



Ref. No.: SIL/CHD/2023-24/06092023

Dated: 06-09-2023

The Manager
Listing Department
BSE Limited (BSE)
Corporate Relation Department,
Phiroze Jeejeebhoy Towers, 25TH Floor

The Manager,
Listing Department,
National Stock Exchange of India Ltd (NSE)
Exchange Plaza, C-1 Block G, Bandra Kurla
Complex, Bandra, Mumbai -400051

BSE Scrip Code: 526951

Trading Symbol: STYLAMIND

Dear Sir / Madam,

Subject: Annual Report and Notice of 32nd Annual General Meeting of the Company for the Financial Year 2022-23

Pursuant to the provisions of Regulation 30 and 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Notice of 32nd Annual General Meeting (including Remote e-voting instructions) and Annual Report of the Company for the financial year ended 31st March, 2023.

Kindly take the same on your records.

Thanking you.

For Stylam Industries Limited

Sanjeev Kumar Sehgal

Digitally signed by Sanjeev
Kumar Sehgal
Date: 2023.09.06 14:59:53 +05'30'

Sanjeev Kumar Sehgal

Company Secretary and Compliance Officer

Stylam Industries Limited

Regd. Office: SCO 14, Sector 7C, Madhya Marg, Chandigarh (INDIA)-160019, **T:** +91-172-5021555/5021666, **F:** +91-172-5021495

Works I: Plot No. 192-193, Industrial Area Phase-1, Panchkula (Haryana) INDIA - 134109, **T:** +91-172-2563907/2565387

Works II: Village Manak Tabra towards Raipur Rani, Mattewala Chowk, Distt. Panchkula (Haryana)

W: www.stylam.com, **CIN:** L20211CH1991PLC011732 (Govt. of India recognised Star Export House)



STYLAM INDUSTRIES LIMITED

Registered Office: SCO 14, Sector 7 C Madhya Marg, Chandigarh, 160019

Telephone No: +91-172-5021555/5021666

Email: cs@stylam.com

website: www.stylam.com

CIN: L20211CH1991PLC011732

NOTICE OF 32nd ANNUAL GENERAL MEETING

NOTICE is hereby given that the 32nd Annual General Meeting of the members of Stylam Industries Limited will be held on Saturday 30th Day of September, 2023 at Sip 'n' Dine, SCO -16A, Madhya Marg, Sector 7-C, Chandigarh at 10:00 a.m. to consider and to transact the following Business:

Ordinary Business

1. Adoption of Audited Financial Statement

To receive, consider, and adopt the Audited Statement of Profit & Loss for the financial year ended on 31st March, 2023 and Balance Sheet as at that date together with Reports of the Auditors and Directors thereon.

2. To approve Re-appointment of Mr. Manit Gupta Whole time Director

To Re appointment of Mr. Manit Gupta (DIN 00889528) who retires by rotation and being eligible, & offers himself for re-appointment.

3. To approve Re-appointment of Mr. Sachin Bhatla Whole Time Director

To Re appointment of Mr. Sachin Bhatla (DIN 08182443) who retires by rotation and being eligible, & offers himself for re-appointment

Special Business

4. To Appoint Ms. Purva Kansal (DIN: 08205836) as a Non-Executive Independent Director of the Company for a period of 5 years'

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

“RESOLVED THAT Ms. Purva Kansal (DIN: 08205836), who was appointed as an Non executive Independent Director of the Company with effect from August 17, 2023 by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, and who holds office upto the date of this Annual General Meeting of the Company under Section 161(1) of the Companies Act, 2013 ('Act') [including any statutory modification(s) or re-enactment(s) thereof for the time being

in force] and Article 132 of the Articles of Association of the Company, and who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member proposing her candidature for the office of Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Act read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, the appointment of Ms. Purva Kansal, that meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and who has submitted a declaration to that effect, and who is eligible for appointment as an Independent Director of the Company, for a term of five years, i.e., from August 17, 2023 to August 16, 2028 (both days inclusive) and who would not be liable to retire by rotation, be and is hereby approved."

NOTES:

1. The Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 in respect of special business as set out above is annexed to this Notice and forms part of the same.
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2. *A Member entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and vote instead of him-self and a proxy need not be a member of the Company.* The instrument of Proxy, in order to be effective, should be deposited at the registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / letter of authority, as applicable.
3. Corporate Members intending to send their authorized representatives to attend the AGM, pursuant to Section 113 of the Companies Act, 2013, are requested to send to the Company, a certified copy of relevant Board Resolution together with the respective specimen signatures of those representative(s) authorized under the said resolution to attend and vote on their behalf at the meeting.
4. The Register of Members and Share Transfer Books of the Company will remain closed from Sunday, the 24th September, 2023 to Saturday, 30th September, 2023 (Both days inclusive)
5. Members holding shares in physical form are requested to intimate any change of address, if any, to the Company /Registrar and Share Transfer Agent (RTA). The shareholders may contact for matters relating to dematerialization of shares to RTA directly.
6. Members holding shares in demat form are requested to intimate any change in their address immediately to their Depository Participants.
7. The Securities and Exchange Board of India (SEBI) vide its circular dated 20th April, 2018 has mandated registration of Permanent Account Number (PAN) for all securities holders. Members holding shares in physical form are therefore, requested to submit their PAN to RTA / Company by sending a duly signed letter along with self-attested copy of PAN Card. Members holding shares in demat form are requested to submit the aforesaid information to their respective Depository Participant.
8. In accordance with the amendments to Regulation 40 of Listing Regulation, to be made effective later, the Securities and Exchange Board of India (SEBI) has revised the provisions relating to transfer of listed securities and has decided that requests for effecting transfer of listed securities shall not be processed unless the securities are held in dematerialized form with a Depository (National Securities Depository Limited and Central Depository Services (India) Limited). This measure is aimed at curbing fraud and manipulation risk in physical transfer of securities by unscrupulous entities. Transfer of securities only in demat form will improve ease, facilitate convenience and safety of transactions for investors.
9. Members holding shares in physical form are requested to convert their holding(s) to dematerialized form to eliminate all risks associated with physical shares.

Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with the relevant Rules made thereunder, companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository Participant(s).

10. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s), unless the Members have registered their request for the hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their e-mail address with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the Registration Counter at the AGM.
11. Members are requested to hand over the Attendance Slip, duly signed in accordance with the specimen signature(s) registered with the Company for admission to the meeting hall. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID numbers for verification.
12. Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of Listing Regulations, the Company is pleased to provide the facility to Members to exercise their right to vote on the resolutions proposed to be passed at AGM by electronic means. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Saturday **23rd September 2023**, i.e. the date prior to the commencement of book closure, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. Members may cast their votes on electronic voting system from any place other than the venue of the meeting (remote e-voting). ***The remote e-voting period will commence at 09:00 a.m. on Wednesday, 27th September, 2023 and will end at 5.00 p.m. on Friday, 29th September, 2023.*** In addition, the facility for voting through Physical voting system shall also be made available at the AGM and the Members attending the AGM who have not cast their vote by remote e-voting shall be eligible to vote at the AGM.

The Company has appointed Mr. Sanjiv Kumar Goel, Practicing Company Secretary, to act as the Scrutinizer, to scrutinize the entire e-voting process in a fair and transparent manner.

The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given hereinafter.

PROCEDURE FOR REMOTE E-VOTING

❖ Log-in to e-Voting website of Link Intime India Private Limited (LIPL)

1. Visit the e-voting system of LIPL. Open web browser by typing the following URL: <https://instavote.linkintime.co.in>.
2. Click on “Login” tab, available under ‘Shareholders’ section.
3. Enter your User ID, password and image verification code (CAPTCHA) as shown on the screen and click on “SUBMIT”.
4. Your User ID details are given below:
 - a. **Shareholders holding shares in demat account with NSDL:** Your User ID is 8 Character DP ID followed by 8 Digit Client ID
 - b. **Shareholders holding shares in demat account with CDSL:** Your User ID is 16 Digit Beneficiary ID
 - c. **Shareholders holding shares in Physical Form (i.e. Share Certificate):** Your User ID is Event No + Folio Number registered with the Company
5. Your Password details are given below:

If you are using e-Voting system of LIPL: <https://instavote.linkintime.co.in> for the first time or if you are holding shares in physical form, you need to follow the steps given below:

Click on “Sign Up” tab available under ‘Shareholders’ section registers your details and set the password of your choice and confirm (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter).

	For Shareholders holding shares in Demat Form or Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (applicable for both demat shareholders as well as physical shareholders). <ul style="list-style-type: none">• Members who have not updated their PAN with depository Participant or in the company record are requested to use the sequence number which is printed on Ballot Form / Attendance Slip indicated in the PAN Field.
DOB/ DOI	Enter the DOB (Date of Birth)/ DOI as recorded with depository participant or in the company record for the said demat account or folio number in dd/mm/yyyy format.
Bank Account Number	Enter the Bank Account number as recorded in your demat account or in the company records for the said demat account or folio number. <ul style="list-style-type: none">• Please enter the DOB/ DOI or Bank Account number in order to register. If the above mentioned details are not recorded with the depository participants or company, please enter Folio number in the Bank Account number field as mentioned in instruction (iv-c).

If you are holding shares in demat form and had registered on to e-Voting system of LIPL: <https://instavote.linkintime.co.in>, and/or voted on an earlier voting of any company then you can use your existing password to login.

If Shareholders holding shares in Demat Form or Physical Form have forgotten password:

Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

Incase shareholder is having valid email address; Password will be sent to the shareholders registered e-mail address. Else, shareholder can set the password of his/her choice by providing the information about the particulars of the Security Question & Answer, PAN, DOB/ DOI, Dividend Bank Details etc. and confirm. (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter)

NOTE: The password is to be used by demat shareholders for voting on the resolutions placed by the company in which they are a shareholder and eligible to vote, provided that the company opts for e-voting platform of LIPL.

For shareholders holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

❖ **Cast your vote electronically**

6. After successful login, you will be able to see the notification for e-voting on the home page of INSTA Vote. Select/ View "Event No" of the company, you choose to vote.
7. On the voting page, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
Cast your vote by selecting appropriate option i.e. Favour/Against as desired.
Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'. You may also choose the option 'Abstain' and the shares held will not be counted under 'Favour/Against'.
8. If you wish to view the entire Resolution details, click on the 'View Resolutions' File Link.
9. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "YES", else to change your vote, click on "NO" and accordingly modify your vote.
10. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.
11. You can also take the printout of the votes cast by you by clicking on "Print" option on the Voting page.

❖ **General Guidelines for shareholders:**

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to e-Voting system of LIPL: <https://instavote.linkintime.co.in> and register themselves as '**Custodian / Mutual Fund / Corporate Body**'.

They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the '**Custodian / Mutual Fund / Corporate Body**' login for the Scrutinizer to verify the same.

- During the voting period, shareholders can login any number of time till they have voted on the resolution(s) for a particular "Event".
- Shareholders holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.
- In case the shareholders have any queries or issues regarding e-voting, please refer the Frequently Asked Questions ("FAQs") and Instavote e-Voting manual available at <https://instavote.linkintime.co.in>, under Help section or write an email to enotices@linkintime.co.in or Call at :- Tel : 022 - 49186000.

Explanatory Statement

The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('Act'), given hereunder sets out all material facts relating to the special business mentioned at Item No. 4 of the accompanying Notice dated September 06, 2023.

ITEM NO 4 : To Appoint Ms. Purva Kansal (DIN: 08205836) as a Non-Executive Independent Director of the Company for a period of 5 years'

Based on the recommendation of the Nomination and Remuneration Committee ('NRC'), the Board appointed Ms. Purva kansal (DIN: 08205836) as an Independent Director not liable to retire by rotation, for a term of five years, i.e., from August 17, 2023 up to August 16, 2028 (both days inclusive), subject to approval by the Members.

Pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company, Ms. Purva Kansal shall hold office up to the date of this AGM and is eligible to be appointed as a Director. The Company has, in terms of Section 160(1) of the Act, received in writing notice from a Member, proposing her candidature for the office of Director. The profile and specific areas of expertise of Ms. Purva Kansal are provided as Annexure to this Notice.

Ms Purva Kansal has given his declaration to the Board, *inter alia*, that she meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations, (ii) is not restrained from acting as a Director by virtue of any Order passed by SEBI or any such authority and is eligible to be appointed as a Director in terms of Section 164 of the Act. She has also given her consent to act as a Director. In the opinion of the Board, Ms. Purva Kansal is a person of integrity, possesses relevant expertise / experience and fulfills the conditions specified in the Act and the SEBI Listing Regulations for appointment as an Independent Director and she is independent of the management. Given her experience, the Board considers it desirable and in the interest of the Company to have Ms Purva Kansal on the Board of the Company and accordingly the Board recommends her appointment as an Independent Director as proposed in the Resolution set out at Item No. 4 of the accompanying Notice for approval by the Members. on inspection of documents. Except for Ms. Purva Kansal and/or her relatives, no other Director, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said Resolution.

ANNEXURE 1

Information pursuant to Regulation 36(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 with regard to the Directors seeking appointment/re-appointment at the forthcoming Annual General Meeting

Name of Director	Ms. Purva Kansal
DIN	08205836
Designation	Independent Director
D.O.B	17.06.1975
Expertise in specific Functional areas	<p>Purva kansal is an MBA from Himachal Pradesh University Shimla and a PhD from the University Business School, Punjab University, Chandigarh. She has also earned an FDP certification from IIMA (2013). She, has more than 15 years of experience in teaching graduate, postgraduate and doctoral classes at various Business School in area of research methodology, strategic management and marketing of services. She has worked as a faculty researcher on projects with researchers from Hankamer school of business – WACO Texas, Baylor University, USA; Terry College of business – Athens, Georgia University of Georgia, USA; Seneca College – Canada.</p>
Inter-se relationship between -Directors -Key Managerial Personnel	No Relation
No of shares held in the Company	0
Directorship held in other Public companies	0
Position held in mandatory Committees of other Companies	Nil

STYLAM INDUSTRIES LIMITED
L20211CH1991PLC011732
32nd ANNUAL GENERAL MEETING
ON SATURDAY, 30TH SEPTEMBER, 2023
AT 10.00 A.M.

at Sip 'n' Dine, SCO -16A, Madhya Marg, Sector 7-C, **CHANDIGARH**

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19 (3) of the Companies (Management and Administration) Rules, 2014]

Name of the member(s) :	
Registered address :	
E-mail ID :	
Folio No. /DP ID & Client ID* :	
No. of shares held :	

** Applicable in case shares are held in electronic form. I/We, being the member(s) of [_____] shares of STYLAM INDUSTRIES LIMITED, hereby appoint*

1. Name: _____

Address: _____

Email –
ID: _____

Signature: _____ or failing him

2. Name: _____

Address: _____

Email –
ID: _____

Signature: _____, or failing him

3. Name: _____

Address: _____

Email –

ID: _____

Signature: _____, or failing
him

as my / our proxy, to attend and vote for me/ us and on my / our behalf at the Annual General Meeting to be held on September 30, 2023 at 10:00 a.m. at Sip 'n' Dine, SCO -16A, Madhya Marg, Sector 7-C, Chandigarh.

Resolution No.	Resolution	Optional	
		Favour	Against
ORDINARY BUSINESS			
1	<i>Adoption of Financial Statement, Board's Report and Auditors' Reports for the year ended March 31, 2023</i>		
2	<i>Approval for re-appointment of Mr. Mani Gupta, (DIN 0889528), who retires by rotation</i>		
3	<i>Approval for re-appointment of Mr. Sachin Bhatla, (DIN 08182443), who retires by rotation</i>		
SPECIAL BUSINESS			
4	Appointment of Ms. Purva Kansal (DIN: 08205836) as a Non-Executive Independent Director of the Company for a period of 5 years'		

Mark a tick mark (✓) in the appropriate box below

Affix Revenue Stamp

Signed this ___ day of _____ 2023

Signature of Shareholder(s)

Signature of Proxy Holder(s)

Notes:

1. This form in order to be effective must be duly stamped, completed and signed and must be deposited at the Registered Office of the Company, not later than 48 hours before the commencement of the meeting.
2. Please affix revenue stamp before putting signature.
3. Alterations, if any, made in the Form of Proxy should be initialed.
4. In case of multiple proxies, the Proxy later in time shall be accepted.
5. Proxy need not be shareholder of the Company.

STYLAM INDUSTRIES LIMITED
L20211CH1991PLC011732
32nd ANNUAL GENERAL MEETING
ON SATURDAY, 30TH SEPTEMBER, 2023 AT 10.00 A.M.
AT SIP 'N' DINE, SCO -16A, MADHYA MARG,
SECTOR 7-C, CHANDIGARH.
ATTENDANCE SLIP

I/ We hereby record my/ our presence at the **32nd ANNUAL GENERAL MEETING** of the Company at Sip 'n' Dine, SCO -16A, Madhya Marg, Sector 7-C, Chandigarh, on Saturday, the 30th September 2023 at 10.00 a.m.

