



DIRECTORS' REPORT

To,
The Members,

Your Directors are pleased to present the Annual Report and Accounts for year ended as on 31st March, 2023.

1. FINANCIAL REVIEW:

Particulars	Amount in Rs.	
	31/03/2023	31/03/2022
Revenue from Operation	69,68,10,196	60,56,39,529
Other Income	6,64,337	5,62,984
Total Revenue	69,74,74,533	60,62,02,513
Depreciation	56,01,925	41,60,781
Total Expenses	65,59,91,827	57,10,58,052
Profit / (Loss) before tax	4,14,82,705	3,51,44,461
Current Tax	97,90,136	1,16,61,200
Tax Adjustments	-14,57,029	8,72,916
Deferred Tax	42,88,909	-1,79,650
Profit / (Loss) after Tax	2,88,60,689	2,27,89,995

2. PERFORMANCE REVIEW:

During the year total income of the Company is INR 69,74,74,533/- against INR 60,62,02,513/-. The Company has earned profit of INR 2,88,60,689/- (P. Y. profit of INR 2,27,89,995/-) during the financial year. Your directors are working hard to attain the better profits in the future.

3. AMOUNT PROPOSES TO CARRY TO ANY RESERVE:

The details of sum transferred to reserve, is detailed in the notes "Reserves & Surpluses" of the Financial Statement.

4. DIVIDEND:

In order to conserve profit for future contingencies, your directors do not recommend dividend for the year.

5. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION & PROTECTION FUND

As the company has not declared and paid any dividend during the previous years, the provisions of Section 125(2) of the Companies Act, 2013 are not applicable.

6. COMPANY'S AFFAIRS:

The Company is engaged in business of manufacturing of Speciality Chemicals.

7. SHARE CAPITAL:

The Company has Authorised Share Capital of INR 3,00,00,000/- (Rupees Three Crores Only) divided into 10,00,000 Equity Shares of INR 10/- each. The Issued, Subscribed & Fully Paid up share Capital INR 1,00,00,000/- (Rupees One Crore Only) divided into 10,00,000 Equity Shares of INR 10/- (Rupees Ten Only) each.

During the year your Company has increased its authorised share capital from INR 1,00,00,000/- (Rupees One Crores Only) divided into 10,00,000 Equity Shares of INR 10/- (Rupees Ten Only) each to INR 3,00,00,000/- (Rupees Three Crores Only) divided into 30,00,000 Equity Shares of INR 10/- (Rupees Ten Only) each vide Ordinary Resolution passed at Extra Ordinary General Meeting held on 1st September, 2022.

8. DIRECTORS:

During the year, the Board of Director was composed of 3 (Three) directors.

9. DECLARATION OF INDEPENDENT DIRECTORS

The provisions of Section 149 pertaining to the appointment of Independent Directors do not apply to our Company.

10. KEY MANAGERIAL PERSONNEL:

As the Company does not fall under the ambit of Section 203 of the Companies Act, 2013, the Company is not required to appoint the Key Managerial Personnel.

11. MEETINGS OF BOARD AND COMMITTEES:

During the year 10 (Ten) Board Meetings were held by the Company.

12. CHANGE IN THE NATURE OF BUSINESS:

There has been no change in the nature of Business of the Company, during the period under review.

13. DEPOSITS:

The Company has not invited or accepted deposit from the public neither does have any unpaid or unclaimed deposits along with interest during the year. Also, the company is not made any default in repayment of deposits or payment of interest thereon, as no deposit has be invited or accepted by the Company during the year. There are no such deposits which are not in compliance with the requirements of Chapter V of the Act.

Further the Directors and relatives of the Company has furnished declaration that amount is not being given out of funds acquired by them by borrowing or accepting loans or deposits from others in terms of the Companies (Acceptance of Deposits) Rules, 2014.

14. PARTICULARS OF LOANS GUARANTEES OR INVESTMENTS:

The details of Loans, Guarantees or Investments, if any made by the Company pursuant to section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

15. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

All the contracts or arrangement entered by the Company during the financial year with related parties were in the ordinary course of business and on arm's length basis. However the Company has provided its related party transaction details in Form AOC-2 attached as Annexure I

16. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

In the opinion of the Board of Directors, there are no material changes and commitments made by the Company occurring between the ends of the financial, which is influential or affecting the financial position of the Company.

17. AUDITORS:

M/s. Belasare & Associates, Chartered Accountants (FRN: 117453W), Ahmedabad, has been appointed as the Statutory Auditor of the Company, and holds office up to the financial year 2023 - 24.

18. AUDITORS REPORT:

There are not adverse remarks or comments or reservation of opinion by the auditor in its audit report.

19. DETAILS OF FRAUDS REPORT BY THE AUDITOR:

There are no frauds reported by the auditor in its audit report in pursuance to section 143(12) of the Companies Act, 2013, during the period under review.

