)

Day, date and time	**Friday, 4th August, 2023 at 12.30 p.m. IST**
Mode	AGM of the Company will be held through Video conferencing / Other Audio Visual Means vide Ministry of Corporate Affairs (“MCA”) circular dated May 5, 2020 read with circulars dated January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022 and 28th December, 2022.

Financial year: 1st April, 2023 to 31st March, 2024.

iii) Dividend Payment Date

Dividend shall be payable within 30 days from 4th August, 2023 to those members whose names will appear on the register of members of the Company as on 29th July, 2023.

iv) Date of Book Closure

From 29th July, 2023 to 4th August, 2023 (both days inclusive).

v) **Listing on Stock Exchanges:**

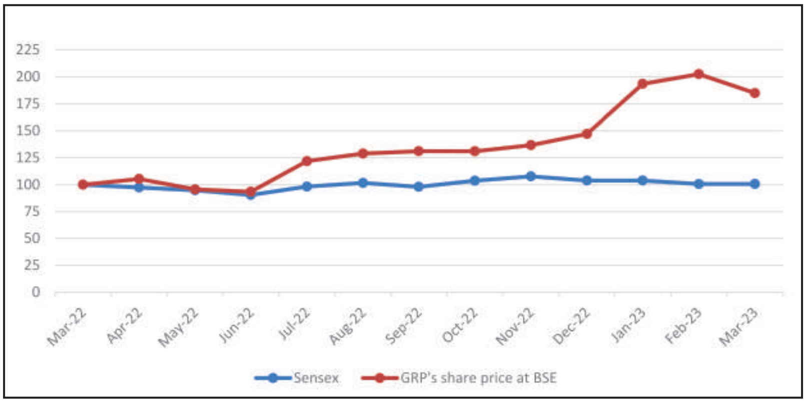
Name of Stock Exchange	Scrip Code	ISIN No.
BSE Ltd. P. J. Towers, Dalal Street, Mumbai – 400001	509152	INE137I01015
National Stock Exchange of India Limited, Exchange Plaza, BKC, Bandra (E), Mumbai – 400051	GRPLTD	

The listing fees have been paid to both the above Exchanges for the financial year 2022-23 within the statutory time limit.

vi) **Market Price Data:** High, low during each month during the financial year 2022-23. Monthly Share Price data of the Company's equity shares of ₹10/- each fully paid up, traded on BSE Ltd. and National Stock Exchange of India Limited for the year ended 31st March, 2023 is as under:

Month	BSE		NSE	
	Highest Rate (₹)	Lowest Rate (₹)	Highest Rate (₹)	Lowest Rate (₹)
April-22	1555.00	1360.65	1,571.35	1,356.40
May-22	1529.90	1228.00	1,500.00	1,284.00
June-22	1366.00	1235.00	1,380.00	1,221.00
July-22	1920.90	1304.00	1,935.45	1,300.00
August-22	1895.00	1630.00	1,904.20	1,650.00
September-22	2069.90	1660.55	2,080.10	1,662.90
October-22	1968.15	1775.60	1,974.95	1,773.00
November-22	2040.00	1752.40	2,050.00	1,760.00
December-22	2150.00	1866.90	2,190.00	1,852.00
January-23	2750.95	2010.85	2,700.00	2,017.20
February-23	3378.95	2597.00	3,399.00	2,575.00
March-23	2860.00	2575.00	2,880.00	2,614.00

vii) **Performance in comparison to BSE Sensex**



Name and Address of the Registrar and Share Transfer Agent:

Universal Capital Securities Pvt. Ltd.

C-101, 247 Park, LBS Road, Vikhroli West, Mumbai - 400083, Maharashtra Tel:022- 28207203-05, Fax:022-28207207, E-mail: info@unisec.in.

viii) Share Transfer System:

SEBI has amended regulation 40 of SEBI (LODR) Regulations, 2015 vide Notification dated 30th November, 2018 and in terms of said notification except in case of transmission or transposition of shares, requests for effecting transfer of shares shall not be processed unless the shares are held in the dematerialized form with a depository after 1st April, 2019.

Requests for the dematerialization of shares are processed by Registrar and Share Transfer Agents and if all the documents are found to be in order, the same are approved by them within a period of fifteen days.

Transfer of equity shares in electronic form is done through the depositories with no involvement of the Company and Registrar and Share Transfer Agent updates record on weekly basis.

(1) Distribution of Share Holding as on 31st March, 2023 :

No. of shares held		Shareholders		Shareholding		Share Amount	
From	To	Number	% to Total	Holdings	% to Total	₹	% to Total
1	500	2961	93.49	150539	11.29	1505390	11.29
501	1,000	75	2.37	57312	4.30	573120	4.30
1,001	2,000	51	1.61	77167	5.79	771670	5.79
2,001	3,000	18	0.57	48082	3.61	480820	3.61
3,001	4,000	15	0.47	53365	4.00	533650	4.00
4,001	5,000	5	0.16	23625	1.77	236250	1.77
5,001	10,000	12	0.38	82028	6.15	820280	6.15
10,001	And above	30	0.95	841215	63.09	8412150	63.09
	Total	**3167**	**100.00**	**13333330**	**100.00**	**13333330**	**100.00**

(2) Shareholding as on 31st March, 2023 :

Categories	No. of Shares	Amount in ₹	% to total
Promoter and Promoter Group holding	541527	5415270	40.615
Public holding			
Mutual Funds	50	500	0.003
Foreign Portfolio Investors	1798	17980	0.134
Individual shareholders holding nominal share capital up to ₹ 2 lakhs	425590	4255900	31.919
Individual shareholders holding nominal share capital in excess of ₹ 2 lakhs	212798	2127980	15.960
Clearing Members	101	1010	0.008
Bodies Corporate	62978	629780	4.723
Non-Resident Indian (NRI)	44728	447280	3.355
LLP	14662	146620	1.100
HUF	23676	236760	1.776
IEPF	5425	54250	0.407
Total:	**1333333**	**13333330**	**100.00**

(3) Dematerialization of Shares : The Company has established connectivity with Central Depository Services (India) Limited (CDSL) and National Securities Depository Limited (NSDL) for dematerialization of shares and the same are available in electronic segment under ISIN - INE137I01015. As on 31st March, 2023, Equity shares of the Company representing 96.96% of the Company's equity share capital were in electronic form.

ix) The Company has not issued any GDRs / ADRs, warrants or any other convertible instruments.

x) Plant Locations

- Ankleshwar, Panoli and Dahej (Gujarat)
- Akkalkot Road, Chincholi, Solapur (Maharashtra)

xi) Address for Correspondence :

GRP Limited

510, "A" Wing, Kohinoor City Commercial – I, Kirol Road, Off. L. B. S. Marg,

Kurla (W), Mumbai - 400 070.

Telephone: +(91)-(22)-67082500/67082600

Email : investor.relations@grpweb.com

xii) Credit rating by CRISIL Limited:

Long-term rating CRISIL BBB+/Stable (reaffirmed)

Short-term rating CRISIL A2 (reaffirmed)

13. Total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part : ₹13.21 Lakhs.

14. Declaration by the Joint Managing Director for compliance with code of conduct in pursuance of Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I hereby declare that all the board members and senior management personnel of the company have affirmed to the board of directors, their compliance with the code of conduct of the company for the financial year 2022-23, pursuant to Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Place: Mumbai — Harsh Gandhi
Date : 27th May, 2023 — Joint Managing Director

15. CEO and CFO certification, issued pursuant to the provisions of Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

To ,

The Board of Directors of GRP Ltd.

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, we state that:

A. (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

(2) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violate the Company's code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

D. We have indicated to the auditors and the Audit committee:

(1) that there are no significant changes, in internal control over financial reporting during the year;

(2) that there are no significant changes in accounting policies during the year; and

(3) that there are no instances of significant fraud of which we have become aware.

Shilpa Mehta — Harsh Gandhi
Chief Financial Officer — Joint Managing Director

Mumbai**,** 27th May, 2023

The above certificate was placed before the meeting of Board of Directors held on 27th May, 2023.

16. Certificate from Practicing Company Secretary

A certificate has been obtained from CS Khyati Vejani (Shah), Proprietor of KGS & Company, Practicing Company Secretary (Membership No. FCS 11368 CP No.18549), confirming that none of the Directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.

17. Auditors' Certificate on Corporate Governance

Certificate regarding compliance of conditions of Corporate Governance, as stipulated in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, issued by M/s. Rajendra & Co., Chartered Accountants, auditors of the company, is annexed to this report.

Annexure 4

INDEPENDENT AUDITOR'S CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE

AS PER PROVISIONS OF CHAPTER IV OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 (AS AMENDED)

To the Members,
GRP Limited
510, A Wing, Kohinoor City C-1,
Kirol Road, Off L.B.S. Marg,
Kurla west, Mumbai – 400070

1. The Corporate Governance Report prepared by **GRP Limited** ("the Company"), contains details as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations") ('applicable criteria') with respect to Corporate Governance for the year ended March 31, 2023. This report is required by the Company for annual submission to the Stock exchange and to be sent to the Shareholders of the Company.

MANAGEMENT'S 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.

AUDITOR'S RESPONSIBILITY

4. Our responsibility is to provide a reasonable assurance in the form of an opinion whether the Company has complied with the condition of Corporate Governance, as stipulated in the Listing Regulation.

5. 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.

6. 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.

7. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria. The procedures include but not limited to verification of secretarial records and financial information of the Company and obtained necessary representations and declarations from directors including independent directors of the Company.

8. The procedures also include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, our scope of work under this report did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

OPINION

9. Based on the procedures performed by us as referred in paragraph 7 and 8 above and according to the information and explanations given to us, we are of the opinion that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations, as applicable for the year ended March 31, 2023, referred to in paragraph 1 above.

OTHER MATTERS AND RESTRICTION ON USE

10. 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.

11. 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 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 Rajendra & Co.
Chartered Accountants
(Firm Registration No. 108355W)

Apurva R. Shah
Partner
Membership No.: 047166
UDIN: 23047166BGQSGA3005

Place: Mumbai
Date: 27th May, 2023

Commitment for better future

Quality Education

Offering scholarship program to aspiring students

Tie up with NGOs like Anthill creations to avail learning opportunities to children in rural areas

Partnered with universities for talent acquisition and hire talented potential candidates to work with us

Provided training programs to improve technical skill of employees and suppliers

Affordable & Clean Energy

Implementation of Rooftop Solar energy projects at plants

Increased energy consumption from renewable sources for direct operations and encourage suppliers to do the same

Use of Wind mill energy through power wheeling

Energy audits and getting certified for **EnMS certification**

Design and develop energy reduction plan with focus on usage of renewable sources of energy

Responsible Consumption & Production

1037578 Tyres saved from Landfill

Improvement in technology for optimisation of resources and eliminates hazards in operations

Potentially saving **6MT of CO2 emissions**

61558 MT reduced virgin material consumption in FY23

Explore possibilities for better packing material avoiding plastic in process

Commitment for better future

Good health and well-being

Arranged for **medical camps**

YOGA sessions, Mental health improvement sessions for people working at plants and head office

Anti Addiction campaign (Tobacco, alcohol etc.) awareness sessions

Provision for Proper resting room (with Toilet, changing room & beds) for the truck drivers

Gender Equality

POSH awareness sessions and training plan

Policies & programs that **support women in the workforce** and encourage organisation in the value chain to do the same

Increased share of women on company boards and in senior roles.

Inclusion of **women run businesses** in the manufacturing supply chain

Clean Water and Sanitation

Integrated water recycling and grey water utilization into production systems

Improve water treatment facilities and processes to treat, recycle and reuse wastewater and effluent in manufacturing processes.

Support nearby communities for **water carriers** during summer seasons.

Signed a WASH pledge by WBCSD and commit to implementing access to safe water, sanitation and hygiene

Annexure 5

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023
[Pursuant to section 204(1) of the Companies Act,2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules,2014]
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023

To,
The Members,
GRP LIMITED
Plot No.8,GIDC Estate Ankleshwar-393002
CIN: L25191GJ1974PLC002555

I, **Khyati Vejani (Shah), Company Secretary in Practice,** have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **GRP LIMITED** (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing my opinion thereon.

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

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

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

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

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

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

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

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

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

  (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (**Not applicable to the Company during the Audit period).**

  (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not applicable to the Company during the Audit period).**

  (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the Audit period).**

  (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with the client; **(Not applicable as the Company is not registered as a Registrars to an Issue or Share Transfer Agent during the financial year under review).**

  (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during the Audit period).**

  (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998. **(Not applicable to the Company during the Audit period).**

  (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

i. Secretarial Standards issued by The Institute of Company Secretaries of India with respect to board meetings and general meetings.

ii. The Listing Agreements entered into by the Company with BSE Limited and NSE Limited read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The management has identified and confirmed the following laws as specifically applicable to the company:

1. Hazardous Wastes (Management, Handling and Trans boundary Movement) Rules, 2008.
2. Indian Boilers Act, 1923.

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

I further report that:

The Board of Directors of the Company is duly constituted. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance or for shorter period following adequate process as defined under the Act 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.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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.

I further report that, Mr. Jagdish M. Desai, member of Promoter group of GRP Limited ("Company"), purchased 24 equity shares of the Company at ₹1852/- per share on 29th August, 2022. This purchase of shares is a Contra trade (opposite transaction) which results in violation of Reg 7.2 (m) of Company's Code of Conduct regarding trading of shares during Trading window closure period under the SEBI (Prohibition of Insider Trading) Regulations, 2015. As per clarification received from the designated person, he frequently sale shares of the Company after complying with the required procedure as per Code of Conduct. The trade happened inadvertently due to error of share broker, who have also given an apology letter for the same.

Company has issued him caution letter and reported details of violation along with Action taken report to the stock exchanges on 2nd December,2022. Further, as per company's code of conduct the profits from such trade shall be liable to be disgorged for remittance to SEBI for credit to the Investor Protection and Education Fund administered by SEBI. As designated person has incurred a loss of ₹ 1,680/- in reversing the transaction, no amount is required to be transferred to the Investor Protection and Education Fund.

I further report that during the audit period, the Company has no major/specific events, actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above viz.

(i) Public/Right/Preferential issue of shares / debentures/sweat equity etc.

(ii) Redemption / buy-back of securities.

(iii) Decision by the members of the Company pursuant to section 180 of the Companies Act, 2013.

(iv) Merger/ amalgamation / reconstruction etc.

(v) Foreign technical collaborations.

For KGS & Company
Company Secretary
CS Khyati Vejani (Shah)
(Proprietor)
FCS:11368 CP:18549
Peer Review No:1521/2021

Date: 27th May, 2023
Place: Ahmedabad

UDIN: **F011368E000394828**

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 OF SECRETARIAL AUDIT REPORT

To,
The Members,
GRP LIMITED
Plot No.8, GIDC Estate, Ankleshwar-393002
CIN: L25191GJ1974PLC002555

My report of regarding secretarial audit is to be read along with this letter.

Our 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. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we 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. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For KGS & Company
Company Secretary
CS Khyati Vejani (Shah)
(Proprietor)
FCS:11368 CP:18549
Peer Review No:1521/2021

Date: 27th May, 2023
Place: Ahmedabad

UDIN: **F011368E000394828**

Annexure 6

THE ANNUAL REPORT OF GRP LTD. ON CSR ACTIVITIES TO BE INCLUDED IN THE BOARD'S REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023

1. Brief outline on CSR Policy of the Company:

   Company's CSR policy is to -

   - contribute towards social and economic development of the communities where it operates.
   - in addition, Company wants to build a sustainable way of life for all sections of society,
   - with emphasis and focus on Education, Health Care, Sustainable Livelihood and Empowerment of Women.

2. Composition of CSR Committee :

Sr. 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	Rajendra V. Gandhi	Chairperson of Committee (Promoter Director)	2	1
2	Rajeev M. Pandia	Independent Director	2	2
3	Vivek Asrani	Independent Director	2	2
4	Hemal Gandhi	Executive Director	2	2

   CSR committee was reconstituted w.e.f. 23rd August, 2023.

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

   https://www.grpweb.com/pdf/Committees-of-Board.pdf.

   https://www.grpweb.com/pdf/Corporate-Social-Responsibility-Policy-2020.pdf

   https://www.grpweb.com/investors.html

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 (attach the report). : 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 :

Sr. No.	Financial Year	Amount available for set-off from preceding financial years (₹ In lakh)	Amount required to be set-off for the financial year, if any (₹ In lakh)
1	2019-20	0.43	--
2	2020-21	18.75	--
3	2021-22	11.67	--
	TOTAL	**30.85**	--

6. Average net profit of the company as per section 135(5): ₹445.40 lakhs

7. (a) Two percent of average net profit of the company as per section 135(5): ₹8.91 lakhs

   (b) Surplus arising out of the CSR projects or programs 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) : ₹8.91 lakhs

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

Total Amount Spent for the Financial Year. (₹ In Lakhs)	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
19.12	--	--	--	--	--

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

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

1	2	3	4	5		6	7	8	
Sr. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/ No)	Location of the project		Amount spent for the project (₹ lakh)	Mode of implementation Direct (Yes/No)	Mode of implementation through implementing agency	
				State	District			Name	CSR Registration Number
1	Anthill Creation Foundation	Education	Yes	Maharashtra	Solapur	5,00,000	No	Ghatkopar Education Society	CSR00005205
2	Mobile Education Van Project	Education	Yes	Gujarat	Ankleshwar	2,00,000	No	Ghatkopar Education Society	CSR00005205
3	Ankleshwar Industrial Society for Yoga Centre	Sustainable Livelihood	Yes	Gujarat	Ankleshwar	4,00,000	No	Ghatkopar Education Society	CSR00005205
4	Navi Divi Prathmik Shala	Education	Yes	Gujarat	Ankleshwar	42,477	No	Ghatkopar Education Society	CSR00005205
5	Utthan	Women Empowerment	Yes	Gujarat	Ankleshwar	2,25,000	No	Ghatkopar Education Society	CSR00005205
6	Scholarship to Students	Education	Yes	Maharashtra	-	1,80,182	No	Ghatkopar Education Society	CSR00005205
7	Jayaben Mody Hospital	Healthcare	Yes	Gujarat	Ankleshwar	2,00,000	No	Ghatkopar Education Society	CSR00005205
8	Smt. R D Gardi Bhavnagar Stree Kelavani Mandal	Healthcare	Yes	Gujarat	Bhavnagar	1,15,000	No	Ghatkopar Education Society	CSR00005205
9	Hospitalisation Relief	Healthcare	Yes	Maharashtra	Mumbai	50,000	No	Ghatkopar Education Society	CSR00005205
					Total	**19,12,659**			

(d) Amount spent in Administrative Over heads : **Nil**

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

(f) Total amount spent for the Financial Year (8b+8c+8d+8e): ₹ **19.12 Lakhs**

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

Sr. No.	Particulars	Amount (₹ In lakhs)
(i)	Two percent of average net profit of the company as per section 135(5)	8.91
(ii)	Total amount spent for the Financial Year 2022-23	19.12
(iii)	Excess amount spent for the financial year [(ii)-(i)]	10.21
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	10.21

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

   (b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): **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 : No capital asset was created or acquired through CSR spent during the financial year 2022-23.

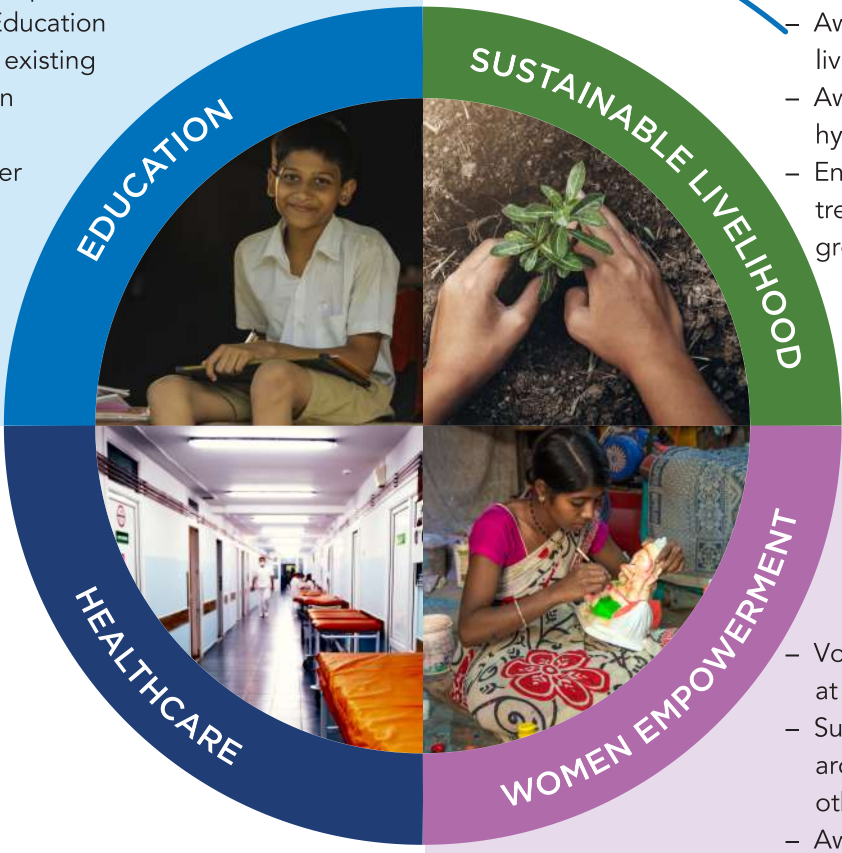
11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5). : Not applicable

Rajendra V. Gandhi (Managing Director & Chairperson CSR Committee)	**Rajeev M. Pandia** (Independent Director & Member CSR Committee)	**Vivek G. Asrani** (Independent Director & Member CSR Committee)	**Hemal H. Gandhi** (Executive Director & Member CSR Committee)

Fulfilling our corporate social responsibility

- Balwadis/Mobile vans for elementary education
- Vocational training for adult education
- Merit based scholarship to support University Education
- Strengthen/support existing institutes engaged in providing primary, secondary and higher level education

- Vocational training aimed at employability
- Supporting initiatives around yoga, meditation, other self-help
- Awareness programs for clean living/housing facilities
- Awareness programs on hygiene, safe water
- Encouraging plantation of trees through self-help groups of women



- Primary health care centres
- Mobile health care projects
- Preventive health through awareness programs

- Vocational training aimed at employability
- Supporting initiatives around yoga, meditation, other self-help
- Awareness programs for clean living/housing facilities (5S, etc.)
- Awareness programs on hygiene, safe water
- Encouraging plantation of trees

GRP vision - A Clean Planet

GRP is committed to providing sustainable solutions.

GRP aims to serve the rubber recycling industry by advocating its significance to the public, government and associated stakeholders by promoting the use of recycled rubber across multiple consumer and industrial products. The products of GRP are leading the society to less consumption of virgin polymer. The team at GRP has derived ways and means of contributing towards a cleaner, greener planet through various business offerings.

GRP is committed to providing sustainable solutions. The Research and Development wing at GRP strives to discover bigger and better solutions to drive home an improved materials waste management system. Over the past four decades, through constant innovative reengineering initiatives, significant savings in terms of new materials, power and equipment substitution is seen.

Corporate social responsibility intitatives

Handed over the daily needs support to Kamla Mehta School for visually impaired people.

Stationery kit distributed in Navi Divi Primary School including bags and uniform to students.

Distribution of daily need item to centre for people with disabilities at the Anchorage centre.

Distributed educational Kits that encourage development through play for primary children in collaboration of Anthill Creation Foundation

Contributed for development of Ankleshwar Industrial Development Society's D. A. Anandpura Cultural & Sports Center to provide state-of-the-art infrastructure for the advancement of sports, recreation and physical activity in the community.

Developed play space for kids by using end of life tyres at solapur

અંતર્ગત પ્રૌઢ શિક્ષણ અપાશ

The Mobile Education Van Project covers 60 villages from 4 blocks of Bharuch district. The project addresses educational needs of the out of school and in-school children both from 38 villages of Ankleshwar block, 17 villages of Jhagadia block, 4 villages of Hansot block.

Annexure 7

Information pursuant to Section 197(12) of the Companies Act, 2013

1. Ratio of remuneration of each director to the median remuneration of the employees of the company for the financial year 2022-23 :

Name of director	Ratio of remuneration of each director to Median remuneration
Rajendra Gandhi	32.61
Harsh Gandhi	60.17
Rajeev Pandia	6.87
Saurabh Shah	1.94
Alpana Parida	0.35
Dr. Peter Philip	0.41
Mahesh Gandhi	0.08
Anshul Mittal	0.54
Vivek Asrani	1.05
Hemal Gandhi	9.25

2. Percentage increase in remuneration of each director and Key Managerial Personnel (KMP) in the financial year 2022-23 :

Name	Percentage increase in remuneration in F.Y.2022-23
Rajeev Pandia	7.14
Saurabh Shah	56.25
Hemal Gandhi	4.65
Shilpa Mehta	14.33

3. Increase in the median remuneration of employees in the F.Y. 2022-23 is 12.51%

4. Number of permanent employees on the rolls of the company as on 31.03.2023 : 1014

5. a) Average percentage increase in the salaries of employees (other than the managerial personnel) in the financial year 2022-23 was 8.00%.

   b) There was no average percentage increase in the managerial remuneration in the financial year 2022-23 .

6. The Company affirms that the remuneration is as per the remuneration policy of the Company.

7. The statement containing names of top ten employees in terms of remuneration drawn and the particulars of employees as required under Section 197 (12) of the Companies Act, 2013 (“the Act”) read with Rule 5 (2) and Rule 5 (3) of the Companies (Appointment and Remuneration of Key Managerial Personnel) Rules, 2014, is provided in a separate annexure forming a part of the report. Further, the report and the accounts are being sent to the Members excluding the aforesaid annexure. In terms of Section 136 of the Act, the said annexure will be available for inspection of the Shareholders through electronic mode. Shareholders may write to the Company at investor.relations@grpweb.com in that regard.

   There was no Employee employed throughout the financial year or part thereof, who was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, was in excess of that drawn by the Managing Director or Whole Time Director or Manager and who holds by himself or along with his spouse and dependent children, two percent or more of the equity shares of the company.

Annexure 8

Information pursuant to Section 134 (3)(m) & (q) of the Companies Act, 2013

A) Conservation of energy, Technology absorption, foreign exchange earnings and outgo:

1. Conservation of energy:

Measures taken:

a. To reduce GRPs' overall carbon footprint, GRP purchased and commissioned 3 Windmills of 1.25 MW capacity each for its Solapur plant. Units generated from these Windmills contribute to around 30% of total energy consumption of Solapur plant.

b. In addition to 1.1 MW Solar rooftop power plant operational at Solapur (SL02) generating around 10 Lakh energy units annually, the new 0.5 MW solar rooftop power plant commissioned at Solapur (SL03) plant which contributes generation of around 5 lacs units annually. Both together contributes to 8.5% of total energy consumption.

c. Sourcing of the wind energy through open access for Ankleshwar plant implemented, which continues to be about 20% of the total energy consumption.

d. Installation of capacitors on individual equipment and continuous monitoring of power factor at each location above 0.98 and improving the power quality and utilization in the plant.

e. Provision of automatic power factor control panel to maintain the same at desired levels of above 0.98. This is being done for all the new projects as well as the old plants.

f. Savings in water consumption by using Sewage Treatment Plant (STP) at Ankleshwar, Panoli and Chincholi (Solapur) plants. Treated water from such treatment is being used for gardening at all the locations.

g. Regular maintenance of steam condensate traps and safety valves to avoid leakages. This is a continuous process. This will result in saving 2% heat loss.

h. Maintaining the cleanliness and timely planned repairs for the boilers and heaters at all locations resulting into less emissions and better thermal efficiencies. This has also resulted into fuel savings.

i. Installation of turbo ventilators in the factory roofs to ensure the required air circulation in the plant leading to better ambient conditions.

j. Installation of energy meters on the high-capacity motors in the plants and close monitoring of the motor load resulted in considerable reduction of losses due to inefficiencies.

k. Tree plantation: Planted 100 trees at Ankleshwar plant, 60 trees at Panoli plant and 300 trees at Solapur (SL02 and SL03) plants during the year.

l. To understand the gaps in energy performance, conducted third party Energy Audit for all the locations of GRP and the actions implemented based on the inputs received from the audits.

m. To reduce carbon footprint and to switch to green energy replaced 7 no's traditional diesel forklifts to electric. This will contribute to reduce around 32000 KG/ CO2 emission per annum (Assumption- considered avearge consumption of diesel 150 litres/month * 2.68 kg CO2/litre = 402 kg CO2/month for 1 Forklift).

Impact of above measures:

- Optimization of energy consumption
- Savings in energy consumption
- Power factor incentives from State Electricity Boards
- Savings in energy and fuel cost
- Reduction in carbon emissions contributing to environmental sustainability

2. Technology Absorption: (Add new technology / R&D Projects etc.)

a. Company does not use any imported technology for manufacture of reclaimed rubber.

b. Research & Development (R&D):

Company has set up a full-fledged R&D centre at its Panoli plant. The same has been approved during the financial year 2014-15, and further renewed up to financial year 2022-23 by Department of Scientific and Industrial Research (DSIR), Government of India, New Delhi.

Your Company continues its endeavour towards the following:

i. Development of new reclaiming process for different elastomers.

ii. Improvements in existing process and product quality.

iii. Development of poly-blends and thermoplastic elastomers.

iv. Continual improvement of products, processes and production processes through innovation using inhouse technology.

v. Laboratory scale development of value-added products using waste and scrap of various elastomers.

Expenditure on R&D

During the financial year 2022-23 your company has spent ₹110.08 lakhs on revenue items debited to respective accounts in the Profit & Loss account and ₹ 79.72 Lacs on Capital WIP & Plant & Machinery.

3. Foreign Exchange Earnings & Outgo

	₹ in Lakhs
Earnings in foreign exchange towards export of goods	23,945.19
Foreign exchange outgo on account of imports, commission on exports and other expenses	2,376.85

B) Adequacy of internal financial controls with reference to the financial statements:

Directors of your Company have laid down an adequate internal financial control system comprising of plan of the organization and all the coordinate methods and measures adopted with a business to safeguard its assets, check the accuracy and reliability of its accounting data, promote operational efficiency, encourage adherence to prescribed managerial policies, compliance with applicable laws and regulations and prevention and detection of errors and frauds.

The important elements of the internal financial control system are:

1. Planning
2. Budgeting
3. Operating and measurement
4. Reporting and Analysis

Various control techniques are in place such as prevention, detection and correction.

Control activities comprise of:

1) Top Level Reviews

   a) Top Management Committee reviews the results of various areas of performance, comparing those results with budgets, competitor analysis and other benchmark measurements.

   b) Review meetings are conducted by the Joint Managing Director with the Head of Departments at Head Office on a weekly basis. The Managing Director and one of the Independent Director of the Company also participate in these meetings.

2) Direct Functional Management

   All the functional heads review the operational reports daily and corrective action is taken immediately wherever necessary.

3) Physical Controls

   Physical verification of inventories and cash is done monthly and fixed assets is conducted every year to cover all assets once in three years at Head Office and at all locations.

4) Compliance Controls

   Compliance Officer reviews the Compliance Report sent by concerned Head of Departments in the Organization.

5) Accounting and Administrative Controls

   a) Duties are divided or segregated among different people to reduce the risk of inappropriate actions.

   b) Transactions are executed in accordance with management's general or specific authorization.

   c) Transactions are recorded as necessary to permit preparation of financial statements in conformity with the generally accepted accounting principles.

There is an effective Risk Management Program as an important component of internal control. At each level and function in the organization, risks are identified and assessed. Measures to mitigate risks are noted and implemented. Risks for each function and measures are evaluated and discussed at the review meetings monthly by the Head of Departments with the Top Management and the same is updated and presented to the Board on a quarterly basis.

INDEPENDENT AUDITOR'S REPORT

To
The Members of GRP Limited
Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone Financial Statements of **GRP Limited** ("the Company"), which comprise the Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss (Including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the Standalone Financial Statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2023, and its profits including Other Comprehensive Income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

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

We have determined the matters described below to be the Key Audit Matters to be communicated in our report.

1. Contingent Liabilities

We draw attention to Note no 35 of the Standalone Financial Statements, the Company has material amounts arising from uncertain tax positions including disputes related to Income Tax, Excise Duty, Value Added Tax. These matters involve significant management judgment to determine the possible outcomes.

Auditor's Response

We obtained details of completed assessments during the year ended March 31, 2023 from the management, considered the estimates made by the management in respect of tax provisions and possible outcomes of the dispute. Additionally we also considered the effect of new information in respect of uncertain tax positions and matters under dispute as at 31st March 2023 to evaluate whether any changes were required in the managements position on these uncertainties.

Other Information

The Company's Management and Board of Directors is responsible for the preparation of other information. The other information includes the information in Annual Report, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and those Charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance including Other Comprehensive Income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Statements, the Board of Directors 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

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

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

As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional scepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013 as amended, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor'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 accounts as required by law have been kept by the Company so far as it appears from our examination of those books.

   (c) The Standalone Balance Sheet, the Standalone Statement of Profit and Loss including Other Comprehensive Income, the Standalone Statement of Changes in Equity and the Standalone Cash Flow Statement dealt with by this Report are in agreement with the books of account.

   (d) In our opinion, the aforesaid Standalone Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2015, as amended.

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

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

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

      i. The Company has disclosed the impact of pending litigations on its Standalone Financial Statements- Refer Note No. 35 to the standalone financial statements.