Member's Folio No.	Member's/ Proxy's Name (in Block Letters)	Member's/ Proxy's DP ID- Client ID No

Notes:

1. Only Member/ Proxy-holder can attend the Meeting.
2. Please fill in the attendance slip and hand it over at the entrance of the Meeting Hall. Joint Shareholder(s) may obtain additional attendance slip at the venue of the meeting.

Voting through Electronic means

For Members opting to vote through electronic means, instead of voting at the Annual General Meeting, facility is available at the web link: <https://www.instavote.linkintime.co.in>

Particulars for electronic voting are as under:

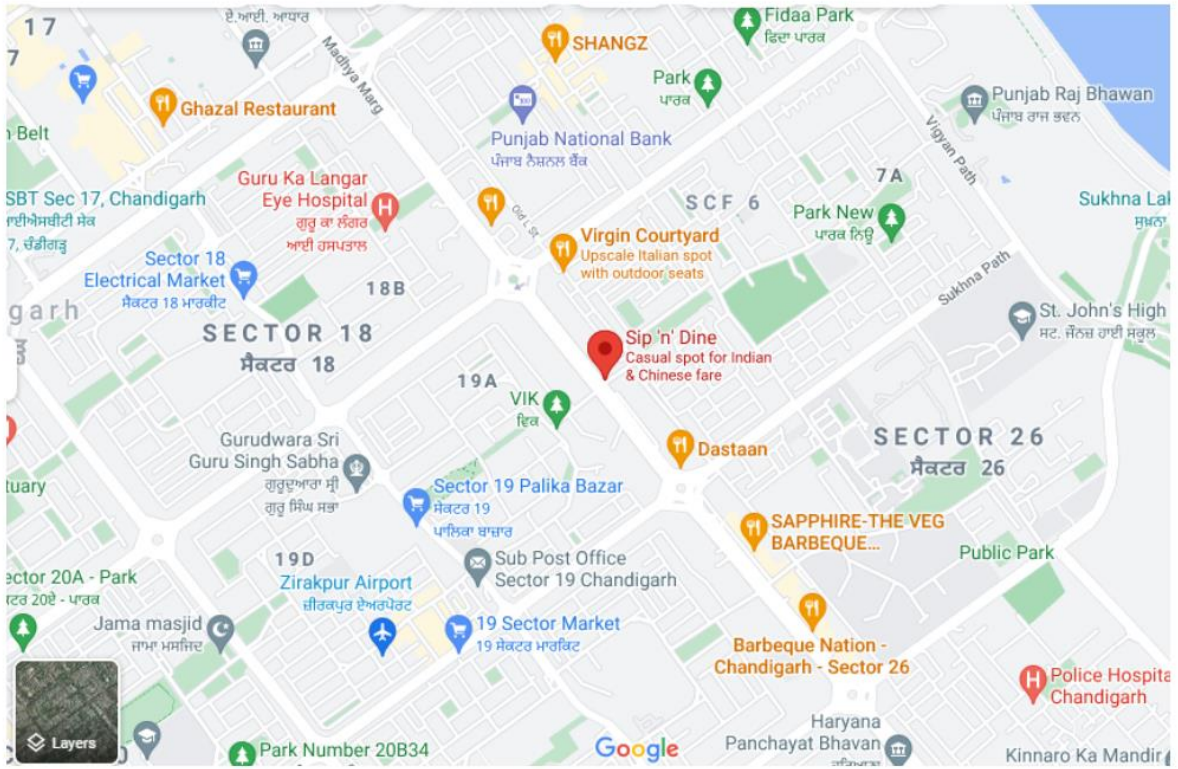
EVEN (E-Voting Event Number)	User ID	Password

Note:

1. Please refer to the instructions printed above ***PROCEDURE FOR REMOTE E-VOTING***
2. The e-voting period starts from 09:00 am on Wednesday 27th September, 2023 and will end at 5:00 pm on Friday, 29th September, 2023.
3. The voting module shall be disabled by link intime for voting thereafter.

**ROAD MAP FOR ANNUAL GENERAL MEETING VENUE OF STYLAM INDUSTRIES LIMITED
(FROM SECTOR 17 BUS STAND TO CHANDIGARH CLUB)**

GOOGLE MAP





Innovate. Excel. Achieve

STRENGTHENING OUR FUTURE



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<https://stylam.com>



Scan above QR
code to know
more about US

Forward-looking statements

Some information in this report may contain forward-looking statements which include statements regarding the Company's expected financial position and results of operations, business plans and prospects and so on, are generally identified by forward-looking words such as 'believe,' 'plan,' 'anticipate,' 'continue,' 'estimate,' 'expect,' 'may,' 'will' or other similar words. Forward-looking statements are dependent on assumptions or the basis underlying such statements. We have chosen these assumptions or basis in good faith and believe they are reasonable in all material respects. However, we caution that actual results, performances or achievements could differ materially from those expressed or implied in such forward-looking statements. We undertake no obligation to update or revise any forward-looking statement, whether as a result of new information, future events, or otherwise.

By constantly providing **innovative** and creative solutions, we can push the boundaries of what is possible and revolutionise our industry. Through a commitment to **excellence** in everything we do, we can meet expectations and deliver exceptional results. By setting ambitious goals and working tirelessly to reach them, we can **achieve** market leadership and make a lasting impact.

These three pillars underpin our actions in our journey to becoming a prominent player in global markets in the high-quality decorative laminates and allied products industry. Since our inception, we have been focused on imagining the future of contemporary spaces and bringing them to life. We do so by combining innovation with timeless elegance to create products that cater to the evolving tastes of our customers.

By investing in research and development, we stay ahead of the curve and anticipate future challenges. Additionally, fostering collaboration and

nurturing talent within our organisation empower us to capitalise on new opportunities.

We constantly focus on evolving consumer aspirations, investing in cutting-edge machinery and equipment for developing a futuristic portfolio. We are a pioneer in India for introducing the PU+ Lacquer Coating process thereby producing high quality, high value-added laminate finishes. Apart from laminates, we leverage advanced technologies and

manufacturing facilities for developing Solid Acrylic Surfaces and Panels. We have also diversified into a new segment and added a short cycle press capacity for lamination of impregnated paper on Medium Density Fibre (MDF) panels.

By prioritising innovation, quality, versatility and ESG focus, we are confident of our ability to not only capitalise on the evolving opportunities but also strengthen our future.



The Stylam advantage

Backed by a three-decade rich legacy and a robust global footprint, we provide best-in-class quality, reliability and availability, making us the partner of choice for customers seeking high-performance surface solutions globally.

Product range and innovation

1500+

Designs, 150+ Textures and Finishes

Range

of High-Pressure Laminates, Cubicles Board, HPL Exterior Cladding, Acrylic Solid Surface

State-of-the-art technology

for the manufacture of 100% Acrylic Solid Surface

Multiple surfaces

are available in High Gloss Metallic, Anti-bacterial, Chalkboard, FR, Electrostatic, Magnetic, Mirror, Chemical Retardant and so on

India's first

Hot Coating Process Machine for HPL to make high-quality, high-gloss and anti-fingerprint laminates in a wide range.



Global presence and scale

Pan India

channel partner network

Presence in 80+

countries

The credibility of over

3 decades

in the Industry

Asia's biggest

Infrastructure and manufacturing plant of Laminates

The largest capacity

of Hydraulic Press in India with multiple sizes



Production capacity and quality

Laminations

with uniform and superior sanding to ensure the best bonding with substrates

Largest laminate

producing group in India with a production capacity of over 1.5 million laminates per month.

Contemporary designs with timeless elegance

Since inception, we at Stylam, are playing a pivotal role in shaping the ever-evolving landscape of building materials. With over three decades of invaluable industry experience, our offerings are designed to exceed expectations, offering superior quality and aesthetic appeal.

Our dedication to innovation and customer satisfaction has allowed us to establish ourselves as a trusted brand in the market. We continuously strive to push boundaries and introduce innovative materials that are not only durable but also environment-friendly. With our commitment to sustainability, we aim to create a positive impact on the industry.

Our creations transform interiors into aesthetically captivating spaces.

Over the years, our brand has evolved progressively, establishing itself as a leading manufacturer of cutting-edge interior and exterior design products, which include a diverse range of offerings such as Laminates, PreLam Boards, Exterior Cladding, and Acrylic Solid Surfaces. In addition, we were the first in India to introduce the PU+ Lacquer Coating process.

We operate Asia's largest single location laminate manufacturing plant with a diverse product portfolio, catering to a wide range of customer preferences. We also diversified into a new segment and added a short cycle press capacity for lamination of impregnated paper on Medium Density Fiber (MDF) panels.

About two-third of our revenues are derived from exports to over 80 countries the balance being derived from our presence across the Indian subcontinent.

At the heart of our ethos lies our commitment to quality and innovation. Adherence to global standards is not only a requirement for us; it is an integral part of our business. We have welcomed change, creating new home décor designs that are in line with contemporary global trends.

With a commitment to excellence, a rich legacy of experience, and a forward-thinking approach to design, we stand as a trusted partner in the pursuit of interior elegance.

Vision

To maintain and strengthen our position nationally and globally in the Home Décor and Commercial space with an array of new innovative products and adding value to life.

Mission

We are committed to being the market leader by constantly innovating and delivering newer products and services. We aim to set the highest possible standard in quality, value and customer satisfaction.

Pillars of success

Our core values are based on the pillars of Innovation, Integrity, Teamwork, Excellence and Sustainability.

₹ **952** Crore

Revenue

₹ **154** Crore

EBITDA

₹ **96** Crore

PAT

₹ **638** Crore

Sales through Exports

1,800+*

Teammates

*Including contractual workers

A glorious journey spanning decades

1995

Got listed on the
Bombay Stock
Exchange

2010

Underwent a name
change and became
known as Stylam
Industries Limited.

2012

Introduced HPL
Exterior cladding
under the brand
name 'Fascia'.

1991

Golden Laminates
Limited was established
and commenced
operations as a privately
held Company.

1996

Bestowed with the
prestigious title of
'Export House' by the
Government of India.

2001

Successfully expanded
its operations and
emerged as a global
entity.

2013

Introduced the
premium sub-
brand 'VIOLAM'
within the 'Fascia'
line, offering HPL
Exterior Cladding.

2018

Accomplished a significant milestone by introducing and pioneering the production of India's first Acrylic Solid Surfaces, expanding their product line.

2020

Unveiled the revolutionary Short Cycle Press Technique, offering PreLam Boards with both Anti Finger and High Gloss finishes.

2023

Achieved a remarkable reduction in Net Debt, decreasing it from ₹187 crores in FY 2019 to just ₹21 crores in FY 2023.

2017

Launched a comprehensive range of Restroom Cubicles and Lockers.

2019

Achieved a ground-breaking innovation by introducing the world's first Hot Coating Press Machine.

2021

Unveiled the revolutionary Short Cycle Press Technique, offering PreLam Boards with both Anti Finger and High Gloss finishes.

Got listed on National Stock Exchange India

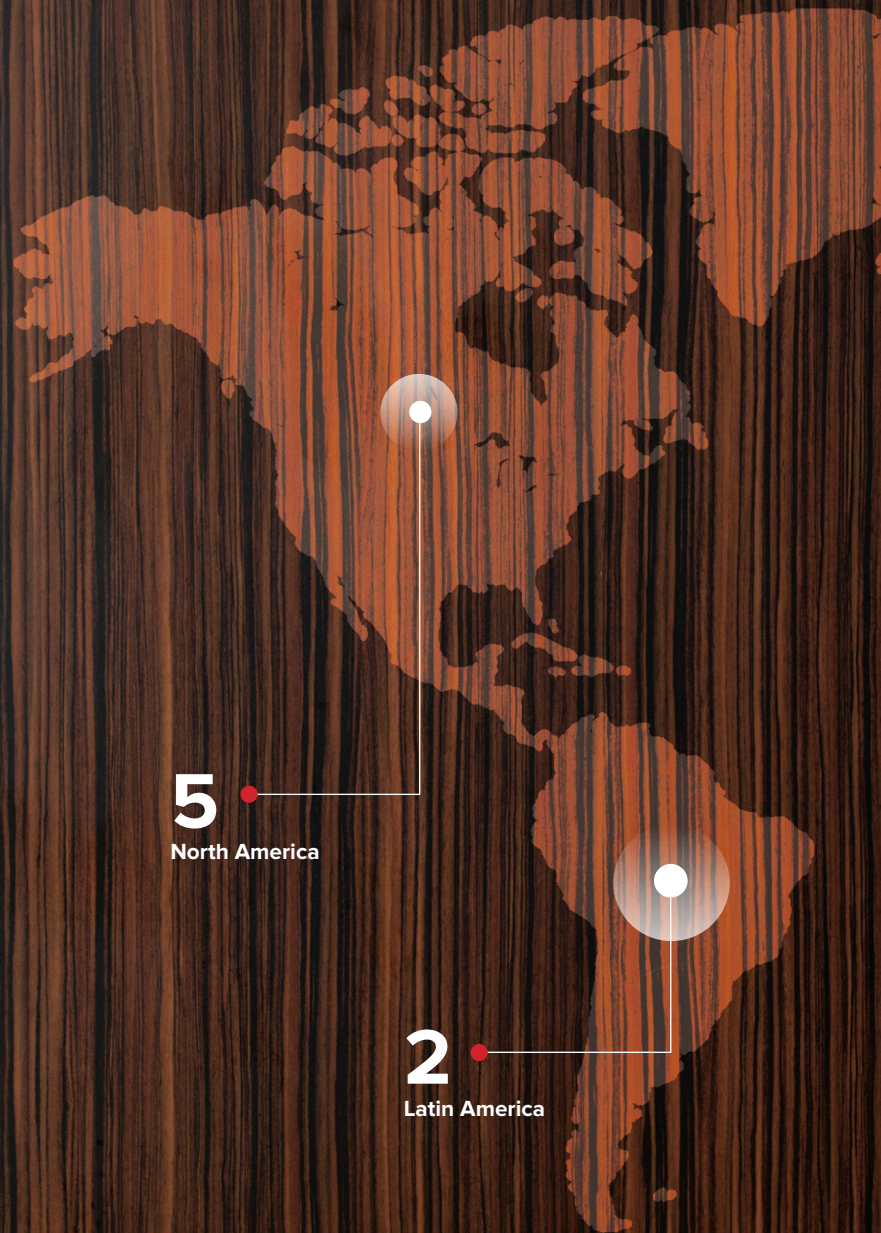
Transforming interiors across geographies

With a presence in over 80 countries across the globe, including a growing domestic footprint, we are strategically positioned to serve diverse markets and leverage global opportunities while maintaining strong local connections.

Our aspiration is to enhance homes globally, recognising the universal desire for beauty. Our growth focuses on global outreach, connecting with individuals across the globe rather than simply expanding geographically.

We believe that by fostering connections and understanding between different cultures, we can create a more harmonious and inclusive world. Through our products and services, we aim to inspire creativity and bring joy to people's lives.

Information related to geography-wise Exports shares



● % of total export sale



MD Message



○ **Mr. Jagdish Rai Gupta**
Managing Director



At Stylam, environmental stewardship lies at the heart of our endeavours. We strive to engage in efforts that have a positive impact on the environment and minimise our ecological footprint.

Dear Shareholders,

We have reported yet another year of remarkable performances at Stylam.

For years, we have been guided by an innovative zeal to introduce contemporary solutions for our diverse clientele. Keeping the customer at the core of our operations, we have moulded our product portfolio to suit evolving requirements and retain a competitive edge.

While volatilities in the global economy disrupted the supply chain, resulted

in inflationary pressures and elevated interest rates, we remained resolutely focused on enhancing our operational efficiency and moved forward with agility and foresight.

Building a growth momentum

Our financial results in FY 2023 clearly reflect our growth momentum. The consolidated revenue has increased by 45%, from ₹ 659 cores to ₹ 952 cores in FY 2023. Our EBITDA also grew from ₹ 104

crores in FY 2022 to ₹ 155 crores during FY 2023. Our PBT stood at ₹ 128 crores in FY 2023, in comparison to ₹ 80 crores in FY 2022. Our net profit stood at ₹ 96 crores in FY 2023, in comparison to ₹ 61 crores in FY 2022.

The export volume, during the fiscal, also recorded a 52% surge from the previous year. Besides, the domestic turnover witnessed a steady improvement in FY 2023. We have also maintain our working capital days to 71 days.