20. DISCLOSURE OF COMPOSITION OF AUDIT COMMITTEE AND PROVIDING VIGIL MECHANISM

The provisions of Section 177 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and its Powers) Rules, 2013 are not applicable to the Company.

21. COMPANY'S POLICY RELATING TO DIRECTORS' APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES

The provisions of Section 178(1) relating to constitution of Nomination and Remuneration Committee are not applicable to the Company and hence the Company had not devised any 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.

22. SUBSIDIARIES, JOINT VENTURES, AND ASSOCIATE COMPANIES

The company does not have any Subsidiary Company, joint venture & associate companies during the year.

23. PARTICULARS OF EMPLOYEES:

Pursuant to the Sub – Rule (2) of the Rule 5 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, read with Section 197 of the Act, no employee was in receipt of the remuneration in aggregate to INR 102/- lacs per annum or INR 8.50/- lacs per month or at a rate in excess of that drawn by the Managing Director / Whole – time director of Manager and holds himself or along with his spouse & dependent children, no less than two percent of the equity shares of the Company. In terms of Section 136 of the Act, the Report and Accounts are being sent to the Members and others entitled thereto, excluding the information on employees' particulars which is available for inspection by the Members at the Registered Office of the Company during

the business hours on working days of the Company up to the date of the ensuing Annual General Meeting.

24. INFORMATION ON ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS:

The details of Energy Conservation, Technology Absorption and Foreign Exchange Earning in terms of Section 134 of the Companies Act, 2013 & rules made thereunder are tabled below:

Conservation of Energy:

The steps taken or impact on conservation of energy	The Company is taking due care for using electricity. The Company usually takes care for optimum utilization of energy. No capital investment on energy Conservation equipment made during the financial year.
The steps taken by the company for utilizing alternate sources of energy	
The capital investment on energy conservation equipment's	

Technology Absorption:

The efforts made towards technology absorption	NIL
The benefits derived like product improvement, cost reduction, product development or import substitution	NIL
In case of imported technology (imported during the last three years reckoned from the beginning of the financial years) (a) The details of technology imported (b) The year of import (c) Whether the technology been fully absorbed (d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof	NIL
The expenditure incurred on Research and Development	NIL

Foreign Earnings and Outgo:

During the year, the Company has made following Foreign Exchange Earning and Outgo:

Foreign Earnings: Rs. 5,61,99,000/-

Foreign Outflow: Rs. 21,47,42,000/-

25. PREVENTION OF SEXUAL HARASSMENT AT WORK PLACE:

Your company has taken utmost care to prevent sexual harassment at workplace. Pursuant to the provisions of "The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013" and rules made thereunder, the Company has formed an Internal Complaint Committee and adopted a "Policy on Protection of Women against Sexual Harassment at Workplace". There was no case filed during the year under the sexual harassment of women at workmen (Prevention, prohibition & Redressal) Act, 2013.

26. DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES:

Since, the Company does not fall under the criteria as mentioned in the provisions of Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibilities) Rules, 2014; the Company has not formed the Corporate Social Responsibility (CSR) Policy and the CSR Committee. The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable.

27. STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY:

Considering the present condition of the company the company has yet to formulate the risk management policy, however the board is being regularly provided with information which may have potential threat of risk as and when required. However, the company shall formulate suitable Risk Management Policy in due course.

28. INTERNAL CONTROL SYSTEM & ITS ADEQUACY:

As such the company does not fall under the category of Listed Company or other specified public company, the requirement for the Internal Control System & its Adequacy is not required. However, the Board of Directors of the Company has formed the internal financial controls commensurate with the size of the Business.

29. ORDERS PASSED BY THE REGULATORS / COURTS / TRIBUNALS:

There are no material orders passed by the regulators or courts or tribunals impacting the going concern status of the company's operations in future.

30. THE EXTRACT OF THE ANNUAL RETURN

Company doesn't have any functional website; hence web link of Annual Return is not provided.

31. DIRECTORS' RESPONSIBILITY STATEMENT:

In terms of provisions of Section 134(3)(c) of the Companies Act, 2013, your Directors confirm as under:

- a) That in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b) That have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at March 31, 2023 and the profit and loss of the company for that period;
- c) That have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) That the preparation of the annual accounts is on a "going concern" basis;
- e) That have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems been adequate and operating effectively.

32. APPRECIATION

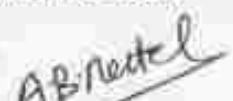
The Company places on record its deep appreciation for all those who are associated with the Company and have continued their support towards the growth and stability of the Company.

Date: 17/08/2023
Place: Ahmedabad

For and on behalf of the Board



Bhupesh Patel
Director
DIN: 02075545



Anshu Patel
Director
DIN: 02148403