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

      iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended 31st March, 2023.

      iv. (a) The Management has represented to us that, to the best of its knowledge and belief, as disclosed in the notes to the financial statements no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons 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, as disclosed in the notes to the financial statements, no funds (which are material either individually or in the aggregate) have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

      (c) Based on the audit procedures that has been considered reasonable and appropriate in the circumstances, nothing has come to our notice that cause us to believe that the representation given by the Management under paragraph (3) (g) (iv) (a) and (b) above contain any material misstatement.

v. a. The final Dividend proposed for the previous year, declared and paid by the Company during the year is in accordance with the Section 123 of the Act, as applicable.

b. 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 proposed is in accordance with Section 123 of the Act, as applicable.

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 1st April 2023 and accordingly, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules 2014 is not applicable to the Company for the financial year ended 31st March 2023.

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

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

For Rajendra & Co.
Chartered Accountants
(Firm's Registration No. 108355W)

Apurva R. Shah
Partner
Membership No. 047166
UDIN: 23047166BGQSFP6696

Place: Mumbai
Date: 27th May, 2023

"ANNEXURE A" TO THE INDEPENDENT AUDITOR'S REPORT ON THE STANDALONE FINANCIAL STATEMENTS OF GRP LIMITED

(Referred to in Paragraph 1 under the heading of "Report on other legal and regulatory requirements" of our report of even date)

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

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

(b) As explained to us, these Property, Plant and Equipment have been physically verified by the management in a phased periodical manner, over a period of three years which in our opinion is reasonable having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification and appropriately dealt with in the books of accounts.

(c) In our opinion and according to information and explanation given to us and on the basis of the examination and records of the Company, the title deeds of all the immovable properties (Other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company.

(d) According to the information and explanation given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) and intangible assets during the year and hence reporting under clause (i) (d) of paragraph 3 of the Order is not applicable and hence not commented upon.

(e) According to the information and explanation given to us, there are no proceedings initiated and are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder and hence reporting under clause (i) (e) of paragraph 3 of the Order is not applicable and hence not commented upon.

(ii) (a) In our opinion, the inventories have been physically verified during the year by the Management at reasonable intervals, to the extent practicable in view of nature of inventories and as explained to us, no discrepancies of 10% or more in the aggregate for each class of inventory were noticed on physical verification by the Company.

(b) During the year, the Company has been sanctioned working capital limits in excess of rupees five crores, in aggregate, from banks or financial institutions on the basis of security of current assets, in respect of which the quarterly returns and statements filled by the Company. There were differences in the quarterly financial statements filed by the company with banks details of which are as follows:

(₹ In Lakhs)

Quarter ended	Particulars of securities provided	Amount as per books of accounts	Amount as reported in the quarterly return/ statement	Amount of difference	Reason for differences
June-2022	Trade Receivables (Net of Advances)	7,895.86	8,360.06	(464.20)	On Account of Regrouping
September-2022	Trade Receivables (Net of Advances)	7,772.54	8,581.93	(809.39)	On Account of Regrouping
December-2022	Trade Receivables (Net of Advances)	8,674.12	8,474.12	200.00	On Account of Regrouping
March-2023	Trade Receivables (Net of Advances)	7,085.25	7,074.56	10.69	On Account of Regrouping

(iii) According to the information and explanations given to us and on the basis of our examination of the records, the Company has made investments in subsidiary company during the year. The Company has granted unsecured loans to a subsidiary company, in respect of which the requisite information is as below. The Company has provided financial guarantees to the subsidiary company during the year.

(a) A. Based on the audit procedures carried on by us and as per the information and explanations given to us, the Company has granted unsecured loan to the wholly owned subsidiary of ₹ 183 lakhs and balance outstanding of such loan as at balance sheet date is ₹ 183 lakhs and provided corporate guarantee of ₹ 1,250 Lakhs to the wholly owned subsidiary during the year and balance outstanding of such guarantee issued as at balance sheet date is ₹ 328.45 lakhs (to the extent loan disbursed by bank to subsidiary company). The Company does not hold any investment in any joint ventures or associates.

B. Based on the audit procedures carried on by us and as per the information and explanations given to us, the Company has not given unsecured loans and unsecured advances in the nature of loans to parties other than subsidiaries during the year. The Company has not stood guarantee or provided security to parties other than subsidiaries.

(b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the investment made, guarantee given and the terms and conditions of the grant of loans and advances in the nature of loans during the year are, prima facie, not prejudicial to the interest of the Company.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, in our opinion the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given and advances in the nature of loan given.

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

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

(iv) According to the information and explanations given to us, the Company has not directly or indirectly advanced any loan to the person or given guarantees or securities in connection with the loan taken by persons covered under Section 185 of the Act. The Company has complied with the provisions of section 186 of the Act, in respect of investments, loans, guarantee or security given, as applicable.

(v) According to the information and explanations given to us, the Company has not accepted any deposits or amounts which are deemed to be deposits from the public within the meaning of provisions of sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under. Therefore, the clause (v) of paragraph 3 of the Order is not applicable to the Company.

(vi) The maintenance of cost records has been specified by the central government under section 148(1) of the Companies Act, 2013 in respect of the product manufactured by the company. We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the central government for maintenance of the cost records under section 148(1) of the Companies Act, 2013 in respect of manufacture of the products and of the opinion that prima facie, the prescribed amounts and records have been made and maintained. However we have not made detailed examination of the cost records with a view to determine whether they are accurate and complete.

(vii) In respect of Statutory dues:

a. According to the records of the Company, undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Goods and Service Tax, Service Tax, Duty of Custom, Duty of Excise, Value Added Tax, Cess and any other statutory dues have been generally regularly deposited with appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues, were outstanding as at 31st March, 2023 for a period of more than six months from the date they became payable.

b. According to the information and explanations given to us, the disputed dues on account of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess that have not been deposited before appropriate authorities are as under:

Name of The Statute	Nature of Dues	Period to which the amount relates (F.Y.)	Amount (Rs in lakhs)	Forum where Dispute is pending
Maharashtra Value Added Tax	Sales Tax/VAT	2011-12	88.69	Deputy Commissioner (Appeal)

Maharashtra Value Added Tax	Sales Tax/VAT	2013-14	49.97	Deputy Commissioner(Appeal)
Tamilnadu Value Added Tax	Sales Tax/VAT	2013-14	6.64	Dy. Commissioner (Appeal)
Tamilnadu Value Added Tax	Sales Tax/VAT	2014-15	11.97	Assistant Commissioner Sales Tax
Tamilnadu Value Added Tax	Sales Tax/VAT	2015-16	11.19	Assistant Commissioner Sales Tax
Income Tax Act,1961	Income Tax	2014-15	84.84	CIT(A)-Mumbai
Income Tax Act,1961	Income Tax	2015-16	20.11	CIT(A)-Mumbai
Income Tax Act,1961	Income Tax	2016-17	88.33	CIT(A)-Mumbai
Income Tax Act,1961	Income Tax	2018-19	41.06	CIT(A)-Mumbai
The Central Excise Act, 1944	Central Excise	January 2005 to March 2007	68.49	Assistant Commissioner of Excise.
The Central Excise Act, 1944	Central Excise	2006-2009	3.50	Assistant Commissioner of Excise.
The Central Excise Act, 1944	Central Excise	July 2011 To April 2012	2.21	Assistant Commissioner of Excise.

In our opinion, to the best of our knowledge and according to the information and explanations given to us, there are no such transactions which are not recorded in the books of account, have been surrendered or disclosed as income during the year in tax assessments under the Income Tax Act, 1961 (43 of 1961), which have been previously unrecorded income.

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

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

c. In our opinion, to the best of our knowledge and according to the information and explanations given to us, the company has utilised term loans taken during the year for purpose for which loans were applied.

d. In our opinion, to the best of our knowledge and according to the information and explanations given to us, the company has not utilised its funds raised for short term basis for long term purpose.

e. In our opinion, to the best of our knowledge and according to the information and explanations given to us, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures during the year.

f. In our opinion, to the best of our knowledge and according to the information and explanations given to us, the Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint ventures during the year.

(x) a. According to the information and explanations provided to us and on an overall examination of the balance sheet, the Company has not raised money by way of initial public offer or further public offer (including debt instruments) during the year under review and hence, reporting requirements under clause (a) (x) of paragraph 3 of the Order are not applicable to the Company and, not commented upon.

b. According to the information and explanations provided to us and on an overall examination of the balance sheet, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year under review and hence, reporting requirements under clause (b) (x) of paragraph 3 of the Order are not applicable to the Company and, not commented upon.

(xi) a. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the Standalone Financial Statements and according to the information and explanations provided by the management, we report that no fraud by the Company or no material fraud on the Company has been noticed or reported during the year.

b. In our opinion, to the best of our knowledge and according to the information and explanations given to us, no report has been filed under sub -section (12) of Section 143 of the Companies Act, 2013 by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government during the year.

c. In our opinion, to the best of our knowledge and according to the information and explanations given to us, the Company has not received any whistle blower complaints during the year.

(xii) In our opinion the Company is not a Nidhi Company and hence reporting under, the provisions of clause (a), (b) and (c) (xii) of paragraph 3 of the Order are not applicable to the Company.

(xiii) According to the information and explanations provided by the management, transactions with the related parties are in compliance with Section 177 and 188 of the Act where applicable and the details have been disclosed in the standalone financial statements, as required by the applicable accounting standards.

(xiv) a. According to the information and explanations provided by the management, the Company has an internal audit system commensurate with the size and nature of its business.

b. We have considered the internal audit reports of the Company issued till date for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, during the year, the Company has not entered into any non-cash transaction with the directors or persons connected with him and covered under section 192 of the Act and hence reporting under clause (xv) of the paragraph 3 of the Order is not applicable to the Company.

(xvi) a. In our opinion, to the best of our knowledge and according to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

b. In our opinion, to the best of our knowledge and according to the information and explanations given to us, the company has not conducted any Non-Banking Financial or Housing Finance activities during the year under review and hence, reporting requirements under clause (b) (xvi) of paragraph 3 of the Order are not applicable to the Company and, not commented upon.

c. In our opinion, to the best of our knowledge and according to the information and explanations given to us, the company is not a Core Investment Company (CIC) as defined in the regulations made by Reserve Bank of India and hence, reporting requirements under clause (c) (xvi) of paragraph 3 of the Order are not applicable to the Company and, not commented upon.

d. As represented by the management, the Group does not have more than one Core Investment Company (CIC) as part of the Group as per the definition of Group contained in the Core Investment Companies (Reserve Bank) Directions, 2016.

(xvii) According to the information and explanations provided to us and on an overall examination of the balance sheet, the Company has not incurred cash losses in financial year and in the immediately preceding financial year.

(xviii) The statutory auditors of the Company have not resigned during the year and hence, reporting requirements under clause (xviii) of paragraph 3 of the Order are not applicable to the Company and, not commented upon.

(xix) According to the information and explanations provided to us and on an overall examination of the balance sheet and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, and our knowledge of the Board of Directors and management plans, in our opinion no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) a. In respect of other than on-going projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act, 2013 (the Act), in compliance with second proviso to sub section 5 of section 135 of the Act. This matter has been disclosed in note 41 to the standalone financial statements.

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

(xxi) There are no qualifications or adverse remarks by the respective auditors in Companies Audit Report Order 2020 (CARO) in respect of the companies which are included in the consolidated financial statements.

For Rajendra & Co.
Chartered Accountants
(Firm's Registration No. 108355W)

Apurva R. Shah
Partner
Membership No. 047166
UDIN: 23047166BGQSFP6696

Place: Mumbai
Date: 27th May, 2023

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT ON THE STANDALONE FINANCIAL STATEMENTS OF GRP LIMITED

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

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

We have audited the internal financial controls with reference to standalone financial statements over Financial Reporting of GRP ("the Company") as of March 31, 2023 in conjunction with our audit of the standalone financial statements of the Company for the year then ended.

Management Responsibility for the Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (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

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note issued by ICAI and the Standards on auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls 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 judgment, including the assessment of the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control 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 control 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

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 control with reference to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 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 the ICAI.

For Rajendra & Co.
Chartered Accountants
(Firm's Registration No. 108355W)

Apurva R. Shah
Partner
Membership No. 047166
UDIN: 23047166BGQSFP6696

Place: Mumbai
Date: 27th May, 2023

STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2023

(₹ in lakhs)

	Notes	As at 31-March-2023	As at 31-March-2022
ASSETS			
NON-CURRENT ASSETS			
Property, Plant and Equipment	2A	9,254.41	10,707.12
Capital work in progress	2B	528.82	13.68
Right of Use assets	2C	780.23	1,172.56
Investment Property	2D	100.26	102.59
Intangible assets	2E	8.20	9.72
Intangible assets under development	2F	6.28	0.18
Financial Assets			
Investments	3	520.68	664.69
Other Non-current assets	4	920.16	437.39
Total Non-Current Assets		**12,119.04**	**13,107.93**
CURRENT ASSETS			
Inventories	5	4,554.78	5,313.00
Financial Assets			
Investments	6	1,569.37	1,626.97
Trade receivables	7	7,126.65	8,557.35
Cash and cash equivalents	8	45.99	27.09
Other Bank balances	9	8.61	13.97
Loans	10	183.00	-
Other Financial Assets	11	1,424.11	256.49
Current Tax Assets (Net)	12	125.70	82.68
Other Current Assets	13	1,142.73	1,056.82
Total Current Assets		**16,180.94**	**16,934.38**
Total Assets		**28,299.98**	**30,042.31**
EQUITY AND LIABILITIES			
EQUITY			
Equity Share Capital	14	133.33	133.33
Other Equity	15	14,646.27	13,890.26
Total Equity		**14,779.60**	**14,023.59**
LIABILITIES			
NON-CURRENT LIABILITIES			
Financial Liabilities			
Borrowings	16	2,164.45	2,991.48
Lease Liabilities	17	51.00	55.41
Provisions	18	167.66	237.10
Deferred Tax Liabilities (Net)	19	1,159.04	1,389.73
Total Non-Current Liabilities		**3,542.15**	**4,673.72**
CURRENT LIABILITIES			
Financial Liabilities			
Borrowings	20	6,275.65	6,929.50
Lease Liabilities	21	35.22	36.64
Trade Payables			
- Dues of micro and small enterprises	22	224.72	201.49
- Dues of creditors other than micro and small enterprises	22	1,361.88	2,443.02
Other Financial liabilities	23	385.93	153.25
Other Current Liabilities	24	1,531.85	1,499.57
Provisions	25	162.98	81.53
Total Current Liabilities		**9,978.23**	**11,345.00**
Total Liabilities		**13,520.38**	**16,018.72**
Total Equity and Liabilities		**28,299.98**	**30,042.31**
Significant Accounting policies	1		
See accompanying Notes to the Financial Statements	2 - 52		

As per our Report of even date
For Rajendra & Co.
Chartered Accountants
Firm Registration No. 108355W

Apurva R. Shah
Partner
Membership No. 047166
Mumbai, 27th May, 2023

For and on behalf of the Board of Directors

Rajendra V Gandhi
Managing Director

Harsh R Gandhi
Joint Managing Director

Shilpa Mehta
Chief Financial Officer

Jyoti Sancheti
Company Secretary

Mumbai, 27th May, 2023

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

(₹ in lakhs)

	Notes	Year ended 31-March-2023	Year ended 31-March-2022
INCOME			
Revenue from Operations	26	47,960.55	41,143.34
Less: Goods and Service Tax Recovered		2,879.59	2,330.54
Revenue from Operations (Net)		45,080.96	38,812.80
Other Income	27	530.91	114.36
Total Income		**45,611.87**	**38,927.16**
EXPENSES			
Cost of Materials consumed		20,664.59	19,234.19
Changes in inventories of finished goods and work-in-progress	28	361.67	(935.74)
Employee benefits expenses	29	5,275.06	4,725.95
Finance Costs	30	646.44	449.01
Depreciation & Amortisation expenses	31	1,237.62	1,227.49
Other Expenses	32	16,269.84	13,481.33
Total Expenses		**44,455.22**	**38,182.23**
Profit before Exceptional items and Tax		**1,156.65**	**744.93**
Exceptional Items		-	-
Profit Before Tax		**1,156.65**	**744.93**
Tax Expense			
- Current Tax	33	342.92	330.65
- Short / (Excess) Provision for earlier years		(11.57)	-
- Deferred Tax		(197.51)	(164.21)
Total Tax Expenses		**133.84**	**166.44**
Profit for the year		**1,022.81**	**578.49**
Other Comprehensive Income			
A) Items that will not be reclassified to statement of profit and loss			
- Remeasurement benefit of defined benefit plans		(66.30)	(88.34)
- Income tax expense on remeasurement benefit of defined benefit plans		16.69	22.64
B) Items that will be reclassified to statement of profit and loss			
- Cashflow Hedge Reserve		(130.35)	(20.29)
- Income tax expense on Cashflow Hedge Reserve		33.18	5.58
Total Other Comprehensive Income (A + B)		(146.78)	(80.41)
Total Comprehensive Income for the year		**876.03**	**498.08**
Earning Per Equity share of Face value of ₹ 10/- each	42		
(1) Basic (in ₹)		76.71	43.39
(2) Diluted (in ₹)		76.71	43.39
Significant Accounting policies	1		
See accompanying Notes to the Financial Statements	2 - 52		

As per our Report of even date
For Rajendra & Co.
Chartered Accountants
Firm Registration No. 108355W

Apurva R. Shah
Partner
Membership No. 047166

Mumbai, 27th May, 2023

For and on behalf of the Board of Directors

Rajendra V Gandhi
Managing Director

Harsh R Gandhi
Joint Managing Director

Shilpa Mehta
Chief Financial Officer

Jyoti Sancheti
Company Secretary

Mumbai, 27th May, 2023

STANDALONE CASHFLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

	Year ended 31-March-2023	Year ended 31-March-2022
Cash flow from Operating activities		
Net profit before tax and extra ordinary items	1,156.65	744.93
Adjustments for		
- Depreciation	1,237.62	1,227.49
- Share of (profit) / loss in LLP	38.00	0.47
- (Profit) / Loss on sale of Property, plant and equipment (Net)	(57.24)	100.48
- Property, plant and equipment Discarded	42.35	11.80
- Interest Income	(48.29)	(14.53)
- Dividend Income	(5.44)	-
- Interest Expense	646.44	449.01
- Rent Income	(1.34)	(3.00)
- Gain on Investment	(226.16)	(15.42)
- Net unrealised foreign exchange (gain)/loss	58.51	(65.88)
- Provision for expected credit losses	11.46	20.99
- Employee benefits expenses	(24.23)	(13.04)
Operating Profit before working capital changes	**2,828.33**	**2,443.31**
Adjustments for		
- (Increase)/Decrease in Trade and other receivables	503.49	(2,571.20)
- (Increase)/Decrease in Inventories	758.22	(991.05)
- Increase/(Decrease) in Trade and other payable	(1,133.70)	1,543.52
Cash generated from operations	**2,956.34**	**424.57**
Direct taxes paid (net of refund)	(369.25)	(241.95)
Net cash generated from operating activities	**2,587.09**	**182.62**
Cash flow from investing activities		
- Interest received	32.84	17.37
- Sale proceeds of Property, plant and equipment	1,843.93	49.12
- Rent Income	1.34	3.00
- Dividend Income	5.44	-
- (Purchase) / Sale of Investments	389.78	(1,498.85)
- Loan given to Subsidiary	(183.00)	-
- Purchase of Property, plant and equipment	(2,382.27)	(2,404.64)
Net cash used in investing activities	**(291.95)**	**(3,834.00)**
Cash flow from financing activities		
- Loans Taken / (repaid) [Net of borrowings]	(1,480.88)	2,824.90
- Interest paid	(634.81)	(434.83)
- Payment of Lease Liabilities	(40.54)	(47.77)
- Dividend paid	(120.00)	(34.35)
Net cash used in financing activities	**(2,276.24)**	**2,307.95**
Net increase / (Decrease) in cash and cash equivalents	**18.90**	**(1,343.43)**
Cash and cash equivalents as at 1st April	27.09	1,370.52
Cash and cash equivalents as at 31st March	**45.99**	**27.09**

STANDALONE CASHFLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

	Year ended 31-March-2023	Year ended 31-March-2022
Cash and Bank Balances		
Cash and cash equivalents		
Cash on hand	1.38	1.17
Balance with banks		
- In Current accounts	0.88	1.12
- In Cash Credit Accounts	-	2.63
- In EEFC accounts	43.74	22.17
- Deposits with original maturity of less than 3 months	-	-
	45.99	**27.09**
Other Bank Balance (Refer note no. 9)	**8.61**	**13.97**

CHANGE IN LIABILITY ARISING FROM FINANCING ACTIVITIES

	01-April-2022	Cash Flow	Foreign Exchange Movement	31-March-2023
Borrowing - Long Term (Refer Note 16)	3,648.45	(642.91)	-	3,005.54
Borrowing - Short Term (Refer Note 20)	6,272.53	(837.97)	-	5,434.56
	9,920.98	**(1,480.88)**	**-**	**8,440.10**

	01-April-2021	Cash Flow	Foreign Exchange Movement	31-March-2022
Borrowing - Long Term (Refer Note 16)	1,945.78	1,702.67	-	3,648.45
Borrowing - Short Term (Refer Note 20)	5,150.30	1,122.23	-	6,272.53
	7,096.08	**2,824.90**	**-**	**9,920.98**

The above Cash Flow Statement has been prepared under the “Indirect Method” as set out in the Indian Accounting Standard (IND AS-7) - Statement of Cashflow.

As per our Report of even date
For Rajendra & Co.
Chartered Accountants
Firm Registration No. 108355W

Apurva R. Shah
Partner
Membership No. 047166

Mumbai, 27th May, 2023

For and on behalf of the Board of Directors

Rajendra V Gandhi
Managing Director

Harsh R Gandhi
Joint Managing Director

Shilpa Mehta
Chief Financial Officer

Jyoti Sancheti
Company Secretary

Mumbai, 27th May, 2023

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

(₹ in lakhs)

A) Equity Share Capital

	As at 31-March-2023	As at 31-March-2022
Balance at the beginning of the reporting year	133.33	133.33
Changes in Equity Share capital during the year	-	-
Balance at the end of the reporting year	**133.33**	**133.33**

B) Other Equity

	Reserves and Surplus					Other comprehensive Income	TOTAL OTHER EQUITY
	Special capital incentive and Subsidy	Profit on re-issue of forfeited shares	Securities Premium account	General Reserve	Retained Earnings	Effective portion of Cash Flow Hedges	
Balance at the beginning of the reporting period i.e. 1st April, 2021 **(a)**	**53.30**	**0.01**	**41.67**	**6,500.00**	**6,743.78**	**86.75**	**13,425.51**
Profit for the year	-	-	-	-	578.49	-	578.49
Items of OCI for the year, net of tax						-	-
Remeasurement gain/(loss) of defined benefit plans	-	-	-	-	(65.70)	-	(65.70)
Fair value changes on cash flow hedge, net of tax	-	-	-	-	-	(14.71)	(14.71)
Total Comprehensive Income (b)	-	-	-	-	512.79	(14.71)	498.08
Appropriation during the year							-
Dividend on Equity Shares (₹ 2.50 per share)	-	-	-	-	(33.33)	-	(33.33)
Total of Appropriations (c)	-	-	-	-	(33.33)	-	(33.33)
Balance at the end of the reporting period i.e. 31st March, 2022 (a+b+c=d)	**53.30**	**0.01**	**41.67**	**6,500.00**	**7,223.24**	**72.04**	**13,890.26**
Profit for the year	-	-	-	-	1,022.81	-	1,022.81
Items of OCI for the year, net of tax							-
Remeasurement gain / (loss) of defined benefit plans	-	-	-	-	(49.62)	-	(49.62)
Fair value changes on cash flow hedge, net of tax	-	-	-	-	-	(97.17)	(97.17)
Total Comprehensive Income (e)	-	-	-	-	973.19	(97.17)	876.03
Appropriation during the year	-	-	-	-	-	-	-
Dividend on Equity Shares (₹ 9.00 per share)	-	-	-	-	(120.00)	-	(120.00)
Total of Appropriations (f)	-	-	-	-	(120.00)	-	(120.00)
Balance at the end of the reporting period i.e. 31st March, 2023 (d+e+f)	**53.30**	**0.01**	**41.67**	**6,500.00**	**8,076.43**	**(25.13)**	**14,646.27**

As per our Report of even date
For Rajendra & Co.
Chartered Accountants
Firm Registration No. 108355W

Apurva R. Shah
Partner
Membership No. 047166

Mumbai, 27th May, 2023

For and on behalf of the Board of Directors

Rajendra V Gandhi — Managing Director
Harsh R Gandhi — Joint Managing Director

Shilpa Mehta — Chief Financial Officer
Jyoti Sancheti — Company Secretary

Mumbai, 27th May, 2023

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

CORPORATE INFORMATION

GRP Limited (the 'Company') is a public limited Company domiciled and incorporated in India having CIN: L25191GJ1974PLC002555 under the Companies Act, 1956. The registered office of the Company is situated at Plot No.8, GIDC Estate, Ankleshwar - 393002, Gujarat, India.

The Company is engaged mainly in manufacturing of Reclaim Rubber. Its other businesses include Power generation from Windmill, Manufacturing of Engineering Plastics, Custom Die Forms and Polymer Composite Products. The Company has manufacturing plants in India and sales in Domestic as well as International market. The equity shares of the Company are listed on the Bombay Stock Exchange (BSE) and National Stock Exchange (NSE).

1 SIGNIFICANT ACCOUNTING POLICIES AND KEY ACCOUNTING ESTIMATES AND JUDGEMENTS

SIGNIFICANT ACCOUNTING POLICIES:

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

1.1 Basis of preparation and presentation of financial statements:

These financial statements are the separate financial statements of the Company (also called standalone financial statements) prepared in accordance with Indian Accounting Standards ('Ind AS') notified under Section 133 of the Companies Act, 2013, read together with the Companies (Indian Accounting Standards) Rules, as amended from time to time.

These financial statements have been prepared and presented under the historical cost convention, except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies set out below. The accounting policies have been applied consistently over all the periods presented in these financial statements. These financial statements are presented in Indian Rupees, which is also its functional currency, and all values are rounded to the nearest lakhs, except when otherwise stated.

1.2 Current / Non-current classification:

For the purpose of current/non-current classification of assets and liabilities, the Company has ascertained its normal operating cycle as twelve months. This is based on the nature of products and the time between the acquisition of assets or inventories for manufacturing and their realization in cash and cash equivalents.

1.3 Summary of Significant Accounting policies

(A) Property, Plant and Equipment

Tangible assets:

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, if any.

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. Any trade discounts and rebates are deducted in arriving at the purchase price. Expenses directly attributable to new manufacturing facility during its construction period including borrowing costs 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.

Gains or losses arising from derecognition of assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss.

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 property, plant and equipment outstanding at each Balance Sheet date are disclosed as Other Non-Current Assets.

Depreciation:

Depreciation on assets is provided on straight line method for the period for which the assets have been used as under:

(a) Depreciation on assets is provided over the useful life of assets as prescribed under schedule II of the Companies Act, 2013.

(b) Plant and machinery which have worked for more than single shift, depreciation is provided for accordingly as per rate prescribed in schedule II of the Companies Act, 2013.

(c) Leasehold land is amortised over the period of lease.

Intangible Assets and Amortisation:

Intangible Assets are stated at acquisition cost, net of accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortised on a straight line basis over their estimated useful lives. The amortisation period and the amortisation method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortisation period is changed accordingly. Gain or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset and recognized as income or expense in the Statement of Profit and Loss. The period of amortisation is as under :

Asset	Period of amortisation
Computer Software	6 years
Copyrights	10 years
Trademark	10 years

(B) Finance Costs:

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 are capitalised, all other borrowing costs are charged to the statement of profit and loss for the period in which they are incurred.

(C) Investment Properties:

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Company for its business, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and wherever applicable its borrowing costs. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance costs are charged to the statement of profit and loss for the period in which they are incurred.

Investment properties are depreciated using the straight-line method over their estimated useful lives as follows:

Asset Category	Useful life	Basis for charging Depreciation
Office Building	60	Life as prescribed under Schedule-II of the Companies Act, 2013

Though the company measures investment property using cost based measurement, the fair value of investment property is disclosed in the note 2D. Fair values are determined based on an annual evaluation performed by an external independent valuer.

(D) Impairment of non-financial assets - property, plant and equipment and Intangible Assets:

The Company assesses at each reporting date as to whether there is any indication that any property, plant and equipment and intangible assets or group of assets, called cash generating units (CGU) may be impaired. If any such indication exists the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs.

An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

(E) Government Grants and Subsidy:

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. 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 for and presented within other income.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to profit or loss on a straight-line basis over the expected lives of the related assets and presented within other income or reduced from respective Property, plant and equipment.

(F) Tax Expenses:

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.

Minimum Alternative Tax (MAT) credit entitlement is recognised in accordance with the Guidance Note on "Accounting for credit available in respect of Minimum Alternative Tax under the Income-tax Act, 1961" issued by ICAI. MAT credit is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. At each balance sheet date the company re-assesses MAT credit assets to the extent they become reasonably certain or virtually certain of realisation, as the case may be and adjusts the same accordingly.

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 and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of Deferred tax liabilities and assets are reviewed at the end of each reporting period.

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.

(G) Inventories:

Items of inventories are measured at lower of cost or net realisable value after providing for obsolescence, if any. Cost of Inventories comprises of cost of purchase, cost of conversion and other costs incurred in bringing them to their respective present location and condition. Cost of raw materials, stores & spares, packing materials are determined on weighted average basis. However raw materials are written down to realisable value only if the cost of the related finished goods is not expected to recover the cost of raw materials.

Work-in-progress and finished goods are valued at lower of cost and net realisable value. Cost of work in progress and finished goods is determined on absorption costing method which include cost of conversion and other costs incurred in bringing the inventories to their present location and condition.

(H) Financial Instruments:

1 Financial Assets

a Initial recognition and measurement:

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. However, trade receivables that do not contain a significant financing component are measured at transaction price.

b Subsequent measurement:

I Financial assets carried at amortised cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

II Financial assets at fair value through other comprehensive income

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

III Financial assets at fair value through profit or loss

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

c Impairment of financial assets:

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL).

Expected credit losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument).

For trade receivables Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

2 Financial Liabilities

a Initial recognition and measurement:

All financial liabilities are recognized initially at fair value and in case of loans and borrowings, net of directly attributable cost. Cost of recurring nature are directly recognised in profit or loss as finance cost.

b Subsequent measurement:

Financial liabilities are subsequently carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

3 **Derivative Financial Instruments**

The Company uses various derivative financial instruments such as forwards and options to mitigate the risk of changes foreign exchange rates. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are also subsequently measured at fair value. Derivatives are carried as other financial assets when the fair value is positive and as other financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to Statement of Profit and Loss, except for the effective portion of cash flow hedges which is recognised in Other Comprehensive Income and later to Statement of Profit and Loss when the hedged item affects profit or loss or treated as basis adjustment if a hedged forecast transaction subsequently results in the recognition of a non-financial assets or non-financial liability.

4 **Derecognition of financial instruments**

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

(I) 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.

(J) Investment in Subsidiary and Associate Companies:

The Company has elected to recognize its investments in subsidiary and associate companies at cost in accordance with the option available in Ind AS 27, 'Separate Financial Statements'.

The details of such investments are given in Note 3.

(K) Revenue Recognition:

(i) Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration entitled in exchange for those goods or services.

Generally, control is transferred upon shipment of goods to the customer or when the goods is made available to the customer, provided transfer of title to the customer occurs and the Company has not retained any significant risks of ownership or future obligations with respect to the goods shipped.

Revenue from rendering of services is recognised over time by measuring the progress towards complete satisfaction of performance obligations at the reporting period.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

Revenue is measured at the amount of consideration which the company expects to be entitled to in exchange for transferring distinct goods or services to a customer as specified in the contract, excluding amounts collected on behalf of third parties (for example taxes and duties collected on behalf of the Government). Consideration is generally due upon satisfaction of performance obligations and a receivable is recognized when it becomes unconditional.

(ii) Income from Power generation is accounted on the basis of certification of Gujarat Electricity Development Authority.

(iii) Credits on account of Duty drawback and other benefits, which are due to be received with reasonable certainty, are accrued upon completion of exports.

(iv) Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

(v) Profit / Loss from investment in LLP is accounted at the time of finalisation of accounts of LLP

(vi) Dividend income is recognized when the right to receive dividend is established.

(L) Foreign currency transactions and translation:

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss except to the extent of exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings that are directly attributable to the acquisition or construction of qualifying assets, are capitalized as cost of assets.

(M) Employees Benefits:

Short Term Employee Benefits:

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits. Expense in respect of other short term benefits is recognized on the basis of the amount paid or payable for the period during which services are rendered by the employee.

Post Employment Employee Benefits :

(i) Defined Contribution Plans :

(a) Provident Fund:

The company makes specified monthly contribution to statutory provident fund in accordance with the Employees Provident Fund & Miscellaneous Provisions Act, 1952, which is a defined contribution plan and contribution paid or payable is recognized as an expense in the period in which services are rendered by the employee.

(b) Superannuation:

The Company has Superannuation Plan for its executives - a defined contribution plan. The Company makes annual contribution of the covered employees' salary, subject to maximum of ₹ 1.50 lakh per employee, for the executive opting for the benefit. The plan is managed by a Trust and the funds are invested with Life Insurance Corporation of India under its Group Superannuation Scheme. Annual contributions as specified under the Trust deed are paid to the Life Insurance Corporation of India and recognised as an expense of the year in which the liability is incurred.

(ii) Defined Benefit Plans:

(a) Gratuity:

The Company pays gratuity to the employees who have completed five years of service with the Company at the time of resignation/superannuation. The gratuity is paid @15 days salary for every completed year of service as per the Payment of Gratuity Act, 1972.