During the fiscal, a key strategic focus was on expanding our business horizon and exploring new markets. To reach out to customers in different countries, we participated in international exhibitions in global hubs such as Dubai, Germany, Atlanta and Bogota in the USA. It not only helped us to showcase our offerings, but also provided the opportunity to engage with potential clients and penetrate previously untapped markets.

We also participated in the 'Delhi Matecia' and 'Bangalore India Wood' exhibitions to enhance business collaborations within India. During the fiscal year, we have also accomplished a notable feat by supplying products to metro rail projects in Meerut and Ghaziabad. It is a testament to the trustworthy nature of our brand and our ability to deliver specialised products for high-value infrastructure projects.

Acknowledging Stylam's strong foothold in the international market, the Company's status has been upgraded to 'Three Star Export House' as per Foreign Trade Policy provisions. We have also been certified by NSF International, USA as well as under the AEO (Authorised Economic Operator) by the Indian Customs.

Sustainability at the core

At Stylam, environmental stewardship lies at the heart of our endeavours. We strive to engage in efforts that have a positive impact on the environment and minimise our ecological footprint. Along with a stringent adherence to ISO standards for manufacturing practices, we have adopted the Environmental Management System (EMS) principles outlined in ISO 14001:2015. We have also embraced the IGBC framework for developing sustainable buildings, ensuring water and energy efficiency and enabling effective waste management.

Additionally, we are the first Indian laminate producer to publish the EPD for the compact range of laminates. The issuance of EPD certificates has been a reinforcement of our unwavering

dedication to environmental sustainability. These certificates stand as a testament to the adherence of the highest manufacturing standards at Stylam Industries and within our network of raw material suppliers. Our journey towards excellence extends beyond the realm of business; it resonates with our values as responsible stewards of our environment.

Nurturing our talent pool

Our success is a result of the relentless contributions of our people. We have consistently brought on board the finest talents from the industry, recognising their expertise and potential to propel the organisation forward. Moreover, we seek to create a nurturing working environment where innovation and ideas flourish. Our commitment to fostering a conducive workplace has not only empowered them professionally, but has also been a driving force behind our consistent growth and development.

Towards a brighter future

We anticipate tremendous opportunities over the next few years. The Indian furniture industry is expected to witness continuous growth owing to increased real estate demand, the government's focus on housing, infrastructure and growing consumer awareness about improving aesthetics in residential as well as commercial spaces. Besides, added impetus for import substitution and increasing domestic exports continue to play a significant role in our growth story. Aligned to these emerging opportunities, the wood panel industry is likely to be the largest beneficiary, with a rising demand for decorative laminates and MDF.

Our Board has also approved the proposal for setting up a plant for manufacturing laminates. With ₹ 150 crore capex, the project is anticipated to contribute around ₹ 400-500 crores to the topline within the next 2-3 years. Most importantly, the plant is expected to cater to the demand from the export market.

We also aim to enhance the share of value-added products, strengthen our domestic presence and deepen our reach in the northern and western parts of the country. Meanwhile, we are also focused on strengthening our balance sheet and are on track to become debt free by 2025.

Backed by a specialised product portfolio, our strong brand recall and an extensive distribution network, we anticipate continued success in both export and domestic markets. Besides, adoption of the China-plus-one strategy, the energy crisis in Europe resulting in a shift towards outsourcing and healthy prospects for real estate in the Middle East and North America will also serve as near-term tailwinds for driving our export revenue.

We remain extremely optimistic about our journey ahead and are confident of our abilities to reach newer heights of success. Before I conclude, I would like to thank each one of our stakeholders. Let's drive Stylam together to set new benchmarks of excellence

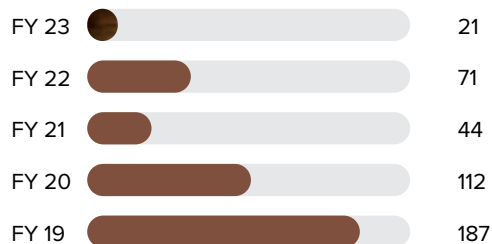
Jagdish Rai Gupta
Managing Director

Financial highlights

Vision 2023-25

Balance Sheet Transformation
– Reduced Net Debt
significantly towards fulfilling
the vision of becoming a Net
Debt-Free Company

Net debt (in ₹ Crore)



Net worth (in ₹ Crore)



RoE (in %)

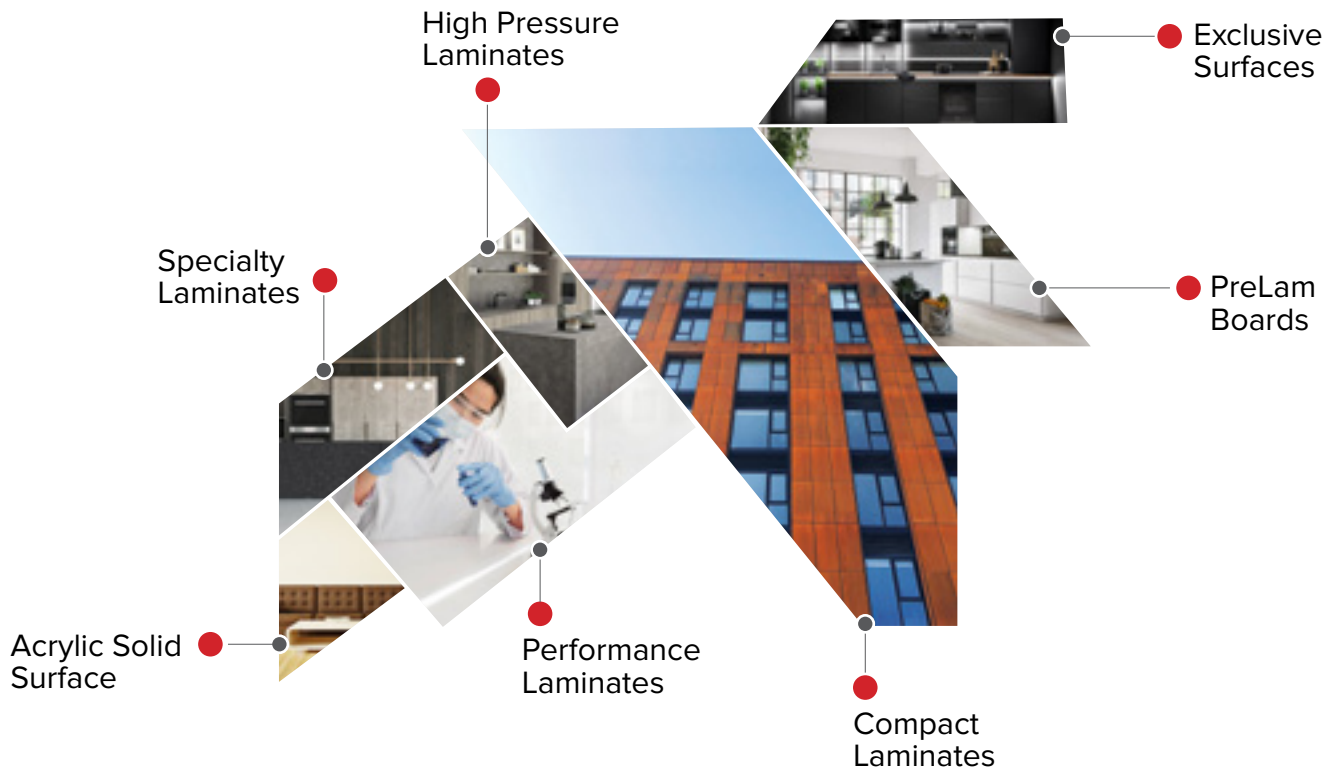


RoCE (Post-Tax) (in %)**EBITDA** (in ₹ Crore)**EBITDA margin** (in %)**Net revenue** (in ₹ Crore)**Sales performance (Domestic and Exports)** (in ₹ Crore)**Exports****Domestic****PAT** (in ₹ Crore)

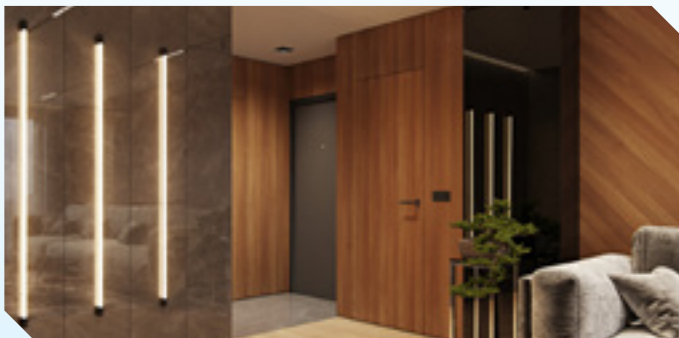
Delivering timeless yet innovative products

We present a diverse array of innovative products that seamlessly blend timeless elegance with contemporary design.

Our building material products epitomise the perfect harmony between aesthetics and durability, offering long-lasting solutions even in challenging environments. With a keen focus on catering to contemporary urban lifestyles, our collection empowers designers to craft exquisite interiors and exteriors that resonate with the essence of contemporary living.

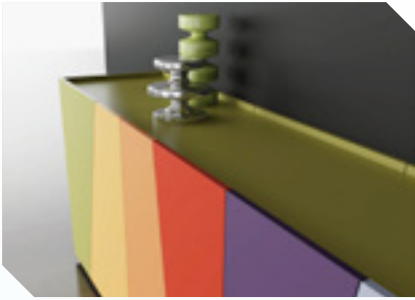


High-pressure laminates



Decorative laminates

We are a top player in the decorative laminate sector. Our laminates are renowned for their unique designs and consistent quality, making them the ideal choice for various applications such as furniture, cladding, doors, shelves, and office partitions. They not only deliver an appealing aesthetic but also withstand extreme conditions including temperature, pressure, and moisture. Our wide array of colours in solids, woodgrains, and patterns ensures that there is something for every project.



Unicore laminates

Unicore laminates offer a unique approach by integrating identical colours within the core layered decorative surfaces. Our carefully chosen decorative papers for surface layers are infused with treated melamine resins. Unicore brings a world of vibrant colours that permeate every inch, allowing us to showcase stunning, flawless surfaces across desks, doors, countertops, table tops, drawers, display shelves, shutters, and all furniture, providing a consistent and uniform look throughout.



Digital Laminates

DigiDelight digital laminates bring imagination to life. From nature to sports, food to romance, our diverse themes cater to every preference. If we seek laminates that perfectly match our interior setting, Digital Laminates are the ideal solution.



Post Forming laminates

The **Post Forming** laminate collection is tailored for vertical and horizontal interior surfaces, specifically designed to gracefully curve over substrate edges. Its exceptional flexibility, malleability, and superior thermoforming capabilities make it perfect for both forward and reverse-bending applications. By eliminating seams around corners, this laminate enhances the decorative appeal of regular laminates, resulting in a seamlessly smooth and evenly finished surface.



Electrostatic Dissipative laminates

Our **Electrostatic Dissipative** laminates (ESD) are engineered to disperse static electric charges, significantly reducing the risk of electrostatic build-up. Our ESD laminates boast exceptional Electrostatic Dissipative properties with a remarkable 1 X 10 point-to-point resistance, meeting all necessary specifications for effective electrostatic dissipation. These laminates are a perfect fit for diverse applications, including IT Offices, Call Centres, Laboratories, Electronic Industries and Pharmaceutical Laboratories.



Magnetic laminates

Magnetic laminates possess a robust magnetic effect and are compatible with non-permanent board markers, making them perfect for versatile use across retail, education, commercial and residential settings. The unique laminates enable us to directly attach paper or pictures using magnets, providing a functional and visually appealing solution for various applications.



Chalk & Marker grade laminate boards

Chalk & Marker Grade laminate boards are essential components in crafting high-quality Chalk and Marker Boards, offering a smooth writing experience in various settings such as schools, colleges, offices, restaurants, and notice boards. These boards are made by applying laminate sheets onto craft paper core panels, using melamine resins to create a durable and smooth writing surface suitable for both commercial and residential use. The unique feature of these laminates is their ability to become spotless with a single wipe, leaving no trace of previous markings, ensuring a clean and pristine appearance.



Synchro laminates

Synchro laminates replicate the look and feel of solid wood and veneer, designed for perfectionists who value natural aesthetics. These laminates feature embossed surfaces that authentically simulate wood grain, while premium press plates ensure precise texture matching. They are easy to clean, scratch-resistant, and come in a wide variety of colours, textures, and patterns, offering both elegance and durability for interiors.



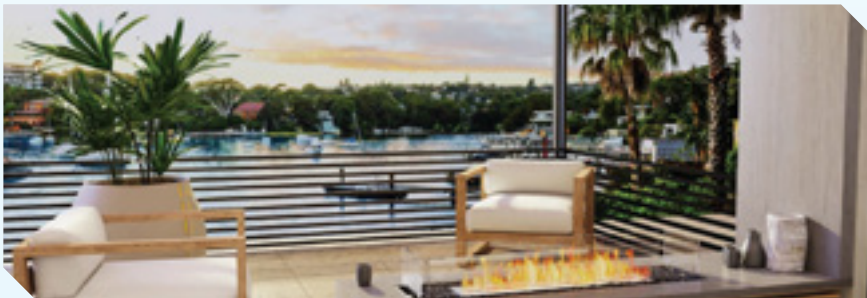
Mirror Shield laminates

The **Mirror Shield** laminates feature real aluminium, stainless steel, and copper foils bonded to a durable, semi-rigid backing of phenolic, resin-impregnated Kraft paper. This construction allows for easy fabrication and handling. Mirror Shield maintains its durability even in high-traffic areas like gyms, nightclubs, and schools. These laminates utilise HPHT technology, combining layers of resin-impregnated Kraft paper, special mirror foil paper, and a clear overlay, resulting in strong, long-lasting, and high-quality products available in a range of tones.



Chemical Resistant laminates

Chemical Resistant laminates offer a blend of style and durability, making them ideal for areas exposed to heavy chemical use. These laminates are crafted using HPHT technology, ensuring they are not only chemical-resistant but also feature anti-soiling, anti-bacterial, and anti-fungal properties, and are easy to clean, making them well-suited for demanding environments.



Fire Retardant Laminates

Fire Retardant laminates, designed for demanding environments, exhibit superior resistance to flame propagation. They are engineered using melamine resin, special decorative paper, craft paper with phenolic resin, and imported fire-retardant agents to form a robust laminate support structure.

Stylam Fire Retardant Laminates have earned certification from Applus Laboratory in Spain. Available in



Industrial laminates

Industrial laminates are structural composite materials created by impregnating fibrous webs with a thermosetting resin. These layers are fused together under high temperatures and pressure, resulting in a stable geometry that withstands high temperatures and experiences minimal deformation when subjected to loads. These laminates exhibit a high strength-to-weight ratio, making them valuable materials in various industrial applications.

Exterior cladding



Fascia

Fascia, a lightweight and durable exterior facade material, provides innovative construction solutions. These HPL compact laminates feature an intrinsic surface made with either traditional PMMA-based UV film or our advanced KLEIBERIT hot coating technology.

These laminates are crafted from a blend of cellulose fibres and thermosetting resins, under high pressure and temperature, resulting in a stable, dense panel with an ideal strength-to-weight ratio. Available in a wide range of colours, the fascia serves as an excellent outdoor solution that complements other materials.

Traditionally, these exterior panels utilise PMMA-based UV technology, blocking over 99.8% of UV light for enhanced UV protection.

STYLAM offers Fascia with the revolutionary hot coating technology from KLEIBERIT, Germany. This fully automated process applies a high-quality PU + acrylic coating to the decorative surface, ensuring exceptional durability, scratch resistance, and abrasion wear resistance, surpassing conventional methods.

Cubicles and lockers



CUBOID by Stylam is a top-tier modular restroom and locker cubicle system. Meticulously designed with premium materials and top-notch fixtures, CUBOID is tailored for heavy traffic areas, prioritising functionality and long-lasting durability. Our commitment is to provide high-quality solutions that precisely meet the demands of restrooms across various sectors, including commercial, hospitality, healthcare, education, transport, sports, wellness, and leisure.

Prelam boards



Gloss Pro+

Gloss Pro+ is our high-gloss pre-laminated board. Their distinctive style, featuring simplified shapes, is enhanced by cutting-edge German technology. These MDF high-gloss boards are not just perfect for modern homes, but also excel in commercial projects and high-traffic areas, maintaining a strong identity. They have remarkable abrasion resistance and durability, with the gloss level lasting three times longer compared to ordinary gloss surface applications. We offer diverse creative patterns which anticipate market trends with styles and colours that will be combined with the most contemporary & avant-garde furnishings. The brilliance of gloss will be staying through years without any sign of wearing out! Stylam offers smart, innovative furnishing solutions to create flexible spaces for businesses and homes. PU+ Lacquer coating technology leaves luminosity on the surface which lasts for years. It comes in a range of bright colours which uplift the aesthetics of your interiors. Laminates come with moisture and UV resistance. While scratches, dirt or other wear and tear show easily on its glossy surface, it is very easy to clean and maintain.



TouchMe Anti-Fingerprint prelam boards

TouchMe Anti-Fingerprint Prelam Boards, featuring super matte pre-laminated MDF boards that redefine interior ambience. These boards are highly integrated, versatile, and transformative, shaping the identity of indoor spaces. The anti-fingerprint surface offers an ultra-soft touch and a deep matte finish, absorbing light for a harmonious interior. Diverse patterns provide a smooth feel, further enhanced by the anti-fingerprint properties and the durability of MDF boards. Manufactured with the state-of-art BARBERAN'S machine and cutting-edge German KLEIBERIT Hot Coating Technology which results in thermal healing capability and anti-microbial surface protection. The laminates will not look old from the exterior or degrade from the inside over time.

Acrylic solid surface



Granex

Granex is a premium 100% Acrylic Solid Surface by Stylam. Made from natural resins and polymers, Granex offers a unique warmth akin to natural stone. This impermeable surface is highly resistant to chemicals and physical impact, making it an ideal choice for interior spaces where hygiene and sleek design are preferred.

Stylam proudly stands
as a pioneer in
manufacturing Acrylic
Solid Surface in India.

Granex, composed of Alumina trihydrate, Acrylic MMA resin, and Pigments, provides the luxurious look and feel of natural stone. It is easy to fabricate and maintain, making it a superior choice for various applications. With durability and attractiveness exceeding most laminates and a more affordable price compared to natural or composite stone, Granex stands out as a fantastic option.

Hot coating process



Stylam takes the lead with Hot Coating Process, pioneering technology from **KLEIBERIT** in Germany and **BARBERAN** in Spain. Our state-of-the-art machine, the first of its kind in India, utilises cutting-edge patented technology from Germany to create impeccably finished laminates. Operating within a 60-metre lacquer line plant, we employ KLEIBERIT's high-quality Hot Coating adhesives, imported from Germany, along with special spray pump technology. This enables us to achieve the most sought-after High Gloss and Anti-Fingerprint (Super Matte) finishes on laminates and exterior cladding, ensuring precision and exceptional quality. Stylam stays ahead by delivering top-notch products with the latest advancements in coating technology.

Building on our key enablers to deliver excellence

At Stylam, our manufacturing process is powered by innovative processes, implemented across distinct departments at our state-of-the-art facilities. Leveraging the expertise of reputable European and Indian vendors, our fully automated machinery guarantees the production of high-quality products.

Our stockpiling unit, designed with ingenuity, ensures optimal capacity while upholding product integrity. With a stringent focus on quality, our dedicated unit adheres meticulously to the highest industry standards. Our dedication extends beyond the present, as we actively pioneer a remarkable range of laminates for both residential and commercial applications, truly embodying world-class craftsmanship.

Infrastructure

Building on our manufacturing excellence, we have emerged as leaders in the laminate industry, as one of Asia's largest and most innovative single-location laminate manufacturing plants. Our facility of 130,000 Sqm in Manak Tabra and Panchkula is equipped with state-of-the-art, fully automated machinery sourced from renowned suppliers in Europe and India.

The dynamic division of our facility into specialised departments, each enhancing

work rate and productivity, underscores our commitment to delivering top-quality products. We not only lead in producing world-class laminates for residential and commercial use but also trailblaze in revolutionary processes such as the 'Hot Coating Process' of PU+ Lacquer coating on thin laminates, propelled by patented technology from KLEIBERIT and BARBERAN.

Moreover, being India's first manufacturer of Solid Acrylic Surfaces, our global

reputation for innovation and quality speaks volumes, positioning us as a dependable and pioneering force in the building materials business.

58 Acres

Combined manufacturing space



Capability

Our production capabilities demonstrate our dedication to servicing global demand with unmatched excellence. With a range of sizes, we offer laminates tailored to diverse applications, including sheets, panels, and boards. We use an improved approach that enables us to achieve an extensive capacity spectrum. Our sheet thickness spans a range from 0.5 mm to 30 mm, with an array of finishes such as gloss, matte, suede, and texture, among others. With a portfolio of over 1,500+ unique laminate designs, our commitment to constant expansion ensures that we remain at the forefront of the industry, catering to evolving tastes and requirements.

In addition to our wide-ranging capabilities, we specialise in producing cutting-edge solutions to meet specific demands. Our expertise extends to crafting Anti-fingerprint and High Gloss laminate sheets with thicknesses of 1 mm and beyond. Our preLam boards, Offered in the previously listed finishes, can be manufactured in the range of 18 to 25 mm. These precision-engineered products exemplify our commitment to delivering excellence across various dimensions, solidifying our position as a leading player in the laminates industry.

1,500

Unique laminate designs

Capability

Our manufacturing capacities allow us to not only meet but exceed the expectations of our valued customers on a global scale. With an impressive annual production capacity of approximately 16 million sheets of laminates, we extend our reach across borders to serve a diverse clientele. Our production facilities are equipped with cutting-edge technology, such as a single press with 28-daylight capacity and a press with expansive dimensions of 1860x4320 mm. These innovations allow us to meet a wide range of consumer needs.

Our prowess extends beyond laminates to encompass Hot Coating Press

and Acrylic Solid Surface production. Demonstrating our versatility, our Hot Coating Press yields a capacity of 1 million sheets annually, further solidifying our position as a dependable supplier. Additionally, our Acrylic Solid Surface production, with a capacity of 300,000 panels per year, showcases our commitment to diversification and maintaining the highest standards.

We have recently invested ₹ 10 crores to procure cutting-edge machinery for upgrading our acrylic segment.

16 million

Production capacity of laminate sheets annually

1 million

Production capacity of Hot Coating Press annually

3 Lakh+

Production capacity of Acrylic Solid Surface annually



Enhancing operational efficiency

We achieved 80% capacity utilisation in our laminate's division through a strategic modular expansion at existing facilities. This expansion will boost capacity by 40% with a prudent investment of ₹ 40 Crore

Strategic expansion

Nearing full capacity utilisation, a new manufacturing plant for laminates is in the pipeline. The project carries a total cost of 150 crores, strengthening our market position and supporting future growth.

Quality

At the heart of our Company's ethos lies a commitment to quality. Our rigorous quality checks are unparalleled in the industry, ensuring that each product meets the highest standards before finding its place in residential or commercial spaces. Our inspection criteria are stringent, focusing on vital attributes such as heat resistance, scratch resilience, and stain durability. Our ISI-certified laboratory, equipped with innovative Quality Assurance machines sourced from prestigious European and

Indian suppliers, forms the cornerstone of our quality assurance process.

Underpinning our dedication to excellence is a dynamic Research and Development team, a group of highly qualified and dedicated professionals who constantly drive innovation and improvement, resulting in the creation of truly high-quality products. We believe in the power of global collaboration, engaging experts from around the world to supplement our knowledge and ensure

that our offerings stand at the forefront of the industry. From careful sourcing of raw materials from trusted partners, stringent batch checks before entering the manufacturing unit, meticulous supervision during production, and manual quality checks under various parameters for the final products, every step is meticulously executed.

Certifications

Over the last three decades, our dedication to excellence has fuelled our never-ending quest for perfection, motivated by the recognition of our achievements. The ISO 9001:2015 certification stands as a testament to our dedication to integrity, quality, and reliability, further reinforced by the esteemed accolades garnered for the superior design and efficiency of our laminates.

Other notable recognitions, showing our commitment to quality



Some recent recognitions

Export House Status Upgrade

We have been upgraded to Three Star Export House under Foreign Trade Policy, demonstrating enhanced export capabilities.

NSF International Recognition

We are authorised to bear the NSF mark by NSF International, USA, indicating compliance with international standards.

AEO Certification

We are now certified as an Authorised Economic Operator (AEO) by Indian Customs, showcasing our trusted and secure trade practices.



Strengthening our footprint

During the fiscal year, we have demonstrated a notable increase in domestic sales, showcasing the resilience and market strength. Our commitment to delivering high-quality laminates, coupled with strategic marketing efforts and customer-centric approaches, has led to this remarkable growth trajectory.

The increased demand for our products reaffirms our position as a key player in the industry and motivates us to continue raising the bar for both product quality and customer satisfaction.



Global footprint

Stylam has strategically positioned itself across six continents and operates in over 80 countries, enabling us to effectively cater to a global customer base.

Our commitment to reaching customers in diverse regions has led us to participate in international exhibitions held in key global hubs like Dubai, Germany, Atlanta, and Bogota, USA. These exhibitions not only serve as showcases for our extensive product lineup but also provide invaluable opportunities for engaging with potential clients and accessing previously untapped markets.

We also recognise the varying demands present in different regions and are resolutely committed to meeting these diverse requirements with our innovative product portfolio. This approach enables us to harness the vast potential of the export market, fuelling the growth of our top-line revenue.





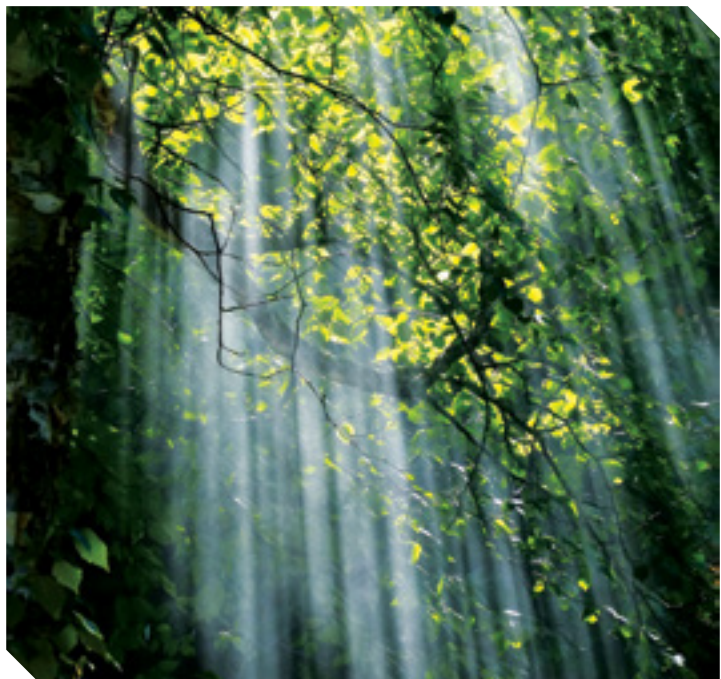
ESG: A business imperative

The natural and social fabric around the world is undergoing rapid change. It goes without saying that harsh realities and choices confront us. We have to collectively combat climate change and commit to global decarbonisation. This calls for concerted efforts from public and private bodies alike. We acknowledge our role and responsibility in the global movement for climate action.

Putting the planet first

At Stylam, we are committed to environmental stewardship. We prioritise strategic policies that reflect environmental awareness and stewardship, consistently seeking innovative ideas to minimise our footprint.

We have invested in environmental integrity with the use of superior technologies, renewable resources, resource consumption reduction and responsible effluents treatment. Our eco-friendly products not only meet rigorous health and safety standards but also hold the prestigious NSF certification, underscoring our dedication to both consumer needs and environmental well-being. We are not just focused on the present; we actively strive to restore our planet through conscious efforts, making sustainability a core part of our ethos.

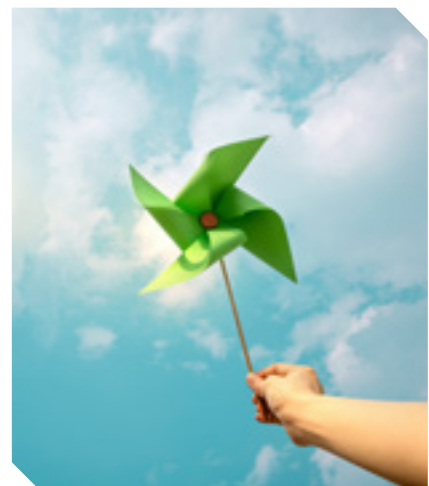


Our commitment to environmental standards

Sustainability isn't just a goal; it's the heart of everything we do.

by the International Organisation for Standardisation (ISO). We aim to reduce our environmental footprint by adopting an effective Environmental Management System (EMS) ISO 14001:2015 ensures an environmental management system that we use to enhance our environmental performance.

Adding to that, IGBC ensures a holistic approach for us to create environment-friendly buildings, architectural design, water efficiency, effective handling of waste, energy efficiency, sustainable buildings, and focus on occupant comfort and well-being.



Our manufacturing practices are a testimony to that and we keep taking initiatives to make a difference. We adhere to the standards put forward

Nurturing our teams

Our success can be attributed to our hardworking and dedicated workforce, which has helped develop the firm into what it is today. We believe that developing and maintaining a conducive work environment is essential for an organisation to attain its full potential. We are focused on sustaining an engaged and skilled workforce that can deliver on the commitments to our stakeholders. We prioritise the power of people, supporting them through health and education programmes.

Corporate Social Responsibility (CSR)

At the heart of our corporate philosophy lies a deep commitment to CSR. With a vision of fostering inclusive growth, we diligently channel our efforts towards the holistic development of the communities neighbouring our plants and registered office. Our dedication extends beyond the pursuit of profits, embracing a role of responsible corporate citizenship. Through substantial investments in high-impact CSR endeavours around our manufacturing facilities, as well as contributions to local and national non-profit organisations, we steadfastly uphold our corporate social responsibility by supporting and empowering the most vulnerable segments of our society.



₹ **137.15** lakh

Contribution towards various CSR activities



Education

For promoting education, we have established partnerships with nearby primary and high schools to enhance the learning environment. Through the provision of essential resources including furniture, paint, cooling fans, playground swings, and stationary materials for students, we aim to create a conducive and enjoyable atmosphere for education.





Hunger, malnutrition and healthcare

Healthcare

The escalating decline of healthcare in India has prompted us to embark on a vital mission. Our health initiatives were born out of the imperative to extend fundamental access to primary healthcare services to the local community. Recognising the urgency of the situation, we have dedicated financial support to institutions that offer crucial healthcare services. Through these endeavours, we strive to contribute meaningfully to the restoration and enhancement of healthcare accessibility in our nation.



Hunger and malnutrition

We are deeply committed to advancing the cause of nutrition as a catalyst for inclusive opportunities and robust well-being. Recognising the pivotal role in fostering healthy growth and enhancing lives, we place a significant emphasis on combatting hunger and malnutrition. Through dedicated monetary contributions to a Charitable Trust, we actively engage in eradicating the pressing issues of hunger and malnutrition, thereby striving to improve overall health and quality of life for individuals in need.



Care for senior citizens

As India takes its place as the world's most populous nation, accompanied by a growing life expectancy, the prevalence of its elderly population is on a gradual incline. The concerns pertinent to senior citizens transcend mere physical health or impairments, encompassing intricate dimensions of mental, social, and psychological well-being.

Effectively tackling these multifaceted challenges necessitates a profound sense of comprehension and compassion, essential for offering solace to those undergoing these experiences. In alignment with our commitment, we have undertaken an initiative to lend support to the elderly members of our society. As a testament to this commitment, we have directed contributions towards old age homes, aiming to provide meaningful assistance and care to senior citizens.





Livelihood

Under our Corporate Social Responsibility (CSR) policy, we have undertaken a conscientious initiative to enhance the welfare of cows in traditional cow shelters (gaushalas). A comprehensive assessment was conducted, focusing on a range of animal- and resource-based welfare parameters, along with an evaluation of herd characteristics by experienced managers.

This assessment unveiled crucial welfare concerns, including restricted space per cow, uneven flooring, limited mobility, and inadequate access to grazing areas. While a minimal percentage of cows exhibited lameness, a substantial portion displayed carpal joint lesions, with a slightly smaller proportion exhibiting lesions from interactions with shelter infrastructure. These findings serve as a foundation for advocating the implementation of welfare audits within cow shelters, aimed at fostering improved welfare standards and enhanced management practices for the resident cows.



Promoting sports

Our commitment to the holistic development of youth and communities drives our fervent support for sports promotion. Acknowledging the intrinsic value of sports in cultivating health, discipline, and empowerment, we perceive our financial investment in sports associations as an integral facet of nation-building, community advancement, and skill enhancement. By fostering the sports ecosystem through our CSR initiatives, we aim to contribute to a healthier, more empowered, and skilful society, thereby embodying our belief in sports as a catalyst for positive change.