The gratuity liability amount is contributed to the approved gratuity fund formed exclusively for gratuity payment to the employees. The gratuity fund has been approved by respective Income Tax authorities.

The liability in respect of gratuity is made based on actuarial valuation done by an independent agency of notified actuaries by using the projected unit credit method.

Re-measurement of defined benefit plans in respect of post-employment and other long term benefits are charged to the Other Comprehensive Income.

(b) Leave Encashment:

Provision for leave encashment, which is a defined benefit, is made based on actuarial valuation done by an independent agency of notified actuaries by using the projected unit credit method. Actuarial Gains / Losses, if any are recognised in the statement of profit and loss.

(N) Lease:

The Company, as a lessee, recognizes a right-of-use asset and a lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset.

The contract conveys the right to control the use of an identified asset, if it involves the use of an identified asset and the Company has substantially all of the economic benefits from use of the asset and has right to direct the use of the identified asset. The cost of the right-of-use asset shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate.

For short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the lease term.

(O) Research and Development:

Revenue expenditure on Research and Development is charged in the period in which it is incurred. Capital Expenditure for Research and Development is capitalised when commissioned and included in the Plant, Property and Equipment and depreciated in accordance with the policies stated for Property, Plant and Equipment.

(P) Provisions, Contingent Liabilities and Contingent Assets:

Provisions: Provisions are recognised when there is a present obligation as a result of a past event. It is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance sheet date and are not discounted to its present value.

Contingent Liabilities: Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

Contingent Assets: Contingent Assets are neither recognised nor disclosed in the financial statements.

(Q) 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.

(R) Cash and cash equivalents:

Cash and cash equivalents for the purposes of cash-flow statement comprise cash at bank and in hand and short-term investments with original maturity of three months or less.

(S) Earnings Per Share:

The company reports basic and diluted earnings per share (EPS) in accordance with the Indian Accounting Standard specified under Section 133 of the Companies Act read with Rule 7 of the Companies (Accounts) Rules, 2014. The Basic EPS has been computed by dividing the income available to equity shareholders by the weighted average number of equity shares outstanding during the accounting year. The diluted EPS has been computed using the weighted average number of equity shares and dilutive potential equity shares outstanding during the end of the year.

1.4 Key accounting estimates and 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.

a) Depreciation/amortisation and useful lives of property, plant and equipment/intangible assets

Property, plant and equipment/intangible assets are depreciated/amortised over the estimated useful lives of the assets, after taking into account their estimated residual value. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation/ amortisation to be provided during any reporting period. The useful lives and residual values are based on the Company's historical experience with similar assets and take into account anticipated technological changes. The depreciation/ amortisation for future periods is revised if there are significant changes from previous estimates.

b) Provisions

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability require the application of judgement to existing facts and circumstances, which can be subject to change. Since the cash outflows can take place many years in the future, the carrying amounts of provisions and liabilities are reviewed regularly and revised to take account of changing facts and circumstances.

c) Defined benefit obligation

The costs of providing pensions and other post-employment benefits are charged to the Statement of Profit and Loss in accordance with Ind AS 19 'Employee benefits' over the period during which benefit is derived from the employees' services. The costs are assessed on the basis of assumptions selected by the management. These assumptions include salary escalation rate, discount rates, expected rate of return on assets and mortality rates.

The same is disclosed in Note 37, 'Employee benefits'.

d) Income Tax:

The Company's tax jurisdiction is India. Significant judgements are involved in estimating budgeted profits for the purpose of paying advance tax, determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions (Refer Note 33).

e) Impairment of financial assets:

The impairment provisions for financial assets are based on assumptions about risk of default and expected cash loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

1.5 Recent Indian Accounting Standards (Ind AS)

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards. On 31st March, 2023, the MCA has notified Companies (Indian Accounting Standards) Amendment Rules, 2023. This notification has resulted into amendments in the following existing accounting standards which are applicable to company from 1st April, 2023.

i. Ind AS 1 – Presentation of Financial Statements

ii. Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors

iii. Ind AS 12 – Income Taxes

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

2 PROPERTY, PLANT AND EQUIPMENT

2A TANGIBLE ASSETS

Particulars	Gross Block				Depreciation / Amortisation				Net Book Value	
	As at 01-04-2022	Additions	Deduction/ Transfers	As at 31-03-2023	As at 01-04-2022	For the year	Deduction/ Transfers	As at 31-03-2023	As at 31-03-2023	As at 31-03-2022
Free hold Land	-	223.80	-	223.80	-	-	-	-	223.80	-
Roads	646.37	21.49	(103.60)	564.27	515.06	32.90	(103.60)	444.36	119.91	131.31
Buildings	6,914.28	160.71	(2,053.33)	5,021.66	2,052.99	174.35	(722.85)	1,504.49	3,517.17	4,861.29
Plant and Machinery	16,903.70	983.28	(1,373.05)	16,513.93	11,430.49	909.72	(911.53)	11,428.68	5,085.26	5,473.21
Furniture & Fixtures	396.92	1.01	(29.81)	368.12	358.11	8.55	(28.29)	338.37	29.76	38.81
Office equipments	239.13	44.61	(33.17)	250.56	197.73	13.17	(31.06)	179.84	70.73	41.40
Computer Hardware	185.59	3.90	(3.22)	186.27	155.99	9.21	(3.06)	162.14	24.13	29.60
Vehicles	96.95	60.03	(0.49)	156.48	49.50	15.28	(0.42)	64.35	92.13	47.45
Material Handling Vehicles	151.36	31.66	(16.99)	166.03	67.33	19.49	(12.32)	74.50	91.53	84.03
Total	**25,534.30**	**1,530.50**	**(3,613.67)**	**23,451.14**	**14,827.18**	**1,182.66**	**(1,813.13)**	**14,196.72**	**9,254.41**	**10,707.12**
Previous Year	23,640.70	2,219.96	(326.36)	25,534.30	13,849.07	1,154.65	(176.54)	14,827.18	10,707.12	9,791.63

Notes:

1 Refer to note 16 for information on Property, plant & equipment pledged as security by the Company.

2 Refer to note 35 for disclosure of contractual commitments for the acquisition of Property, plant & equipment.

2B CAPITAL WORK IN PROGRESS

Particulars	As at 31-03-2023	As at 31-03-2022
Roads	1.08	-
Factory Building	343.00	2.48
Plant & Machinery	184.60	11.07
Furniture & Fixture	0.14	0.13
Total	**528.82**	**13.68**

Notes:

1 Addition to capital work in progress includes borrowing cost on Term Loan.

Particulars	FY 2022-23	FY 2021-22
Plant and Machinery	-	0.46
Total	**-**	**0.46**

2 Capital-Work-in Progress (CWIP) Ageing schedule as at 31st March 2023

CWIP	Amount in CWIP for a period of				
	< 1 year	1-2 years	2-3 years	> 3 years	Total
Projects in progress	528.70	0.13	-	-	**528.82**
Projects temporarily suspended	-	-	-	-	**-**
Total	**528.70**	**0.13**	**-**	**-**	**528.82**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

3 Capital-Work-in Progress (CWIP) Ageing schedule as at 31st March 2022

CWIP	Amount in CWIP for a period of				
	< 1 year	1-2 years	2-3 years	> 3 years	Total
Projects in progress	13.68	-	-	-	**13.68**
Projects temporarily suspended	-	-	-	-	**-**
Total	**13.68**	**-**	**-**	**-**	**13.68**

2C RIGHT OF USE ASSETS

Particulars	Gross Block				Depreciation / Amortisation				Net Book Value	
	As at 01-04-2022	Additions	Deduction/ Transfers	As at 31-03-2023	As at 01-04-2022	For the year	Deduction/ Transfers	As at 31-03-2023	As at 31-03-2023	As at 31-03-2022
Lease hold Land	1,182.36	-	(424.80)	757.56	97.93	10.67	(49.23)	59.37	698.19	1,084.43
Vehicles	183.44	34.71	(71.47)	146.68	95.32	40.45	(71.13)	64.64	82.04	88.12
Total	**1,365.80**	**34.71**	**(496.27)**	**904.24**	**193.24**	**51.11**	**(120.35)**	**124.01**	**780.23**	**1,172.56**
Previous Year	1,107.37	309.36	(50.93)	1,365.80	185.59	68.72	(61.07)	193.24	1,172.56	921.78

2D INVESTMENT PROPERTY

Particulars	Gross Block				Depreciation / Amortisation				Net Book Value	
	As at 01-04-2022	Additions	Deduction/ Transfers	As at 31-03-2023	As at 01-04-2022	For the year	Deduction/ Transfers	As at 31-03-2023	As at 31-03-2023	As at 31-03-2022
Buildings	138.23	-	-	138.23	35.64	2.32	-	37.97	100.26	102.59
Total	**138.23**	**-**	**-**	**138.23**	**35.64**	**2.32**	**-**	**37.97**	**100.26**	**102.59**
Previous Year	138.23	-	-	138.23	33.32	2.32	-	35.64	102.59	104.91

Information regarding Income & Expenditure of Investment Property

Particulars	FY 2022-23	FY 2021-22
Rental Income derived from Investment Property	-	-
Direct Operating expenses (including repairs and maintenance) generating rental income	-	-
Direct Operating expenses (including repairs and maintenance) that did not generate rental income	(2.12)	(2.14)
Profit from investment properties before depreciation	**(2.12)**	**(2.14)**
Depreciation	(2.32)	(2.32)
Profit from investment properties	**(4.44)**	**(4.47)**

As at 31-Mar-2023 and 31-Mar-2022, the fair values of the Investment Property is based on Valuation report of the valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017.

The company has no restrictions on the realisability of its investment properties and no contractual obligations to purchase, construct or develop investment properties or for repairs, maintenance and enhancements.

Fair Value of the Investment Property is as under:

Fair Value	Office Building
Balance as at 01-Apr-2022	334.35
Fair value difference for the year	7.43
Purchases	-
Balance as at 31-Mar-2023	341.78

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

Particulars	Valuation Techniques	Significant unobservable inputs	Range of change in fair value per 5% (+/-) change in rate per sq. mtr.	
			As at 31-03-2023	As at 31-03-2022
Office Building	Sale Comparison Technique	Sales price of similar properties adjusted for peculiar factors of the property valued	17.09	16.72

Leasing arrangements

Investment property is leased to tenant under operating lease with rentals payable on monthly basis.

The future minimum estimated lease rental income is as follows	FY 2022-23	FY 2021-22
Not later than 1 year	18.08	-
Later than 1 year but not later than 5 years	74.40	-
Later than 5 years	0.52	-

2E INTANGIBLE ASSETS

Particulars	Gross Block				Depreciation / Amortisation				Net Book Value	
	As at 01-04-2022	Additions	Deduction/ Transfers	As at 31-03-2023	As at 01-04-2022	For the year	Deduction/ Transfers	As at 31-03-2023	As at 31-03-2023	As at 31-03-2022
Computer Software	217.62	-	(0.09)	217.53	211.25	-	(0.09)	211.17	6.37	6.37
Copyrights	11.06	-	-	11.06	8.23	1.11	-	9.34	1.72	2.83
Trademark	2.58	-	-	2.58	2.06	0.41	-	2.47	0.11	0.52
TOTAL	**231.27**	**-**	**(0.09)**	**231.18**	**221.55**	**1.52**	**(0.09)**	**222.98**	**8.20**	**9.72**
Previous Year	231.27	-	-	231.27	219.76	1.79	-	221.55	9.72	11.51

2F INTANGIBLE ASSETS UNDER DEVELOPMENT

Particulars	As at 31-03-2023	As at 31-03-2022
Computer Software, Trademark, Brand and Patents	6.28	0.18

Notes

1 Intangible Assets Under Development (IAUD) Ageing schedule as at 31st March 2023

IAUD	Amount in CWIP for a period of				
	< 1 year	1-2 years	2-3 years	> 3 years	Total
Projects in progress	6.10	0.18	-	-	**6.28**
Projects temporarily suspended	-	-	-	-	**-**
Total	**6.10**	**0.18**	**-**	**-**	**6.28**

2 Intangible Assets Under Development (IAUD) Ageing schedule as at 31st March 2022

IAUD	Amount in CWIP for a period of				
	< 1 year	1-2 years	2-3 years	> 3 years	Total
Projects in progress	0.18	-	-	-	**0.18**
Projects temporarily suspended	-	-	-	-	**-**
Total	**0.18**	**-**	**-**	**-**	**0.18**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

3 NON CURRENT FINANCIAL ASSETS : INVESTMENTS

	Face Value	As at 31-03-2023		As at 31-03-2022	
	(in ₹)	Units (Nos)	(₹ in lakhs)	Units (Nos)	(₹ in lakhs)
Investments measured at Cost					
Investment in equity shares of subsidiaries					
Grip Polymers Ltd.	10	-	-	31,00,000	306.01
GRP Circular Solutions Limited	10	20,00,000	200.00	-	-
Investment in capital					
Gripsurya Recycling LLP			307.22		345.22
Investment in equity shares of other Companies					
Narmada Clean Tech	10	1,29,000	12.90	1,29,000	12.90
OPGS Power Gujarat Pvt. Ltd.	0.1	2,80,000	0.56	2,80,000	0.56
TOTAL			**520.68**		**664.69**

Aggregate amount of Unquoted Investments (at cost)	**520.68**	**664.69**

Category-wise Non current investment	**As at 31-03-2023**	**As at 31-03-2022**
Financial Assets measured at Cost	520.68	664.69
Financial Assets measured at Fair value through Profit & Loss	-	-
Total Investment - Non Current	**520.68**	**664.69**

4 OTHER NON CURRENT ASSETS (UNSECURED, CONSIDERED GOOD)

OTHER NON CURRENT ASSETS (UNSECURED, CONSIDERED GOOD)	**As at 31-03-2023**	**As at 31-03-2022**
Capital Advances	507.92	151.58
Advances other than capital advances		
- Security Deposits	353.95	271.84
- Other Advances & Deposits	2.33	1.91
Prepaid Expenses (Refer note 13)	55.96	12.07
TOTAL	**920.16**	**437.39**

5 INVENTORIES

INVENTORIES	**As at 31-03-2023**	**As at 31-03-2022**
Raw Materials	2,238.25	2,289.25
Work-in-progress	520.27	616.11
Finished goods		
- In hand	890.54	1,477.90
- In transit	480.62	426.31
Stores and spares	230.46	256.10
Fuel Materials	14.32	15.72
Packing Materials	101.98	134.21
Stock of Others	78.33	97.41
TOTAL	**4,554.78**	**5,313.00**

Note: Inventories written down to net realisable value during the FY 2022-23 : Finished Goods ₹ 109.81 lakhs (FY 2021-22 ₹ 189.99 lakhs).

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

6 CURRENT FINANCIAL ASSETS : INVESTMENTS

	Face Value (in ₹)	As at 31-03-2023		As at 31-03-2022	
		Units (Nos)	(₹ in lakhs)	Units (Nos)	(₹ in lakhs)
Investments measured at Cost					
Investment in equity shares of Joint Ventures					
Marangoni GRP Pvt. Ltd.	**10**	-	-	99,21,723	112.70
Investments measured at Fair Value Through Profit and Loss (FVTPL)					
Investment in Portfolio Management Services					
Debt Bonds / Debentures	-	-	-	27	340.51
Mutual fund	-	62,19,289	1,360.02	35,49,962	962.37
Others	-	1,66,120	209.35	1,57,225	211.39
		TOTAL	**1,569.37**		**1,626.97**

Aggregate amount of Unquoted investment	-	112.70
Aggregate amount of quoted investment	1,512.74	1,499.98
Market value of quoted investment	1,569.37	1,514.27
Category-wise Current investment		
Financial Assets measured at Cost	-	112.70
Financial Assets measured at Fair value through Profit & Loss	1,569.37	1,514.27
Total Investment - Non Current	**1,569.37**	**1,626.97**

7

CURRENT FINANCIAL ASSETS : TRADE RECEIVABLES	**As at 31-03-2023**	**As at 31-03-2022**
Trade Receivables considered good - Unsecured	7,126.65	8,557.35
Trade Receivables - credit impaired	42.64	31.18
	7,169.29	**8,588.53**
Less: Allowance for expected credit loss	(42.64)	(31.18)
TOTAL	**7,126.65**	**8,557.35**

Movement of Impairment Allowance (allowance for expected credit loss)

	FY 2022-23	**FY 2021-22**
Impairment Allowance		
Opening Balance	31.18	10.19
Provided during the year	11.46	24.86
Amount Written back	-	(3.87)
Amount Written Off	-	-
Closing Balance	**42.64**	**31.18**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

Trade Receivables ageing schedule as at 31st March, 2023

Particulars	Outstanding for following periods from due date of payment						
	Not Due	Less than 6 months	6 months - 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	Total
(i) Undisputed Trade receivables - considered good	5,521.87	1,314.25	288.66	1.86	-	-	**7,126.65**
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	**-**
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	**-**
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	**-**
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	**-**
(vi) Disputed Trade Receivables - credit impaired	-	-	-	12.69	12.18	17.78	**42.64**
Total	**5,521.87**	**1,314.25**	**288.66**	**14.55**	**12.18**	**17.78**	**7,169.29**
Less: Allowance for expected credit loss							(42.64)
Total							**7,126.65**

Trade Receivables ageing schedule as at 31st March, 2022

Particulars	Outstanding for following periods from due date of payment						
	Not Due	Less than 6 months	6 months - 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	Total
(i) Undisputed Trade receivables - considered good	6,981.14	1,532.99	24.93	0.85	0.77	16.66	**8,557.35**
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	**-**
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	**-**
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	**-**
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	**-**
(vi) Disputed Trade Receivables - credit impaired	-	-	-	12.18	10.68	8.32	**31.18**
Total	**6,981.14**	**1,532.99**	**24.93**	**13.02**	**11.45**	**24.99**	**8,588.53**
Less: Allowance for expected credit loss							(31.18)
Total							**8,557.35**

8	**CURRENT FINANCIAL ASSETS : CASH AND CASH EQUIVALENTS**	**As at 31-03-2023**	**As at 31-03-2022**
	Balances with Banks		
	- Current Accounts	0.88	1.12
	- Cash Credit Accounts	-	2.63
	- EEFC Accounts	43.74	22.17
	Cash on hand	1.38	1.17
	TOTAL	**45.99**	**27.09**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

9

CURRENT FINANCIAL ASSETS : OTHER BANK BALANCES	As at 31-03-2023	As at 31-03-2022
Other Bank Balances		
Unclaimed dividend accounts	4.61	4.65
Term deposits held as margin money against bank guarantee and other commitments	4.00	9.32
TOTAL	**8.61**	**13.97**

10

CURRENT FINANCIAL ASSETS : LOANS (UNSECURED, CONSIDERED GOOD)	As at 31-03-2023	As at 31-03-2022
Loan to Subsidiary company	183.00	-
TOTAL	**183.00**	**-**

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CURRENT FINANCIAL ASSETS : OTHERS	As at 31-03-2023	As at 31-03-2022
Accrued Interest Income	222.43	18.20
Currency Options	103.27	19.38
Forward Contract Receivable	-	195.79
Insurance Claim Receivable*	1,069.63	-
Other Current Financial Assets	28.79	23.12
TOTAL	**1,424.11**	**256.49**

*A fire broke out at one of the manufacturing plants of the Company located at Solapur, Maharashtra on 15th February, 2023. The Company, based on its primary assessment of Inventory and damaged Property, Plant and Equipment, has accounted for an amount of ₹ 1,069.63 lakhs being the loss representing the carrying value of replaceable Plant and Equipment (₹ 302.75 lakhs), of Building to be reconstructed (₹ 47.75 lakhs) and of inventory (₹ 719.13 lakhs). As all assets are fully covered under Industrial All Risk policy (IAR), an equivalent amount is accounted for as recoverable from the Insurance Company and hence there is no impact on the profit for the year. The Company has lodged a claim with the Insurance Company amounting to ₹ 1,645.73 lakhs towards replacement/reconstruction value. Subsequent to the year-end, the Insurance Company has made an on-account payment of ₹ 250.00 lakhs. The final effect, if any, shall be given in the financial statements based on the final assessment of loss by the insurance company and settlement of claims.

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CURRENT TAX ASSETS (NET)	As at 31-03-2023	As at 31-03-2022
Opening Balance	82.68	148.74
Add: Provision for Income-tax for the year	(342.93)	(330.65)
Add: Tax on defined benefit plans	16.69	22.64
Add: Short / (Excess) Provision for earlier years	11.57	-
Add: Advance Tax Paid	357.68	241.95
Closing Balance	**125.70**	**82.68**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

13	OTHER CURRENT ASSETS (UNSECURED, CONSIDERED GOOD)	As at 31-03-2023	As at 31-03-2022
	Advances other than capital advances	371.65	137.51
	Security Deposits	32.32	32.32
	Balance with Central Excise, GST and State Authorities	433.31	544.76
	Prepaid Expenses (Refer note 4)	146.27	160.65
	Receivable from GRP Ltd Employees Group Gratuity Trust	9.29	25.64
	Export Incentive Receivables	149.86	155.95
	TOTAL	**1,142.71**	**1,056.82**

14	EQUITY	As at 31-03-2023	As at 31-03-2022
	Authorized		
	15,00,000 equity shares of ₹ 10 each	150.00	150.00
	Issued, Subscribed and fully Paid up		
	13,33,333 equity shares of ₹ 10 each	133.33	133.33
	TOTAL	**133.33**	**133.33**

Particulars	As at 31-03-2023		As at 31-03-2022	
	Units (Nos)	(₹ in lakhs)	Units (Nos)	(₹ in lakhs)
At the beginning of the year	13,33,333	133.33	13,33,333	133.33
Add: Issued during the year	-	-	-	-
At the end of the year	13,33,333	133.33	13,33,333	133.33

Rights, preferences and restrictions attached to shares:

1. The Company has only one class of shares referred to as equity shares having a par value of ₹ 10/-. Each holder of equity shares is entitled to one vote per share.
2. In the event of liquidation of the Company, the holders of the equity shares of the Company will be entitled to receive the remaining assets of the Company, after distribution of all preferential amounts in proportion to their shareholding.

Details of shares held by shareholders holding more than 5% of the aggregate shares in the company:

	As at 31-03-2023		As at 31-03-2022	
	Shares (Nos)	% of Holding	Shares (Nos)	% of Holding
Mrs. Meera Philip	81,666	6.12%	81,666	6.12%

Shareholding Pattern of Promoters at the end of the year:

Sr. No.	Promoter Name	As at 31-03-2023		As at 31-03-2022		% change during the year
		No. of Shares	% of Total Shares	No. of Shares	% of Total Shares	
1	Mahesh Vadilal Gandhi HUF (As A Partner of M/s V. Chatrabhuj & Co.)	3,381	0.25%	3,381	0.25%	0.00%
2	Harish V Gandhi HUF	-	0.00%	7,733	0.58%	-100.00%
3	Jagdish Manharlal Desai HUF	3,280	0.25%	8,188	0.61%	-59.94%
4	Mahesh Vadilal Gandhi HUF	16,636	1.25%	16,636	1.25%	0.00%
5	Rajendra Vadilal Gandhi HUF	47,189	3.54%	47,125	3.53%	0.14%
6	Miss.Miloni Siddharth Parekh	13,200	0.99%	13,200	0.99%	0.00%
7	Miss.Khyati Mahesh Gandhi	3,000	0.23%	3,000	0.23%	0.00%
8	Mahesh Vadilal Gandhi	62,550	4.69%	62,550	4.69%	0.00%
9	Mahesh V Gandhi (As A Trustee of Shree Mahesh Vadilal Gandhi Family Trust)	11,530	0.86%	11,530	0.86%	0.00%

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

Sr. No.	Promoter Name	As at 31-03-2023		As at 31-03-2022		% change during the year
		No. of Shares	% of Total Shares	No. of Shares	% of Total Shares	
10	Nikhil Manharlal Desai	5	0.00%	5	0.00%	0.00%
11	Jagdish Manharlal Desai	25	0.00%	300	0.02%	-91.67%
12	Vaishali Rajendra Gandhi	20,909	1.57%	15,909	1.19%	31.43%
13	Amishi Rakesh Gandhi	3,822	0.29%	3,822	0.29%	0.00%
14	Harish Vadilal Gandhi	32,608	2.45%	32,608	2.45%	0.00%
15	Rashmi Mahesh Gandhi	50,209	3.77%	50,209	3.77%	0.00%
16	Mamta Rajesh Salot	3,818	0.29%	3,818	0.29%	0.00%
17	Devyani C Tolia	3,501	0.26%	3,501	0.26%	0.00%
18	Harsh Rajendra Gandhi HUF	23,277	1.75%	23,277	1.75%	0.00%
19	Rajendra Vadilal Gandhi	37,211	2.79%	44,711	3.35%	-16.77%
20	Nayna Rajendra Gandhi	54,538	4.09%	57,038	4.28%	-4.38%
21	Jayvanti Manharlal Desai	1,060	0.08%	1,935	0.15%	-45.22%
22	Nehal Rajendra Gandhi	5,609	0.42%	5,609	0.42%	0.00%
23	Hemal Harsh Gandhi	15,737	1.18%	13,237	0.99%	18.89%
24	Rekha A Kothari	4,903	0.37%	4,903	0.37%	0.00%
25	Varsha Hitesh Shah	4,744	0.36%	4,906	0.37%	-3.30%
26	Harsh Rajendra Gandhi	58,908	4.42%	58,908	4.42%	0.00%
27	Khyati S Desai	822	0.06%	822	0.06%	0.00%
28	Harsh Rajendra Gandhi(As A Trustee of Aarav Trust)	18,108	1.36%	14,600	1.10%	24.03%
29	Ghatkopar Estate & Finance Corp. Pvt.Ltd.	13,333	1.00%	13,333	1.00%	0.00%
30	Industrial Development & Investment Co. Pvt. Ltd.	14,000	1.05%	14,000	1.05%	0.00%
31	Enarjee Consultancy And Trading Co.LLP	13,614	1.02%	13,614	1.02%	0.00%

15	OTHER EQUITY	As at 31-03-2023	As at 31-03-2022
	Reserves and Surplus		
	Capital reserve		
	Special capital incentive and subsidy		
	Balance as per last Balance sheet	53.30	53.30
	Profit on re-issue of forfeited shares		
	Balance as per last Balance sheet	0.01	0.01
	Securities Premium		
	Balance as per last Balance sheet	41.67	41.67
	General Reserve		
	Balance as at beginning of the year	6,500.00	6,500.00
	Add: Transferred from the statement of profit and loss account	-	-
	Balance as at the end of the year	6,500.00	6,500.00
	Retained Earnings		
	As per last Balance sheet	7,223.24	6,743.78
	Add: Profit for the year	1,022.81	578.49
	Add: Remeasurement gain/(loss) of defined benefit plans	(49.62)	(65.70)
	Less: Appropriations :		
	Dividend on Equity Shares (Dividend per Share ₹ 9.00, Previous year ₹ 2.50)	(120.00)	(33.33)
	Balance as at the end of the year	**8,076.43**	**7,223.24**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

Other Comprehensive Income (OCI)		
As per last Balance sheet	72.04	86.75
Add: Movement in OCI (Net) during the year	(97.17)	(14.71)
Balance as at the end of the year	**(25.13)**	**72.04**
TOTAL	**14,646.27**	**13,890.26**

Description of nature and purpose of each reserve

- General Reserve - General reserve is created from time to time by way of transfer from retained earnings for appropriation purposes. General reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income.
- Capital Reserve - Capital reserve includes Special capital incentive and subsidy received from the Government for setting up or expansion of an industrial undertaking in undeveloped area of State, is credited to Special capital incentive profit on re-issue of forfeited shares.
- Securities Premium Reserve - Securities premium reserve represents the premium received on issue of equity shares.

16	**NON CURRENT FINANCIAL LIABILITIES : BORROWINGS**	**As at 31-03-2023**	**As at 31-03-2022**	**As at 31-03-2023**	**As at 31-03-2022**
		Current Maturity		**Non - Current portion**	
	Secured - At Amortised Cost				
	Term Loans from Banks				
	- Rupee Loan	636.79	459.89	1,245.73	1,887.69
	- For Working Capital	192.32	193.09	897.95	1,095.11
	Deferred Payment Liability	11.99	4.00	20.77	8.68
		841.10	**656.97**	**2,164.45**	**2,991.48**
	Amount disclosed under the head Current Financial Liabilities : Borrowings (refer note 20)	**(841.10)**	**(656.97)**	**-**	**-**
	TOTAL	**-**	**-**	**2,164.45**	**2,991.48**

1 **Borrowings are measured at amortised Cost**

Nature of security and terms of repayment for borrowings:

2 **Rupee loan from HDFC Bank Ltd of ₹ 477.72 lakhs (Net of processing charges) (31-Mar-2022: ₹ 763.26 lakhs) for Capex**

First exclusive charge by way of hypothecation of plant & machinery which are funded through this loan and by way of extension of equitable mortgage on office at 510, Kohinoor City, Kurla (West), Mumbai.

Repayable in 54 equal monthly instalments beginning from 08-Jun-2020 along with interest @ 10.10% p.a. (FY 21-22 : 8.75% p.a.)

3 **Rupee loan from HDFC Bank Ltd of ₹ 597.79 lakhs (Net of processing charges) (31-Mar-2022: ₹ 790.72 lakhs) for Working Capital**

Second pari passu charge by way of hypothecation of entire current assets, both present and future at par with other banks. Second pari passu charge on entire property, plant and equipment located at Ankleshwar & Panoli plant of the company at par with other banks.

Repayable in 48 equal quarterly instalments beginning from 01-Apr-2022 along with interest @ 7.95% p.a. (FY 21-22 : 8.00% p.a.)

4 **Rupee loan from HDFC Bank Ltd., of ₹ 1404.80 lakhs (Net of processing charges) (31-Mar-2022: ₹ 1584.32) for Capex**

First exclusive charge by way of hypothecation of plant & machinery which are funded through this loan and by way of extension of equitable mortgage on office at 510, Kohinoor City, Kurla (West), Mumbai.

Repayable in 54 equal quarterly instalments beginning from 02-Oct-2022 along with interest @ 9.74% p.a. (FY 21-22 : 6.50%)

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

5 **Rupee loan from HDFC Bank Ltd of ₹ 492.47 lakhs (Net of processing charges) (31-Mar-2022: ₹ 497.48 lakhs) for Working Capital**

Second pari passu charge by way of hypothecation of entire current assets, both present and future at par with other banks. Second pari passu charge on entire property, plant and equipment located at Ankleshwar & Panoli plant of the company at par with other banks.

Repayable in 48 equal quarterly instalments beginning from 01-Apr-2024 along with interest @ 9.00% p.a. (FY 21-22 : 6.50% p.a.)

6 **Deferred Payment Liability**

a Vehicle loan of ₹ 8.68 lakhs (31-Mar-2022: ₹ 12.68 lakhs) is secured by vehicles under hypothecation with Bank. Loan is repayable in 60 monthly instalments from Mar-2020 along with interest @ 8.50% p.a.

b Vehicle loan of ₹ 24.09 lakhs (31-Mar-2022: ₹ Nil) is secured by vehicles under hypothecation with Bank. Loan is repayable in 39 monthly instalments from Dec-2022 along with interest @ 7.90% p.a.

7 For explanation on the company's Interest rate risk and foreign currency risk refer Note 47

17	NON CURRENT FINANCIAL LIABILITIES : LEASE LIABILITIES	As at 31-03-2023	As at 31-03-2022
	Lease Liability (Refer note 21)	51.00	55.41
	TOTAL	**51.00**	**55.41**

18	NON CURRENT LIABILITIES : PROVISIONS	As at 31-03-2023	As at 31-03-2022
	Provision for Leave encashment (Refer note 25)	102.04	121.76
	Provision for Gratuity payment	65.62	115.34
	TOTAL	**167.66**	**237.10**

19	DEFERRED TAX LIABILITIES (NET):	As at 31-03-2023	As at 31-03-2022
	At the start of the year	1,389.73	1,559.51
	Charge/(credit) to Statement of Profit and Loss	(197.51)	(164.21)
	Charge/(credit) to Other Comprehensive Income	(33.18)	(5.58)
	At the end of year	**1,159.04**	**1,389.73**

Component of Deferred tax liabilities / (asset)	As at 31-03-2022	Charge / (credit) to Profit and Loss	Charge / (credit) to Other Comprehensive Income	As at 31-03-2023
Deferred tax liabilities / (asset) in relation to:				
Property, plant and equipment	1,477.08	(202.90)	-	1,274.18
Financial assets	5.07	7.81	-	12.88
Financial Liabilities	(23.59)	1.89	-	(21.70)
Loan and advances	(48.78)	(5.49)	-	(54.27)
Provisions	(32.87)	3.93	-	(28.95)
Others	12.82	(2.74)	(33.18)	(23.10)
TOTAL	**1,389.73**	**(197.51)**	**(33.18)**	**1,159.04**

20	CURRENT FINANCIAL LIABILITIES : BORROWINGS	As at 31-03-2023	As at 31-03-2022
	Secured - At Amortised Cost		
	Working Capital Loan payable on demand from banks		
	Rupee Loans	5,434.56	6,272.53
	Current maturities of Long-term borrowings (refer note 16)	841.10	656.97
	TOTAL	**6,275.65**	**6,929.50**

Nature of security and terms of repayment for secured borrowings:

1 **Working Capital Loan from HDFC Bank Ltd of ₹ 3746.77 lakhs (31-Mar-2022: ₹ 4,329.05 lakhs)**

First pari passu charge by way of hypothecation of entire current assets, both present and future at par with other banks. First pari passu charge on entire property, plant and equipment located at Ankleshwar & Panoli plant of the company at par with other banks.

2 **Working Capital loan from Citi Bank N. A. of ₹ 746.37 lakhs (31-Mar-2022: ₹ 691.33 lakhs)**

First pari passu charge in favour of Citi Bank N.A. by way of hypothecation of entire Fixed assets both movable and immovable, both present & future of the company located at Manufacturing unit at Ankleshwar & Panoli Plant, Gujarat at par with other banks.

3 **Working Capital loan from Kotak Bank Ltd of ₹ 941.41 lakhs (31-Mar-2022: ₹ 1,252.15 lakhs)**

First pari passu charge by way of hypothecation of entire current assets, both present and future at par with other banks. First pari passu charge on entire property, plant and equipment located at Ankleshwar & Panoli plant of the company at par with other banks.

4 For explanation on the company's Interest risk and foreign currency risk refer Note 47.

5 The company has borrowings from bank and financial institution on the basis of security of current asset and in following instances.

There were differences in quarterly statements of current asset filed by the company with the bank. The summary of reconciliation is as follows:

Quarter ended	Particulars of Securities Provided	Amount as per books of accounts	Amount as reported in the quarterly return/ statement	Amount of difference	Reason for differences
June-2022	Trade Receivables (Net of Advances)	7,895.86	8,360.06	(464.20)	On Account of Regrouping
September-2022	Trade Receivables (Net of Advances)	7,772.54	8,581.93	(809.39)	On Account of Regrouping
December-2022	Trade Receivables (Net of Advances)	8,674.12	8,474.12	200.00	On Account of Regrouping
March-2023	Trade Receivables (Net of Advances)	7,085.25	7,074.56	10.69	On Account of Regrouping

21	CURRENT FINANCIAL LIABILITIES : LEASE LIABILITIES	As at 31-03-2023	As at 31-03-2022
	Lease Liability (Refer note 17)	35.22	36.64
	TOTAL	**35.22**	**36.64**

22	CURRENT FINANCIAL LIABILITIES : TRADE PAYABLES	As at 31-03-2023	As at 31-03-2022
	Dues of micro and small enterprises	224.72	201.49
	Dues of creditors other than micro and small enterprises	1,361.88	2,443.02
	TOTAL	**1,586.60**	**2,644.51**

Details of Micro and Small Enterprises as defined under Micro, Small and Medium Enterprises Development Act,2006 (“MSMED Act”).

To comply with the requirement of The Micro, Small and Medium Enterprises Development Act, 2006, the Company requested its suppliers to confirm it whether they are covered as Micro, Small or Medium enterprise as is defined in the said Act. Based on the communication received from such suppliers confirming their coverage as such enterprise, the company has recognized them for the necessary treatment as provided under the Act, from the date of receipt of such confirmations and are disclosed in note below.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

Particulars	As at 31-03-2023	As at 31-03-2022
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
- Principal amount outstanding (whether due or not) to micro and small enterprises	224.72	201.49
- Interest due thereon	0.29	0.78
The amount of interest paid by the Company in terms of section 16 of the MSMED Act, 2006.	-	13.78
The amount of payment made to the supplier beyond the appointed day during the year	905.17	1,120.27
Amount of interest due and payable on delayed payments	9.32	7.22
Amount of interest accrued and remaining unpaid as at year end (Net of reversal)	25.26	15.65
The amount of further interest due and payable even in the succeeding year	-	-

Trade Payables Ageing schedule as at 31st March, 2023:

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less than 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	Total
MSME	180.44	43.40	0.41	0.47	-	**224.72**
Others	1,045.70	309.76	6.40	0.02	-	**1,361.88**
Disputed dues - MSME	-	-	-	-	-	**-**
Disputed dues - Others	-	-	-	-	-	**-**
Total	**1,226.14**	**353.16**	**6.81**	**0.49**	**-**	**1,586.60**

Trade Payables Ageing schedule as at 31st March, 2022:

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less than 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	Total
MSME	122.49	71.87	0.55	6.58	-	**201.49**
Others	1,642.51	798.92	-	1.59	-	**2,443.02**
Disputed dues - MSME	-	-	-	-	-	**-**
Disputed dues - Others	-	-	-	-	-	**-**
Total	**1,765.01**	**870.79**	**0.55**	**8.17**	**-**	**2,644.51**

23	CURRENT FINANCIAL LIABILITIES : OTHERS	As at 31-03-2023	As at 31-03-2022
	Interest accrued but not due on borrowings	47.49	35.87
	Unclaimed Dividend*	4.61	4.65
	Creditors for Capital Goods & Services	77.50	51.68
	Deposit from Dealers	60.40	60.40
	Security Deposit for Let out property	9.30	0.65
	Others**	186.63	-
	TOTAL	**385.93**	**153.25**

*There are no amounts due and outstanding to be credited to the Investor Education and Protection Fund as on 31st March, 2023.

**Others represents fair value of derivatives

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

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OTHER CURRENT LIABILITIES	As at 31-03-2023	As at 31-03-2022
Advances from customers	41.40	83.14
Statutory dues	92.93	66.10
Others*	1,397.51	1,350.33
TOTAL	**1,531.85**	**1,499.57**

*Others represents Creditors for expenses.

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CURRENT LIABILITIES : PROVISIONS	As at 31-03-2023	As at 31-03-2022
Current maturities of Long-term provisions of Employees Benefit expenses		
- Provision for Leave encashment (refer note 18)	12.98	6.53
- Provision for Gratuity payment	150.00	75.00
TOTAL	**162.98**	**81.53**

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REVENUE FROM OPERATIONS:	Year ended 31-03-2023	Year ended 31-03-2022
Revenue from Operations	47,354.54	40,644.73
Power generation from Windmill	91.38	67.40
Export incentives	514.63	431.21
Revenue from Operations (Gross)	**47,960.55**	**41,143.34**
Less: Goods and Service Tax Recovered	2,879.59	2,330.54
Revenue from Operations (Net)	**45,080.96**	**38,812.79**

Disaggregation of Revenue

Revenue based on Geography

Particulars	Year ended 31-03-2023	Year ended 31-03-2022
Export	28,955.50	25,776.60
Domestic	16,125.46	13,036.20
TOTAL	**45,080.96**	**38,812.79**

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OTHER INCOME:	Year ended 31-03-2023	Year ended 31-03-2022
Interest Income	48.29	14.53
Dividend Income	5.44	-
Net Gain on Sale of Property, Plant and Equipment	57.24	-
Subsidy Income	188.78	-
Net Income on Sale of Financial Assets (At Cost)	162.88	-
Net Income on Sale of Financial Assets (FVTPL)		
- Realised Gain	20.83	1.24
- Unrealised Gain	42.45	14.18
Other Non-operating Income	5.00	84.41
TOTAL	**530.91**	**114.36**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

28 CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE:		Year ended 31-03-2023	Year ended 31-03-2022
Inventories at the beginning of the year:			
Finished goods		1,477.90	663.32
Goods-in-transit (Finished Goods)		426.31	323.40
Work-in-progress		616.11	597.86
	(A)	**2,520.32**	**1,584.58**
Insurance Claim Receivable (Refer note 11)	**(B)**	267.21	-
Inventories at the end of the year:			
Finished goods		890.54	1,477.90
Goods-in-transit (Finished Goods)		480.62	426.31
Work-in-progress		520.27	616.11
	(C)	**1,891.43**	**2,520.32**
TOTAL (A) - (B) - (C)		**361.68**	**(935.74)**

29 EMPLOYEE BENEFITS EXPENSES:	Year ended 31-03-2023	Year ended 31-03-2022
Salaries and Wages	4,545.09	4,091.18
Contribution to Provident fund and Other funds*	435.54	386.67
Staff Welfare and other benefits	294.44	248.11
TOTAL	**5,275.06**	**4,725.95**

*For Disclosure as per IND-AS 19 ‘Employee Benefits’ refer note no 37

30 FINANCE COST:	Year ended 31-03-2023	Year ended 31-03-2022
Interest on Term & Working Capital Loans*	563.59	372.93
Interest on Other Loans	22.29	17.48
Financial Charges	60.57	58.61
TOTAL	**646.44**	**449.01**

* Interest Expenses are net of Interest Capitalised of ₹ Nil (Previous year ₹ 0.46 lakhs) (Refer note 2B)

31 DEPRECIATION AND AMORTIZATION EXPENSES:	Year ended 31-03-2023	Year ended 31-03-2022
Depreciation on Property, Plant & Equipment	1,233.78	1,223.37
Depreciation on Investment Property	2.32	2.32
Amortisation of Intangible Assets	1.52	1.79
TOTAL	**1,237.62**	**1,227.49**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

32	OTHER EXPENSES:	Year ended 31-03-2023	Year ended 31-03-2022
	Manufacturing Expenses		
	Packing Material consumed	1,526.13	1,154.98
	Job Work Charges	3.00	-
	Stores and Spare Parts Consumed	558.41	609.86
	Utilities Consumed:-		
	- Power Consumption	4,081.30	3,668.59
	- Fuel Consumption	1,300.19	996.95
	- Water Consumption	46.59	40.14
	Repairs & Maintenance Expenses:-		
	- Plant & Machineries	375.73	356.13
	- Factory Buildings	12.92	10.77
	Contract Labour Charges	1,279.52	1,062.71
		9,183.78	**7,900.13**
	Sales & Distribution expenses		
	Freight & Forwarding expenses	6,183.11	5,349.49
	Other Selling and Distribution expenses	87.31	96.70
		6,270.41	**5,446.19**
	Administration & Other Expenses		
	Insurance	52.74	46.41
	Vehicle Expenses	56.77	39.61
	Printing & Stationery	19.18	13.92
	Advertisements	2.57	5.36
	Rent, Short Term Lease Rent & Other Charges	31.94	4.14
	Repairs to Other Assets	131.51	92.55
	Legal & Professional charges	232.83	176.14
	Travelling & Conveyance	220.80	62.96
	Postage & Telephones	33.28	22.22
	Allowance for expected credit loss provided	11.46	20.99
	Balances Written off (Net) (Refer note 38)	23.84	-
	Net (Gain) / Loss on foreign currency transactions and translation	(380.32)	(769.25)
	Auditors Remuneration (Refer note 34)	13.21	10.79
	Directors' Sitting Fees	16.95	15.14
	Commission to Director	12.00	12.00
	Rate and Taxes	65.97	46.93
	Corporate Social Responsibility Expense (Refer note 41)	19.13	20.24
	Factory / Office Expenses	55.63	37.58
	Office electricity expenses	8.92	8.94
	Other Expenses	149.23	167.37
	Net Loss on Sale of Property, Plant and Equipment	-	100.48
	Share of Loss in LLP	38.00	0.47
		815.64	**135.00**
	TOTAL	**16,269.84**	**13,481.33**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

33 INCOME TAX:

A The note below details the major components of income tax expenses for the year ended 31-March-23 and 31-March-22. The note further describes the significant estimates made in relation to company's income tax position and also explains how the income tax expense is impacted by non-assessable and non-deductible items.

Particulars	Year ended 31-03-2023	Year ended 31-03-2022
Current Tax	**331.35**	**330.65**
Current Tax	342.92	330.65
(Excess) / Short Provision for earlier years	(11.57)	-
Deferred Tax	**(197.51)**	**(164.21)**
Deferred Tax	(197.51)	(164.21)
Income tax expense reported in the statement of profit and loss	**133.84**	**166.44**
Other Comprehensive Income (OCI)		
Income tax relating to items that will not be reclassified to profit or loss	(16.69)	(22.64)
Deferred tax relating to items that will be reclassified to profit or loss	(33.18)	(5.58)

B Reconciliation of tax expenses and the accounting profit multiplied by applicable tax rate as notified under Income Tax Act, 1961 enacted in India for the years ended 31-March-2023 and 31-March-2022.

	Particulars	Year ended 31-03-2023	Year ended 31-03-2022
	Profit before income tax expense	1,156.65	744.93
	Income tax expense calculated at 25.168% (31-Mar-2022 : 25.626%)	**291.11**	**190.90**
	Tax effect of adjustments in calculating taxable income		
-	Disallowance of expenses as per Income tax	403.06	489.02
-	Allowance of expenses (Depreciation, Others)	(361.78)	(349.58)
-	Others	10.53	0.31
	Current Tax Provision (A)	**342.92**	**330.65**
	Short / (Excess) Provision for earlier years (B)	**(11.57)**	**-**
	Incremental Deferred Tax Liability on account of Property, Plant and Equipment and Intangible Assets	(202.90)	(126.67)
	Incremental Deferred Tax Liability / (Asset) on account of Financial Assets and Other Items	5.39	(37.54)
	Deferred Tax Provision (C)	**(197.51)**	**(164.21)**
	Tax Expenses recognised in Statement of Profit and Loss (A+B+C)	**133.84**	**166.44**
	Effective Tax rate	**11.57%**	**22.34%**

34	**DETAILS OF PAYMENT TO AUDITORS EXCLUDING TAXES:**	Year ended 31-03-2023	Year ended 31-03-2022
	Statutory Audit fees	7.00	7.00
	Limited Review fees	1.20	0.75
	Tax Audit fees	2.25	2.25
	Taxation & Other Matters	2.00	-
	Reimbursement of expenses	0.76	0.79
	TOTAL	**13.21**	**10.79**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

35	CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR) :	As at 31-03-2023	As at 31-03-2022
	Guarantees issued by Banks (Net)	724.19	390.75
	Corporate Guarantee (to the extent loan disbursed by bank to subsidiary company)	328.45	-
	Letter of Credit	138.64	88.91
	Claims against the company (Including Sales tax, Excise duty, etc.) not acknowledged as debts		
	- Sales Tax	168.46	253.96
	- Excise Duty & Service Tax	74.20	131.82
	- Income Tax liability	234.34	234.34
	Estimated amount of contracts remaining to be executed on capital account towards PPE	561.22	59.49
	TOTAL	**2,229.51**	**1,159.28**

36		LEASES:	Year ended 31-03-2023	Year ended 31-03-2022
		Premises given on Operating Lease to related parties:		
		The Company has given premises on operating lease to Marangoni GRP Private Limited for a term of 11 months in previous financial year.		
	-	Gross carrying amount as on balance sheet date	-	13.37
	-	Accumulated depreciation amount as on balance sheet date	-	(2.79)
	-	Net carrying amount as on balance sheet date	-	10.58
	-	Depreciation recognised in statement of profit and loss	-	0.18
		The future minimum lease rental income is as follows		
	(a)	Not later than 1 year	-	0.50
	(b)	Later than 1 year but not later than 5 years	-	-
	(c)	Later than 5 years	-	-
		Premises given on Operating Lease to others: Refer note 2D		

37 EMPLOYEE BENEFITS :

As per Indian Accounting Standard 19 “Employee benefits”, the disclosures as defined are given below :

The Company has various schemes for long term benefits such as provident fund, superannuation, gratuity and leave encashment. The Company's defined contribution plans are Employees' Provident fund and Pension Scheme (under the provision of the Employees' Provident Fund and Miscellaneous Provisions Act, 1952) since the company has no further obligation beyond making the contributions.

A Defined Contribution Plans

Contribution to Defined Contribution Plans, recognised as expense for the year is as under:

Sr. No.	Particulars	Year ended 31-03-2023	Year ended 31-03-2022
i	Employer’s Contribution to Provident & Pension Fund	235.11	231.99
ii	Employer’s Contribution to Superannuation Fund	18.06	20.14

B Defined Benefit Plans

Disclosure Statement as Per Indian Accounting Standard 19

Para 139 (a) Characteristics of defined benefit plan

The Company has a defined benefit gratuity plan in India (funded). The company's defined benefit gratuity plan is a final salary plan for employees, which requires contributions to be made to a separately administered fund. The fund is managed by a trust which is governed by the Board of Trustees. The Board of Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy.

Para 139 (b) Risks associated with defined benefit plan

Gratuity is a defined benefit plan and company is exposed to the Following Risks:

Interest rate risk: A fall in the discount rate which is linked to the G.Sec. Rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.

Salary Risk: The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.

Investment Risk: The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on Government bonds. If the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.

Asset Liability Matching Risk: The plan faces the ALM risk as to the matching cash flow. Since the plan is invested in lines of Rule 101 of Income Tax Rules, 1962, this generally reduces ALM risk.

Mortality risk: Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

Concentration Risk: Plan is having a concentration risk as all the assets are invested with the insurance company and a default will wipe out all the assets. Although probability of this is very less as insurance companies have to follow regulatory guidelines.

Para 139 (c) Characteristics of defined benefit plans

During the year, there were no plan amendments, curtailments and settlements.

Para 147 (a)

A separate trust fund is created to manage the Gratuity plan and the contributions towards the trust fund is done as guided by rule 103 of Income Tax Rules, 1962.

Sr. No.	Particulars	As at 31-03-2023	As at 31-03-2022
		Gratuity	
		Funded	
i)	**Reconciliation of opening and closing balances of Defined Benefit Obligation**		
	Defined Benefit Obligation at beginning of the year	815.64	687.03
	Current Service Cost	63.14	67.28
	Past Service Cost	-	-
	Interest Cost	59.46	47.41
	Actuarial (Gain) / Loss	64.73	88.69
	Benefits Paid	(148.16)	(74.77)
	Defined Benefit Obligation at year end	**854.81**	**815.64**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

ii)	**Reconciliation of opening and closing balances of fair value of Plan Assets**		
	Fair value of Plan Assets at beginning of year	625.30	589.26
	Expected Return on Plan Assets	45.58	40.66
	Employer Contribution	118.04	69.79
	Benefits Paid	(148.16)	(74.77)
	Actuarial (Gain) / Loss	(1.57)	0.35
	Fair value of Plan Assets at year end	**639.18**	**625.30**
iii)	**Reconciliation of fair value of Assets and Obligations**		
	Present Value of Benefit Obligation at the end of the Period	854.81	815.64
	Fair value of plan assets as at end of the year	639.18	625.30
	Funded status (Surplus/ (Deficit))	(215.62)	(190.34)
	Net (Liability)/Asset Recognized in the Balance Sheet	**(215.62)**	**(190.34)**
iv)	**Expenses recognised during the year**		
	Current service cost	63.14	67.28
	Past service cost	-	-
	Actuarial (Gains)/Losses on Obligation For the Period	-	-
	Net Interest cost	13.88	6.75
	Expenses recognised in the statement of profit and loss account	**77.02**	**74.02**
	Actuarial (Gains)/Losses on Obligation For the Period	64.73	88.69
	Return on Plan Assets, Excluding Interest Income	1.57	(0.35)
	Net (Income)/Expense For the Period Recognized in OCI	**66.30**	**88.34**
v)	**Actuarial Assumptions**		
	Discount Rate	7.48%	7.29%
	Salary Escalation	5.00%	5.00%

C Sensitivity Analysis

The key assumption and sensitivity of the defined benefit obligation to changes in the weighted principal assumption is:

Particulars	Year ended 31-03-2023	Year ended 31-03-2022
Expected Return on Plan Assets	7.48%	7.29%
Rate of Discounting	7.48%	7.29%
Rate of Salary Increase	5.00%	5.00%
Rate of Employee Turnover	2.00%	2.00%
Mortality Rate During Employment	Indian Assured Lives Mortality (2012-14)	

Particulars	Year ended 31-03-2023	Year ended 31-03-2022
Delta Effect of +1% Change in Rate of Discounting	(64.39)	(63.79)
Delta Effect of -1% Change in Rate of Discounting	74.97	74.51
Delta Effect of +1% Change in Rate of Salary Increase	75.28	74.55
Delta Effect of -1% Change in Rate of Salary Increase	(65.72)	(64.81)
Delta Effect of +1% Change in Rate of Employee Turnover	16.33	14.32
Delta Effect of -1% Change in Rate of Employee Turnover	(18.51)	(16.28)

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The sensitivity analysis presented above may not be representative of the actual change in the projected benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the projected benefit obligation as recognised in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

38 RELATED PARTIES DISCLOSURE:

Sr. No.	Name of Related Party	% Share	Relationship
1	Grip Polymers Ltd. *(upto 21-March-2023)*	100.00%	Direct Subsidiary
2	GRP Circular Solutions Ltd. *(w.e.f. 3-August-2022)*	100.00%	
3	Grip Surya Recycling LLP *(Partners capital share by GRP Ltd.)*	99.89%	
4	MARANGONI GRP Private Limited *(upto 20-July-2022)*	50.00%	Joint Venture
5	Rajendra V Gandhi; Managing Director		Key Managerial Personnel (KMP)
6	Harsh R Gandhi; Joint Managing Director		
7	Hemal H. Gandhi; Executive Director *(w.e.f. 22-August-2022)*		
8	Shilpa Mehta; Chief Financial Officer		
9	Abhijeet Sawant; Company Secretary *(upto 28-February-2022)*		
10	Jyoti Sancheti; Company Secretary *(w.e.f. 08-June-2022)*		
11	Nayna R. Gandhi		Relatives of Key Managerial Personnel (KMP)
12	Mahesh V. Gandhi		
13	Alphanso Netsecure Pvt. Ltd.		Enterprises over which Key Managerial Personnel are able to exercise significant influence
14	GRP Employees Group Gratuity Trust		Post Employment Benefits Plans
15	GRP Employees Group Superannuation Scheme		

Sr. No.	Nature of Transactions	Subsidiaries		Joint Venture		Key Managerial Personnel	
		Year ended 31-03-2023	Year ended 31-03-2022	Year ended 31-03-2023	Year ended 31-03-2022	Year ended 31-03-2023	Year ended 31-03-2022
1	Investment in Subsidiary	200.00	-	-	-	-	-
2	Share of Profit / (Loss) on Investment	(38.00)	(0.47)	-	-	-	-
3	Purchase of Goods / Services	828.51	808.97	-	-	-	-
4	Purchase of Assets	1.03	-	-	-	-	-
5	Sale of Goods / Services	32.77	-	1.34	3.00	-	-
6	Reimbursement of Expenses	31.87	-	-	0.56	-	-
7	Loan Given	183.00	-	-	-	-	-
8	Balances Written off	-	-	23.84	-	-	-
9	Contributions during the year	-	-	-	-	-	-
10	Remuneration paid	-	-	-	-	351.97	370.24
11	Dividend Paid	-	-	-	-	10.07	2.59
12	Sitting Fees Paid	-	-	-	-	-	-

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

Sr. No.	Outstanding Balances	Subsidiaries		Joint Venture		Key Managerial Personnel	
		As at 31-03-2023	As at 31-03-2022	As at 31-03-2023	As at 31-03-2022	As at 31-03-2023	As at 31-03-2022
1	Shareholding	200.00	306.01	-	112.70	-	-
2	Investment in Partners Capital	307.22	345.22	-	-	-	-
3	Loan Outstanding	183.00	-	-	-	-	-
4	Outstanding Receivable	65.50	-	-	23.84	-	-
5	Outstanding Payable	75.91	172.30	-	-	-	-

Sr. No.	Nature of Transactions	Relatives of Key Managerial Personnel		Enterprises over which Key Managerial Personnel are able to exercise significant influence		Post Employment Benefit plans	
		Year ended 31-03-2023	Year ended 31-03-2022	Year ended 31-03-2023	Year ended 31-03-2022	Year ended 31-03-2023	Year ended 31-03-2022
1	Investment in Subsidiary	-	-	-	-	-	-
2	Share of Profit / (Loss) on Investment	-	-	-	-	-	-
3	Purchase of Goods / Services	-	-	1.06	1.15	-	-
4	Purchase of Assets	-	-	-	-	-	-
5	Sale of Goods / Services	-	-	-	-	-	-
6	Reimbursement of Expenses	-	-	-	-	-	-
7	Loan Given	-	-	-	-	-	-
8	Balances Written off	-	-	-	-	-	-
9	Contributions during the year	-	-	-	-	136.10	89.93
10	Remuneration paid	-	24.58	-	-	-	-
11	Dividend Paid	10.54	3.32	-	-	-	-
12	Sitting Fees Paid	0.20	1.20	-	-	-	-
Sr. No.	**Outstanding Balances**	**As at 31-03-2023**	**As at 31-03-2022**	**As at 31-03-2023**	**As at 31-03-2022**	**As at 31-03-2023**	**As at 31-03-2022**
1	Shareholding	-	-	-	-	-	-
2	Investment in Partners Capital	-	-	-	-	-	-
3	Loan Outstanding	-	-	-	-	-	-
4	Outstanding Receivable	-	-	-	-	-	-
5	Outstanding Payable	-	-	-	1.16	-	-

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

Disclosure in respect of material transactions of the same type with related parties during the year

Sr. No.	Particulars	Year ended 31-03-2023	Year ended 31-03-2022
	Nature of Transactions		
1	**Investment in Subsidiary** - GRP Circular Solutions Ltd.	200.00	-
2	**Share of Profit / (Loss) in Subsidiaries / Joint Venture**		
	- Gripsurya Recycling LLP	(38.00)	(0.47)
3	**Purchase of Goods**		
	- Gripsurya Recycling LLP	828.51	808.97
	- Alphanso Netsecure Private Limited	1.06	1.15
4	**Purchase of Assets** - Gripsurya Recycling LLP	1.03	-
5	**Sale of Goods / Services**		
	- MARANGONI GRP Private Limited	1.34	3.00
	- Gripsurya Recycling LLP	1.30	-
	- GRP Circular Solutions Ltd.	31.46	-
6	**Reimbursement of Expenses**		
	- MARANGONI GRP Private Limited	-	0.56
	- GRP Circular Solutions Ltd.	31.87	-
7	**Loan Given** - GRP Circular Solutions Ltd.	183.00	-
8	**Balances written off** - MARANGONI GRP Private Limited	23.84	-
9	**Contributions during the year**		
	GRP Employees Group Gratuity Trust	118.04	69.79
	GRP Employees Group Superannuation Scheme	18.06	20.14
10	**Remuneration paid**		
	- Rajendra V Gandhi	95.58	123.77
	- Harsh R Gandhi	168.02	187.02
	- Hemal H Gandhi	25.92	24.58
	- Shilpa N Mehta	52.02	45.91
	- Abhijeet Sawant	-	13.54
	- Jyoti Sancheti	10.44	-
11	**Dividend paid**		
	- Rajendra V Gandhi	3.35	1.12
	- Harsh R Gandhi	5.30	1.47
	- Mahesh V Gandhi	5.63	1.56
	- Nayna R. Gandhi	4.91	1.43
	- Hemal H Gandhi	1.42	0.33
12	**Sitting Fees Paid**		
	- Mahesh V Gandhi	0.20	1.00
	- Nayna R. Gandhi	-	0.20

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

Sr. No.	Particulars	As at 31-03-2023	As at 31-03-2022
	Outstanding Balances		
1	**Shareholding**		
	- Grip Polymers Ltd	-	306.01
	- GRP Circular Solutions Ltd.	200.00	-
	- MARANGONI GRP Private Limited	-	112.70
2	**Investment in Partners capital** - Gripsurya Recycling LLP	307.22	345.22
3	**Loan Outstanding** - GRP Circular Solutions Ltd.	183.00	-
4	**Outstanding Receivable**		
	- MARANGONI GRP Private Limited	-	23.84
	- GRP Circular Solutions Ltd.	65.50	-
5	**Outstanding Payable**		
	- Gripsurya Recycling LLP	75.91	172.30
	- Alphanso Netsecure Pvt Ltd	-	1.16

Terms and conditions of transactions with related parties

Transaction entered into with related party are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured, interest free except loan given and will be settled in cash.

Compensation of Key managerial personnel

Sr. No.	Particulars	Year ended 31-03-2023	Year ended 31-03-2022
1	Short-term employee benefits	321.79	341.27
2	Post-employment benefits	30.18	28.97
3	Other long-term benefits	-	-
4	Termination benefits	-	-
5	Share-based payments	-	-
	Total Compensation paid to Key Management personnel	**351.97**	**370.24**

39	**DETAILS OF RESEARCH AND DEVELOPMENT EXPENDITURE**	**Year ended 31-03-2023**	**Year ended 31-03-2022**
	Accounting for Research & Development expenditure incurred :		
(a)	Capital Expenditure incurred on Equipments & Machinery	5.47	-
(b)	Capital Expenditure incurred on Buildings, Furniture, office equipments & Computer Hardware	-	-
(c)	Capital Work in Progress	74.25	-
(d)	Revenue Expenditure incurred towards the R&D Projects	110.08	225.65

40 SEGMENT REPORTING:

As per Indian Accounting Standard (Ind AS) -108 on Operating Segments, the Chief Operating Decision Maker (CODM) evaluates the Company's performance and allocates resources based on an analysis of various performance indicators of business segment/s in which the company operates, 'Reclaim Rubber' has been identified as reportable segment and smaller business segments not separately reportable have been grouped under the heading 'Others'.

The accounting policies adopted for segment reporting are in line with the accounting policy of the Company with following additional policies for segment reporting.

a) Revenue and Expenses have been identified to a segment on the basis of relationship to operating activities of the segment. Revenue and Expenses which relate to enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as "Unallocable".

b) Segment Assets and Segment Liabilities represent Assets and Liabilities in respective segments. Investments, tax related assets and other assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as "Unallocable".

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

Sr. No.	Particulars	Reclaim Rubber		Others		Unallocable		Total	
		2022-23	2021-22	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22
1	**Segment Revenue**								
	Gross Revenue from Operations	42,914.46	37,275.42	5,046.09	3,867.92	-	-	47,960.55	41,143.34
	Less: Goods & Service Tax	2,306.08	1,961.33	573.51	369.22	-	-	2,879.59	2,330.54
	Net Revenue from Operations	**40,608.38**	**35,314.10**	**4,472.58**	**3,498.70**	**-**	**-**	**45,080.96**	**38,812.79**
2	**Segment Results before Interest & Tax**	3,421.26	2,661.51	191.66	284.49	(1,809.83)	(1,752.06)	1,803.09	1,193.94
	Less: Interest Expenses	-	-	-	-	-	-	646.44	449.01
	Profit before Tax	**3,421.26**	**2,661.51**	**191.66**	**284.49**	**(1,809.83)**	**(1,752.06)**	**1,156.65**	**744.93**
	Current Tax	-	-	-	-	-	-	331.35	330.65
	Deferred Tax	-	-	-	-	-	-	(197.51)	(164.21)
	Profit After Tax	3,421.26	2,661.51	191.66	284.49	(1,809.83)	(1,752.06)	1,022.81	578.49
3	**Other Information**								
	Segment Assets	17,666.64	21,580.25	6,155.21	4,370.28	4,478.13	4,091.78	28,299.98	30,042.31
	Segment Liabilities	4,133.66	4,080.40	1,047.82	290.62	8,338.90	11,647.69	13,520.38	16,018.72
	Capital Expenditure	1,413.47	1,715.78	562.96	602.37	110.03	31.70	2,086.46	2,349.85
	Depreciation / Amortisation Expenses	966.87	969.73	183.78	168.59	86.97	89.17	1,237.62	1,227.49

1 The reportable Segments are further described below:

- Reclaim Rubber segment includes production and marketing of Reclaim rubber products
- Others segment includes Windmill, Custom Die Forms, Engineering Plastics and Polymer Composite Products.

2 There are no transactions with a single external customer which amounts to 10% or more of the Company's revenue.

41	CORPORATE SOCIAL RESPONSIBILITY EXPENSES:	Year ended 31-03-2023	Year ended 31-03-2022
A	Gross amount required to be spent by the company during the year.	8.91	8.57

B Amount Spent during the year on:

Particulars	Year 2022-23			Year 2021-22		
	In cash	Yet to be paid in cash	Total	In cash	Yet to be paid in cash	Total
i) Construction/acquisition of any asset	-	-	-	-	-	-
ii) On purposes other than (i) above	19.13	-	19.13	20.24	-	20.24
	19.13	**-**	**19.13**	**20.24**	**-**	**20.24**

C Amount Spent during the year on below activities:

Particulars	Year 2022-23	Year 2021-22
Education	9.23	7.50
Sustainable Livelihood	4.00	0.24
Women Empowerment	2.25	-
Healthcare	3.65	12.50
TOTAL	**19.13**	**20.24**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

42 EARNINGS PER SHARE:	Year ended 31-03-2023	Year ended 31-03-2022
- Net Profit after tax for the year	1,022.81	578.49
- Number of equity shares of ₹ 10/- each.	13,33,333	13,33,333
- Earnings per share - Basic	76.71	43.39
- Earnings per share -Diluted	76.71	43.39
- Face value per equity share	10.00	10.00

43 INVESTMENT IN LIMITED LIABILITY PARTNERSHIP:

The Company is a partner in Gripsurya Recycling LLP, following are closing balance of their capital account

Name of Partners in Gripsurya Recycling LLP	Profit Sharing Ratio (in %)	As at 31-03-2023	Profit Sharing Ratio (in %)	As at 31-03-2022
GRP Ltd	99.890	307.22	99.886	345.22
Grip Polymers Ltd	-	-	0.102	0.35
Ganesh Ghangurde	0.010	0.03	0.006	0.02
Hemant Kaul	-	-	0.006	0.02
Kush Giramkar	0.100	0.31	-	-

44 DISCLOSURE REQUIRED UNDER SECTION 186(4) OF COMPANIES ACT, 2013:

The details of loans, guarantees and investments under Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 are as follows:

(i) Details of investment made are given in Note 3

(ii) Details of loans & Guarantees given by the Company are as follows:

Name of the Entity	Relationship	Type	As at 31-03-2023	As at 31-03-2022
GRP Circular Solutions Ltd	Wholly owned subsidiary	Loan	183.00	-
GRP Circular Solutions Ltd	Wholly owned subsidiary	Guarantee	1250.00 *	-

* Loan availed by the subsidiary company from banks upto 31-March-2023 to the extent of ₹ 328.45 lakhs.

45 RELATIONSHIP WITH STRUCK OFF COMPANIES:

As at 31st March, 2023

There was no transaction or Outstanding Payable to any Struck off Companies as at 31st March, 2023.