Committed to ethical and transparent leadership

At Stylam, we firmly believe that good governance is the foundation of corporate excellence. We are committed to uphold the highest standard of governance practices to create long-term value for our stakeholders while driving consistent, profitable and sustainable growth for the Company. Our Board of Directors ensures strict compliance with laws and regulations through diligent guidance. Ethical business practices are central to building trust with stakeholders, and as industry leaders, we set and implement top-tier corporate governance standards.

3
Independent directors

21-26 Years
Average experience of the Board

₹2,013 crores
Market capitalisation (Up from ₹1,805 crores in FY2022)

1,69,48,060
Total outstanding shares

Board of Directors & K.M.P



Mr Jagdish Gupta
Managing Director



Mr Jagdish Gupta, the co-founder of Stylam, has been at the forefront of the Company's growth, constantly developing new business strategies across geographies. He has been instrumental in making Stylam an industry leader and in introducing new initiatives while incorporating the best corporate governance practices and promoting the highest level of integrity and probity.

He provides overall guidance, direction and strategy to the Company while also looking after its international markets.



Mr Manav Gupta
Whole Time Director

Mr. Manav Gupta, the whole time Director of Stylam Industries, has over 12 years of experience in the plywood and laminates industry. He completed his engineering degree from Thapar University in Patiala. He then pursued an MBA from SP Jain Institute of Management and Research in Mumbai. His educational background, coupled with his industry experience, equipped him with the necessary skills and knowledge to lead the business to success.



Mr Manit Gupta
Whole Time Director



Mr Manit Gupta is a chemical engineer and holds an MBA degree.

He was appointed as the Director in 2015. He heads the international marketing division and looks after other commercial management aspects of the Company.

M Member **C** Chairperson

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



Mr Sachin Kumar Bhartiya
Nominee Director

Mr Sachin Bhatla is an engineer by qualification, with a rich experience across various technical roles and operations.

Associated with Stylam for more than 16 years, he was promoted to the designation of Director – Technical in 2018. He looks after the technical advancement of Stylam. He provides overall guidance, direction and strategy to the Company while also looking after its international markets.



Mr Kishan Nagpal
Chief Financial Officer

Mr Kishan Nagpal is a qualified chartered Accountant with a 25 year of rich experience in finance and accounts and commercial activity of the companies . He has a firm conviction that truly competent management and control of finance and accounts can fruitfully influence efficient decision making of all who matter.

Management Discussion and Analysis

Global economy

Volatility in food and commodity prices, together with geopolitical conflicts in Europe were the major impediments that adversely impacted the global economy. These disruptions led to runaway inflation in most economies of the world, prompting central banks to tighten their monetary policy stance to rein in inflation.

According to the IMF's April 2023 World Economic Outlook report, the global economy will register a growth of 2.8% this year before touching 3.0% in CY24. The European Union's economy is projected to experience modest growth, driven by lower gas prices and improved consumer spending. Supply chain constraints and market volatility have considerably dampened consumer sentiment and lowered capital outflows.

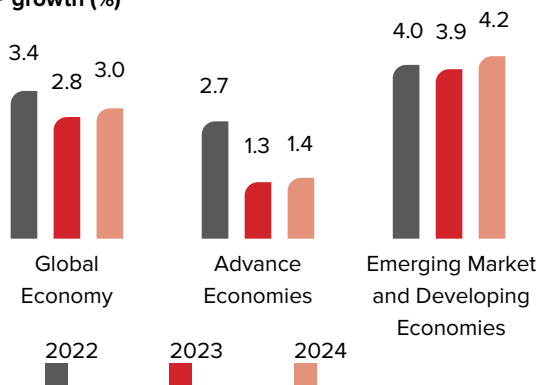
Several nations continue to grapple with persistent demand-supply imbalances and decadal-high inflation rates.

In the second half of the fiscal year 2022-23, the global economy appears poised for a gradual recovery from the waning effects of the pandemic and geopolitical tensions. The economic output is expected to witness steady growth, driven by stabilising inflationary pressures, reviving consumer sentiment and investor confidence.

The employment scenario in the US and other advanced economies has recovered from pandemic levels and rising disposable income is also likely to support growth in the coming years, even though the instability in the banking system in the US may have global ramifications. The rate hike cycle of central banks is peaking as inflation is gradually stabilising.



GDP growth (%)



(Source – IMF, World Economic Outlook, April 2023)

Indian economy

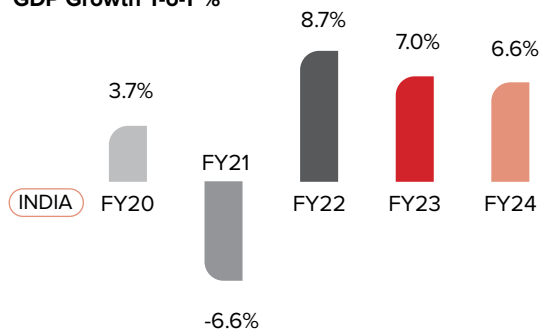
The Indian economy demonstrated resilient growth amid geopolitical tensions and high inflation-induced global economic headwinds. India has emerged as one of the fastest growing major economies and, according to the final advance estimates of the National Statistical Office (NSO), is set to register a growth of 7.2% in FY 2023. The growth in FY 2023 can largely be attributed to the relatively strong performance of the economy in the fourth quarter.

The Reserve Bank of India (RBI) is maintaining a stable monetary policy stance given the sliding inflation trajectory, positive macro tailwinds and increasing consumer aspiration. It maintained a hawkish pause and decided to keep the repo rate unchanged for the second consecutive time.

The Indian Government’s initiatives, such as the PM Gati Shakti (National Master Plan), the National Monetisation Plan (NMP) and the Production Linked Incentive (PLI) plan, helped in fostering economic growth. Additionally, stronger prospects for manufacturing, services, agriculture, and related industries, along with improved business and consumer confidence, are expected to support domestic consumption. These factors coupled with accelerated credit expansion, are anticipated to contribute to overall economic growth in the near term.

The Union Budget, 2023-2024, has provided a promising outlook for the consumer products and retail sector. The Government’s emphasis on financial inclusion, measures to stimulate rural demand, the 'Make in India' initiative, and support for start-ups are expected to create significant employment opportunities. This will result in an increase in disposable income and consumer demand, leading to further economic growth.

GDP Growth Y-o-Y %

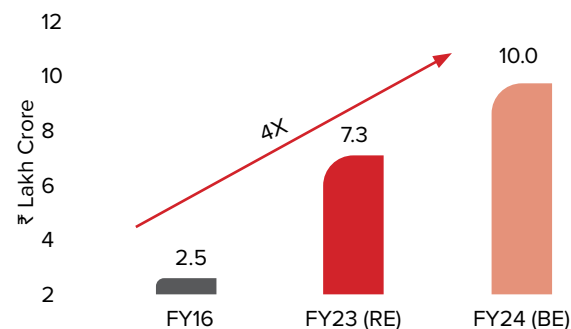


(Source – National Statistical Office)

7.2%

GDP growth rate

Increasing capital expenditure of Government



(Source – Union Budget FY 2023-2024)

Industry overview

Indian real estate sector

India demonstrated extraordinary resilience to global uncertainties while maintaining robust development in all sectors, owing mostly to strong domestic demand. The consumer confidence and optimism were also evident in the real estate market, which rebounded from a protracted downturn in FY 2023 and witnessed growth in all real estate-related segments including residential, commercial, retail, and warehousing. Strong demand from homebuyers has prompted developers to announce new projects, increasing supply and driving up real estate prices in India’s main cities, where demand has surged in the preceding year.



In FY 2023, the property sales index climbed by 36% year on year, with a minor sequential increase of 1.2% from October to December. The upward trend is due to increased end-user demand for homeownership, which is complemented by growing confidence in residential real estate as a secure investment option.¹

36%

Increase in property sales index

Outlook

The real estate markets in major cities will continue to increase in the upcoming year due to surge in both current and new demand. Foreign investors, who intend to purchase real estate in India in the future, have taken notice of the decline in the value of rupee, which has dropped by 12% over the last eight months. Although there are few headwinds but increased confidence among stakeholders and a rise in institutional investment will promote the development of solid foundations for the real estate market in major cities.²

Growth drivers

Urbanisation - Major corporations are getting more and more interested in commercial real estate. In light of the recent reopening of several MNCs and large business offices followed by adoption of a back-to-office strategy, this sector is one of the fastest-growing real estate categories. The adoption of digitalisation, increased tenant confidence and a host of other factors are contributing to the expansion of the commercial real estate sector in India. Likewise, overall economic expansion, openness, and competence have had an impact on the development and tenancy of commercial real estate.

Foreign investments - The Indian real estate market has also been significantly influenced by foreign investment. Due to the potential for long-term growth, a number of significant foreign investors have recently poured money into the nation's real estate market. This has supported market stability by countering any decline in domestic demand.

Rebounding economy - The rebound in the economy have raised the demand for commercial real estate. The long term commercial real estate contracts increase by 15% for every 3 years. The developers make a substantial earning from their venture which simultaneously supports the development of new office space projects. Additional factors influencing the increase in demand include creative office space concepts, business-friendly initiatives, and top-notch amenities for renters.³

Global furniture industry

The global furniture market is expected to grow annually at a CAGR of 5.02% for the forecast period of 2023-2027. The furniture market is set to generate revenue of USD 766.20 billion in 2023, with the category of living room furnitures accounting for the market's largest share with a USD 227.70 billion valuation.⁴ Industry expansion is also being accelerated by the growing need for adaptable, multifunctional furniture that are portable and fit easily in compact spaces. Product demand is additionally impacted by residential and infrastructure development, such as the construction of community centres, hospitals and government institutions.

Indian furniture industry

The rapidly expanding construction industry and the advancement of smart city programmes are currently two major drivers favouring the furniture market in India. The Indian furniture market is expected to grow annually at a CAGR of 8.19% for the forecast period of 2023-2027. The market's largest category, home décor, is expected to generate a market volume of USD 1.75 billion in 2023.⁵ A number of major drivers are driving the market, including the continued rise of smart cities, the inclusion of cutting-edge technology in manufacturing, and growing living standards.

Global laminates industry

The growing importance of the construction industry, which drives the laminates market has been fueled by the rising demand for commercial space in both developed and emerging nations as a result of the expansion of service industries like IT, BFSI and telecom. The extensive features of high-pressure laminates and the rapidly growing construction sector with rising purchasing power are the two aspects anticipated to increase demand for laminates and support the expansion of the global market. The decorative laminate market is projected to grow from USD 45.55 billion in 2022 to USD 71.0 billion by 2030 exhibiting at a CAGR of 5.72% during the period between 2022 and 2030.⁶ The increase in demand for decorative laminates, which are widely used in the construction industry, is driving market growth. Performance optimisation of the product through technological innovation and progress will increase its utilisation in downstream applications.

Indian laminates industry

India's market for decorative laminates is primarily driven by rising consumer spending per capita on home furnishings. The decorative laminates market in India is predicted to grow at a CAGR of 5.8% between FY 2023 and FY 2028, reaching an estimated value of USD 2.4 billion by 2028. The increasing number of ready-to-assemble (RTA) cabinets, flooring and furniture has

¹<https://economictimes.indiatimes.com/industry/services/property/-cstruction/strong-demand-helps-sustain-property-market-momentum-in-india/articleshow/98422988.cms?from=mdr>

²<https://economictimes.indiatimes.com/industry/services/property/-cstruction/strong-demand-helps-sustain-property-market-momentum-in-india/articleshow/98422988.cms?from=mdr>

³<https://economictimes.indiatimes.com/news/how-to/what-are-the-factors-pushing-the-commercial-real-estate-sector/articleshow/99639397.cms?from=mdr>

⁴<https://www.statista.com/outlook/cmo/furniture/worldwide>

⁵<https://www.statista.com/outlook/cmo/furniture/india>

⁶<https://www.marketresearchfuture.com/reports/decorative-laminates-market-2363>

also influenced buyers to choose more contemporary styles for their home furnishings. The need for ornamental interior items like laminates in gymnasiums, convention centres, indoor sports clubs, and auditoriums has also expanded as a consequence of India's brisk commercial infrastructure development.⁷

Global acrylic solid surface industry

The size of the global market for acrylic solid surfaces was estimated at USD 1,536.19 million in 2022. Moreover, it is anticipated to grow at a CAGR of 6.95% over the following five years to reach USD 2,298.35 million by 2028.⁸ The key element driving market expansion is an increase in the usage of aesthetically pleasing designs in a variety of colours and shapes to decorate homes, as well as an increase in the rapid urbanisation of non-residential buildings. Additionally, increasing research and development efforts in the industry and rising demand from emerging nations will further open up additional opportunities for the acrylic solid surface market during the projected period between 2023 and 2028.

Company overview

Stylam Industries is one of the fastest growing companies in the high-quality decorative laminates and associated goods sector. In India, the company is regarded as a pioneer in establishing the PU+ Lacquer Coating process and producing laminate finishes of high quality and significant added value. They also manufacture solid acrylic surfaces and panels using cutting-edge technology. With over thirty years of experience in the field, the Company runs Asia's largest single-location laminate production factory with a diversified product line that caters to a wide range of customer demands. The Company has also expanded into a new market and built a short cycle press capacity for laminating impregnated paper on Medium Density Fibre (MDF) panels.

Stylam Industries runs Asia's largest single-location laminate production factory



⁷<https://www.imarcgroup.com/india-decorative-laminates-market>

⁸<https://www.marketwatch.com/press-release/2023-2029-acrylic-solid-surface-market-size-with-101-pages-by-irb-2023-04-17>

Opportunities

- Stylam Industries holds a dominant market position in southern India due to the region's supremacy in the domestic material. The Company primarily focuses on increasing investment and concentrate on growth in that region prior to turning their attention to the northern, western and eastern part of the country.
- (Current Disposable income data to be added. Not available in any reliable sources)
- Growing urbanisation is another key factor that is fuelling the expansion of the Indian furniture industry. It is estimated that 40% of India's population will reside in urban regions by 2025 which will account for more than 60% of the overall consumption of the country. Moreover, it also offers a

business potential to the Company given it is a significant player in the industry.

- Supportive government programmes such as the push towards the creation of smart cities and the Pradhan Mantri Awas Yojana are promoting the expansion of the real estate sector⁹.

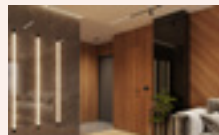
Challenges

- What are the potential challenges that the Company has faced in achieving its revenue target?
- What changes has the company made to its business procedures with respect to the challenges it has faced?
- What challenges did the Company have acquiring raw materials the year prior, and how did it overcome those challenges?

Product portfolio



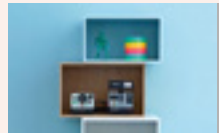
Marvella Solid Surfaces - These surfaces provide hidden, mesmerising patterns in addition to enduring sturdiness.



Glosspro+ laminates – It is fabricated using cutting-edge German technology on modern machinery. Gloss will maintain its brightness for years to come without showing any symptoms of fading.



Stylam Laminates – Offering a diverse design spectrum and continuous good quality.



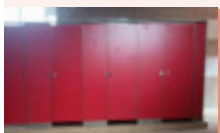
Unicore – The identical colouring of the ornamental surface and the core layers is what distinguishes UNICORE from other products.



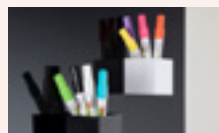
Fascia - Offers a distinctive façade system made with premium polymers, which safeguards from weather effectively.



Digidelight - Digital laminates contain all the functions that are required. New possibilities for imaginative, high-quality laminates with personalised designs.



Cuboid - Solutions for locker cubicles and modular restrooms. The finest materials and the best fixtures and fittings were used to create the line.



Magnetic laminates - They are perfect for a multitude of uses and can be written on with chalk or specific board markers and have a strong magnetic effect.



Granex - Robust, long-lasting, non-porous, and incredibly adaptable product which is tailor-made to effortlessly integrate.



Mirror shield laminate - Mirror laminates are said to be the best choice for brightening up light duty, horizontal or vertical applications. They can be applied to show spaces, furniture, retail fixtures, walls, and signage.

⁹<https://www.investindia.gov.in/sector/consumer-goods/furniture>

Risk and mitigation

- Is there any new system that the Company has undertaken to identify potential risks?
- What are the various strategies taken by the Company to mitigate those risks for the year under review?

The Company operates with a clear organisational framework. To avoid any disagreements or communication gaps between two or more departments, the information flow is explicitly specified. Each Department has second-level positions set up to provide uninterrupted work in the event that the functional heads are unavailable. In order to guarantee the availability of raw materials, consumables, essential spares, and tools for scheduled production programmes, certain policies are followed with respect to inventory maintenance. A continuous process of efficient cost-cutting measures is being implemented, considering the market's changing conditions.