As at 31st March, 2022

Name of Struck of Company	Nature of Transactions	Transactions during the year	OS Balance	Relationship with Struck off Company
BATCO TRANSINDIA PVT LTD.	Payables	0.03	0.03	Trade Payable

46 FAIR VALUATION MEASUREMENT HIERARCHY:

A CATEGORY-WISE CLASSIFICATION OF FINANCIAL INSTRUMENTS

Particulars	Refer Note	As at 31-03-2023	As at 31-03-2022
Financial assets measured at fair value through profit or loss (FVTPL)			
Forward Contract	11	-	114.60
Investment in Portfolio Management Services	6	1,569.37	1,514.27
Currency Options	11	103.27	19.38

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

Financial assets measured at fair value through other comprehensive income (FVTOCI)			
Forward Contract	11	-	81.19
Financial assets measured at amortised cost			
Trade Receivables	7	7,126.65	8,557.35
Cash and cash equivalents	8	45.99	27.09
Bank balances other than mentioned above	9	8.61	13.97
Loan to Subsidiary Company	10	183.00	-
Accrued Interest Income	11	222.43	18.20
Insurance Claim Receivable	11	1,069.63	-
Other Current Financial Assets	11	28.79	23.12
Financial liabilities measured at fair value through profit or loss (FVTPL)			
Forward Contract	23	137.47	-
Financial liabilities measured at fair value through other comprehensive income (FVTOCI)			
Forward Contract	23	49.16	-
Financial liabilities measured at amortised cost			
Rupee Term Loan from Banks	16 & 20	2,972.78	3,635.77
Deferred Payment Liability	16 & 20	32.76	12.68
Lease Liability	17 & 21	86.22	92.05
Rupee Working Capital Demand Loan from Banks	20	5,434.56	6,272.53
Trade payables	22	1,586.60	2,644.51
Interest accrued and due on borrowings	23	47.49	35.87
Unclaimed Dividend	23	4.61	4.65
Creditors for Capital Goods & Services	23	77.50	51.68
Deposit from Dealers	23	60.40	60.40
Security Deposit for Let out property	23	9.30	0.65

The above table does not include financial assets measured at Cost. (Refer note 3,6)

B FAIR VALUE MEASUREMENTS

(i) The following table provides the fair value measurement hierarchy of the company's financial assets and liabilities:

Particulars	Carrying Amount	Fair value hierarchy		
		Quoted prices in active markets (Level 1)	Significant Observable inputs (Level 2)	Significant Unobservable inputs (Level 3)
As at 31-03-2023				
FINANCIAL ASSETS				
At Fair Value Through P&L (FVTPL)				
Investment in Portfolio Management Services	1,569.37	1,569.37	-	-
Currency Options	103.27	-	103.27	-
FINANCIAL LIABILITIES				
At Amortised Cost				
Lease Liability	86.22	-	-	86.22
At Fair Value Through P&L (FVTPL)				
Other Financial Liabilities	137.47	-	137.47	-
At Fair Value Through OCI (FVTOCI)				
Other Financial Liabilities	49.16	-	49.16	-
As at 31-03-2022				

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

FINANCIAL ASSETS				
At Fair Value Through P&L (FVTPL)				
Other Financial Assets	114.60	-	114.60	-
Other Financial Assets	1,514.27	-	1,514.27	-
Currency Options	19.38	-	19.38	-
At Fair Value Through OCI (FVTOCI)				
Other Financial Assets	81.19	-	81.19	-
FINANCIAL LIABILITIES				
At Amortised Cost				
Lease Liability	92.05	-	-	92.05

(ii) Financial Instrument measured at Amortised Cost

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.

47 FINANCIAL RISK MANAGEMENT - OBJECTIVES AND POLICIES

The Company's financial liabilities comprise mainly of borrowings, trade payables and other payables. The Company's financial assets comprise mainly of investments, cash and cash equivalents, other balances with banks, loans, trade receivables and other receivables.

The Company is exposed to Market risk, Credit risk and Liquidity risk. The Board of Directors ('Board') oversee the management of these financial risks through its Risk Management Committee. The Risk Management Policy of the Company formulated by the Risk Management Committee and approved by the Board, states the Company's approach to address uncertainties in its endeavour to achieve its stated and implicit objectives. It prescribes the roles and responsibilities of the Company's management, the structure for managing risks and the framework for risk management. The framework seeks to identify, assess and mitigate financial risks in order to minimize potential adverse effects on the Company's financial performance.

The following disclosures summarize the Company's exposure to financial risks and information regarding use of derivatives employed to manage exposures to such risks. Quantitative sensitivity analysis have been provided to reflect the impact of reasonably possible changes in market rates on the financial results, cash flows and financial position of the Company.

1) Market Risk:

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of interest rate risk and currency risk. Financial instruments affected by market risk includes borrowings, investments, trade payables, trade receivables, loans and derivative financial instruments.

a) Interest Rate Risk

Interest rate risk is the risk that the fair value of future cash flows of the financial instruments will fluctuate because of changes in market interest rates. In order to optimize the Company's position with regards to interest income and interest expenses and to manage the interest rate risk, treasury performs a comprehensive corporate interest rate risk management by balancing the proportion of fixed rate and floating rate financial instruments in its total portfolio.

Interest Rate Exposure

Particulars	As at 31-03-2023	As at 31-03-2022
Borrowings		
Long Term Fixed Loan	118.98	104.74
Long Term Floating Loan	2,972.78	3,635.77
Short Term Floating Loan	5,434.56	6,272.53

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

Impact on Interest Expenses for the year on 0.5% change in Interest rate

Changes in rate	Effect on profit before tax		Effect on total equity	
	Year ended 31-03-2023	Year ended 31-03-2022	As at 31-03-2023	As at 31-03-2022
+0.5%	(42.04)	(49.54)	(42.04)	(49.54)
-0.5%	42.04	49.54	42.04	49.54

b) **Foreign Currency Risk**

The company's business objective includes safe-guarding its earnings against foreign exchange rate fluctuation. The company has adopted a structured risk management policy to hedge all these risks within an acceptable risk limit and an approved hedge accounting framework which allows for Fair Value and Cash Flow hedges. Hedging instruments include forward/options instruments to achieve this objective.

(i) **Exposure in foreign currency - Hedged**

The Company enters into forward exchange contracts to hedge against its foreign currency exposures relating to the underlying transactions and firm commitments. The Company does not enter into any derivative instruments for trading or speculative purposes.

The forward exchange contracts used for hedging foreign currency exposure and outstanding as at reporting date are as under:

Currency	(FC in lakhs)		(₹ in lakhs)	
	As at 31-03-2023	As at 31-03-2022	As at 31-03-2023	As at 31-03-2022
EUR	13.77	14.24	1,197.03	1,181.32
USD	40.70	59.80	3,283.86	4,460.00

(ii) **Exposure in foreign currency - Unhedged**

Payables	(FC in lakhs)		(₹ in lakhs)	
	As at 31-03-2023	As at 31-03-2022	As at 31-03-2023	As at 31-03-2022
EUR	1.05	0.35	93.57	29.30
USD	0.23	1.41	19.11	106.88
CNY	-	0.02	-	0.21

Receivables	(FC in lakhs)		(₹ in lakhs)	
	As at 31-03-2023	As at 31-03-2022	As at 31-03-2023	As at 31-03-2022
EUR	0.08	0.08	7.45	6.78
USD	4.76	1.47	391.22	111.55
CNY	-	0.00	-	0.01
AED	-	0.23	-	4.70

(iii) **Sensitivity**

The Company is mainly exposed to changes in EUR & USD. The below table demonstrates the sensitivity to a 5% increase or decrease in the EUR / USD against INR, with all other variables held constant. The sensitivity analysis is prepared on the net unhedged exposure of the Company as at the reporting date. 5% represents management's assessment of reasonably possible change in foreign exchange rate.

Foreign Currency	Change in rate	Effect on profit after tax		Effect on total equity	
		Year 2022-23	Year 2021-22	As at 31-03-2023	As at 31-03-2022
EUR	+5%	(4.31)	(1.13)	(4.31)	(1.13)
EUR	-5%	4.31	1.13	4.31	1.13
USD	+5%	18.61	0.23	18.61	0.23
USD	-5%	(18.61)	(0.23)	(18.61)	(0.23)

(₹ in lakhs)

c) **Other Price Risks:**

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. Company has invested in unquoted Equity Instruments and hence its exposure to change in market value is minimal.

2) **Credit Risk:**

Credit risk refers to a risk that a counterparty will default on its contractual obligation resulting in a financial loss to the Company. Credit risk primarily arises from financial asset such as trade receivables and Derivative financial instruments and other balances with banks, loans and other receivables. The Company exposure to credit risk is disclosed in note 6, 7, 8 and 9. The Company has adopted a policy of only dealing with counterparties that have sufficient credit rating. The Company's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transaction is reasonably spread amongst the counterparties.

Credit risk arising from investment in derivative financial instrument and other balances with bank is limited and there is no collateral held against these because the counterparties are banks and recognised financial institution with high credit ratings assigned by international credit rating agencies.

The average credit period on sale of products and services is maximum of 60-90 days. Credit risk arising from trade receivables is managed in accordance with Company's established policy, procedures and controls relating to customer credit risk management. Credit quality of Customer is assessed and accordingly individual credit limit is defined. The concentration of credit risk is limited due to the fact that customer base is large.

Movement in expected credit loss allowance on trade receivables	**As at 31-03-2023**	**As at 31-03-2022**
Balance at the beginning of the year	31.18	10.19
Less: Allowance measured at lifetime expected credit loss	11.46	20.99
Balance at the end of the year	42.64	31.18

3) **Liquidity Risk:**

Liquidity risk is the risk that the Company will encounter difficulty in raising funds to meet commitments associated with financial instruments that are settled by delivering cash or another financial asset. Liquidity risk may result from an inability to sell a financial asset quickly at close to its fair value.

The Company has an established liquidity risk management framework for managing its short term, medium term and long term funding and liquidity management requirements. The Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. The Company manages the liquidity risk by maintaining adequate funds in cash and cash equivalents. The Company also has adequate credit facilities agreed with banks to ensure that there is sufficient cash to meet all its normal operating commitments in a timely and cost-effective manner.

The table below analysis non-derivative financial liabilities of the Company into relevant maturity groupings based on the remaining period from the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

Non Derivative Liabilities	**Refer Note**	**< 1 year**	**1 - 5 years**	**Above 5 years**	**Total**
At 31st March 2023					
Long Term Borrowings	16,17,20,21	876.32	2,215.44	-	3,091.76
Short Term Borrowings	20	5,434.56	-	-	5,434.56
Trade Payables	22	1,586.60	-	-	1,586.60
Other Financial Liabilities	23	385.93	-	-	385.93
At 31st March 2022					
Long Term Borrowings	16,17,20,21	693.62	3,046.89	-	3,740.51
Short Term Borrowings	20	6,272.53	-	-	6,272.53
Trade Payables	22	2,644.51	-	-	2,644.51
Other Financial Liabilities	23	153.25	-	-	153.25

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

Derivative Liabilities	Refer Note	< 1 year	1 - 5 years	Above 5 years	Total
At 31st March 2023					
Forward Contract	23	186.63	-	-	186.63
At 31st March 2022					
Forward Contract	23	-	-	-	-

4) **Hedge Accounting:**

The company's business objective includes safe-guarding its foreign currency earnings against movements in foreign exchange and interest rates. Company has adopted a structured risk management policy to hedge all these risks within an acceptable risk limit and an approved hedge accounting framework which allows for Fair Value and Cash Flow hedges. Hedging instruments consists of forwards to achieve this objective. The table below shows the position of hedging instruments and hedged items as of the balance sheet date.

Disclosure of effects of hedge accounting

A Fair Value Hedge

Hedging Instrument		Carrying amount				
Type of Hedge and Risks	**Nominal Value**	**Assets**	**Liabilities**	**Changes in FV**	**Hedge Maturity Date**	**Line Item in Balance Sheet**
Foreign currency risk component - Forward Contract	4,467.99	-	4,605.46	137.47	Apr-23 to Nov-23	Current Financial Liabilities : Others

Hedging Items	Carrying amount			
Type of Hedge and Risks	**Assets**	**Liabilities**	**Changes in FV**	**Line Item in Balance Sheet**
Trade Receivables	4,467.99	-	(137.47)	Current Financial Assets : Trade Receivables

B Cashflow Hedge

Hedging Instrument		Carrying amount				
Type of Hedge and Risks	**Nominal Value**	**Assets**	**Liabilities**	**Changes in FV**	**Hedge Maturity Date**	**Line Item in Balance Sheet**
Foreign currency risk component - Forward Contract	9,689.84	-	9,739.00	49.16	Jun-23 to Mar-24	Current Financial Liabilities : Others

Hedging Items				
Type of Hedge and Risks	**Nominal Value**	**Changes in FV**	**Cashflow Hedge Reserve**	**Line Item in Balance Sheet**
Foreign Currency Risk				
Highly probable Exports	9,689.84	49.16	49.16	Other Equity

48 CAPITAL MANAGEMENT

For the purpose of the Company's capital management, capital includes issued capital and all other equity reserves attributable to the equity shareholders of the Company. The primary objective of the Company when managing capital is to safeguard its ability to continue as a going concern and to maintain an optimal capital structure so as to maximize shareholder value.

The gearing ratio at end of the reporting period was as follows.

Particulars	As at 31-03-2023	As at 31-03-2022
Gross Debt	8,440.10	9,920.98
Cash and Marketable Securities	45.99	27.09
Net Debt (A)	8,394.11	9,893.89
Total Equity (As per Balance Sheet) (B)	14,779.60	14,023.59
Net Gearing (A/B)	0.57	0.71

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

49 RATIO ANALYSIS

Particulars	Numerator	Denominator	Year ended 31-03-2023	Year ended 31-03-2022	Variance
Current Ratio	Current Assets	Current Liabilities	1.62	1.49	8.64%
Debt Equity Ratio	Total Debt	Total Equity	0.57	0.71	19.28%
Debt Service Coverage Ratio[1]	Earnings before Interest, Tax, Depreciation & Amortisation	Debt Services (Interest + Principal Repayments)	3.17	4.54	-30.13%
Return on Equity Ratio[2]	Profit After Tax	Average Shareholder's Equity	7.10%	4.19%	69.31%
Inventory Turnover Ratio	Cost of Goods Sold	Average Inventory of Finished Goods & Work in Progress	13.86	14.19	-2.33%
Trade Receivables Turnover Ratio	Revenue (Net of GST)	Average Trade Receivable	5.67	5.14	10.29%
Trade Payables Turnover Ratio	Cost of Material Consumed + Other Expenses	Average Trade Payable	17.64	15.44	14.22%
Net Capital Turnover Ratio	Revenue (Net of GST)	Working Capital	7.17	6.85	4.60%
Net Profit Ratio[3]	Profit After Tax	Revenue (Net of GST)	2.30%	1.51%	52.32%
Return on Capital Employed (ROCE)[4]	Profit Before Interest & Tax	Average Capital Employed (Total Assets- Current Liabilities)	9.74%	6.73%	44.82%
Return on Investment (ROI)[5]	Other Income on Investments	Cost of Investment	5.47%	12.51%	-56.30%

Notes:

1) Debt Service Coverage ratio has reduced due to higher principal repayments compared to previous financial year.
2) Return on Equity Ratio has improved due to increase in Profit after Tax.
3) Net Profit Ratio increased due to significant increase in Revenue.
4) Return on Capital Employed increased due to significant increase in Profit.
5) Return on Investment is dependent on market conditions.

50 OTHER STATUTORY INFORMATION

(i) The Company do not have any Capital-work-in progress or intangible assets under development, whose completion is overdue or has exceeded its cost compared to its original plan.

(ii) The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

b) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(iii) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

b) Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iv) The Company have not any such transaction which is not recorded in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

51 APPROVAL OF FINANCIAL STATEMENTS

The financial statements were approved for issue by the board of directors on 27th May, 2023.

52 EVENTS AFTER THE REPORTING PERIOD

The Board of Directors have recommended dividend of ₹ 17/- (170%) per fully paid up equity share of ₹ 10/- each, aggregating ₹ 226.67 lakhs (subject to deduction of tax at applicable rates), for the financial year 2022-23, which is based on relevant share capital as on 31st March, 2023.

The above is subject to approval at the ensuing Annual General Meeting of the Company and hence is not recognised as a liability.

As per our Report of even date

For Rajendra & Co.
Chartered Accountants
Firm Registration No. 108355W

Apurva R. Shah
Partner
Membership No. 047166

Mumbai, 27th May, 2023

For and on behalf of the Board of Directors

Rajendra V Gandhi
Managing Director

Harsh R Gandhi
Joint Managing Director

Shilpa Mehta
Chief Financial Officer

Jyoti Sancheti
Company Secretary

Mumbai, 27th May, 2023

INDEPENDENT AUDITOR'S REPORT

To
The Members of GRP Limited
Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated Financial Statements of GRP Limited ("hereinafter referred to as "Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred as "the Group"), which comprise the Consolidated Balance Sheet as at 31st March, 2023, Consolidated Statement of Profit and Loss (Including Other Comprehensive Income), Consolidated Statement of Changes in Equity and Consolidated Statement of Cash Flows for the year then ended, and notes to the Consolidated Financial Statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with accounting principles generally accepted in India, of the Consolidated state of affairs of the Group as at 31st March, 2023, and its Consolidated profit (including Other Comprehensive Income), Consolidated changes in equity and its Consolidated Cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of Consolidated financial statement in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Consolidated 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 ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on Consolidated Financial statements.

Key Audit Matters

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

We have determined the matters described below to be the Key Audit Matters to be communicated in our report.

1. **Contingent Liabilities**

   We draw attention to Note no. 36 - Contingent liabilities (to the extent not provided for), of the Consolidated Financial Statements, the Group has material amounts arising from uncertain tax positions including disputes related to Income Tax, Excise Duty, Value Added Tax. These matters involve significant management judgment to determine the possible outcomes.

   Auditor's Response

   We obtained details of completed assessments during the year ended 31st March, 2023 from the management, considered the estimates made by the management in respect of tax provisions and possible outcomes of the dispute. Additionally we also considered the effect of new information in respect of uncertain tax positions and matters under dispute as at 31st March, 2023 to evaluate whether any changes were required in the managements position on these uncertainties.

Other Information

The Holding Company's Management and Board of Directors are responsible for the preparation of other information. The other information includes the information in Annual Report, but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Holding Company's management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Consolidated Financial Statements that give a true and fair view of the Consolidated financial position, Consolidated financial performance including Other Comprehensive Income, Consolidated changes in equity and Consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act.

The respective Board of directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the each company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Consolidated Financial Statements, the respective management and Board of Directors of the Companies included in the Group are responsible for assessing the ability of each of the Company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of each of the Company included in the Group are also responsible for overseeing the each company's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional scepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013 as amended, we are also responsible for expressing our opinion on whether the Holding Company and its subsidiaries has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on these assumptions. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated 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 consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

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

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of aforesaid consolidated financial statement.

(b) In our opinion, proper books of account as required by law in relation to the preparation of the consolidated financial statement have been kept so far as it appears from our examination of those books.

(c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the books of account.

(d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2015, as amended.

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

(f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company and Subsidiaries and the operating effectiveness of such controls, refer to our separate Report in "**Annexure A**".

(g) With respect to the other matters to be included in the 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 Consolidated Financial statements disclose the impact of pending litigations on its Consolidated Financial Position of the Group - Refer Note No. 36 to the consolidated financial statements.

ii. The Provision has made provision in the Consolidated Financial Statement, as required under the applicable law or accounting standards, for material foreseeable losses, if any on long-term contracts including derivative contracts.

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company, its subsidiaries during the year ended 31st March, 2023.

iv. (a) The respective Management of the Holding Company and its subsidiaries has represented to us that, to the best of their knowledge and belief, as disclosed in the notes to the accounts no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of its subsidiaries to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or any such subsidiaries (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The respective Management of the Holding Company and its subsidiaries has represented to us that, to the best of their knowledge and belief, as disclosed in the notes to the accounts, no funds (which are material either individually or in the aggregate) have been received by the Holding Company or its subsidiaries from any person(s) or entity(ies), including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Holding Company or its subsidiaries shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures that has been considered reasonable and appropriate in the circumstances performed by us on Holding company and its subsidiaries, nothing has come to our notice that cause us to believe that the representation given by the Management under paragraph (3) (g) (iv) (a) and (b) above contain any material misstatement.

v. a. The final Dividend proposed in the previous year, declared and paid by the Holding Company during the year is in accordance with the Section 123 of the Act, as applicable.

b. The Board of Directors of the Holding 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 proposed is in accordance with Section 123 of the Act, as applicable.

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

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

3. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor’s Report) Order, 2020 (the “Order”/ “CARO”) issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor’s report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Holding Company and its subsidiaries included in the consolidated financial statements of the Holding Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

For Rajendra & Co.
Chartered Accountants
(Firm Registration No. 108355W)

Apurva R. Shah
Partner
Membership No.: 047166
UDIN: 23047166BGQSFQ8634

Place: Mumbai
Date: 27th May, 2023

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS OF GRP LIMITED

(Referred to in paragraph 1 (f) under 'Report on Other Legal and Regulatory Requirements' of our report of even date)

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

In conjunction with our audit of the Consolidated Financial Statements of GRP Limited ("hereinafter referred to as "Holding Company") as of and for the year ended March 31, 2023, we have audited the internal financial controls with reference to consolidated financial statements of the Holding Company and its Subsidiary Company (the Holding Company and its subsidiary together referred to as "the Group") as of that date.

Management Responsibility for the Internal Financial Controls

The Respective Board of directors of Holding Company and its Subsidiary Company are responsible for establishing and maintaining internal financial controls with reference to Financial Statements based on the internal control over financial reporting criteria established by the Respective Companies 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 respective Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note issued by ICAI and the Standards on auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with reference to financial statements

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

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Holding Company and its Subsidiary has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2023, based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For Rajendra & Co.
Chartered Accountants
(Firm Registration No. 108355W)

Apurva R. Shah
Partner
Membership No.: 047166
UDIN: 23047166BGQSFQ8634

Place: Mumbai
Date: 27th May, 2023

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2023

(₹ in Lakhs)

	Notes	As at 31-March-2023	As at 31-March-2022
ASSETS			
NON-CURRENT ASSETS			
Property, Plant and Equipment	2A	9,400.50	10,849.46
Capital work in progress	2B	1,101.86	13.68
Right of Use assets	2C	826.29	1,220.72
Investment Property	2D	100.26	102.59
Intangible assets	2E	8.20	9.75
Intangible assets under development	2F	6.28	0.18
Financial Assets			
Investments	3	13.46	19.04
Others	4	-	0.38
Other Non-current assets	5	1,019.01	452.98
Total Non-Current Assets		**12,475.86**	**12,668.78**
CURRENT ASSETS			
Inventories	6	4,640.85	5,349.49
Financial Assets			
Investments	7	1,569.37	1,514.27
Trade receivables	8	7,069.46	8,600.76
Cash and cash equivalents	9	59.90	29.64
Other Bank balances	10	8.61	13.97
Other Financial Assets	11	1,424.11	256.49
Current Tax Assets (Net)	12	127.23	83.88
Other Current Assets	13	1,295.80	1,057.87
Total Current Assets		**16,195.33**	**16,906.37**
Total Assets		**28,671.19**	**29,575.15**
EQUITY AND LIABILITIES			
EQUITY			
Equity Share Capital	14	133.33	133.33
Other Equity	15	14,608.40	13,488.95
Equity attributable to owners of the Company		14,741.73	13,622.28
Non-Controlling Interests		0.35	0.04
Total Equity		**14,742.08**	**13,622.32**
LIABILITIES			
NON-CURRENT LIABILITIES			
Financial Liabilities			
Borrowings	16	2,492.90	2,991.48
Lease Liabilities	17	51.00	55.41
Other Financial liabilities	18	7.00	8.00
Provisions	19	167.66	237.10
Deferred Tax Liabilities (Net)	20	1,167.95	1,397.27
Total Non-Current Liabilities		**3,886.51**	**4,689.26**
CURRENT LIABILITIES			
Financial Liabilities			
Borrowings	21	6,335.73	6,975.12
Lease Liabilities	22	35.22	36.64
Trade Payables			
- Dues of micro and small enterprises	23	233.04	201.49
- Dues of creditors other than micro and small enterprises	23	1,315.12	2,312.63
Other Financial liabilities	24	420.62	154.25
Other Current Liabilities	25	1,539.89	1,501.91
Provisions	26	162.98	81.53
Total Current Liabilities		**10,042.60**	**11,263.57**
Total Liabilities		**13,929.11**	**15,952.83**
Total Equity and Liabilities		**28,671.19**	**29,575.15**
Significant Accounting policies	1		
See accompanying Notes to the Financial Statements	2-51		

As per our Report of even date

For Rajendra & Co.
Chartered Accountants
Firm Registration No. 108355W

Apurva R. Shah
Partner
Membership No. 047166
Mumbai, 27th May, 2023

For and on behalf of the Board of Directors

Rajendra V Gandhi
Managing Director

Harsh R Gandhi
Joint Managing Director

Shilpa Mehta
Chief financial officer

Jyoti Sancheti
Company Secretary

Mumbai, 27th May, 2023

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

(₹ in lakhs)

	Notes	Year ended 31-March-2023	Year ended 31-March-2022
INCOME			
Revenue from Operations	27	47,982.50	41,178.11
Less: Goods and Service Tax Recovered		2,882.51	2,335.74
Revenue from Operations (Net)		45,099.99	38,842.37
Other Income	28	951.86	115.66
Total Income		**46,051.85**	**38,958.03**
EXPENSES			
Cost of Materials consumed		20,580.81	19,139.62
Changes in inventories of finished goods and work-in-progress	29	352.80	(934.97)
Employee benefits expenses	30	5,319.65	4,760.68
Finance Costs	31	649.65	451.46
Depreciation & Amortisation expenses	32	1,250.53	1,239.97
Other Expenses	33	16,367.94	13,557.19
Total Expenses		**44,521.38**	**38,213.95**
Profit Before Share of Profit / (Loss) of Joint Ventures, Exceptional Items and Tax		**1,530.47**	**744.08**
Share of Profit / (Loss) of Joint Ventures		-	-
Profit before Exceptional items and Tax		**1,530.47**	**744.08**
Exceptional Items		-	-
Profit Before Tax		**1,530.47**	**744.08**
Tax Expense			
- Current Tax	34	342.92	330.65
- Short / (Excess) Provision for earlier years		(11.13)	-
- Deferred Tax		(196.14)	(162.62)
Total Tax Expenses		**135.65**	**168.03**
Profit for the year		**1,394.82**	**576.05**
Other Comprehensive Income			
A) Items that will not be reclassified to statement of profit and loss			
- Remeasurement benefit of defined benefit plans		(66.30)	(88.34)
- Income tax expense on remeasurement benefit of defined benefit plans		16.69	22.64
B) Items that will be reclassified to statement of profit and loss			
- Fair Valuation of Financial Instruments		1.78	1.88
- Cashflow Hedge Reserve		(130.36)	(20.29)
- Income tax expense on Cashflow Hedge Reserve		33.18	5.58
Total Other Comprehensive Income (A + B)		**(145.01)**	**(78.53)**
Total Comprehensive Income for the year		**1,249.81**	**497.52**
Profit for the year attributable to			
-Owners of the Company		1,394.83	576.05
-Non-controlling interest		(0.01)	(0.00)
		1,394.82	**576.05**
Other comprehensive income for the year attributable to			
-Owners of the Company		(145.01)	(78.53)
-Non-controlling interest		-	-
		(145.01)	**(78.53)**
Total comprehensive income for the year attributable to			
-Owners of the Company		1,249.82	497.52
-Non-controlling interest		(0.01)	(0.00)
		1,249.81	**497.52**
Earning Per Equity share of Face value of ₹ 10/- each	43		
(1) Basic (in ₹)		104.61	43.20
(2) Diluted (in ₹)		104.61	43.20
Significant Accounting policies	1		
See accompanying Notes to the Financial Statements	2-51		

As per our Report of even date

For Rajendra & Co.
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Firm Registration No. 108355W

Apurva R. Shah
Partner
Membership No. 047166
Mumbai, 27th May, 2023

For and on behalf of the Board of Directors

Rajendra V Gandhi
Managing Director

Harsh R Gandhi
Joint Managing Director

Shilpa Mehta
Chief Financial Officer

Jyoti Sancheti
Company Secretary

Mumbai, 27th May, 2023

CONSOLIDATED CASHFLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

	Year ended 31-March-2023	Year ended 31-March-2022
Cash flow from Operating activities		
Net profit before tax and extra ordinary items	1,530.47	744.08
Adjustments for		
- Depreciation	1,250.53	1,239.97
- (Profit) / Loss on sale of Property, plant and equipment (Net)	(57.24)	100.48
- Property, plant and equipment Discarded	42.35	11.80
- Amortization of Deferred Income	(1.00)	(1.00)
- Interest Income	(47.55)	(14.76)
- Dividend Income	(5.44)	-
- Interest Expense	649.65	451.46
- Rent Income	(1.34)	(3.00)
- Gain on Investment	(644.92)	(15.42)
- Net unrealised foreign exchange (gain)/loss	58.51	(65.88)
- Provision for expected credit losses	11.46	20.99
- Bad Debts written off	32.27	-
- Employee benefits expenses	(24.23)	(13.04)
Operating Profit before working capital changes	**2,793.53**	**2,455.68**
Adjustments for		
- (Increase)/Decrease in Trade and other receivables	407.94	(2,634.55)
- (Increase)/Decrease in Inventories	708.63	(1,013.74)
- Increase/(Decrease) in Trade and other payable	(1,027.09)	1,587.41
Cash generated from operations	**2,883.00**	**394.80**
Direct taxes paid (net of refund)	(370.03)	(242.68)
Net cash generated from operating activities	**2,512.97**	**152.12**
Cash flow from investing activities		
- Interest received	33.04	17.60
- Sale proceeds of Property, plant and equipment	1,843.93	49.12
- Rent Income	1.34	3.00
- Dividend Income	5.44	-
- Investments	589.78	(1,498.85)
- Fixed Deposits in Bank	-	(0.03)
- Purchase of Property, plant and equipment	(3,018.75)	(2,405.06)
Net cash used in investing activities	**(545.23)**	**(3,834.22)**
Cash flow from financing activities		
- Loans Taken / (repaid) [Net of borrowings]	(1,137.97)	2,857.46
- Interest paid	(638.96)	(437.28)
- Payment of Lease Liabilities	(40.54)	(47.77)
- Dividend & Dividend tax paid	(120.00)	(34.35)
Net cash used in financing activities	**(1,937.48)**	**2,338.06**
Net increase / (Decrease) in cash and cash equivalents	**30.27**	**(1,344.03)**
Cash and cash equivalents as at 1st April	29.64	1,373.68
Cash and cash equivalents as at 31st March	**59.90**	**29.64**

CONSOLIDATED CASHFLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs

	Year ended 31-March-2023	Year ended 31-March-2022
Cash and Bank Balances		
Cash and cash equivalents		
Cash on hand	1.50	1.87
Balance with banks		
- In Current accounts	10.77	2.97
- In Cash Credit Accounts	3.89	2.63
- In EEFC accounts	43.74	22.17
- Deposits with original maturity of less than 3 months	-	-
	59.90	**29.64**
Other Bank Balance (Refer note no. 10)	8.61	13.97

CHANGE IN LIABILITY ARISING FROM FINANCING ACTIVITIES

	01-April-2022	Cash Flow	Foreign Exchange Movement	31-March-2023
Borrowing - Long Term (Refer Note 16)	3,648.45	(254.38)	-	3,394.07
Borrowing - Short Term (Refer Note 21)	6,318.14	(883.58)	-	5,434.56
	9,966.60	**(1,137.97)**	**-**	**8,828.63**

	01-April-2021	Cash Flow	Foreign Exchange Movement	31-March-2022
Borrowing - Long Term (Refer Note 16)	1,945.78	1,702.67	-	3,648.45
Borrowing - Short Term (Refer Note 21)	5,163.36	1,154.78	-	6,318.14
	7,109.14	**2,857.46**	**-**	**9,966.60**

The above Cash Flow Statement has been prepared under the “Indirect Method” as set out in the Indian Accounting Standard (IND AS-7) - Statement of Cashflow.

As per our Report of even date

For Rajendra & Co.
Chartered Accountants
Firm Registration No. 108355W

Apurva R. Shah
Partner
Membership No. 047166

Mumbai, 27th May, 2023

For and on behalf of the Board of Directors

Rajendra V Gandhi
Managing Director

Harsh R Gandhi
Joint Managing Director

Shilpa Mehta
Chief Financial Officer

Jyoti Sancheti
Company Secretary

Mumbai, 27th May, 2023

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

A) Equity Share Capital

(₹ in lakhs)

	As at 31-March-2023	As at 31-March-2022
Balance at the beginning of the reporting year	133.33	133.33
Changes in Equity Share capital during the year	-	-
Balance at the end of the reporting year	**133.33**	**133.33**

B) Other Equity

(₹ in lakhs)

	Reserves and Surplus						Other comprehensive Income		TOTAL OTHER EQUITY
	Special capital incentive and Subsidy	Profit on re-issue of forfeited shares	Securities Premium account	Excess of Share in Net Assets of subsidiary company / Joint Venture	General Reserve	Retained Earnings	Equity instruments through Other Comprehensive Income	Effective portion of Cash Flow Hedges	
Balance at the beginning of the reporting period i.e. 1st April, 2021 **(a)**	**53.30**	**0.01**	**41.67**	**1.02**	**6,509.32**	**6,336.34**	**(3.65)**	**86.75**	**13,024.76**
Profit for the year	-	-	-	-	-	576.05	-	-	576.05
Items of OCI for the year, net of tax									
Remeasurement gain/(loss) of defined benefit plans	-	-	-	-	-	(65.70)	-	-	(65.70)
Net fair value gain / (loss) on investment in equity instruments through OCI	-	-	-	-	-	-	1.88	-	1.88
Fair value changes on cash flow hedge, net of tax	-	-	-		-	-	-	(14.71)	(14.71)
Total Comprehensive Income (b)	-	-	-	-	-	510.35	1.88	(14.71)	497.52
Appropriation during the year	-	-	-	-	-	-	-	-	-
Dividend on Equity Shares (₹ 2.50 per share)	-	-	-	-	-	(33.33)	-	-	(33.33)
Total of Appropriations (c)	-	-	-	-	-	(33.33)	-	-	(33.33)
Balance at the end of the reporting period i.e. 31st March, 2022 (a+b+c=d)	**53.30**	**0.01**	**41.67**	**1.02**	**6,509.32**	**6,813.36**	**(1.77)**	**72.04**	**13,488.95**
Profit for the year	-	-	-	-	-	1,394.82	-	-	1,394.82
Items of OCI for the year, net of tax									
Remeasurement gain / (loss) of defined benefit plans	-	-	-	-	-	(49.62)	-	-	(49.62)
Net fair value gain / (loss) on investment in equity instruments through OCI	-	-	-	-	-	-	1.77	-	1.77
Fair value changes on cash flow hedge, net of tax	-	-	-	-	-	-	-	(97.17)	(97.17)
Total Comprehensive Income (e)	-	-	-	-	-	1,345.20	1.77	(97.17)	1,249.80
Add/(Less) : Adjustment on account of derecognition of subsidiaries	-	-	-	(1.02)	(9.32)	-	-	-	(10.34)
Appropriation during the year	-	-	-	-	-	-	-	-	-
Dividend on Equity Shares (₹ 9.00 per share)	-	-	-	-	-	(120.00)	-	-	(120.00)
Total of Appropriations (f)	-	-	-	(1.02)	(9.32)	(120.00)	-	-	(130.34)
Balance at the end of the reporting period i.e. 31st March, 2023 (d+e+f)	**53.30**	**0.01**	**41.67**	**-**	**6,500.00**	**8,038.56**	**-**	**(25.13)**	**14,608.40**

As per our Report of even date

For Rajendra & Co.
Chartered Accountants
Firm Registration No. 108355W

Apurva R. Shah
Partner
Membership No. 047166
Mumbai, 27th May, 2023

For and on behalf of the Board of Directors

Rajendra V Gandhi
Managing Director

Harsh R Gandhi
Joint Managing Director

Shilpa Mehta
Chief Financial Officer

Jyoti Sancheti
Company Secretary

Mumbai, 27th May, 2023

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

CORPORATE INFORMATION

The consolidated financial statements comprise financial statements of GRP Limited (the Parent), its subsidiaries and Joint Venture (collectively, the Group) for the year ended 31st March, 2023.

The Parent Company is domiciled and incorporated in India under the Indian Companies Act, 1956. The registered office of the Company is situated at Plot No.8, GIDC Estate, Ankleshwar - 393 002, Gujarat, India.

The Group is engaged mainly in manufacturing of Reclaim Rubber, other rubber recycling activities and commercial vehicle tyre re-treading.

1 SIGNIFICANT ACCOUNTING POLICIES AND KEY ACCOUNTING ESTIMATES AND JUDGEMENTS

SIGNIFICANT ACCOUNTING POLICIES:

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

1.1 Basis of preparation and presentation of financial statements:

These financial statements are the consolidated financial statements of the Group prepared in accordance with Indian Accounting Standards ('Ind AS') notified under Section 133 of the Companies Act, 2013, read together with the Companies (Indian Accounting Standards) Rules, as amended from time to time.

These consolidated financial statements have been prepared and presented under the historical cost convention, except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies set out below. The accounting policies have been applied consistently over all the periods presented in these financial statements. These financial statements are presented in Indian Rupees, which is also its functional currency, and all values are rounded to the nearest lakhs, except when otherwise stated.

1.2 Current / Non-current classification:

For the purpose of current/non-current classification of assets and liabilities, the Group has ascertained its normal operating cycle as twelve months. This is based on the nature of products and services and the time between the acquisition of assets or inventories for manufacturing and their realization in cash and cash equivalents.

1.3 Principles of consolidation:

The consolidated financial statements relate to GRP Limited ('the Parent Company') and its subsidiaries and joint ventures. The consolidated financial statements have been prepared on the following basis:

a The financial statements of the Parent Company and its subsidiaries are combined on a line by line basis by adding together like items of assets, liabilities, equity, incomes, expenses and cash flows, after fully eliminating intra-group balances and intra-group transactions.

b Profits or losses resulting from intra-group transactions that are recognised in assets, such as inventory and property, plant & equipment, are eliminated in full.

c Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary.

d Non Controlling Interest's share of profit / loss of consolidated subsidiaries for the year is identified and adjusted against the income of the group in order to arrive at the net income attributable to shareholders of the Company.

e Non Controlling Interest's share of net assets of consolidated subsidiaries is identified and presented in the Consolidated Balance Sheet separate from liabilities and the equity of the Company's shareholders.

f Investment in Joint Ventures has been accounted under the equity method as per Ind AS 28 - Investments in Associates and Joint Ventures.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

1.4 Summary of Significant Accounting policies

(A) Property, Plant and Equipment

Tangible assets:

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, if any.

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. Any trade discounts and rebates are deducted in arriving at the purchase price. Expenses directly attributable to new manufacturing facility during its construction period including borrowing costs 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.

Gains or losses arising from derecognition of assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss.

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 property, plant and equipment outstanding at each Balance Sheet date are disclosed as Other Non-Current Assets.

Depreciation:

Depreciation on assets is provided on straight line method for the period for which the assets have been used as under:

(a) Depreciation on assets is provided over the useful life of assets as prescribed under schedule II of the Companies Act, 2013.

(b) Plant and machinery which have worked for more than single shift, depreciation is provided for accordingly as per rate prescribed in schedule II of the Companies Act, 2013.

(c) Leasehold land is amortised over the period of lease.

Intangible Assets and Amortisation:

Intangible Assets are stated at acquisition cost, net of accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortised on a straight line basis over their estimated useful lives. The amortisation period and the amortisation method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortisation period is changed accordingly. Gain or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset and recognized as income or expense in the Statement of Profit and Loss. The period of amortisation is as under:

Asset	Period of amortisation
Computer Software	6 years
Copyrights	10 years
Trademark	10 years
Design & Development	5 years

(B) Finance Costs:

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 are capitalised, all other borrowing costs are charged to the statement of profit and loss for the period in which they are incurred.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(C) Investment Properties:

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Group for its business, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and wherever applicable its borrowing costs. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance costs are charged to the statement of profit and loss for the period in which they are incurred.

Investment properties are depreciated using the straight-line method over their estimated useful lives as follows:

Asset Category	Useful life	Basis for charging Depreciation
Office Building	60	Life as prescribed under Schedule-II of the Companies Act, 2013

Though the Group measures investment property using cost based measurement, the fair value of investment property is disclosed in the note 2D. Fair values are determined based on an annual evaluation performed by an external independent valuer.

(D) Impairment of non-financial assets - property, plant and equipment and intangible assets:

The Group assesses at each reporting date as to whether there is any indication that any property, plant and equipment and intangible assets or group of assets, called cash generating units (CGU) may be impaired. If any such indication exists the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the CGU to which the asset belongs.

An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

(E) Government Grants and Subsidy:

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. 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 for and presented within other income.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to profit or loss on a straight-line basis over the expected lives of the related assets and presented within other income or reduced from respective Property, plant and equipment.

(F) Tax Expenses:

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.

Minimum Alternative Tax (MAT) credit entitlement is recognised in accordance with the Guidance Note on "Accounting for credit available in respect of Minimum Alternative Tax under the Income-tax Act, 1961" issued by ICAI. MAT credit is recognised as an asset only when and to the extent there is convincing evidence that the Group will pay normal income tax during the specified period. At each balance sheet date the Group re-assesses MAT credit assets to the extent they become reasonably certain or virtually certain of realisation, as the case may be and adjusts the same accordingly.

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 assets are recognised to the extent it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax losses can be utilized.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of Deferred tax liabilities and assets are reviewed at the end of each reporting period.

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.

(G) Inventories:

Items of inventories are measured at lower of cost or net realisable value after providing for obsolescence, if any. Cost of Inventories comprises of cost of purchase, cost of conversion and other costs incurred in bringing them to their respective present location and condition. Cost of raw materials, stores & spares, packing materials are determined on weighted average basis. However raw materials are written down to realisable value only if the cost of the related finished goods is not expected to recover the cost of raw materials.

Work-in-progress and finished goods are valued at lower of cost and net realisable value. Cost of work in progress and finished goods is determined on absorption costing method which include cost of conversion and other costs incurred in bringing the inventories to their present location and condition.

(H) Financial Instruments:

1 Financial Assets

a Initial recognition and measurement:

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. However, trade receivables that do not contain a significant financing component are measured at transaction price.

b Subsequent Measurement:

I Financial assets carried at amortised cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

II Financial assets at fair value through other comprehensive income

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

III Financial assets at fair value through profit or loss

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

c Impairment of financial assets

In accordance with Ind AS 109, the Group uses ‘Expected Credit Loss’ (ECL) model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL).

Expected credit losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument).

For trade receivables Group applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Group uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Group uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

2 Financial Liabilities

a Initial recognition and measurement:

All financial liabilities are recognized initially at fair value and in case of loans and borrowings, net of directly attributable cost. Cost of recurring nature are directly recognised in profit or loss as finance cost.

b Subsequent measurement:

Financial liabilities are subsequently carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

3 Derivative Financial Instruments

The Group uses various derivative financial instruments such as currency swaps and forwards to mitigate the risk of changes in interest rates and exchange rates. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are also subsequently measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to Statement of Profit and Loss, except for the effective portion of cash flow hedges which is recognised in Other Comprehensive Income and later to Statement of Profit and Loss when the hedged item affects profit or loss or treated as basis adjustment if a hedged forecast transaction subsequently results in the recognition of a non-financial assets or non-financial liability.

4 Derecognition of financial instruments

The Group derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Group's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

(I) Fair Value:

The Group 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 Group 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.

(J) Revenue Recognition:

(i) Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration entitled in exchange for those goods or services.

Generally, control is transferred upon shipment of goods to the customer or when the goods is made available to the customer, provided transfer of title to the customer occurs and the Group has not retained any significant risks of ownership or future obligations with respect to the goods shipped.

Revenue from rendering of services is recognised over time by measuring the progress towards complete satisfaction of performance obligations at the reporting period.

Revenue is measured at the amount of consideration which the Group expects to be entitled to in exchange for transferring distinct goods or services to a customer as specified in the contract, excluding amounts collected on behalf of third parties (for example taxes and duties collected on behalf of the Government). Consideration is generally due upon satisfaction of performance obligations and a receivable is recognized when it becomes unconditional.

(ii) Income from Power generation is accounted on the basis of certification of Gujarat Electricity Development Authority.

(iii) Credits on account of Duty drawback and other benefits, which are due to be received with reasonable certainty, are accrued upon completion of exports.

(iv) Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

(v) Dividend income is recognized when the right to receive dividend is established.

(K) Foreign currency transactions and translation:

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss except to the extent of exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings that are directly attributable to the acquisition or construction of qualifying assets, are capitalized as cost of assets.

(L) Employees Benefits:

Short Term Employee Benefits:

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits. Expense in respect of other short term benefits is recognized on the basis of the amount paid or payable for the period during which services are rendered by the employee.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

Post Employment Employee Benefits :

(i) Defined Contribution Plans :

(a) Provident Fund:

The Group makes specified monthly contribution to statutory provident fund in accordance with the Employees Provident Fund & Miscellaneous Provisions Act, 1952, which is a defined contribution plan and contribution paid or payable is recognized as an expense in the period in which services are rendered by the employee.

(b) Superannuation:

The Parent Company has Superannuation Plan for its executives - a defined contribution plan. The Parent Company makes annual contribution of the covered employees' salary, subject to maximum of ₹ 1.50 lakh per employee, for the executive opting for the benefit. The plan is managed by a Trust and the funds are invested with Life Insurance Corporation of India under its Group Superannuation Scheme. Annual contributions as specified under the Trust deed are paid to the Life Insurance Corporation of India and recognised as an expense of the year in which the liability is incurred.

(ii) Defined Benefit Plans:

(a) Gratuity:

The Parent Company pays gratuity to the employees who have completed five years of service with the Company at the time of resignation/superannuation. The gratuity is paid @15 days salary for every completed year of service as per the Payment of Gratuity Act, 1972.

The gratuity liability amount is contributed to the approved gratuity fund formed exclusively for gratuity payment to the employees. The gratuity fund has been approved by respective Income Tax authorities.

The liability in respect of gratuity is made based on actuarial valuation done by an independent agency of notified actuaries by using the projected unit credit method.

Re-measurement of defined benefit plans in respect of post-employment and other long term benefits are charged to the Other Comprehensive Income. For Subsidiaries & Joint Venture gratuity benefit are provided on the basis of management estimate.

(b) Leave Encashment:

Provision for leave encashment, which is a defined benefit, is made based on actuarial valuation done by an independent agency of notified actuaries by using the projected unit credit method. Actuarial Gains / Losses, if any are recognised in the statement of profit and loss. For Subsidiaries & Joint Venture gratuity benefit are provided on the basis of management estimate.

(M) Lease:

The Group, as a lessee, recognizes a right-of-use asset and a lease liability for its leasing arrangements, if the contract conveys the right to control the use of an identified asset.

The contract conveys the right to control the use of an identified asset, if it involves the use of an identified asset and the Group has substantially all of the economic benefits from use of the asset and has right to direct the use of the identified asset. The cost of the right-of-use asset shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset.

The Group measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Group uses incremental borrowing rate.

For short-term and low value leases, the Group recognizes the lease payments as an operating expense on a straight-line basis over the lease term.

(N) Research and Development:

Revenue expenditure on Research and Development is charged in the period in which it is incurred. Capital Expenditure for Research and Development is capitalised when commissioned and included in the Plant, Property and Equipment and depreciated in accordance with the policies stated for Property, Plant and Equipment.

(O) Provisions, Contingent Liabilities and Contingent Assets:

Provisions: Provisions are recognised when there is a present obligation as a result of a past event. It is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance sheet date and are not discounted to its present value.

Contingent Liabilities: Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

Contingent Assets: Contingent Assets are neither recognised nor disclosed in the financial statements.

(P) Segment reporting:

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Group. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Group.

(Q) Cash and cash equivalents:

Cash and cash equivalents for the purposes of cash-flow statement comprise cash at bank and in hand and short-term investments with original maturity of three months or less.

(R) Earnings Per Share:

The Group reports basic and diluted earnings per share (EPS) in accordance with the Indian Accounting Standard specified under Section 133 of the Companies Act read with Rule 7 of the Companies (Accounts) Rules, 2014. The Basic EPS has been computed by dividing the income available to equity shareholders by the weighted average number of equity shares outstanding during the accounting year. The diluted EPS has been computed using the weighted average number of equity shares and dilutive potential equity shares outstanding during the end of the year.

1.5 Key accounting estimates and judgements

The preparation of the consolidated 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.

a) Depreciation/amortisation and useful lives of property, plant and equipment/intangible assets

Property, plant and equipment/intangible assets are depreciated/amortised over the estimated useful lives of the assets, after taking into account their estimated residual value. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation/ amortisation to be provided during any reporting period. The useful lives and residual values are based on the Group's historical experience with similar assets and take into account anticipated technological changes. The depreciation/ amortisation for future periods is revised if there are significant changes from previous estimates.

b) Provisions

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability require the application of judgement to existing facts and circumstances, which can be subject to change. Since the cash outflows can take place many years in the future, the carrying amounts of provisions and liabilities are reviewed regularly and revised to take account of changing facts and circumstances.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

c) Defined benefit obligation

The costs of providing pensions and other post-employment benefits are charged to the Statement of Profit and Loss in accordance with Ind AS 19 'Employee benefits' over the period during which benefit is derived from the employees' services. The costs are assessed on the basis of assumptions selected by the management. These assumptions include salary escalation rate, discount rates, expected rate of return on assets and mortality rates.

The same is disclosed in Note 38, 'Employee benefits'.

d) Income Tax:

The Group's tax jurisdiction is India. Significant judgements are involved in estimating budgeted profits for the purpose of paying advance tax, determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions (Refer Note 34).

e) Impairment of financial assets:

The impairment provisions for financial assets are based on assumptions about risk of default and expected cash loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

1.6 Recent Indian Accounting Standards (Ind AS)

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards. On 31st March, 2023, the MCA has notified Companies (Indian Accounting Standards) Amendment Rules, 2023. This notification has resulted into amendments in the following existing accounting standards which are applicable to group from 1st April, 2023.

i. Ind AS 1 – Presentation of Financial Statements

ii. Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors

iii. Ind AS 12 – Income Taxes

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

2. PROPERTY, PLANT AND EQUIPMENT

2A. TANGIBLE ASSETS

Particulars	Gross Block				Depreciation / Amortisation				Net Book Value	
	As at 01-04-2022	Additions	Deduction/ Transfers	As at 31-03-2023	As at 01-04-2022	For the year	Deduction/ Transfers	As at 31-03-2023	As at 31-03-2023	As at 31-03-2022
Free hold Land	-	223.80	-	223.80	-	-	-	-	223.80	-
Roads	647.64	21.49	(103.60)	565.54	515.47	33.01	(103.60)	444.88	120.65	132.17
Buildings	7,028.62	163.02	(2,053.33)	5,138.30	2,099.07	177.23	(722.85)	1,553.44	3,584.86	4,929.55
Plant and Machinery	17,070.40	992.57	(1,373.05)	16,689.93	11,525.20	915.51	(911.53)	11,529.17	5,160.75	5,545.20
Furniture & Fixtures	398.38	1.19	(29.81)	369.76	358.91	8.71	(28.29)	339.32	30.44	39.47
Office equipments	241.94	44.77	(33.17)	253.53	200.03	13.35	(31.06)	182.32	71.21	41.91
Computer Hardware	186.99	4.85	(3.22)	188.63	157.38	9.23	(3.06)	163.55	25.08	29.62
Vehicles	97.08	60.03	(0.49)	156.61	49.57	15.29	(0.42)	64.44	92.17	47.51
Material Handling Vehicles	151.36	31.66	(16.99)	166.03	67.33	19.49	(12.32)	74.50	91.53	84.03
Total	**25,822.40**	**1,543.39**	**(3,613.67)**	**23,752.12**	**14,972.94**	**1,191.81**	**(1,813.13)**	**14,351.63**	**9,400.50**	**10,849.46**
Previous Year	**23,928.38**	**2,220.38**	**(326.36)**	**25,822.40**	**13,984.48**	**1,165.00**	**(176.54)**	**14,972.94**	**10,849.46**	**9,943.90**

Notes:

1 Refer to note 16 for information on Property, plant & equipment pledged as security by the Group.

2 Refer to note 36 for disclosure of contractual commitments for the acquisition of Property, plant & equipment.

2B. CAPITAL WORK IN PROGRESS

Particulars	As at 31-03-2023	As at 31-03-2022
Roads	1.08	-
Factory Building	362.42	2.48
Plant & Machinery	738.22	11.07
Furniture & Fixture	0.14	0.13
Total	**1,101.86**	**13.68**

Notes:

1 . Addition to capital work in progress includes borrowing cost on Term Loan.

Particulars	FY 2022-23	FY 2021-22
Plant and Machinery	-	0.46
Total	**-**	**0.46**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

2. Capital-Work-in Progress (CWIP) Ageing schedule as at 31st March 2023

CWIP	Amount in CWIP for a period of				
	< 1 year	1-2 years	2-3 years	> 3 years	Total
Projects in progress	1,101.73	0.13	-	-	**1,101.86**
Projects temporarily suspended	-	-	-	-	**-**
Total	**1,101.73**	**0.13**	**-**	**-**	**1,101.86**

3. Capital-Work-in Progress (CWIP) Ageing schedule as at 31st March 2022

CWIP	Amount in CWIP for a period of				
	< 1 year	1-2 years	2-3 years	> 3 years	Total
Projects in progress	13.68	-	-	-	**13.68**
Projects temporarily suspended	-	-	-	-	**-**
Total	**13.68**	**-**	**-**	**-**	**13.68**

2C. RIGHT OF USE ASSETS

Particulars	Gross Block				Depreciation / Amortisation				Net Book Value	
	As at 01-04-2022	Additions	Deduction/ Transfers	As at 31-03-2023	As at 01-04-2022	For the year	Deduction/ Transfers	As at 31-03-2023	As at 31-03-2023	As at 31-03-2022
Lease hold Land	1,241.07	-	(424.80)	816.26	108.47	12.77	(49.23)	72.01	744.25	1,132.60
Vehicles	183.44	34.71	(71.47)	146.68	95.32	40.45	(71.13)	64.64	82.04	88.12
Total	**1,424.51**	**34.71**	**(496.27)**	**962.94**	**203.78**	**53.22**	**(120.35)**	**136.66**	**826.29**	**1,220.72**
Previous Year	1,166.08	309.36	(50.93)	1,424.51	194.02	70.83	(61.07)	203.78	1,220.72	972.06

2D. INVESTMENT PROPERTY

Particulars	Gross Block				Depreciation / Amortisation				Net Book Value	
	As at 01-04-2022	Additions	Deduction/ Transfers	As at 31-03-2023	As at 01-04-2022	For the year	Deduction/ Transfers	As at 31-03-2023	As at 31-03-2023	As at 31-03-2022
Buildings	138.23	-	-	138.23	35.64	2.32	-	37.97	100.26	102.59
Total	**138.23**	**-**	**-**	**138.23**	**35.64**	**2.32**	**-**	**37.97**	**100.26**	**102.59**
Previous Year	138.23	-	-	138.23	33.32	2.32	-	35.64	102.59	104.91

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

Information regarding Income & Expenditure of Investment Property

	FY 2022-23	FY 2021-22
Rental Income derived from Investment Property	-	-
Direct Operating expenses (including repairs and maintenance) generating rental income	-	-
Direct Operating expenses (including repairs and maintenance) that did not generate rental income	(1.97)	(1.97)
Profit from investment properties before depreciation	**(1.97)**	**(1.97)**
Depreciation	(2.32)	(2.32)
Profit from investment properties	**(4.29)**	**(4.29)**

As at 31-Mar-2023 and 31-Mar-2022, the fair values of the Investment Property is based on Valuation report of the valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017.

The Group has no restrictions on the realisability of its investment properties and no contractual obligations to purchase, construct or develop investment properties or for repairs, maintenance and enhancements.

Fair Value of the Investment Property is as under:

Fair Value	Office Building
Balance as at 01-Apr-2022	334.35
Fair value difference for the year	7.43
Purchases	-
Balance as at 31-Mar-2023	341.78

Particulars	Valuation Techniques	Significant unobservable inputs	Range of change in fair value per 5% (+/-) change in rate per sq. mtr.	
			As at 31-03-2023	As at 31-03-2022
Office Building	Sale Comparison Technique	Sales price of similar properties adjusted for peculiar factors of the property valued	17.09	16.72

Leasing arrangements

Investment property is leased to tenant under operating lease with rentals payable on monthly basis.

The future minimum estimated lease rental income is as follows	FY 2022-23	FY 2021-22
Not later than 1 year	18.08	-
Later than 1 year but not later than 5 years	74.40	-
Later than 5 years	0.52	-

2E. INTANGIBLE ASSETS

Particulars	Gross Block				Depreciation / Amortisation				Net Book Value	
	As at 01-04-2022	Additions	Deduction/ Transfers	As at 31-03-2023	As at 01-04-2022	For the year	Deduction/ Transfers	As at 31-03-2023	As at 31-03-2023	As at 31-03-2022
Computer Software	217.98	-	(0.09)	217.89	211.59	0.03	(0.09)	211.53	6.37	6.40
Copyrights	11.06	-	-	11.06	8.23	1.11	-	9.34	1.72	2.83
Trademark	2.58	-	-	2.58	2.06	0.41	-	2.47	0.11	0.52
TOTAL	**231.63**	**-**	**(0.09)**	**231.54**	**221.88**	**1.54**	**(0.09)**	**223.34**	**8.20**	**9.75**
Previous Year	231.63	-	-	231.63	216.46	3.60	-	220.06	11.56	15.16

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

2F. INTANGIBLE ASSETS UNDER DEVELOPMENT

	As at 31-03-2023	As at 31-03-2022
Computer Software, Trademark, Brand and Patents	6.28	0.18

Notes

1. **Intangible Assets Under Development (IAUD) Ageing schedule as at 31st March 2023**

IAUD	Amount in CWIP for a period of				
	< 1 year	1-2 years	2-3 years	> 3 years	Total
Projects in progress	6.10	0.18	-	-	**6.28**
Projects temporarily suspended	-	-	-	-	**-**
Total	**6.10**	**0.18**	**-**	**-**	**6.28**

2. **Intangible Assets Under Development (IAUD) Ageing schedule as at 31st March 2022**

IAUD	Amount in CWIP for a period of				
	< 1 year	1-2 years	2-3 years	> 3 years	Total
Projects in progress	-	0.18	-	-	**0.18**
Projects temporarily suspended	-	-	-	-	**-**
Total	**-**	**0.18**	**-**	**-**	**0.18**

3. **NON CURRENT FINANCIAL ASSETS : INVESTMENTS**

	Face Value (in ₹)	As at 31-03-2023		As at 31-03-2022	
		Units (Nos)	(₹ in lakhs)	Units (Nos)	(₹ in lakhs)
Investment in Quoted Equity Shares, fully paid up (at FVOCI)					
Bank of Baroda	2	-	-	5000	5.58
Investments measured at Cost					
Investment in equity shares of other Companies					
Narmada Clean Tech	10	129,000	12.90	129,000	12.90
OPGS Power Gujarat Pvt. Ltd.	0.1	280,000	0.56	280,000	0.56
TOTAL			**13.46**		**19.04**
Aggregate amount of quoted investment			-		0.85
Market value of quoted investment			-		5.58
Aggregate amount of unquoted investments			13.46		13.46

Category-wise Non current investment	As at 31-03-2023	As at 31-03-2022
Financial assets measured at cost	13.46	13.46
Financial assets measured at fair value through other comprehensive income	-	5.58
Total Non Current Investment	**13.46**	**19.04**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

4	NON CURRENT FINANCIAL ASSETS : OTHERS (UNSECURED)	As at 31-03-2023	As at 31-03-2022
	At Amortized Cost		
	Fixed Deposit accounts with Bank (Maturity more than 12 months)	-	0.38
	TOTAL	**-**	**0.38**

5	OTHER NON CURRENT ASSETS (UNSECURED, CONSIDERED GOOD)	As at 31-03-2023	As at 31-03-2022
	Capital Advances	590.54	151.58
	Advances other than capital advances		
	- Security Deposits	363.68	280.93
	- Other Advances & Deposits	8.82	8.41
	Prepaid Expenses (Refer note 13)	55.96	12.07
	TOTAL	**1,019.01**	**452.98**

6	INVENTORIES	As at 31-03-2023	As at 31-03-2022
	Raw Materials	2,303.63	2,312.41
	Work-in-progress	520.27	616.11
	Finished goods		
	- In hand	908.93	1,487.41
	- In transit	480.62	426.31
	Stores and spares	232.71	259.90
	Fuel Materials	14.32	15.72
	Packing Materials	102.04	134.21
	Stock of Others	78.33	97.41
	TOTAL	**4,640.85**	**5,349.49**

Note: Inventories written down to net realisable value during the FY 2022-23 : Finished Goods ₹ 109.81 lakhs (FY 2021-22 ₹ 189.99 lakhs).

7	CURRENT FINANCIAL ASSETS : INVESTMENTS	Face Value (in ₹)	As at 31-03-2023		As at 31-03-2022	
			Units (Nos)	(₹ in lakhs)	Units (Nos)	(₹ in lakhs)
	Investments measured at Cost					
	Investment in equity shares of Joint Ventures					
	Marangoni GRP Pvt. Ltd.	**10**	-	-	9,921,723	-
	Investments measured at Fair Value Through Profit and Loss (FVTPL)					
	Investment in Portfolio Management Services					
	Debt Bonds / Debentures	-	-	-	27	340.51
	Mutual fund	-	6,219,289	1,360.02	3,549,962	962.37
	Others	-	166,120	209.35	157,225	211.39
	TOTAL			**1,569.37**		**1,514.27**
	Aggregate amount of Unquoted investment			-		1,514.27
	Aggregate amount of quoted investment			1,512.74		1,499.98
	Market value of quoted investment			1,569.37		1,514.27
	Category-wise Current investment					
	Financial Assets measured at Cost			-		-
	Financial Assets measured at Fair value through Profit & Loss			1,569.37		1,514.27
	Total Investment - Non Current			**1,569.37**		**1,514.27**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

8	CURRENT FINANCIAL ASSETS : TRADE RECEIVABLES	As at 31-03-2023	As at 31-03-2022
	Trade Receivables considered good - Unsecured	7,069.46	8,600.76
	Trade Receivables - credit impaired	42.64	31.18
		7,112.10	**8,631.94**
	Less: Allowance for expected credit loss	(42.64)	(31.18)
	TOTAL	**7,069.46**	**8,600.76**

Movement of Impairment Allowance (allowance for expected credit loss):

	FY 2022-23	FY 2021-22
Impairment Allowance		
Opening Balance	31.18	10.19
Provided during the year	11.46	24.86
Amount Written back	-	(3.87)
Amount Written Off	-	-
Closing Balance	**42.64**	**31.18**

Trade Receivables ageing schedule as at 31st March, 2023:

Particulars	Outstanding for following periods from due date of payment						
	Not Due	Less than 6 months	6 months - 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	Total
(i) Undisputed Trade receivables - considered good	5,432.54	1,346.39	288.66	1.86	-	-	**7,069.46**
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	**-**
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	**-**
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	**-**
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	**-**
(vi) Disputed Trade Receivables - credit impaired	-	-	-	12.69	12.18	17.78	**42.64**
Total	**5,432.54**	**1,346.39**	**288.66**	**14.55**	**12.18**	**17.78**	**7,112.10**
Less: Allowance for expected credit loss							(42.64)
Total							**7,069.46**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

Trade Receivables ageing schedule as at 31st March, 2022

Particulars	Outstanding for following periods from due date of payment						
	Not Due	Less than 6 months	6 months - 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	Total
(i) Undisputed Trade receivables - considered good	6,981.14	1,532.99	25.42	0.85	43.70	16.66	**8,600.76**
(ii)Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables - credit impaired	-	-	-	12.18	10.68	8.32	31.18
Total	**6,981.14**	**1,532.99**	**25.42**	**13.02**	**54.38**	**24.99**	**8,631.94**
Less: Allowance for expected credit loss							(31.18)
Total							**8,600.76**

9	CURRENT FINANCIAL ASSETS : CASH AND CASH EQUIVALENTS	As at 31-03-2023	As at 31-03-2022
	Balances with Banks		
	- In Current Accounts	10.77	2.97
	- In Cash Credit Accounts	3.89	2.63
	- In EEFC Accounts	43.74	22.17
	Cash on hand	1.50	1.87
	TOTAL	**59.90**	**29.64**

10	CURRENT FINANCIAL ASSETS : OTHER BANK BALANCES	As at 31-03-2023	As at 31-03-2022
	Other Bank Balances		
	Unclaimed dividend accounts	4.61	4.65
	Term deposits held as margin money against bank guarantee and other commitments	4.00	9.32
	TOTAL	**8.61**	**13.97**

11	CURRENT FINANCIAL ASSETS : OTHERS	As at 31-03-2023	As at 31-03-2022
	Accrued Interest Income	222.43	18.20
	Currency Options	103.27	19.38
	Forward Contract Receivable	-	195.79
	Insurance Claim Receivable*	1,069.63	-
	Other Current Financial Assets	28.79	23.12
	TOTAL	**1,424.11**	**256.49**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

*A fire broke out at one of the manufacturing plants of the Holding Company located at Solapur, Maharashtra on 15th February, 2023. The Holding Company, based on its primary assessment of Inventory and damaged Property, Plant and Equipment, has accounted for an amount of ₹ 1,069.63 lakhs being the loss representing the carrying value of replaceable Plant and Equipment (₹ 302.75 lakhs), of Building to be reconstructed (₹ 47.75 lakhs) and of inventory (₹ 719.13 lakhs). As all assets are fully covered under Industrial All Risk policy (IAR), an equivalent amount is accounted for as recoverable from the Insurance Company and hence there is no impact on the profit for the year. The Holding Company has lodged a claim with the Insurance Company amounting to ₹ 1,645.73 lakhs towards replacement/reconstruction value. Subsequent to the year-end, the Insurance Company has made an on-account payment of ₹ 250.00 lakhs. The final effect, if any, shall be given in the financial statements based on the final assessment of loss by the insurance company and settlement of claims.