Internal control systems

The Company has built internal control systems that are appropriate for its size, operations, and complexity. These systems cover all of the crucial business areas that qualified auditors and internal auditors routinely evaluate and test. The internal control system assures that accounting management effectiveness and management information are reliable, measurable and verifiable. The system also guarantees adherence to all relevant rules and regulations, safeguards of the Company's assets, and the recognition of crucial risk areas for effective mitigation.



Performance at a glance of last 10 years – standalone

PERFORMANCE OF THE YEAR	FY14	FY15	FY16	FY17	FY18	FY19	FY20	FY21	FY22	FY23
REVENUE	184.9	213.8	249.4	294.3	338.0	460.6	462.2	479.5	659.4	952.13
% GROWTH	32%	16%	17%	18%	15%	36%	0%	3%	38%	44%
EBITDA	20.5	22.4	30.1	46.8	51.6	79.9	79.6	99.04	103.6	154.81
EBITDA MARGIN	11%	10%	12%	16%	15%	17%	17%	21%	15.71%	16%
Other income	2.0	0.7	0.7	0.1	0.0	1.6	1.0	1.1	8.0	1.4
Depreciation & Amortisation	3.3	4.2	4.7	5.7	10.8	18.2	21.0	23.1	23.3	19.9
EBIT	19.2	18.8	26.2	41.2	40.8	63.3	59.6	77.0	88.3	136.2
EBIT Margin	10%	9%	10%	14%	12%	14%	13%	16%	13%	14%
Finance Cost	6.7	4.9	6.5	10.0	7.7	11.4	10.9	6.0	7.83	8.2
PBT	12.5	13.9	19.7	31.2	33.1	51.9	48.7	71.0	80.48	128.0
PBT Margin	7%	6%	8%	11%	10%	11%	11%	15%	12%	13%
Extra-ordinary Items-Expense										
PAT- Reported	9.4	9.4	12.2	19.6	20.1	38.8	18.9	55.3	61.0	95.9
PAT- Margin-Reported	5%	4%	5%	7%	6%	8%	4%	12%	9.3%	10%
PAT- Adjusted	9.4	9.4	12.2	19.6	20.1	38.8	34.1	55.3	61.01	95.9
PAT margin-adjusted	5%	4%	5%	7%	6%	8%	7%	12%	9%	10%
Interest Coverage Ratio	2.9	3.8	4.0	4.1	5.3	5.5	5.5	12.8	11.3	16.6

Financial PERFORMANCE	FY14	FY15	FY16	FY17	FY18	FY19	FY20	FY21	FY22	FY23
Share Capital	7.3	7.3	7.3	7.3	8.5	8.5	8.5	8.5	8.5	8.5
Other Equity	27.3	36.7	49.0	69.2	138.1	177.0	195.8	251.2	307.98	403.9
Shareholder's Fund	34.7	44.0	56.3	76.5	146.6	185.5	204.3	259.7	316.45	412.4
Loan Funds	73.3	81.7	117.0	184.0	162.0	189.0	118.5	59.2	79.5	46.9
Trade Payables	14.3	13.1	21.0	18.4	34.2	27.4	35.5	51.5	58.0	39.8
Other Liabilities	9.0	10.6	16.7	24.2	31.8	36.2	37.1	37.0	35.3	39.2
Total Liabilities	131.3	149.4	211.0	303.1	374.6	438.1	395.3	407.4	489.3	538.4
Gross Block	77.0	79.2	91.3	120.1	223.5	252.0	283.1	296.6	310.0	322.8
Net Block	50.7	48.7	56.3	79.7	173.3	184.5	195.0	187.8	178.7	171.8
CWIP	20.4	30.7	55.4	108.7	0.9	12.7	11.2	0.0	-	12.8
Property held for sale					49.0	49.0				
Inventory	24.6	25.5	43.2	53.9	60.9	66.2	66.7	71.9	132.9	159.8
Debtors	26.3	33.6	40.2	46.9	57.2	78.9	87.4	98.8	118.7	125.9
Cash and Bank Balances	3.6	1.9	1.5	1.4	4.3	2.2	6.1	15.1	7.6	25.7
Other Assets	5.7	9.1	14.4	12.6	28.9	44.6	28.9	33.7	51.2	42.4
Total Assets	131.3	149.4	211.0	303.1	374.6	438.1	395.3	407.4	489.3	538.4

Return Ratios	FY14	FY15	FY16	FY17	FY18	FY19	FY20	FY21	FY22	FY23
ROE	29.9%	23.8%	24.2%	29.6%	18.0%	23.4%	17.5%	23.8%	21.2%	26.3%
ROCE- Pre Tax	19.5%	16.5%	17.7%	19.1%	14.5%	18.7%	17.3%	24.8%	26.0%	31.6%
ROCE -Post Tax	14.2%	10.9%	10.8%	12.0%	8.7%	13.9%	12.0%	18.0%	20.28%	24.2%
Gearing Ratio	1.9	1.9	2.0	2.2	1.8	1.6	1.5	1.2	1.2	1.30
Net Debt/Equity	2.0	1.8	2.1	2.4	1.1	1.0	0.5	0.2	0.2	0.05
FA Turnover Ratio	2.8	2.7	2.9	2.8	2.0	1.9	1.7	1.6	2.2	3.0
Inventory Days	55	43	50	60	62	50	53	53	61	56
Debtor Days	46	51	54	54	56	54	66	71	60	47
Creditors Days	22	23	25	24	28	24	25	33	51	32
Cash Conversion Cycle	79	70	79	90	90	80	93	91	70	71

Directors' Report

Your Directors are pleased to share the Business Performance for the Audited Financial Statements for the year ended March 31, 2023.

FINANCIAL PERFORMANCE SUMMARY

₹ in crores

Particulars	Consolidated		Standalone	
	2022-23	2021-22	2022-23	2021-22
Revenue from Operations	952.13	659.35	952.13	659.35
Earnings before Interest, Taxes & Depreciation	154.81	103.65	154.81	103.59
Less: a) Finance Cost	8.18	7.83	8.18	7.83
b) Depreciation	19.99	23.26	19.99	23.26
Add: Other Income	1.44	8.06	1.39	7.97
Profit before exceptional items and tax	128.07	80.57	128.02	80.48
Less: Exceptional Items*	-	-	-	-
Profit before tax	128.07	80.57	128.02	80.48
Less: Tax Expense	32.09	19.47	32.07	19.46
Profit for the Period	95.98	61.11	95.94	61.02
Share of Profit/(Loss) of associate company	-	(22.10)	-	-
Add: Other Comprehensive Income/(Expense) (Net of Taxes)	(0.0027)	(0.0090)	(0.0027)	(.0090)
Total Comprehensive Income	95.97	60.88	95.94	61.01
Opening balance in Retained Earnings	307.62	250.97	307.97	251.20
Closing balance in Retained Earnings	403.59	307.62	403.92	307.98

Economic Environment

Global Economic Overview

The global outlook remained uncertain with the financial sector under stress, stubborn inflation, and the continuation of the Ukraine war, apart from the residual effects of three years of COVID. According to the IMF, "The baseline forecast is for growth to fall from 3.4 percent in 2022 to 2.8 percent in 2023, before settling at 3.0 percent in 2024." In 2022, the rapid spread of COVID-19 in China, and Europe's food and energy crises, further exacted a heavy toll on world economic activity. The negativity affected consumer and investor confidence, which further pressured the global economy's near-term growth prospects.

The slowdown is particularly noticeable in the advanced economies which contribute majorly to global demand. Growth is expected to plummet from 2.7 percent in 2022 to 1.3 percent in 2023. If conditions worsen this could fall below 1 percent, says the IMF report.

On the positive side global inflation is likely to abate in the coming months, though energy and food prices were yet to show any major respite. Economic activity has been improving since the third quarter of 2022, with some rebound in household consumption and a pick-up in business activity. The opening of the Chinese economy towards the end of the year also paved the way for recovery in demand. As the

India, along with China, is expected to contribute 50% of global growth in 2023

remaining headwinds are mainly in the Western world, global growth is projected to be held up by the Asian economies. In

2022, emerging markets and developing economies achieved a growth rate of approximately 4%, contributing significantly to overall global growth. In the coming year, these regions are expected to continue bolstering the global economy by sustaining a growth rate of 3.9%.

Several counter measures are underway to prevent further downtrend in growth. Sustained wage rise and Government's push to boost pent-up demand in large economies may gradually drive consumer demand while reducing supply constraints. This, in turn, should curb inflation and minimise the need for additional interest rate hikes, thereby supporting growth. On the political front, the cessation of the Ukraine war will give a significant boost to the world economy. Greater cooperation among countries would ease the road to recovery.

Indian Economic Overview

India appeared to be the bright spot in a struggling world economy retaining its position as the world's fastest-growing major economy in the financial year (FY) 2022-23. The country clocked a real gross domestic product (GDP) growth rate of 7.2 percent as per the estimate of the Central Statistical Organisation (CSO), backed by strong investment activity, the Government's capex and infra push, and buoyant private consumption, particularly among higher-income earners.

The Indian economy demonstrated remarkable resilience, which is reflected in a rebound in post-pandemic consumption, increased economic activity, and a resurgent service sector. The Government of India's initiatives for driving infrastructure investments have also facilitated growth.

While post-COVID private investment recovery is still at a nascent stage, there are early signals indicating that India is poised for a stronger investment upcycle in both manufacturing and services sectors. The number of private investment projects underway in the manufacturing sector has been steadily growing over the years. The GST collection for FY 2022-23 has increased by 22% compared to last year.

Our Approach

In the beginning of FY23 when the situation warranted, entire company's focus was on all round improvement of efficiency. As domestic operations Starts improving, the company focused both on Domestic operations & the international operations.

The operations were taken to full scale, factories were ramped up to full capacities, supply chain strengths ensured continued availability of stocks at all levels.

Operations

As we entered 2022, the outlook was stable & no specific expectations for growth were set, however as the year progressed, the company surpassed the 2022 base year revenue. Company has achieved revenue of ₹952.13 crore as against ₹659.35 crore recorded in the previous year. Exports, including export incentives, contribute 67.05% of total revenue.

During the year, operating margins improved significantly to ₹154.81 crore from ₹103.65 crore in the previous year.

Outlook for the Indian Economy and India Laminate Industry

Backed by its strong fundamentals, the Indian economy is in a sweet spot to witness sustained growth in the years ahead. As per the Economic Survey presented in parliament in January 2023, India is expected to witness a 6.0-6.8 percent GDP growth rate in FY 2023-24. Multiple international and domestic agencies forecast India's GDP growth to be in the range of 6.0%-7.0% for FY 2023-24.

The growth drivers will continue to be private consumption and investment, supported by favourable Government policies focused on improving infrastructure, and the business and banking ecosystem. India is optimistic about its future prospects because of its macroeconomic stability as well as its growing economic and political prominence on the international stage. On 1st December 2022, India assumed the presidency of the G20 forum taking over from Indonesia. As an emerging economic powerhouse, it is expected that India will take on other crucial roles in the coming years.

High-frequency indicators, including GST collections, railway and air traffic, electronic toll collection, the volume of e-way invoices, etc., point towards a strong economic recovery. Increasing UPI transactions and a higher credit demand also indicate sustained expansion. However, the key risks to the growth rate can be a slowdown in the global economy if the geopolitical situation becomes further tense or persistent high inflation leads to an increase in interest rates by central banks of major countries.

India Decorative Laminates Market Trends:

The India decorative laminates market is primarily driven by the elevating living standards and the increasing per capita expenditure of consumers on home décor products. The rising popularity of ready-to-assemble (RTA) floorings, furniture, and cabinets has also encouraged consumers to shift toward modern home furnishing designs. Furthermore, the rapid development of commercial infrastructure in India has increased the demand for decorative interior products such as laminates in gymnasiums, convention centers, indoor sports clubs, and auditoriums. Furthermore, as decorative laminates are easy to install and do not need to be connected with the subfloor or walls by nails or staples, they have gained immense traction across the country.

Decorative Laminates Market Analysis

The global market for decorative laminates is expected to grow at a CAGR of more than 3% during the forecast period. The major factor driving the market studied is the growing construction industry in the Asia-Pacific region. On the flip side, unfavorable conditions arising due to the COVID-19 outbreak is hindering the growth of the market.

Furniture application is expected to dominate the market studied over the forecast period owing to the increasing construction industry.

Asia-Pacific region is expected to dominate the global decorative laminates market and is also forecasted to be the fastest-growing region over the forecast period.

Product Extension and Expansion

The Company has planned for CAPEX of ₹150 Crore which is expected to improve and enhance the share of value-added products in the product mix. The company has planned for product extension under greenfield project.

Credit Rating

During the year under consideration, CARE has carried out a credit rating assessment of the Company for both short term and long term exposures and has improved the rating from Care 'A-' to Care 'A' Stable and 'Care'A2 to Care 'A2'+ for long term facilities and short term facilities respectively.

The Rating of the company is as under:

Facilities	Rating
Long term facilities	Care 'A' Stable
Short term facilities	Care 'A2'+

Subsidiary and Associate and its performance

Asia Pacific Region holds the largest share in the global market of laminates and allied building materials and on the basis of rational forecasts Southeast Asia region is predicted to be the fastest growing region due to a bounce in construction activities, thus, Company with a view to explore more potential markets, had incorporated a Wholly owned subsidiary (WOS) named Stylam Asia-Pacific Pte. Limited in Singapore on the 16th September 2019 but said subsidiary company could not commenced its business

operations and it had been decided to close the company. Eventually Company name got struck off on 16th August 2022.

The company had also purchased 34% shares of Alca Vstyle Sdn Bhd.(Alca) Incorporated in Malaysia. These shares were purchased from existing shareholders. Alca is engaged in the business of trading of commercial and industrial furniture & fixtures.

The statement in form AOC-1 containing the salient features of the financial statements of subsidiary/ associate company/joint venture pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014 is attached as "Annexure-I" to this Report

The company had incorporated wholly owned subsidiary (WOS) Stylam Panels Ltd in India to explore the opportunity by way of greenfield project in Plywood and allied wood based products. However this project has been deferred for few months.

Dividend

The Company with a view to expand its business and oscillate its direction towards growth in the best way possible, has barred itself from recommending dividend during the year under review.

Reserve

After all appropriations and adjustments, the closing balance of the retained earnings for FY 2023, stood at ₹403.92 crore.

Consolidated Financial Statements

Pursuant to Section 129(3) of the Companies Act, 2013, the Consolidated Financial Statements of the Company prepared in accordance with Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and Indian Accounting Standard 110 have been provided in the Annual Report.

Material Changes and Commitments

There have been no other material changes viz:

- Settlement of tax liabilities;
- Operation of patent rights;
- Depression in market value of investments;
- Institution of cases by or against the Company;
- Destruction of any assets or disposal of a substantial part of undertaking;
- Changes in capital structure; and
- Material changes concerning purchase of raw material and sale of the product.

that occurred during the concerned financial year or subsequent to closure of the financial year under consideration till the date of the report

Change in nature of business, if any

There was no change in the nature of business of the Company during the financial year ended 31st March, 2023.

Maintenance of Cost Records

Pursuant to sub-section (1) of Section 148 of the Companies Act, 2013, the maintenance of Cost Records as specified by the Central

Government is not required by the Company and accordingly such records are not made and maintained by the Company.

Accreditation

Company received the following accreditation

- Company has been accredited T-2 recognition under Authorized Economic Operator (AEO) programme, under the aegis of World Customs Organization.
- Company has obtained certification from NSF International, USA, for High Pressure Decorative Laminates and Solid Acrylic Surface Products. NSF is the US based leading global provider of public health and safety-based risk management solutions.

Deposits

During the year under review, the Company did not accept any deposits from the public within the ambit of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

Business Excellence and Quality Initiatives

The Company continues to be guided by the philosophy of business excellence to achieve sustainable growth. Customer-focused culture towards building long-term customers relationships is the key agenda of the Management.

The Company following the principles of total quality management, continues to be certified under ISO 9001: 2015 certifications for the complete range of laminates manufactured.

Occupational, Health, Safety and Environment

The Company has effectively deployed policies on Safety, Occupational Health & Environment at all locations and constantly focuses on improving the effectiveness of system processes.

Brand Visibility

During the year under review, the Company has conducted various programs viz Architects' meet, Distributors meet, Dealers meet to build a connection with its customers and dealers so to promote brand visibility and generate demand

Human Resources

The Company recognizes that the purpose of Human Resources is to be a catalyst and change agent. Over the years, there has been a paradigm shift in the approach adopted by Employee Relations through different initiatives in various capacities. The Company invested in formal and informal training coupled with on-the-job training. We drive sustainable growth and have been instrumental in bringing in thought leadership in building strong employee relations. The Company is focused on building a high performance culture with a growth mindset. Developing and strengthening capabilities for all employees remained Company's an ongoing priority. The Company maintains momentum on building speed and simplification in ways of working.