12	CURRENT TAX ASSETS (NET)	As at 31-03-2023	As at 31-03-2022
	Opening Balance	83.88	149.21
	Add: Provision for Income-tax for the year	(342.93)	(330.65)
	Add: Tax on defined benefit plans	16.69	22.64
	Add: Short / (Excess) Provision for earlier years	11.13	-
	Add: Advance Tax Paid	358.46	242.68
	Closing Balance	**127.23**	**83.88**

13	OTHER CURRENT ASSETS (UNSECURED, CONSIDERED GOOD)	As at 31-03-2023	As at 31-03-2022
	Advances other than capital advances	420.65	137.86
	Security Deposits	32.32	32.32
	Balance with Central Excise & GST Authorities	535.99	544.83
	Prepaid Expenses (Refer note 5)	147.67	161.28
	Receivable from GRP Ltd Employees Group Gratuity Trust	9.29	25.64
	Export Incentive Receivables	149.86	155.95
	TOTAL	**1,295.79**	**1,057.88**

14	EQUITY	As at 31-03-2023	As at 31-03-2022
	Authorized		
	15,00,000 equity shares of ₹ 10 each	150.00	150.00
	Issued, Subscribed and fully Paid up		
	13,33,333 equity shares of ₹ 10 each	133.33	133.33
	TOTAL	**133.33**	**133.33**

	As at 31-03-2023		As at 31-03-2022	
	Units (Nos)	(₹ in lakhs)	Units (Nos)	(₹ in lakhs)
At the beginning of the year	1,333,333	133.33	1,333,333	133.33
Add: Issued during the year	-	-	-	-
At the end of the year	1,333,333	133.33	1,333,333	133.33

Rights, preferences and restrictions attached to shares

1. The Company has only one class of shares referred to as equity shares having a par value of ₹ 10/-. Each holder of equity shares is entitled to one vote per share.
2. In the event of liquidation of the Company, the holders of the equity shares of the Company will be entitled to receive the remaining assets of the Company, after distribution of all preferential amounts in proportion to their shareholding.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

Details of shares held by shareholders holding more than 5% of the aggregate shares in the company

	As at 31-03-2023		As at 31-03-2022	
	Shares (Nos)	% of Holding	Shares (Nos)	% of Holding
Mrs. Meera Philip	81,666	6.12%	81,666	6.12%

Shareholding Pattern of Promoters at the end of the year

Sr. No.	Promoter Name	As at 31-03-2023		As at 31-03-2022		% change during the year
		No. of Shares	% of Total Shares	No. of Shares	% of Total Shares	
1	Mahesh Vadilal Gandhi HUF (As A Partner of M/s V. Chatrabhuj & Co.)	3,381	0.25%	3,381	0.25%	0.00%
2	Harish V Gandhi HUF	-	0.00%	7,733	0.58%	-100.00%
3	Jagdish Manharlal Desai HUF	3,280	0.25%	8,188	0.61%	-59.94%
4	Mahesh Vadilal Gandhi HUF	16,636	1.25%	16,636	1.25%	0.00%
5	Rajendra Vadilal Gandhi HUF	47,189	3.54%	47,125	3.53%	0.14%
6	Miss.Miloni Siddharth Parekh	13,200	0.99%	13,200	0.99%	0.00%
7	Miss.Khyati Mahesh Gandhi	3,000	0.23%	3,000	0.23%	0.00%
8	Mahesh Vadilal Gandhi	62,550	4.69%	62,550	4.69%	0.00%
9	Mahesh V Gandhi (As A Trustee of Shree Mahesh Vadilal Gandhi Family Trust)	11,530	0.86%	11,530	0.86%	0.00%
10	Nikhil Manharlal Desai	5	0.00%	5	0.00%	0.00%
11	Jagdish Manharlal Desai	25	0.00%	300	0.02%	-91.67%
12	Vaishali Rajendra Gandhi	20,909	1.57%	15,909	1.19%	31.43%
13	Amishi Rakesh Gandhi	3,822	0.29%	3,822	0.29%	0.00%
14	Harish Vadilal Gandhi	32,608	2.45%	32,608	2.45%	0.00%
15	Rashmi Mahesh Gandhi	50,209	3.77%	50,209	3.77%	0.00%
16	Mamta Rajesh Salot	3,818	0.29%	3,818	0.29%	0.00%
17	Devyani C Tolia	3,501	0.26%	3,501	0.26%	0.00%
18	Harsh Rajendra Gandhi HUF	23,277	1.75%	23,277	1.75%	0.00%
19	Rajendra Vadilal Gandhi	37,211	2.79%	44,711	3.35%	-16.77%
20	Nayna Rajendra Gandhi	54,538	4.09%	57,038	4.28%	-4.38%
21	Jayvanti Manharlal Desai	1,060	0.08%	1,935	0.15%	-45.22%
22	Nehal Rajendra Gandhi	5,609	0.42%	5,609	0.42%	0.00%
23	Hemal Harsh Gandhi	15,737	1.18%	13,237	0.99%	18.89%
24	Rekha A Kothari	4,903	0.37%	4,903	0.37%	0.00%
25	Varsha Hitesh Shah	4,744	0.36%	4,906	0.37%	-3.30%
26	Harsh Rajendra Gandhi	58,908	4.42%	58,908	4.42%	0.00%
27	Khyati S Desai	822	0.06%	822	0.06%	0.00%
28	Harsh Rajendra Gandhi (As A Trustee of Aarav Trust)	18,108	1.36%	14,600	1.10%	24.03%
29	Ghatkopar Estate & Finance Corp. Pvt.Ltd.	13,333	1.00%	13,333	1.00%	0.00%
30	Industrial Development & Investment Co. Pvt. Ltd.	14,000	1.05%	14,000	1.05%	0.00%
31	Enarjee Consultancy And Trading Co.LLP	13,614	1.02%	13,614	1.02%	0.00%

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

15	OTHER EQUITY	As at 31-03-2023	As at 31-03-2022
	Reserves and Surplus		
	Capital reserve		
	Special capital incentive and subsidy		
	Balance as per last Balance sheet	53.30	53.30
	Profit on re-issue of forfeited shares		
	Balance as per last Balance sheet	0.01	0.01
	Securities Premium account		
	Balance as per last Balance sheet	41.67	41.67
	Excess of Share in Net Assets of subsidiary company / Joint Venture		
	Balance as per last Balance sheet	1.02	1.02
	Add/(Less) : Adjustment on account of derecognition of subsidiaries	(1.02)	-
	Total Excess of Share in Net Assets of subsidiary company	**-**	**1.02**
	General Reserve		
	Balance as at beginning of the year	6,509.32	6,509.32
	Add: Adjustment on account of derecognition of subsidiaries	(9.32)	-
	Balance as at the end of the year	6,500.00	6,509.32
	Retained Earnings		
	As per last Balance sheet	6,813.36	6,336.34
	Add: Profit for the year	1,394.82	576.06
	Add: Remeasurement gain/(loss) of defined benefit plans	(49.62)	(65.70)
	Less: Appropriations :		
	Dividend on Equity Shares (Dividend per Share ₹ 9.00, Previous year ₹ 2.50)	(120.00)	(33.33)
	Balance as at the end of the year	**8,038.56**	**6,813.36**
	Other Comprehensive Income (OCI)		
	As per last Balance sheet	70.27	83.10
	Add: Movement in OCI (Net) during the year	(95.40)	(12.84)
	Balance as at the end of the year	**(25.13)**	**70.27**
	TOTAL	**14,608.40**	**13,488.95**

Description of nature and purpose of each reserve

General Reserve - General reserve is created from time to time by way of transfer from retained earnings for appropriation purposes. General reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income.

Capital Reserve - Capital reserve includes Special capital incentive and subsidy received from the Government for setting up or expansion of an industrial undertaking in undeveloped area of State, is credited to Special capital incentive profit on re-issue of forfeited shares.

Securities Premium Reserve - Securities premium reserve represents the premium received on issue of equity shares.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

16 NON CURRENT FINANCIAL LIABILITIES : BORROWINGS	As at 31-03-2023	As at 31-03-2022	As at 31-03-2023	As at 31-03-2022
	Current Maturity		Non - Current portion	
Secured - At Amortised Cost				
Term Loans from Banks				
- Rupee Loan	696.86	459.89	1,574.19	1,887.69
- For Working Capital	192.32	193.09	897.95	1,095.11
Deferred Payment Liability	11.99	4.00	20.77	8.68
	901.17	**656.97**	**2,492.90**	**2,991.48**
Amount disclosed under the head Current Financial Liabilities : Borrowings (refer note 21)	(901.17)	(656.97)	-	-
TOTAL	**-**	**-**	**2,492.90**	**2,991.48**

1 Borrowings are measured at amortised Cost

Nature of security and terms of repayment for borrowings:

2 Rupee loan from HDFC Bank Ltd of ₹ 477.72 lakhs (Net of processing charges) (31-Mar-2022: ₹ 763.26 lakhs) for Capex

First exclusive charge by way of hypothecation of plant & machinery which are funded through this loan and by way of extension of equitable mortgage on office at 510, Kohinoor City, Kurla (West), Mumbai.

Repayable in 54 equal monthly instalments beginning from 08-Jun-2020 along with interest @ 10.10% p.a. (FY 21-22 : 8.75% p.a.).

3 Rupee loan from HDFC Bank Ltd of ₹ 597.79 lakhs (Net of processing charges) (31-Mar-2022: ₹ 790.72 lakhs) for Working Capital.

Second pari passu charge by way of hypothecation of entire current assets, both present and future at par with other banks. Second pari passu charge on entire property, plant and equipment located at Ankleshwar & Panoli plant of the company at par with other banks.

Repayable in 48 equal quarterly instalments beginning from 01-Apr-2022 along with interest @ 7.95% p.a. (FY 21-22 : 8.00% p.a.).

4 Rupee loan from HDFC Bank Ltd of ₹ 1404.80 lakhs (Net of processing charges) (31-Mar-2022: ₹ 1584.32) for Capex.

First exclusive charge by way of hypothecation of plant & machinery which are funded through this loan and by way of extension of equitable mortgage on office at 510, Kohinoor City, Kurla (West), Mumbai.

Repayable in 54 equal quarterly instalments beginning from 02-Oct-2022 along with interest @ 9.74% p.a. (FY 21-22 : 6.50%).

5 Rupee loan from HDFC Bank Ltd of ₹ 492.47 lakhs (Net of processing charges) (31-Mar-2022: ₹ 497.48 lakhs) for Working Capital.

Second pari passu charge by way of hypothecation of entire current assets, both present and future at par with other banks. Second pari passu charge on entire property, plant and equipment located at Ankleshwar & Panoli plant of the company at par with other banks.

Repayable in 48 equal quarterly instalments beginning from 01-Apr-2024 along with interest @ 9.00% p.a. (FY 21-22 : 6.50% p.a.).

6 Rupee loan from Kotak Mahindra Bank Ltd of ₹ 388.53 lakhs (Net of processing charges) (31-Mar-2022: ₹ Nil) for Capex

First exclusive charge by way of hypothecation on entire existing and future receivables current assets, moveable assets & moveable fixed assets of GRP Circular Solutions Limited.

Repayable in 51 equal monthly instalments beginning from 25-Aug-2023 along with interest @ 9.20% p.a. (FY 2021-22 : Nil)

7 Deferred Payment Liability

a Vehicle loan of ₹ 8.68 lakhs (31-Mar-2022: ₹ 12.68 lakhs) is secured by vehicles under hypothecation with Bank. Loan is repayable in 60 monthly instalments from Mar-2020 along with interest @ 8.50% p.a.

b Vehicle loan of ₹ 24.09 lakhs (31-Mar-2022: ₹ Nil) is secured by vehicles under hypothecation with Bank. Loan is repayable in 39 monthly instalments from Dec-2022 along with interest @ 7.90% p.a.

8 For explanation on the Group's Interest rate risk and foreign currency risk refer Note 46

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

17	NON CURRENT FINANCIAL LIABILITIES : LEASE LIABILITIES	As at 31-03-2023	As at 31-03-2022
	Lease Liability (refer note 22)	51.00	55.41
	TOTAL	**51.00**	**55.41**

18	NON CURRENT FINANCIAL LIABILITIES : OTHERS	As at 31-03-2023	As at 31-03-2022
	Deferred Income (refer note 24)	7.00	8.00
	TOTAL	**7.00**	**8.00**

19	NON CURRENT LIABILITIES : PROVISIONS	As at 31-03-2023	As at 31-03-2022
	Provision for Leave encashment (refer note 26)	102.04	121.76
	Provision for Gratuity payment	65.62	115.34
	TOTAL	**167.66**	**237.10**

20	DEFERRED TAX LIABILITIES (NET):	As at 31-03-2023	As at 31-03-2022
	At the start of the year	1,397.27	1,565.47
	Charge/(credit) to Statement of Profit and Loss	(196.14)	(162.62)
	Charge/(credit) to Other Comprehensive Income	(33.18)	(5.58)
	At the end of year	**1,167.95**	**1,397.27**

Component of Deferred tax liabilities / (asset)	As at 31-03-2022	Charge / (credit) to Profit and Loss	Charge / (credit) to Other Comprehensive Income	As at 31-03-2023
Deferred tax liabilities / (asset) in relation to:				
Property, plant and equipment	1,484.63	(201.54)	-	1,283.09
Financial assets	5.07	7.81	-	12.88
Financial Liabilities	(23.59)	1.89	-	(21.70)
Loan and advances	(48.78)	(5.49)	-	(54.27)
Provisions	(32.87)	3.93	-	(28.95)
Others	12.82	(2.74)	(33.18)	(23.10)
	1,397.27	**(196.14)**	**(33.18)**	**1,167.95**

21	CURRENT FINANCIAL LIABILITIES : BORROWINGS	As at 31-03-2023	As at 31-03-2022
	Secured - At Amortised Cost		
	Working Capital Loan payable on demand from banks		
	Rupee Loan	5,434.56	6,318.14
	Current maturities of Long-term borrowings (Refer note 16)	901.17	656.97
	TOTAL	**6,335.73**	**6,975.12**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

Nature of security and terms of repayment for secured borrowings:

1 **Working Capital Loan from HDFC Bank Ltd of ₹ 3746.77 lakhs (31-Mar-2022: ₹ 4,329.05 lakhs)**

First pari passu charge by way of hypothecation of entire current assets, both present and future at par with other banks. First pari passu charge on entire property, plant and equipment located at Ankleshwar & Panoli plant of the parent company at par with other banks.

2 **Working Capital loan from Citi Bank N. A. of ₹ 746.37 lakhs (31-Mar-2022: ₹ 691.33 lakhs)**

First pari passu charge in favour of Citi Bank N.A. by way of hypothecation of entire Fixed assets both movable and immovable, both present & future of the parent company located at Manufacturing unit at Ankleshwar & Panoli Plant, Gujarat at par with other banks.

3 **Working Capital loan from Kotak Bank Ltd of ₹ 941.41 lakhs (31-Mar-2022: ₹ 1,252.15 lakhs)**

First pari passu charge by way of hypothecation of entire current assets, both present and future at par with other banks. First pari passu charge on entire property, plant and equipment located at Ankleshwar & Panoli plant of the parent company at par with other banks.

4 **Working Capital loan from HDFC Bank Ltd of ₹ Nil (31-Mar-2022: ₹ 45.62 lakhs)**

First exclusive charge by way of hypothecation of entire current assets, both present and future, including inventories, book debts, bills receivables and entire movable property, plant and equipment and mortgage of immovable property of the LLP.

5 For explanation on the Group's Interest risk and foreign currency risk refer Note 46.

6 The company has borrowings from bank and financial institution on the basis of security of current asset and in following instances.

There were differences in quarterly statements of current asset filed by the Parent company with the bank. The summary of reconciliation is as follows.

Quarter ended	Particulars of Securities Provided	Amount as per books of accounts	Amount as reported in the quarterly return/ statement	Amount of difference	Reason for differences
June/2022	Trade Receivables (Net of Advances)	7,895.86	8,360.06	(464.20)	On Account of Regrouping
September/2022	Trade Receivables (Net of Advances)	7,772.54	8,581.93	(809.39)	On Account of Regrouping
December/2022	Trade Receivables (Net of Advances)	8,674.12	8,474.12	200.00	On Account of Regrouping
March/2023	Trade Receivables (Net of Advances)	7,085.25	7,074.56	10.69	On Account of Regrouping

There were no differences in quarterly statements of current asset filed by the Subsidiary companies with the bank.

22	CURRENT FINANCIAL LIABILITIES : LEASE LIABILITIES	As at 31-03-2023	As at 31-03-2022
	Lease Liability (Refer note 17)	35.22	36.64
	TOTAL	**35.22**	**36.64**

23	CURRENT FINANCIAL LIABILITIES : TRADE PAYABLES	As at 31-03-2023	As at 31-03-2022
	Dues of micro and small enterprises	233.04	201.49
	Dues of creditors other than micro and small enterprises	1,315.12	2,312.63
	TOTAL	**1,548.16**	**2,514.12**

Details of Micro and Small Enterprises as defined under Micro, Small and Medium Enterprises Development Act,2006 ("MSMED Act")

To comply with the requirement of The Micro, Small and Medium Enterprises Development Act, 2006, the Group requested its suppliers to confirm it whether they are covered as Micro, Small or Medium enterprise as is defined in the said Act. Based on the communication received from such suppliers confirming their coverage as such enterprise, the Group has recognized them for the necessary treatment as provided under the Act, from the date of receipt of such confirmations and are disclosed in note below.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

Particulars	As at 31-03-2023	As at 31-03-2022
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
- Principal amount outstanding (whether due or not) to micro and small enterprises	233.04	201.49
- Interest due thereon	0.29	0.78
The amount of interest paid by the Group in terms of section 16 of the MSMED Act, 2006.	-	13.78
The amount of payment made to the supplier beyond the appointed day during the year	905.17	1,120.27
Amount of interest due and payable on delayed payments	9.32	7.22
Amount of interest accrued and remaining unpaid as at year end (Net of reversal)	25.26	15.65
The amount of further interest due and payable even in the succeeding year	-	-

Trade Payables Ageing schedule as at 31st March, 2023:

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less than 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	Total
MSME	180.66	45.51	0.41	0.47	-	**227.05**
Others	953.70	359.98	7.12	0.31	-	**1,321.11**
Disputed dues - MSME	-	-	-	-	-	**-**
Disputed dues - Others	-	-	-	-	-	**-**
Total	**1,134.36**	**405.49**	**7.53**	**0.78**	**-**	**1,548.16**

Trade Payables Ageing schedule as at 31st March, 2022:

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less than 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	Total
MSME	122.49	71.87	0.55	6.58	13.98	**215.47**
Others	1,637.10	659.88	-	1.67	-	**2,298.65**
Disputed dues - MSME	-	-	-	-	-	**-**
Disputed dues - Others	-	-	-	-	-	**-**
Total	**1,759.59**	**731.75**	**0.55**	**8.25**	**13.98**	**2,514.12**

24	CURRENT FINANCIAL LIABILITIES : OTHERS	As at 31-03-2023	As at 31-03-2022
	Interest accrued but not due on borrowings	47.49	35.87
	Unclaimed Dividend*	4.61	4.65
	Creditors for Capital Goods & Services	111.19	51.68
	Deposit from Dealers	60.40	60.40
	Deferred Income (refer note 18)	1.00	1.00
	Security Deposit for Let out property	9.30	0.65
	Others**	186.63	-
	TOTAL	**420.62**	**154.25**

*There are no amounts due and outstanding to be credited to the Investor Education and Protection Fund as on 31st March, 2023.

**Others represents fair value of derivatives

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

25	OTHER CURRENT LIABILITIES	As at 31-03-2023	As at 31-03-2022
	Advances from customers	41.72	83.14
	Statutory dues	95.07	66.65
	Others*	1,403.09	1,352.12
	TOTAL	**1,539.87**	**1,501.91**

26	CURRENT LIABILITIES : PROVISIONS	As at 31-03-2023	As at 31-03-2022
	Current maturities of Long-term provisions of Employees Benefit expenses		
	- Provision for Leave encashment (refer note 19)	12.98	6.53
	- Provision for Gratuity payment	150.00	75.00
	TOTAL	**162.98**	**81.53**

27	REVENUE FROM OPERATIONS:	Year ended 31-03-2023	Year ended 31-03-2022
	Revenue from Operations (Gross)	47,376.49	40,679.50
	Power generation from Windmill	91.38	67.40
	Export incentives	514.63	431.21
	Revenue from Operations (Gross)	**47,982.50**	**41,178.11**
	Less: Goods and Service Tax Recovered	2,882.51	2,335.74
	Revenue from Operations (Net)	**45,099.99**	**38,842.37**

Disaggregation of Revenue

Revenue based on Geography

Particulars	Year ended 31-03-2023	Year ended 31-03-2022
Export	28,955.50	25,776.60
Domestic	16,144.49	13,065.77
TOTAL	**45,099.99**	**38,842.37**

28	OTHER INCOME:	Year ended 31-03-2023	Year ended 31-03-2022
	Interest Income	47.56	14.77
	Dividend Income	5.59	-
	Subsidy Income	188.78	0.05
	Amortization of Deferred Income	1.00	1.00
	Net Gain on Sale of Property, Plant and Equipment	57.24	-
	Net Gain / Loss on Derecognition of Subsidiary / Joint Venture	581.63	-
	Net Income on Sale of Financial Assets (FVTPL)		
	- Realised Gain	22.61	1.24
	- Unrealised Gain	42.45	14.18
	Other Non-operating Income	5.00	84.43
	TOTAL	**951.86**	**115.66**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

29	CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE:		Year ended 31-03-2023	Year ended 31-03-2022
	Stock at the beginning of the year:			
	Finished goods		1,487.41	673.60
	Goods-in-transit (Finished Goods)		426.31	323.40
	Work-in-progress		616.11	597.86
		A)	**2,529.83**	**1,594.87**
	Insurance Claim Receivable (Refer note 11)	**B)**	267.21	-
	Stock at the end of the year:			
	Finished goods		908.93	1,487.41
	Goods-in-transit (Finished Goods)		480.62	426.31
	Work-in-progress		520.27	616.11
		C)	**1,909.82**	**2,529.83**
	TOTAL (A) - (B) - (C)		**352.80**	**(934.97)**

30	EMPLOYEE BENEFITS EXPENSES:	Year ended 31-03-2023	Year ended 31-03-2022
	Salaries and Wages	4,585.46	4,121.18
	Contribution to Provident fund and Other funds*	438.63	389.89
	Staff Welfare and other benefits	295.57	249.61
	TOTAL	**5,319.65**	**4,760.68**

*For Disclosure as per IND-AS 19 'Employee Benefits' refer note no. 38

31	FINANCE COST:	Year ended 31-03-2023	Year ended 31-03-2022
	Interest on Term & Working Capital Loans*	564.39	375.37
	Interest on Other Loans	22.29	17.48
	Financial Charges	62.97	58.61
	TOTAL	**649.65**	**451.46**

* Interest Expenses are net of Interest Capitalised of ₹ 8.25 lakhs (Previous year ₹ 0.46 lakhs) (Refer note 2B)

32	DEPRECIATION AND AMORTIZATION EXPENSES:	Year ended 31-03-2023	Year ended 31-03-2022
	Depreciation on Property, Plant & Equipment	1,246.66	1,235.83
	Depreciation on Investment Property	2.32	2.32
	Amortisation of Intangible Assets	1.54	1.82
	TOTAL	**1,250.53**	**1,239.97**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

33	OTHER EXPENSES:	Year ended 31-03-2023	Year ended 31-03-2022
	Manufacturing Expenses		
	Packing Material consumed	1,526.17	1,154.98
	Job Work Charges	3.98	-
	Stores and Spare Parts Consumed	558.41	609.86
	Power, Fuel & Water Consumed:-		
	- Power Consumption	4,116.79	3,705.54
	- Fuel Consumption	1,300.19	996.95
	- Water Consumption	47.53	41.08
	Repairs & Maintenance Expenses:-		
	- Plant & Machineries	378.33	361.29
	- Factory Buildings	14.07	10.95
	Contract Labour Charges	1,283.50	1,064.32
		9,228.98	**7,944.98**
	Sales & Distribution expenses		
	Freight & Forwarding expenses	6,183.92	5,350.18
	Other Selling and Distribution expenses	98.59	96.78
		6,282.50	**5,446.96**
	Administration & Other Expenses		
	Insurance	53.85	47.19
	Vehicle Expenses	60.84	43.57
	Printing & Stationery	19.46	14.07
	Advertisements	2.57	5.36
	Rent, Short Term Lease Rent & Other Charges	31.94	4.90
	Repairs to Other Assets	132.01	93.42
	Legal & Professional charges	250.16	179.24
	Travelling & Conveyance	222.77	63.52
	Postage & Telephones	33.79	22.72
	Allowance for expected credit loss provided	11.46	20.99
	Net Loss on foreign currency transactions and translation	(384.19)	(769.50)
	Auditors Remuneration (Refer note 35)	13.91	11.64
	Directors' Sitting Fees	16.95	15.14
	Commission to Director	12.00	12.00
	Rate and Taxes	66.31	47.25
	Corporate Social Responsibility Expense (Refer note 42)	19.13	20.24
	Factory / Office Expenses	57.44	38.55
	Office electricity expenses	8.92	8.94
	Balances Written off (Net)	56.11	-
	Other Expenses	171.00	185.53
	Net Loss on Sale of Property, Plant and Equipment	-	100.48
		856.46	**165.25**
	TOTAL	**16,367.94**	**13,557.18**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

34 INCOME TAX:

A The note below details the major components of income tax expenses for the year ended 31-March-23 and 31-March-22. The note further describes the significant estimates made in relation to Group's income tax position and also explains how the income tax expense is impacted by non-assessable and non-deductible items.

Particulars	Year ended 31-03-2023	Year ended 31-03-2022
Current Tax	**331.79**	**330.65**
Current Tax	342.92	330.65
(Excess) / Short Provision for earlier years	(11.13)	-
Deferred Tax	**(196.14)**	**(162.62)**
Deferred Tax	(196.14)	(162.62)
Income tax expense reported in the statement of profit and loss	**135.65**	**168.03**
Other Comprehensive Income (OCI)		
Income tax relating to items that will not be reclassified to profit or loss	(16.69)	(22.64)
Deferred tax relating to items that will be reclassified to profit or loss	(33.18)	(5.58)

B Reconciliation of tax expenses and the accounting profit multiplied by applicable tax rate as notified under Income Tax Act, 1961 enacted in India for the years ended 31-March-2023 and 31-March-2022.

Particulars	Year ended 31-03-2023	Year ended 31-03-2022
Profit before income tax expense	1,530.47	744.08
Income tax expense calculated at 25.168% (31-Mar-2022 : 25.626%)	**385.19**	**190.68**
Tax effect of adjustments in calculating taxable income		
Disallowance of expenses as per Income tax	403.06	489.02
Allowance of expenses (Depreciation, Others)	(361.78)	(349.58)
Effect of difference in tax rates for subsidiary companies	(94.09)	0.22
Others	10.54	0.31
Current Tax Provision (A)	**342.92**	**330.65**
Short / (Excess) Provision for earlier years (B)	**(11.13)**	**-**
Incremental Deferred Tax Liability on account of Property, Plant and Equipment and Intangible Assets	(202.90)	(125.09)
Incremental Deferred Tax Liability / (Asset) on account of Financial Assets and Other Items	6.76	(37.53)
Differed Tax Provision (C)	**(196.14)**	**(162.62)**
Tax Expenses recognised in Statement of Profit and Loss (A+B+C)	**135.65**	**168.03**
Effective Tax rate	**8.86%**	**22.58%**

35	DETAILS OF PAYMENT TO AUDITORS EXCLUDING TAXES:	Year ended 31-03-2023	Year ended 31-03-2022
	Statutory Audit fees	7.70	7.85
	Limited Review fees	1.20	0.75
	Tax Audit fees	2.25	2.25
	Taxation Matters	2.00	-
	Reimbursement of expenses	0.76	0.79
	TOTAL	**13.91**	**11.64**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

36	CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR) :	Year ended 31-03-2023	Year ended 31-03-2022
	Guarantees by Banks not provided for (Net)	724.19	390.75
	Letter of Credit	138.64	88.91
	Claims against the Group (Including Sales tax, Excise duty, etc.) not acknowledged as debts		
	- Sales Tax	168.46	253.96
	- Excise Duty & Service Tax	74.20	156.72
	- Income Tax liability	234.34	234.34
	Estimated amount of contracts remaining to be executed on capital account towards PPE	901.04	59.49
	TOTAL	**2,240.88**	**1,184.18**

37	LEASES:	Year ended 31-03-2023	Year ended 31-03-2022
	Premises given on Operating Lease to related parties:		
	The Group has given premises on operating lease to Marangoni GRP Private Limited for a term of 11 months.		
	- Gross carrying amount as on balance sheet date	-	13.37
	- Accumulated depreciation amount as on balance sheet date	-	(2.79)
	- Net carrying amount as on balance sheet date	-	10.58
	- Depreciation recognised in statement of profit and loss	-	0.18
	The future minimum lease rental income is as follows		
	(a) Not later than 1 year	-	0.50
	(b) Later than 1 year but not later than 5 years	-	-
	(c) Later than 5 years	-	-
	Premises given on Operating Lease to others: Refer note 2D		

38 EMPLOYEE BENEFITS :

As per Indian Accounting Standard 19 “Employee benefits”, the disclosures as defined are given below :

The Group has various schemes for long term benefits such as provident fund, superannuation, gratuity and leave encashment. The Group's defined contribution plans are Employees' Provident fund and Pension Scheme (under the provision of the Employees' Provident Fund and Miscellaneous Provisions Act, 1952) since the Group has no further obligation beyond making the contributions.

A Defined Contribution Plans

Contribution to Defined Contribution Plans, recognised as expense for the year is as under:

Sr. No.	Particulars	Year ended 31-03-2023	Year ended 31-03-2022
i	Employer’s Contribution to Provident & Pension Fund	237.61	234.49
ii	Employer’s Contribution to Superannuation Fund	18.06	20.14

B Defined Benefit Plans

Disclosure Statement as Per Indian Accounting Standard 19

Para 139 (a) Characteristics of defined benefit plan

The Group has a defined benefit gratuity plan in India (funded). The Group’s defined benefit gratuity plan is a final salary plan for employees, which requires contributions to be made to a separately administered fund. The fund is managed by a trust which is governed by the Board of Trustees. The Board of Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy.

Para 139 (b) Risks associated with defined benefit plan

Gratuity is a defined benefit plan and company is exposed to the following Risks:

Interest rate risk: A fall in the discount rate which is linked to the G.Sec. Rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

Salary Risk: The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.

Investment Risk: The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on Government bonds. If the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.

Asset Liability Matching Risk: The plan faces the ALM risk as to the matching cash flow. Since the plan is invested in lines of Rule 101 of Income Tax Rules, 1962, this generally reduces ALM risk.

Mortality risk: Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

Concentration Risk: Plan is having a concentration risk as all the assets are invested with the insurance company and a default will wipe out all the assets. Although probability of this is very less as insurance companies have to follow regulatory guidelines.

Para 139 (c) Characteristics of defined benefit plans

During the year, there were no plan amendments, curtailments and settlements.

Para 147 (a)

A separate trust fund is created to manage the Gratuity plan and the contributions towards the trust fund is done as guided by rule 103 of Income Tax Rules, 1962.