Directors and Key Managerial Personnel

Change in Directors

Appointment of Ms.Purva Kansal who was appointed as an Additional Independent Director on the Board of the Company on 17th August 2023 for a period of 5 years w.e.f. 17th September 2023 to 16th August 2028.

Mr. Sachin Kumar Bhartiya had resigned as Nominee Director from the company on 15th December 2022.

Retirement by Rotation and subsequent re-appointment

In accordance with the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, read with Companies (Appointment and Qualification of Directors) Rule, 2014 (including any statutory modification(s) or re-enactment(s) therefore the time being in force) and the Articles of Association of the Company, Mr. Mani Gupta (DIN: 00889528) and Mr.Sachin Bhatla (DIN 08182443) were appointed as directors liable to retire by rotation at the ensuing Annual General Meeting and being eligible offer themselves for re-appointment. The Board recommends the re-appointment of Mr. Sachin Bhatla as Whole time director and Mr. Mani Gupta as whole time director of the company.

The details of Directors being recommended for re-appointment as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are contained in the accompanying Notice convening the ensuing Annual General Meeting of the Company. Appropriate Resolution(s) seeking your approval to the re-appointment of Directors are also included in the Notice.

Declaration by Independent Directors

The Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 and the applicable provisions of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 so as to qualify themselves to act as Independent Director under the provisions of the Companies Act, 2013 and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and the relevant rules.

Board Meetings

During the year under review, the Board of Directors of the company met 9 (Nine) times, the details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

The details of constitution of the Board and its Committees are given in the Corporate Governance Report which forms part of this Annual Report.

Board Evaluation

Performance evaluation of the individual Directors as well as the Board is done on the basis of the Nomination and Remuneration,

Evaluation policy that has been framed by the Nomination and Remuneration Committee.

The Board of Directors are responsible for

- defining goals and framing strategies for achieving those goals;
- framing roles of board, committees, key managerial persons and employees;
- setting internal financial control systems;
- analyzing risks and effective risk measure to mitigate those risks;
- implementing corporate governance practices;
- responding to the problems or crisis that emerge;
- communication with employees and others;
- updating with latest developments in regulatory environments and the market in which the Company operates;
- contribution of the Board for ensuring that the Company adheres to the statutory and regulatory compliances as applicable to the Company;
- discharging of governance and fiduciary duties;
- handling critical and dissenting suggestions; etc.

The parameters for performance of evaluation of Board are

- attendance at the Board meetings;
- Participation and contribution in Board meetings and committee meetings;
- domain knowledge, vision, strategy;
- information regarding external environment;
- raising of concerns;
- Contribution towards the formulation and implementation of strategy for achieving the goals of the Company;
- Conduct and Integrity;
- Updating of skills and knowledge;
- Compliance with Code of Business Ethics and Code of Conduct of the Company; etc.

The Directors expressed their satisfaction with the evaluation process.

Audit Committee

The composition of the Audit Committee is in alignment with provisions of Section 177 of the Companies Act, 2013 read with the Rules issued thereunder and Regulation 18 of the Listing Regulations.

All the members of the Audit Committee are financially literate and have experience in the financial management.

The Audit Committee of the Company is entrusted with the responsibility to supervise the Company's internal controls and financial reporting process and, inter-alia, performs the following functions:

- overseeing the Company's financial reporting process and disclosure of financial information;
- reviewing and examining with management the quarterly and annual financial results and the auditors' report thereon before submission to the Board for approval;
- reviewing management discussion and analysis of financial condition and results of operations;
- reviewing Related Party Transaction Policy of the Company;
- reviewing and monitoring the auditor's independence and performance and effectiveness of audit process;
- reviewing with management, Statutory Auditors and Internal Auditor, the adequacy of internal control systems;
- reviewing the adequacy of internal audit function and discussing with Internal Auditor any significant finding and reviewing the progress of corrective actions on such issues;
- evaluating internal financial controls and risk management systems.

The terms of reference of the Audit Committee and other details have been provided in the Corporate Governance Report.

Enterprises Risk Management Framework

The Board has formed a Risk Management Committee ('RMC') to frame, implement and monitor the risk management plan for the Company and ensure its effectiveness and to develop a policy for actions associated to mitigate the risks as well as identify new and emergent risks.

The RMC seeks to minimize the adverse impact of risks on business objectives and capitalise on opportunities. The RMC is chaired by an Independent Director. The Audit Committee has an additional oversight in the areas of financial controls.

The Company has a well-defined risk management framework in place to ensure appropriate identification, measurement, mitigation and monitoring of business risks and challenges across the Company. The Company's success as an organization largely depends on its ability to identify opportunities and leverage them while mitigating the risks that arise while conducting its business. Further, the Board is apprised of any procedure that may threaten the long term plans of the Company.

Company's sustainable focus remain on leveraging next generation technology, supports an enterprise-wide view of risks and compliance, enabling a more holistic approach towards informed decision making. Risks are assessed and managed at various levels with a top-down and bottom-up approach covering the enterprise, the Strategic business units, the geographies and the functions.

All business heads are responsible to ensure compliance with the policies and procedures laid down by the Management. Robust

and continuous internal monitoring mechanisms ensure timely identification of risks and issues. The Management, Statutory and Internal Auditors undertake rigorous testing of the control environment of the Company.

Nomination and Remuneration Committee

The composition of the Nomination and Remuneration Committee is in alignment with provisions of Section 178 of the Companies Act, 2013 read with the Rules issued thereunder and Regulation 19 of the Listing Regulations.

The Committee, inter alia, identifies persons who are qualified to become directors and who may be appointed in senior management.

The Nomination and Remuneration Committee is responsible for evaluating the balance of skills, experience, independence, diversity and knowledge on the Board and for drawing up selection criteria, ongoing succession planning and appointment procedures for both internal and external appointments. The role of Nomination and Remuneration Committee, inter-alia, includes:

- recommend the criteria for appointment of Executive, Non-Executive and Independent Directors to the Board;
- determine remuneration of all the Executive Directors and Key Managerial Personnel, i.e. salary, benefits, bonuses etc.;
- carry out evaluation of each Director's performance and performance of the Board as a whole;
- recommend to the Board, all remunerations, in whatever form, payable to Senior Management.

The brief terms of reference of the Committee and the details of the Committee meetings are provided in the Corporate Governance Report.

Stakeholders' Relationship Committee

The composition of the Nomination and Remuneration Committee is in alignment with provisions of Section 178(5) of the Companies Act, 2013 read with the Rules issued thereunder and Regulation 20 of the Listing Regulations. The Committee, inter alia, reviews the grievance of the security holders of the Company and redressed thereof. The brief terms of reference of the Committee and the details of the Committee meetings are provided in the Corporate Governance Report

Corporate Social Responsibility

Corporate Social Responsibility (CSR) encompasses much more than social outreach programmes.

In accordance with the requirements of Section 135 of Companies Act, 2013, Company has constituted a Corporate Social Responsibility Committee.

The disclosures as per Rule 9 of Companies (Corporate Social Responsibility Policy) Rules, 2014 is annexed hereto as "Annexure - II"

The Company has contributed ₹ 137.15 lakh towards various CSR activities during the year and increased/scaled up its CSR

intervention in the areas prescribed in the Company's CSR policy.

As a socially responsible Company, the Company is committed to increase its CSR impact and spend over the coming years, with its aim of playing a larger role in India's sustainable development by embedding wider economic, social and environmental objectives. The Company has identified projects where contribution will be meaningful for the economic uplift of the society. Preference was given to allocate and spend higher amount on activities pertaining to local area and areas around the Company's factories. However, being in early years of implementation of CSR, the Company has faced practical problems as regards to co-ordination and consensus amongst the beneficiaries, local villagers, gram panchayats and other related agencies to carry out the identified projects.

Statement in respect of adequacy of Internal Financial Controls with reference to the Financial Statements

The Directors had laid down Internal Financial Controls procedures to be followed by the Company which ensure compliance with various policies, practices and statutes in keeping with the organization's pace of growth and increasing complexity of operations for orderly and efficient conduct of its business. The internal control framework is commensurate with the size and operations of the business and is in line with requirements of the Act.

The Audit Committee of the Board, from time to time, evaluated the adequacy and effectiveness of internal financial control of the Company.

- The Company has a well-defined delegation of authority with specified limits for approval of expenditure, both capital and revenue. The Company has workflows to ensure adherence to the delegation of authority
- The Company periodically tracks all amendments to Accounting Standards and makes changes to the underlying systems, processes and financial controls to ensure adherence to the same. All resultant changes to the policy and impact on financials are disclosed after due validation with the Audit Committee
- Access to assets is permitted only in accordance with management's general and specific authorization. No assets of the Company are allowed to be used for personal purposes, except in accordance with terms of employment or except as specifically permitted.
- Proper systems are in place for prevention and detection of frauds and errors and for ensuring adherence to the Company's policies.
- The Company gets its Standalone financial statements limited reviewed/ audited every quarter by its Statutory Auditors. International subsidiary provide information required for consolidation of accounts in the format prescribed by the Company. The accounts of the subsidiary and joint venture company are audited and certified by their respective Statutory Auditors for consolidation.

- To have better internal financial control company has implemented integrated SAP System at all the business verticals.

Vigil Mechanism/ Whistle Blower Policy

The Whistleblower Policy has been approved and adopted by Board of Directors of the Company in compliance with the provisions of Section 177 (10) of the Companies Act, 2013 and Regulation 22 of the Listing Regulations.

The Policy also provides protection to the employees and business associates who report unethical practices and irregularities.

The policy is available on Company's website.

Risk Management Policy

The Company operates in a volatile, uncertain, complex and ambiguous business environment. The environment brings mix of opportunities and uncertainties impacting the Company's objectives. Risk Management, which aims at managing the impact of these uncertainties, is an integral part of the Company's strategy setting process. The Company regularly identifies these uncertainties and after assessing them, devises short-term and long-term actions to mitigate any risk which could materially impact the Company's long-term goals.

Mitigation plans to significant risks are well integrated with functional and business plans and are reviewed on a regular basis by the senior leadership.

Policy on Prevention of Sexual Harassment at Workplace

The Company's Policy on Prevention of Sexual Harassment at Workplace is in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (Prevention of Sexual Harassment of Women at Workplace Act) and Rules framed thereunder.

During the year under review, no case was filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013.

Remuneration of Directors and Key Managerial Personnel

The remuneration paid to Directors is in accordance with Nomination and Remuneration Policy formulated in accordance with the provisions of Section 178 of the Companies Act, 2013 read with Regulation 19 of the Listing Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force). The information required under Section 197 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) in respect of Director and Key Managerial Personnel is set out please refer **Annexure VI**.

Nomination and Remuneration Policy

The company has formulated and adopted the Nomination and Remuneration Policy in accordance with the provisions of Section 178 of the Companies Act, 2013 read with Part D of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Remuneration Policy is approved by the Board of Directors and is uploaded on the website of the Company.

Related Party Transactions

All related party transactions that were entered during the financial year were in the ordinary course of business and on arm's length basis. There were no materially significant related party transactions entered into by the Company with Promoters, Directors, Key Managerial Personnel or other persons which may have a potential conflict with the interest of the Company.

All related party transactions are placed before the Audit Committee for approval and prior omnibus approval is also obtained from the Audit Committee for the related party transactions which are of repetitive nature and can be foreseen.

The policy on materiality of related party transactions as approved by the Audit Committee and the Board of Directors is uploaded on the website of the Company. The required form AOC-2 has been appended as "Annexure III" to this report.

Further the disclosures related to related party transactions are also detailed in Note No. 28 of Notes to Accounts of Financial Statements for the year ended 31st March, 2023.

Director's Responsibility Statement

In terms of the provisions of Section 134(3)(c) read with Section 134(5) of the Companies Act, 2013, the Directors state that:

- a. in preparation of annual financial statements for the financial year ended March 31, 2023, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b. the Directors have 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 at the end of the financial year and of the profit or loss of the Company for that period;
- c. the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. the Directors have prepared the annual accounts on a going concern basis;
- e. the proper internal financial controls were in place and that the financial controls were adequate and were operating effectively; and

- f. the systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

Insurance

The Company's properties, including building, plant, machineries etc. and stocks are adequately insured against risks.

Listing

The equity shares continue to be listed on Bombay Stock Exchange Limited (BSE) and National Stock Exchange Limited (NSE). The Company has paid annual listing fee for the financial year 2022-23.

Loans, Guarantees or Investments

Pursuant to Section 186 of the Companies Act, 2013, Company has not directly or indirectly

- a) given any loan to any person or other body corporate other than usual advances envisaged in a contract of supply of materials if any,
- b) given any guarantee or provide security in connection with a loan to any other body corporate or person and
- c) acquired by way of subscription purchase or otherwise, the securities of any other body corporate, exceeding sixty percent, of its paid-up share capital, free reserve and securities premium account or one hundred percent of its free reserves and securities premium account whichever is more.

Auditors and Auditors' Report

Statutory Auditors

The shareholders of the company at the 31st Annual General Meeting (AGM) held on 30th September 2022, have approved appointment of M/s Mittal Goel & Associates, Chartered Accountants (Firm Registration No. 017577N), as the Statutory Auditors of the of the Company pursuant to Section 139 of Companies Act, 2013 from the date of conclusion of 31st AGM till the conclusion of 36th AGM to be held in 2027. The Board of director of the company recommended the re-appointment of M/s Mittal Goel and Associates for next five year

Statutory Auditors' Report

The observations of Statutory Auditor in its reports on standalone and consolidated financials are self-explanatory and therefore do not call for any further comments.

Details in respect of frauds reported by auditors

There were no instances of fraud reported by the auditors.

Cost Auditors

The company was not required to appoint Cost Auditor for the financial year ended 31st March 2023.

Secretarial Auditors

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of

Managerial Personnel) Rules, 2014, the Company has appointed M/s Sanjiv K Goel, Practicing Company Secretary, to undertake Secretarial Audit of the Company for the period of 5 (five) years till financial year 2028-29.

The Secretarial Audit Report in Form MR-3 for the financial year ended March 31, 2023 is annexed herewith as “Annexure-IV”.

The Secretarial Audit Report for the year ended 31st March 2023 does not contain any qualification, reservation or adverse remark.

Internal Auditors

The Company has proper and adequate system of internal controls. Board of Directors has Appointed M/s A. Gandhi & Associates Chartered Accountants as Internal Auditors of the company to conduct regular audits that are performed as per the annual Audit Plan. The Internal Audit team conducts its at factory, branches and corporate offices with the objective of evaluating and continuously improving the effectiveness of internal controls and governance processes. Additional areas, if any, identified during the year are taken up as special assignments.

The audit findings are reviewed by the Audit Committee and Board of Directors and corrective action, as deemed necessary is taken. Company has also laid down procedures and authority levels with suitable checks and balances encompassing the entire operations of the Company.

Corporate Governance

Transparency is the cornerstone of the Company's philosophy and all requirements of Corporate Governance are adhered to both in letter and spirit.

All the Committees of the Board of Directors meets at regular intervals as required in terms of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. Your Board of Directors has taken all necessary steps to ensure compliance with all statutory and listing requirements. The Directors and key managerial personnel of your Company have complied with the approved 'Code of Ethics for Board of Directors and Senior Executives' of the Company.

The Report on Corporate Governance as required under the Listing Agreement forms part of and is annexed herewith. The Auditors' Certificate on compliance with Corporate Governance requirements is also attached to this Report.

Management Discussion and Analysis Report

The Management Discussion and Analysis Report for the financial year 2022-23, pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is given as a separate statement in the Annual Report.

Managing Director and CFO Certification

Pursuant to Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Managing Director and CFO certification as specified in Part B of Schedule II thereof is annexed to the Corporate Governance Report. The Managing Director & managing director and the Chief Financial Officer of the Company also provide quarterly certification on Financial Results while placing the Financial Results before the Board in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Compliance with Code of Ethics for Board of Conduct for Directors and Senior Management Personnel

The Managing Director & CEO of the Company has given a declaration that all Directors and Senior Management Personnel concerned have affirmed compliance with the code of conduct with reference to the financial year ended on March 31, 2023. The declaration is annexed to the Corporate Governance Report.

Disclosure regarding compliance of applicable Secretarial Standards

The Company has complied with all the mandatorily applicable secretarial standards issued by The Institute of Company Secretaries of India and approved by the Central Government under Section 118(10) of the Companies Act, 2013.

Fraud Reporting u/s 143(12)

The Company has complied with all the provisions of Section 143 of the Companies act, 2013. Hence, no fraud was reported by the Auditors of the Company to the Audit Committee or the Board of directors.