Sr. No.	Particulars	As at 31-03-2023	As at 31-03-2022
		Gratuity	
		Funded	
i)	**Reconciliation of opening and closing balances of Defined Benefit Obligation**		
	Defined Benefit Obligation at beginning of the year	815.64	687.03
	Current Service Cost	63.14	67.28
	Past Service Cost	-	-
	Interest Cost	59.46	47.41
	Actuarial (Gain) / Loss	64.73	88.69
	Benefits Paid	(148.16)	(74.77)
	Defined Benefit Obligation at year end	**854.81**	**815.64**
ii)	**Reconciliation of opening and closing balances of fair value of Plan Assets**		
	Fair value of Plan Assets at beginning of year	625.30	589.26
	Expected Return on Plan Assets	45.58	40.66
	Employer Contribution	118.04	69.79
	Benefits Paid	(148.16)	(74.77)
	Actuarial (Gain) / Loss	(1.57)	0.35
	Fair value of Plan Assets at year end	**639.18**	**625.30**
iii)	**Reconciliation of fair value of Assets and Obligations**		
	Present Value of Benefit Obligation at the end of the Period	854.81	815.64
	Fair value of plan assets as at end of the year	639.18	625.30
	Funded status (Surplus/ (Deficit))	(215.62)	(190.34)
	Net (Liability)/Asset Recognized in the Balance Sheet	**(215.62)**	**(190.34)**
iv)	**Expenses recognised during the year**		
	Current service cost	63.14	67.28
	Past service cost	-	-
	Actuarial (Gains)/Losses on Obligation For the Period	-	-
	Net Interest cost	13.88	6.75
	Expenses recognised in the statement of profit and loss account	**77.02**	**74.02**
	Actuarial (Gains)/Losses on Obligation For the Period	64.73	88.69
	Return on Plan Assets, Excluding Interest Income	1.57	(0.35)
	Net (Income)/Expense For the Period Recognized in OCI	**66.30**	**88.34**
v)	**Actuarial Assumptions**		
	Discount Rate	7.48%	7.29%
	Salary Escalation	5.00%	5.00%

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

C Sensitivity Analysis

The key assumption and sensitivity of the defined benefit obligation to changes in the weighted principal assumption is:

Particulars	Year ended 31-03-2023	Year ended 31-03-2022
Expected Return on Plan Assets	7.48%	7.29%
Rate of Discounting	7.48%	7.29%
Rate of Salary Increase	5.00%	5.00%
Rate of Employee Turnover	2.00%	2.00%
Mortality Rate During Employment	Indian Assured Lives Mortality (2012-14)	

Particulars	Year ended 31-03-2023	Year ended 31-03-2022
Delta Effect of +1% Change in Rate of Discounting	(64.39)	(63.79)
Delta Effect of -1% Change in Rate of Discounting	74.97	74.51
Delta Effect of +1% Change in Rate of Salary Increase	75.28	74.55
Delta Effect of -1% Change in Rate of Salary Increase	(65.72)	(64.81)
Delta Effect of +1% Change in Rate of Employee Turnover	16.33	14.32
Delta Effect of -1% Change in Rate of Employee Turnover	(18.51)	(16.28)

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The sensitivity analysis presented above may not be representative of the actual change in the projected benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the projected benefit obligation as recognised in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

39 RELATED PARTIES DISCLOSURE:

Sr. No.	Name of Related Party	% Share	Relationship
1	MARANGONI GRP Private Limited *(Upto 20-July-2022)*	50.000%	Joint Venture
2	Rajendra V Gandhi; Managing Director		Key Managerial Personnel (KMP)
3	Harsh R Gandhi; Joint Managing Director		
4	Hemal H. Gandhi; Executive Director *(w.e.f. 22-August-2022)*		
5	Shilpa Mehta; Chief Financial Officer		
6	Abhijeet Sawant; Company Secretary *(Upto 28-February-2022)*		
7	Jyoti Sancheti; Company Secretary *(w.e.f. 08-June-2022)*		
8	Nayna R. Gandhi		Relatives of Key Managerial Personnel (KMP)
9	Mahesh V. Gandhi		
10	Alphanso Netsecure Pvt. Ltd.		Enterprises over which Key Managerial Personnel are able to exercise significant influence
11	GRP Employees Group Gratuity Trust		Post Employment Benefits Plans
12	GRP Employees Group Superannuation Scheme		

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

Sr. No.	Particulars	Joint Venture		Key Managerial Personnel	
		Year ended 31-03-2023	Year ended 31-03-2022	Year ended 31-03-2023	Year ended 31-03-2022
	Nature of Transactions				
1	Purchase of Goods	-	5.54	-	-
2	Sale of Goods and Services	1.34	8.58	-	-
3	Reimbursement of Expenses	-	0.56	-	-
4	Balances Written off	67.25	-	-	-
5	Contributions during the year	-	-	-	-
6	Remuneration paid	-	-	351.97	370.24
7	Dividend Paid	-	-	10.07	2.59
8	Sitting Fees Paid	-	-	-	-

Sr. No.	Particulars	As at 31-03-2023	As at 31-03-2022	As at 31-03-2023	As at 31-03-2022
	Outstanding Balances				
1	Shareholding	-	112.70	-	-
2	Outstanding Receivable	-	67.25	-	-
3	Outstanding Payable	-	-	-	-

Sr. No.	Particulars	Relatives of Key Managerial Personnel		Enterprises over which Key Managerial Personnel are able to exercise significant influence		Post Employment Benefit plans	
		Year ended 31-03-2023	Year ended 31-03-2022	Year ended 31-03-2023	Year ended 31-03-2022	Year ended 31-03-2023	Year ended 31-03-2022
	Nature of Transactions						
1	Purchase of Goods / Services	-	-	1.06	1.15	-	-
2	Sale of Goods / Services	-	-	-	-	-	-
3	Reimbursement of Expenses	-	-	-	-	-	-
4	Balances Written off	-	-	-	-	-	-
5	Contributions during the year	-	-	-	-	136.10	89.93
6	Remuneration paid	-	24.58	-	-	-	-
7	Dividend Paid	10.54	3.32	-	-	-	-
8	Sitting Fees Paid	0.20	1.20	-	-	-	-

Sr. No.	Particulars	As at 31-03-2023	As at 31-03-2022	As at 31-03-2023	As at 31-03-2022	As at 31-03-2023	As at 31-03-2022
	Outstanding Balances						
1	Shareholding	-	-	-	-	-	-
2	Outstanding Receivable	-	-	-	-	-	-
3	Outstanding Payable	-	-	-	1.16	-	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

Disclosure in respect of material transactions of the same type with related parties during the year

Sr. No.	Particulars	Year ended 31-03-2023	Year ended 31-03-2022
	Nature of Transactions		
1	**Purchase of Goods**		
	- MARANGONI GRP Private Limited	-	5.54
	- Alphanso Netsecure Private Limited	1.06	1.15
2	**Sale of Goods and Services** - MARANGONI GRP Private Limited	1.34	8.58
3	**Reimbursement of Expenses** - MARANGONI GRP Private Limited	-	0.56
4	**Balances written off** - MARANGONI GRP Private Limited	67.25	-
5	**Contributions during the year**		
	GRP Employees Group Gratuity Trust	118.04	69.79
	GRP Employees Group Superannuation Scheme	18.06	20.14
6	**Remuneration paid**		
	- Rajendra V Gandhi	95.58	123.77
	- Harsh R Gandhi	168.02	187.02
	- Hemal H Gandhi	25.92	24.58
	- Shilpa N Mehta	52.02	45.91
	- Abhijeet Sawant	-	13.54
	- Jyoti Sancheti	10.44	-
7	**Dividend paid**		
	- Rajendra V Gandhi	3.35	1.12
	- Harsh R Gandhi	5.30	1.47
	- Mahesh V Gandhi	5.63	1.56
	- Nayna R. Gandhi	4.91	1.43
	- Hemal H Gandhi	1.42	0.33
8	**Sitting Fees Paid**		
	- Mahesh V Gandhi	0.20	1.00
	- Nayna R. Gandhi	-	0.20

Sr. No.	Outstanding Balances	As at 31-03-2023	As at 31-03-2022
1	**Shareholding** - MARANGONI GRP Private Limited	-	112.70
2	**Outstanding Receivable -** MARANGONI GRP Private Limited	-	67.25
3	**Outstanding Payable -** Alphanso Netsecure Pvt Ltd	-	1.16

Terms and conditions of transactions with related parties

Transaction entered into with related party are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured, interest free and will be settled in cash. There have been no guarantees received or provided for any related party receivables or payables.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

Compensation of Key management personnel

Sr. No.	Particulars	Year ended 31-03-2023	Year ended 31-03-2022
1	Short-term employee benefits	321.79	341.27
2	Post-employment benefits	30.18	28.97
3	Other long-term benefits	-	-
4	Termination benefits	-	-
5	Share-based payments	-	-
	Total Compensation paid to Key Management personnel	**351.97**	**370.24**

40	Sr.	DETAILS OF RESEARCH AND DEVELOPMENT EXPENDITURE	Year ended 31-03-2023	Year ended 31-03-2022
		Accounting for Research & Development expenditure incurred :		
	(a)	Capital Expenditure incurred on Equipments & Machinery	5.47	-
	(b)	Capital Expenditure incurred on Buildings, Furniture, office equipments & Computer Hardware	-	-
	(c)	Capital Work in Progress	74.25	-
	(d)	Revenue Expenditure incurred towards the R&D Projects	110.08	225.65

41 SEGMENT REPORTING:

As per Indian Accounting Standard (Ind AS) -108 on Operating Segments, the Chief Operating Decision Maker (CODM) evaluates the Group's performance and allocates resources based on an analysis of various performance indicators of business segment/s in which the Group operates, 'Reclaim Rubber' has been identified as reportable segment and smaller business segments not separately reportable have been grouped under the heading 'Others'. The accounting policies adopted for segment reporting are in line with the accounting policy of the Group with following additional policies for segment reporting.

a) Revenue and Expenses have been identified to a segment on the basis of relationship to operating activities of the segment. Revenue and Expenses which relate to enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as "Unallocable".

b) Segment Assets and Segment Liabilities represent Assets and Liabilities in respective segments. Investments, tax related assets and other assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as "Unallocable".

Sr. No.	Particulars	Reclaim Rubber		Others		Unallocable		Total	
		2022-23	2021-22	2022-23	2021-22	2022-23	2021-22	2022-23	2021-22
1	**Segment Revenue**								
	Gross Revenue from Operations	42,930.34	37,310.19	5,052.16	3,867.92	-	-	47,982.50	41,178.11
	Less: Goods & Service Tax	2,308.08	1,966.52	574.43	369.22	-	-	2,882.51	2,335.74
	Net Revenue from Operations	40,622.26	35,343.67	4,477.73	3,498.70	-	-	45,099.99	38,842.37
2	**Segment Results before Interest & Tax**	3,421.99	2,662.41	147.82	284.49	(1,389.69)	(1,751.36)	2,180.12	1,195.54
	Less: Interest Expenses	-	-	-	-	-	-	649.65	451.46
	Add: Share of Profit/(Loss) of Joint Ventures	-	-	-	-	-	-	-	-
	Profit before Tax	3,421.99	2,662.41	147.82	284.49	(1,389.69)	(1,751.36)	1,530.47	744.08
	Current Tax	-	-	-	-	-	-	331.79	330.65
	Deferred Tax	-	-	-	-	-	-	(196.14)	(162.62)
	Profit After Tax	**3,421.99**	**2,662.41**	**147.82**	**284.49**	**(1,389.69)**	**(1,751.36)**	**1,394.82**	**576.05**
3	**Other Information**								
	Segment Assets	17,186.62	21,353.35	6,994.58	4,121.42	4,489.99	4,100.38	28,671.19	29,575.15
	Segment Liabilities	3,840.26	3,999.01	1,734.38	290.62	8,354.82	11,663.24	13,929.46	15,952.87
	Capital Expenditure	1,425.41	1,716.20	1,136.94	602.37	110.03	31.70	2,672.38	2,350.27
	Depreciation / Amortisation Expenses	979.76	982.21	183.80	168.59	86.97	89.17	1,250.53	1,239.97

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

1 The reportable Segments are further described below

- Reclaim Rubber segment includes production and marketing of Reclaim rubber products
- Others segment includes Windmill, Custom Die Forms, Engineering Plastics and Polymer Composite Products.

2 There are no transactions with a single external customer which amounts to 10% or more of the Company's revenue.

42	CORPORATE SOCIAL RESPONSIBILITY EXPENSES:	Year ended 31-03-2023	Year ended 31-03-2022
A	Gross amount required to be spent by the Group during the year.	8.91	8.57

B Amount Spent during the year on:

Sr. No.	Particulars	Year 2022-23			Year 2021-22		
		In cash	Yet to be paid in cash	Total	In cash	Yet to be paid in cash	Total
i)	Construction/acquisition of any asset	-	-	-	-	-	-
ii)	On purposes other than (i) above	19.13	-	19.13	20.24	-	20.24
	Total	**19.13**	**-**	**19.13**	**20.24**	**-**	**20.24**

C Amount Spent during the year on below activities:

Particulars	Year 2022-23	Year 2021-22
Education	9.23	7.50
Sustainable Livelihood	4.00	0.24
Women Empowerment	2.25	-
Healthcare	3.65	12.50
TOTAL	**19.13**	**20.24**

43 EARNINGS PER SHARE:	Year ended 31-03-2023	Year ended 31-03-2022
Net Profit after tax for the year	1,394.82	576.05
Number of equity shares of ₹ 10/- each.	1,333,333	1,333,333
Earnings per share - Basic	104.61	43.20
Earnings per share -Diluted	104.61	43.20
Face value per equity share	10.00	10.00

44 RELATIONSHIP WITH STRUCK OFF COMPANIES

As at 31st March, 2023

There was no transaction or Outstanding Payable to any Struck off Companies as at 31st March, 2023.

As at 31st March, 2022

Name of Struck of Company	Transaction with Entity	Nature of Transactions	Transactions during the year	OS Balance	Relationship with Struck off Company
BATCO TRANSINDIA PVT LTD.	GRP Ltd. (Parent Company)	Payables	0.03	-	Trade Payable

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

45 FAIR VALUATION MEASUREMENT HIERARCHY

A CATEGORY-WISE CLASSIFICATION OF FINANCIAL INSTRUMENTS

Particulars	Refer Note	As at 31-03-2023	As at 31-03-2022
Financial assets measured at fair value through profit or loss (FVTPL)			
Forward Contract	11	-	114.60
Investment in Portfolio Management Services	7	1,569.37	1,514.27
Currency Options	11	103.27	19.38
Financial assets measured at fair value through other comprehensive income (FVTOCI)			
Investment in Equity Shares - Bank of Baroda	3	-	5.58
Forward Contract	11	-	81.19
Financial assets measured at amortised cost			
Fixed Deposit accounts with Bank (Maturity more than 12 months)	4	-	0.38
Trade Receivables	8	7,069.46	8,600.76
Cash and cash equivalents	9	59.90	29.64
Bank balances other than mentioned above	10	8.61	13.97
Accrued Interest Income	11	222.43	18.20
Insurance Claim Receivable	11	1,069.63	-
Other Current Financial Assets	11	28.79	23.12
Financial liabilities measured at fair value through profit or loss (FVTPL)			
Forward Contract	24	137.47	-
Financial liabilities measured at fair value through other comprehensive income (FVTOCI)			
Forward Contract	24	49.16	-
Financial liabilities measured at amortised cost			
Rupee Term Loan from Banks	16 & 21	3,361.31	3,635.77
Deferred Payment Liability	16 & 21	32.76	12.68
Lease Liability	17 & 22	86.22	92.05
Deferred Income	18 & 24	8.00	9.00
Rupee Working Capital Demand Loan from Banks	21	5,434.56	6,318.14
Trade payables	23	1,548.16	2,514.12
Interest accrued and due on borrowings	24	47.49	35.87
Unclaimed Dividend	24	4.61	4.65
Creditors for Capital Goods & Services	24	111.19	51.68
Deposit from Dealers	24	60.40	60.40
Security Deposit for Let out property	24	9.30	0.65

The above table does not include financial assets measured at Cost. (Refer note 3,7)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

B FAIR VALUE MEASUREMENTS:

(i) The following table provides the fair value measurement hierarchy of the Group's financial assets and liabilities:

Particulars	Carrying Amount	Fair value hierarchy		
		Quoted prices in active markets (Level 1)	Significant Observable inputs (Level 2)	Significant Unobservable inputs (Level 3)
As at 31-03-2023				
Financial Assets				
At Fair Value Through P&L (FVTPL)				
Investment in Portfolio Management Services	1,569.37	1,569.37	-	-
Currency Options	103.27	-	103.27	-
Financial Liabilities				
At Amortised Cost				
Lease Liability	86.22	-	-	86.22
At Fair Value Through P&L (FVTPL)				
Other Financial Liabilities	137.47	-	137.47	-
At Fair Value Through OCI (FVTOCI)				
Other Financial Liabilities	49.16	-	49.16	-
As at 31-03-2022				
Financial Assets				
At Fair Value Through P&L (FVTPL)				
Other Financial Assets	114.60	-	114.60	-
Investment in Portfolio Management Services	1,514.27	1,514.27	-	-
Currency Options	19.38	-	19.38	-
At Fair Value Through OCI (FVTOCI)				
Investment in Equity Shares - Bank of Baroda	5.58	5.58	-	-
Other Financial Assets	81.19	-	81.19	-
Financial Liabilities				
At Amortised Cost				
Lease Liability	92.05	-	-	92.05

(ii) Financial Instrument measured at Amortised Cost

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 Group does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

46 FINANCIAL RISK MANAGEMENT - OBJECTIVES AND POLICIES:

The Group's financial liabilities comprise mainly of borrowings, trade payables and other payables. The Group's financial assets comprise mainly of investments, cash and cash equivalents, other balances with banks, loans, trade receivables and other receivables.

The Group is exposed to Market risk, Credit risk and Liquidity risk. The Board of Directors ('Board') oversee the management of these financial risks through its Risk Management Committee. The Risk Management Policy of the Group formulated by the Risk Management Committee and approved by the Board, states the Group's approach to address uncertainties in its endeavour to achieve its stated and implicit objectives. It prescribes the roles and responsibilities of the Group's management, the structure for managing risks and the framework for risk management. The framework seeks to identify, assess and mitigate financial risks in order to minimize potential adverse effects on the Group's financial performance.

The following disclosures summarize the Group's exposure to financial risks and information regarding use of derivatives employed to manage exposures to such risks. Quantitative sensitivity analysis have been provided to reflect the impact of reasonably possible changes in market rates on the financial results, cash flows and financial position of the Group.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

1) **Market Risk:**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of interest rate risk and currency risk. Financial instruments affected by market risk includes borrowings, investments, trade payables, trade receivables, loans and derivative financial instruments.

a) **Interest Rate Risk:**

Interest rate risk is the risk that the fair value of future cash flows of the financial instruments will fluctuate because of changes in market interest rates. In order to optimize the Group's position with regards to interest income and interest expenses and to manage the interest rate risk, treasury performs a comprehensive corporate interest rate risk management by balancing the proportion of fixed rate and floating rate financial instruments in its total portfolio.

Interest Rate Exposure:

	As at 31-03-2023	As at 31-03-2022
Borrowings		
Long Term Fixed Loan	118.98	104.74
Long Term Floating Loan	3,361.31	3,635.77
Short Term Floating Loan	5,434.56	6,318.14

Impact on Interest Expenses for the year on 0.5% change in Interest rate:

Changes in rate	Effect on profit before tax		Effect on total equity	
	Year ended 31-03-2023	Year ended 31-03-2022	As at 31-03-2023	As at 31-03-2022
+0.5%	(43.98)	(49.77)	(43.98)	(49.77)
-0.5%	43.98	49.77	43.98	49.77

b) **Foreign Currency Risk:**

The Group's business objective includes safe-guarding its earnings against foreign exchange rate fluctuation. The Group has adopted a structured risk management policy to hedge all these risks within an acceptable risk limit and an approved hedge accounting framework which allows for Fair Value and Cash Flow hedges. Hedging instruments include forward/ options instruments to achieve this objective.

(i) **Exposure in foreign currency - Hedged**:

The Group enters into forward exchange contracts to hedge against its foreign currency exposures relating to the underlying transactions and firm commitments. The Group does not enter into any derivative instruments for trading or speculative purposes.

The forward exchange contracts used for hedging foreign currency exposure and outstanding as at reporting date are as under:

Currency	(FC in lakhs)		(₹ in lakhs)	
	As at 31-03-2023	As at 31-03-2022	As at 31-03-2023	As at 31-03-2022
EUR	13.77	14.24	1,197.03	1,181.32
USD	40.70	59.80	3,283.86	4,460.00

(ii) **Exposure in foreign currency - Unhedged**

Payables	(FC in lakhs)		(₹ in lakhs)	
	As at 31-03-2023	As at 31-03-2022	As at 31-03-2023	As at 31-03-2022
EUR	1.05	0.51	93.57	43.08
USD	0.23	1.41	19.11	106.88
CNY	-	0.02	-	0.21

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

Receivables	(FC in lakhs)		(₹ in lakhs)	
	As at 31-03-2023	As at 31-03-2022	As at 31-03-2023	As at 31-03-2022
EUR	0.08	0.08	7.45	6.78
USD	4.76	1.47	391.22	111.55
CNY	-	0.00	-	0.01
AED	-	0.23	-	4.70

(iii) Sensitivity

The Group is mainly exposed to changes in EUR & USD. The below table demonstrates the sensitivity to a 5% increase or decrease in the EUR / USD against INR, with all other variables held constant. The sensitivity analysis is prepared on the net unhedged exposure of the Group as at the reporting date. 5% represents management's assessment of reasonably possible change in foreign exchange rate.

Foreign Currency	Change in rate	Effect on profit after tax		Effect on total equity	
		Year 2022-23	Year 2021-22	As at 31-03-2023	As at 31-03-2022
EUR	+5%	(4.31)	(1.82)	(4.31)	(1.82)
EUR	-5%	4.31	1.82	4.31	1.82
USD	+5%	18.61	0.23	18.61	0.23
USD	-5%	(18.61)	(0.23)	(18.61)	(0.23)

c) Other Price Risks:

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 Group is exposed to price risk arising mainly from investments in equity instruments recognised at FVTOCI. As at 31st March, 2023, the carrying value of such equity instruments recognised at FVTOCI amounts to ₹ Nil (31-Mar-2022: ₹ 5.58 lakhs). The details of such investments in equity instruments are given in Note 3.

2) Credit Risk:

Credit risk refers to a risk that a counterparty will default on its contractual obligation resulting in a financial loss to the Group. Credit risk primarily arises from financial asset such as trade receivables and Derivative financial instruments and other balances with banks, loans and other receivables. The Group's exposure to credit risk in disclosed in note 7, 8, 9, 10 and 11. The Group has adopted a policy of only dealing with counterparties that have sufficient credit rating. The Group's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transaction is reasonably spread amongst the counterparties.

Credit risk arising from investment in derivative financial instrument and other balances with bank is limited and there is no collateral held against these because the counterparties are banks and recognised financial institution with high credit ratings assigned by international credit rating agencies.

The average credit period on sale of products and services is maximum of 60-90 days. Credit risk arising from trade receivables in managed in accordance with Group's established policy, procedures and controls relating to customer credit risk management. Credit quality of Customer is assessed and accordingly individual credit limit is defined. The concentration of credit risk is limited due to the fact that customer base is large.

Movement in expected credit loss allowance on trade receivables	As at 31-03-2023	As at 31-03-2022
Balance at the beginning of the year	31.18	10.19
Loss allowance measured at lifetime expected credit loss	11.46	20.99
Balance at the end of the year	42.64	31.18

3) Liquidity Risk:

Liquidity risk is the risk that the Group will encounter difficulty in raising funds to meet commitments associated with financial instruments that are settled by delivering cash or another financial asset. Liquidity risk may result from an inability to sell a financial asset quickly at close to its fair value.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

The Group has an established liquidity risk management framework for managing its short term, medium term and long term funding and liquidity management requirements. The Group's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. The Group manages the liquidity risk by maintaining adequate funds in cash and cash equivalents. The Group also has adequate credit facilities agreed with banks to ensure that there is sufficient cash to meet all its normal operating commitments in a timely and cost-effective manner.

The table below analysis non-derivative financial liabilities of the Group into relevant maturity groupings based on the remaining period from the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

Non Derivative Liabilities	Refer Note	< 1 year	1 - 5 years	Above 5 years	Total
At 31st March 2023					
Long Term Borrowings	16,17,21,22	936.39	2,543.90	-	3,480.29
Short Term Borrowings	21	5,434.56	-	-	5,434.56
Trade Payables	23	1,548.16	-	-	1,548.16
Other Financial Liabilities	24	420.62	-	-	420.62
At 31st March 2022					
Long Term Borrowings	16,17,21,22	693.62	3,046.89	-	3,740.51
Short Term Borrowings	21	6,318.14	-	-	6,318.14
Trade Payables	23	2,514.12	-	-	2,514.12
Other Financial Liabilities	24	154.25	-	-	154.25

Derivative Liabilities	Refer Note	< 1 year	1 - 5 years	Above 5 years	Total
At 31st March 2023					
Forward Contract / Future Contract	24	186.63	-	-	186.63
At 31st March 2022					
Forward Contract / Future Contract	24	-	-	-	-

4) Hedge Accounting:

The Group's business objective includes safe-guarding its foreign currency earnings against movements in foreign exchange and interest rates. Group has adopted a structured risk management policy to hedge all these risks within an acceptable risk limit and an approved hedge accounting framework which allows for Fair Value and Cash Flow hedges. Hedging instruments consists of forwards to achieve this objective. The table below shows the position of hedging instruments and hedged items as of the balance sheet date.

Disclosure of effects of hedge accounting

A Fair Value Hedge

Hedging Instrument		Carrying amount				
Type of Hedge and Risks	Nominal Value	Assets	Liabilities	Changes in FV	Hedge Maturity Date	Line Item in Balance Sheet
Foreign currency risk component - Forward Contract	4,467.99	-	4,605.46	137.47	Apr-23 to Nov-23	Current Financial Liabilities : Others

Hedging Items	Carrying amount			
Type of Hedge and Risks	Assets	Liabilities	Changes in FV	Line Item in Balance Sheet
Trade Receivables	4,467.99	-	(137.47)	Current Financial Assets : Trade Receivables

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

B Cashflow Hedge

Hedging Instrument	Carrying amount					
Type of Hedge and Risks	**Nominal Value**	**Assets**	**Liabilities**	**Changes in FV**	**Hedge Maturity Date**	**Line Item in Balance Sheet**
Foreign currency risk component - Forward Contract	9,689.84	-	9,739.00	49.16	Jun-23 to Mar-24	Current Financial Liabilities : Others

Hedging Items

Type of Hedge and Risks	Nominal Value	Changes in FV	Cashflow Hedge Reserve	Line Item in Balance Sheet
Foreign Currency Risk	-	-	-	-
Highly probable Exports	9,689.84	49.16	49.16	Other Equity

47 DETAILS OF SUBSIDIARY AND JOINT VENTURE

Name of the Company	Country of Incorporation	% of Holding	
		As at 31-03-2023	As at 31-03-2022
Subsidiary			
Grip Polymers Limited *(upto 21-March-2023)*	India	-	100.00%
GRP Circular Solutions Limited	India	100.00%	-
Grip Surya Recycling LLP	India	99.89%	99.89%
Joint Venture			
Marangoni GRP Private Limited *(upto 20-July-2022)*	India	-	50.00%

SALIENT FEATURES OF FINANCIAL STATEMENTS OF SUBSIDIARIES / ASSOCIATES / JOINT VENTURES AS PER THE COMPANIES ACT, 2013

Name of the Company / LLP	Equity Share / Partners Capital	Other Equity	Total Assets	Total Liabilities	Total Income	Profit Before Tax	Total Other Comprehensive Income	% of Holding
GRP Circular Solutions Limited	200.00	(47.22)	839.38	686.60	5.15	(47.18)	(47.22)	100.00%
Grip Surya Recycling LLP	307.57	-	351.94	44.37	843.59	(36.72)	(38.05)	99.89%

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

48 DISCLOSURE OF ADDITIONAL INFORMATION PERTAINING TO THE PARENT COMPANY, SUBSIDIARIES AND JOINT VENTURE AS PER SCHEDULE III OF THE COMPANIES ACT, 2013

Name of the company	FY 2022-23							
	Net Assets (Total Assets minus Total Liabilities)		Share in Profit or Loss		Other Comprehensive Income		Total Comprehensive Income	
	As a % of consolidated Net Assets	Net Assets	As a % of consolidated Profit or Loss	Profit / (Loss)	As a % of consolidated OCI	OCI	As a % of consolidated TCI	TCI
Parent Company:								
GRP Limited	100.25	14,779.60	73.33	1,022.81	101.22	(146.78)	70.09	876.04
Subsidiary Company:								
GRP Circular Solutions Limited	1.04	152.78	-3.39	(47.22)	0.00	-	-3.78	(47.22)
Gripsurya Recycling LLP	2.09	307.57	-2.73	(38.05)	0.00	-	-3.04	(38.05)
Joint Venture:								-
Marangoni GRP Private Limited	0.00	-	0.00	-	0.00	-	0.00	-
Non-Controlling Interests	0.00	0.35	0.00	(0.01)	0.00	-	0.00	(0.01)
Sub Total		**15,240.29**		**937.53**		**(146.78)**		**790.75**
Adjustments arising out of consolidation	-3.38	(498.21)	32.79	457.29	-1.22	1.77	36.73	459.06
Grand Total	**100.00%**	**14,742.08**	**100.00%**	**1,394.82**	**100.00**	**(145.01)**	**100.00**	**1,249.81**

Name of the company	FY 2021-22							
	Net Assets (Total Assets minus Total Liabilities)		Share in Profit or Loss		Other Comprehensive Income		Total Comprehensive Income	
	As a % of consolidated Net Assets	Net Assets	As a % of consolidated Profit or Loss	Profit / (Loss)	As a % of consolidated OCI	OCI	As a % of consolidated TCI	TCI
Parent Company:								
GRP Limited	100.41	13,678.37	100.50	578.96	102.39	(80.41)	100.21	498.55
Subsidiary Company:								
Grip Polymers Limited	0.06	7.50	-0.09	(0.55)	-2.39	1.88	0.27	1.33
Gripsurya Recycling LLP	2.54	345.61	-0.08	(0.47)	0.00	-	-0.09	(0.47)
Joint Venture:								-
Marangoni GRP Private Limited	-1.01	(138.22)	-9.10	(52.41)	0.00	-	-10.53	(52.41)
Non-Controlling Interests	0.00	0.04	0.00	(0.00)	0.00	-	0.00	(0.00)
Sub Total		**13,893.30**		**525.53**		**(78.53)**		**447.00**
Adjustments arising out of consolidation	-1.99	(270.98)	8.77	50.52	0.00	-	10.15	50.52
Grand Total	**100.00**	**13,622.32**	**100.00**	**576.05**	**100.00**	**(78.53)**	**100.00**	**497.52**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakhs)

49 CAPITAL MANAGEMENT

For the purpose of the Group's capital management, capital includes issued capital and all other equity reserves attributable to the equity shareholders of the Group. The primary objective of the Group when managing capital is to safeguard its ability to continue as a going concern and to maintain an optimal capital structure so as to maximize shareholder value.

The gearing ratio at end of the reporting period was as follows:

Particulars	As at 31-03-2023	As at 31-03-2022
Gross Debt	8,828.63	9,966.60
Cash and Marketable Securities	59.90	29.64
Net Debt (A)	8,768.73	9,936.96
Total Equity (As per Balance Sheet) (B)	14,741.73	13,622.28
Net Gearing (A/B)	0.59	0.73

50 APPROVAL OF FINANCIAL STATEMENTS

The financial statements were approved for issue by the board of directors on 27th May, 2023.

51 EVENTS AFTER THE REPORTING PERIOD

The Board of Directors have recommended dividend of ₹ 17/- (170%) per fully paid up equity share of ₹ 10/- each, aggregating ₹ 226.67 lakhs (subject to deduction of tax at applicable rates), for the financial year 2022-23, which is based on relevant share capital as on 31st March, 2023.

The above is subject to approval at the ensuing Annual General Meeting of the Parent Company and hence is not recognised as a liability.

As per our Report of even date

For and on behalf of the Board of Directors

For Rajendra & Co.
Chartered Accountants
Firm Registration No. 108355W

Rajendra V Gandhi
Managing Director

Harsh R Gandhi
Joint Managing Director

Apurva R. Shah
Partner
Membership No. 047166

Shilpa Mehta
Chief Financial Officer

Jyoti Sancheti
Company Secretary

Mumbai, 27th May, 2023

Mumbai, 27th May, 2023

Recognitions & Accolades

At GRP, we are committed to transitioning from a 'recycled material company' to a **'Sustainable Raw Material Company'**. Therefore, embracing the certifications, partnerships required for achieving that status. Plus embracing the UN's Sustainability Development Goals

Member

SUSTAINABLE DEVELOPMENT GOALS

UN WOMEN
United Nations Entity for Gender Equality and the Empowerment of Women

As GRP believes in 'giving back to the society and the planet', hence has shown a high level of engagement with 6 of the major SDG's.

CAPEXIL
(Sponsored by Ministry of Commerce & Industry, Govt. of India)
For EXPORT Performance

Global Compact Network India

Certification

Great Place To Work® Certified
MAR 2022 - MAR 2023
INDIA

Great Place to work is the global authority on building, sustaining & recognising high-trust, high performing workplace cultures. GRP is GPTW certified

TÜV SÜD

IATF 16949:2016,
ISO9001:2015
ISO14001:2015,
ISO45001:2018

IATF 16949

CDP
DISCLOSURE INSIGHT ACTION

ecovadis

EcoVadis CSR Rating
2017: BRONZE, 2019: SILVER

COMPLIANT · COMPLIANT · COMPLIANT
REACH

Awards

QUALITY CIRCLE FORUM OF INDIA

ALL INDIA RUBBER INDUSTRIES ASSOCIATION
AIRIA
1945
For EXPORT Performance

(AIRIA) is a not for profit making body serving the rubber industry and trade with the objectives of safeguarding and promoting interests of the industry.

MRAI
MATERIAL RECYCLING ASSOCIATION OF INDIA
Voice of the Indian Recycling Industry

MRAI is an umbrella organization having under its wings most of the Trade Associations (National & International) related and associated with recycling.

Driving circular economy solutions across five business verticals

GRP RECLAIM RUBBER

GRP produces high quality reclaim rubber from end of life tyres, tread peelings, natural rubber and butyl tubes, moulded rubber products for use in both, tyre and non-tyre rubber products to deliver technical benefits and cost savings to its customers.

sales.rr@grpweb.com

GRP ENGINEERING PLASTICS

GRP Engineering plastics is a sustainable material solution provider for challenging engineering applications. Our sustainable solutions are based on unfilled, and glass reinforced Polyamide 6 (PA 6), Polyamide 66 (PA 66) and Polybutylene terephthalate (PBT).

sales.ep@grpweb.com

GRP REPURPOSED POLYOLEFINS

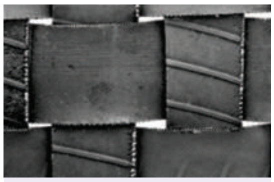
A sustainable and circular material solution provider for rigid packaging applications. Upcycle end of life polyolefin rigid packaging materials and convert it into raw materials with product performance equivalent to virgin raw materials. Applications - Paint pail, Lubricant pail, Automotive battery cover and Pallets.

sales.rp@grpweb.com

GRP POLYMER COMPOSITE

Composite material is produced using 100% recycled rubber and plastic. The products are eco-friendly and are stronger and more durable than wood. The products are well suited for application in sectors such as logistics, construction, oil & gas, aviation, marine, industrial and agriculture.

sales.pc@grpweb.com



GRP CUSTOM DIE FORMS

GRP makes custom die forms engineered from end of life truck and bus bias tyres used in applications where low cost solutions are a necessity like door mats, impact resistance products and in conveyor chain assemblies for agro equipment.

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SUSTAINABLE DEVELOPMENTAL GOALS (ADOPTED BY GRP)

- 3 GOOD HEALTH AND WELL-BEING
- 4 QUALITY EDUCATION
- 5 GENDER EQUALITY
- 6 CLEAN WATER AND SANITATION
- 7 AFFORDABLE AND CLEAN ENERGY
- 12 RESPONSIBLE CONSUMPTION AND PRODUCTION

FOR MORE INFORMATION,

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