Particulars of Employees

The information required pursuant to Section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is 'Not Applicable' as no employee is in receipt of remuneration in excess of the limits prescribed under this Section.

Detail of Significant and Material Orders Passed by Regulators or Courts of Tribunals Impacting the Going Concern Status and Company's Operation in Future

There are no significant material orders passed by the Regulators/ Courts which would impact the Going Concern status of the Company and its future Operations.

Conservation of Energy and Technology Absorption and Foreign Exchange Earnings and Outgo

Information pursuant to Clause (m) of Sub-Section (3) of Section 134 of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is annexed herewith as “Annexure V”.

Compliance with applicable Secretarial Standards

The Company has duly complied with all applicable Secretarial Standard as issued by ICSI during the year under review.

Acknowledgement

The Board place on record their deep appreciation to employees at all levels for their hard work, dedication and commitment.

The Board also wishes to place on record its appreciation for the support and cooperation the Company has been receiving from its suppliers, redistribution stockiest, retailers, and others associated with the Company as its trading partners.

The Directors also take this opportunity to thank all Investors, Clients, Vendors, Banks, Government and Regulatory Authorities and Stock Exchanges, for their continued support.

On behalf of the Board,

Jagdish Gupta
Managing Director

Place: Chandigarh

Date: 05.05.2023

Annexure-I

Form AOC-1

Statement containing salient features of the Financial Statement of Subsidiaries/ Associate Companies/Joint Ventures

[Pursuant to first proviso to Sub-Section (3) of Section 129 of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014]

Part "A": Subsidiaries		Amount in ₹
1	Name of the subsidiary	STYLAM PANELS LIMITED
2	Date of Incorporation	6th July 2021
3	Reporting period of the subsidiary	March 31, 2023
4	Reporting currency and Exchange rate as on the last date of the relevant Financial year	INR Rupees in ₹
5	Share Capital	10000000.00
6	Reserve & Surplus	0.00
7	Total Assets	10742971
8	Total Liabilities	10742971
9	Investments	0.00
10	Turnover	0.00
11	Profit / (Loss) before taxation (including Other Comprehensive Income)	442336
12	Provision for taxation	110110
13	Profit / (Loss) after taxation (including Other Comprehensive Income)	332226
14	Proposed Dividend	-
15	% of shareholding	100%

Notes:

1. Stylam Asia Pacific Pte Ltd had been strucked off during the year 2022-2023.
2. Entire Investment in the Stylam Asia Pacific Pte Ltd has been written off in the books of accounts.

Part "B": Associates and Joint Ventures (JV)		Amount in ₹
1	Name of the Associates	Alca Vstyle Sdn.Bhd., Malaysia
2	Latest audited Balance Sheet Date	29th February 2023
3	Shares of Associate/Joint Venture held by the Company on the year end	34% in paid up capital
a	Number of Shares	340,000 ordinary shares at Face value of MYR 1/- each
b	Amount of Investment in Associate/Joint Venture,	58,44,848.00
c	Extend of Holding %	34%
4	Description of how there is significant influence	No significant influence
5	Reason why the associate/joint venture is not consolidated	The company has consolidated accounts of Alca Vstyle Sd, Bhd.,which has accounted for its share of profit in the Joint venture company
6	Net worth attributable to Shareholding as per latest audited Balance Sheet	
a	As per latest audited balance sheet i.e 29th February 2023	
7	Profit / (Loss) for the year (including Other Comprehensive Income)	
i	Considered in Consolidation	
ii	Not Considered in Consolidation	(9.04) crores

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 – NIL

Annexure-II

Annual Report on Corporate Social Responsibility (CSR) Activities

1. Scope of CSR Activities

In adherence to section 135 of the Companies Act 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Board of Directors upon the recommendation of CSR Committee, approved a CSR Policy of the Company.

The CSR initiatives of the Company aim towards inclusive development of the communities around the vicinity of its plants and registered office.

Company under its CSR program had done interventions in the areas of (i) education, by providing material to academic institution providing education to underprivileged children; (ii) healthcare with monetary contribution, providing material to institutions providing primary health care services; (iii) care for senior citizens, co-partner in setting up of old age homes for senior citizens; (iv) Hunger, malnutrition and health, contribute towards eradicating extreme hunger, malnutrition, promoting healthcare and sanitation (v) promoting sports by extending financial support to sports association (vi) disaster management with aim to support during covid-19 pandemic.

Welfare of Cows

The welfare of cows in traditional cow shelters (gaushalas), was assessed on the basis of the measurement of animal-and resource-based welfare parameters and description of the herd characteristics by the manager. A description of the condition of the cows and the resources provided to them is provided in this cross-sectional study. Small space allowance per cow, non-uniform flooring, little freedom of movement, and lack of access to pastures were the key welfare issues observed in the study. Very few cows were recorded as lame, but about half had carpal joint lesions and slightly less had lesions from interacting with shelter furniture. This study will inform the stakeholders about the concept of welfare auditing of the cow shelters, for better welfare and management of the cows in the shelters. Company under its CSR policy initiated to support the welfare of the cows.

- Healthcare

The healthcare in India is ailing at an alarming rate. Company's health initiatives started with a need to provide basic access to primary healthcare services to the community around. Company has made monetary contribution to institutions providing healthcare services.

- Care for Senior Citizens

With India emerging as the most populous nation and increasing life expectancy, its ageing population is steadily rising. The proportion of the 60+ population in the country rose from 7.5 per cent in 2001 to 9.7 per cent in 2021 and is

expected to touch 12.1 per cent in 2031 and 16.6 per cent by 2051. Those in the 70+ age group, currently around 5 per cent, are likely to double. In terms of numbers, we will have to deal with approximately 140 million to over 200 million senior citizens in the next 30 years. Old-age problems extend beyond physical health or disabilities; they also encompass mental, social, and psychological aspects. Addressing these challenges requires a great deal of understanding and empathy to provide relief to those in need. Company under its CSR policy initiated to support the senior citizens of the society.

Company has contributed to the old age homes for senior citizens.

- Hunger, malnutrition and health

Company believe in the importance of investing in nutrition as accelerator to inclusive opportunity for a healthy growth, and as enabler of better life. Company is committed to fight hunger and malnutrition. Company monetary contributed to the Charitable Trust to eradicate hunger, malnutrition and improved health.

- Promoting Sports

Company realized that sports activities are essential for promotion for healthy and disciplined life among youth. Company sees Investment in sports as nation building, community development, empowerment, skill development, investment in health." In a bid to strengthen the sports ecosystem, company has monetary contributed amateur federation for sports as their CSR initiatives.

- CSR Policy Implementation

The Company shall undertake CSR project/ programmes identified by the CSR Committee and approved by the Board of Directors in line with the CSR Policy. The CSR Policy of the Company is uploaded on the website of the Company.

2. Composition of the CSR Committee

As on 31st March 2023, the Corporate Social Responsibility Committee comprised of 3 (Three) Members of the Board, 2 (Two) of which were Executive Director and 1 (One) of which was Independent.

- Mr. Jagdish Gupta (Executive Director, Chairperson)
- Mr. Satpal Garg (Non Executive-Independent Director, Member)
- Mr. Manit Gupta (Executive Director, Member)

3. 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 for the financial year 2022-23

4. 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

Nil

5. Average net profit of the Company for last three financial years: ₹ 66,72,42,363/-

6. (a) Two percent of average Net profit of the company as per section 135(5): ₹1,33,44,847/-

(b) Surplus arising out of the CSR projects or programmers or activities of the previous financial years ₹ Nil

(c) Amount required to be set off for the financial year, is 55,857/- ie 2020-21 of ₹6,226.00-, for the 2021-22 of ₹ 49631.00

(d) Total CSR obligation for the financial year (7a+7b-7c) : ₹1,33,44,847/-

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

Amount in ₹

Total Amount spent for the Financial Year 2022-23	Amount unspent				
	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	Name of the Fund	Amount	Date
13714783	Nil	Nil	Nil	Nil	Nil

Total amount spent during the Financial year 2022-23 is ₹ 13714783/- (as per detail mentioned under section(c))

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

Amount in ₹

S.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	Project Duration	Amount allocated for the project (in ₹)	Amount spent in the current financial Year (in ₹)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹)	Mode of Implementation - Direct (Yes/ No)	Mode of Implementation -Through Implementing Agency
Nil										

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

Amount in ₹

S. 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 in the current financial Year (in ₹)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹)	Mode of Implementation - Direct (Yes/ No)	Mode of Implementation -Through Implementing Agency	
				State	Distt				Name	CSR Regd.,-if regd
1	Setting up old age homes, day care centers and such other facilities for senior citizens and under privilege childrens.	(ii)								
	Supply of material and labour charges for Old age home to kartar Aasra old age and orphanage home.		Yes	Chandigarh	Chandigarh	4272612/-	NIL	DIRECT		-
2	contribution to education university association									
	punjabi university old campus student association		Yes	Punjab	Patiala	20000/-	Nil	Direct	-	-

Amount in ₹

S. 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 in the current financial Year (in ₹)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹)	Mode of Implementation - Direct (Yes/ No)	Mode of Implementation -Through Implementing Agency	
				State	Distt				Name	CSR Regd.,-if regd
3	Eradicating hunger, poverty & construction of Bhavan	(i)								
	Provide Monetary contribution to Mata Mansa Devi Sewak Dal for Development.		Yes	Haryana	Panchkula	65,00,000/-	Nil	No	Mata Mansa Devi Sewak Dal	yes
4	Contributing to promote nationally recognized sports	(vii)								
	Contribution to Amateur Judo Association of India		Yes	Chandigarh	Chandigarh	2,61,654/-	NIL	Direct	-	-
5	Welfare of cows	(xii)								
	Monetary contribution to Kamdhenu Gaushala sewa samiti and installation		Yes	Haryana	Pinjore	26,00,000/-	Nil	no	Kamdhenu Gaushala Sewa sadan Pinjore	yes
6	Amount spent for registration of vehicles for CSR purposes		Yes	Haryana	panchkula/ chandigarh	65,517/-				
	Total									

Excess amount to set-off, if any

S, no.	Particulars	Amount in ₹
1	Two percent of average net profit of the company as per section 135(5)	1,33,44,847
2	Total amount spent for the Financial Year	1,37,14,783
3	Excess amount spent for the financial year [(2)-(1)]	3,69,936/-
4	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	0.00
5	CSR amount remain unspent in the preceding financial year*	0.00
6	Amount available for set off in succeeding financial years [(3)-(4)-(5)]	3,69,936/-

9. (a) Detail of unspent CSR amount of the preceding three financial years

Amount in ₹

S. No	Preceding Financial Year	Amount transferred to unspent CSR Account under Section 135(6)	Amount spent in the reporting financial year	Amount transferred to any fund specified under Schedule VI of Section 135 (6) if any,			Amount remaining to spent in the succeeding financial year
				Name of the fund	Amount	Date of transfer	
Nil							

(b) Details of CSR amount spent against ongoing projects for the preceding three financial years:

								Amount in ₹
S.No	Project ID	Name of the project	Financial year in which project was commenced	Project duration	Total amount allocated for the project	Amount spent on the project in the reporting Financial Year	Cumulative amount spent at the end of reporting Financial Year	Status of the project Completed / Ongoing
Nil								

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

				Amount in ₹
Date of creation or acquisition of the capital asset(s)	Amount of CSR spent for creation or acquisition of capital asset	Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.	Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset)	
	NIL	NIL	NIL	

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

12. Responsibility Statement

The CSR Committee hereby affirms that:

The Company has duly formulated a CSR Policy Framework which includes formulation of a CSR Theme, CSR budget and roles and responsibilities of the Committee as well as the various internal committees formed for implementation of the CSR policy;

The Company has constituted a mechanism to monitor and report on the progress of the CSR programs;

The activities undertaken by the Company as well as the implementation and monitoring mechanisms are in compliance with its CSR objectives and CSR policy.

On behalf of the CSR Committee

sd/-
Jagdish Gupta
Chairman

Annexure-III

Form AOC-2

[Pursuant to clause (h) of sub-section (3) of Section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014]

1. Details of contracts or arrangements or transactions not at arm's length basis: Nil
2. Details of material contracts or arrangement or transactions at arm's length basis are given below:

S.No.	Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transaction	Duration of the contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Board, if any	Amount paid as advances, if any
1	Alca Vstyle Sdn. Bhd., Malaysia	Arrangement for sale of products	From 22nd November 2019, the date of acquisition of shares and subsequent years	From 22nd November date of acquisition of shares, sale for ₹ 825.19 lakhs on mutually agreed terms.	12.08.2019	N.A
2	Stylam Panels Limited	Arrangement for Investment in Equity Shares	For the financial year 2021-22	During Financial Year 2021-22 paid 100 lakhs	16.06.2021	NIL

Annexure-IV

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 of Managerial Personnel) Rules, 2014]

To,
The Members,
Stylam Industries Limited
S.C.O. 14, Sector 7 C,
Chandigarh -160019

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Stylam Industries Limited** (hereinafter called "**the company**"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliance and expressing my opinion thereon.

Based on my verification of the Stylam Industries Limited's books, papers, minutes 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 March 31, 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:

1. I have examined the books, papers minute books, forms and returns filed and other records maintained by Stylam Industries Limited for the financial year ended on March 31, 2023 according to the provisions of

- i) The companies Act, 2013 (the Act) and the rules made there under;
- ii) The Securities Contracts (Regulations) 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 Takeover) Regulations, 2011;

- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992, and 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 Requirement) 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 client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (**Not applicable to the Company during the Audit Period**);
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (**Not applicable to the Company during the Audit Period**);
2. I have relied on the representation made by the company and its officers for systems and mechanism put in place by the company for compliances under the applicable Act, Laws and Regulations to the Company.
3. I have also examined compliance with applicable clauses of the followings:
- i) Secretarial Standards issued by The Institute of Company Secretaries of India, effective from July 01, 2015.

- ii) The erstwhile Listing Agreement entered into by the company with Bombay Stock Exchange Limited and The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 notified w.e.f. December 01, 2015.

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

I further report that:

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

Adequate notice is given to all directors to schedule the Board Meeting, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and

obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

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, suits, rules, regulations and guidelines.

Sanjiv Kumar Goel

Practicing Company Secretary

Fellow Membership No. : 2107

CP NO. : 1248

UDIN No. F002107E000740383

Place: Chandigarh

Date: 04.08 2023

Annexure-V

Information as per Clause (m) of Sub-Section (3) of Section 134 of the Companies Act 2013 read with Rule 8(3) of the Companies (Accounts) Rules 2014 and forming part of the Directors' Report for the year ended March 31 2023.

A. Conservation of energy

(i) Steps taken or impact on conservation of energy:

1. 20% reduction in specific power consumption year in 2022-23 as compared to year 2021-22 on per MT of Laminate produced.
2. 10% reduction in specific coal consumption year in 2022-23 as compared to year 2021-22 on per MT of Laminate produced.
3. Optimizing the usage of compressed air in the process resulted in saving of 1.2 Cr in FY 2022-23.

(ii) Steps taken for utilising alternate sources of energy:

Nil

(iii) Capital Investment on energy conservation equipment:

1. Increase in productivity of Press 6% by installing Accumulator, Cost incurred-3.5Cr.

B Technology Absorption

i. Efforts made towards technology absorption:

- a). Redesigned the high-pressure hot water distribution system in the plant and installing new accumulators for better energy conservation in hot water, Cost incurred-3.5Cr.

The R&D activities of the Company are categorized under the following area of focus:

- Developing new products & designs for emerging applications;
- Improvement in manufacturing process;
- Upgradation of existing products with value added features to create product differentiation to retain market share;
- Effective production scheduling;
- Establishing product credibility through international certification;
- Reduction in input pilferage;
- Continuous benchmarking of products against national/international competition.

The Company is putting in efforts to enhance the consumer experience and showcase its indigenous developments. Key features of new products were demonstrated to architects, dealers and other customers both overseas and domestic.

Company is thinking to engage independent implementing agency for lean manufacturing in both the plants

b) Benefits derived as a result of the above R&D

- Penetration into newer market;
- Enhanced reliability of the product;
- New product developments;
- Cost reduction;
- Import substitution;
- Foreign exchange earnings.

c) Future Plan of Action

- To continue with the R&D for new products and better processes
- To improve the quality of existing products

d) Technology absorption adaption and innovation

a) Steps adopted

- Setting –up strict quality norms so as to ensure the goods dispatched from factory is as per the requirement of the customer and is free from all defects;
- Participated in the exhibition at national and international level;
- Analyzing feedback from users to improve products and services.

b) Benefits of the steps adopted

- Improvement in product quality;
- Promotion of Company's brand value;
- Expanded product range;
- Entered into new geography.

c) Information regarding technology imported, during the last 3 years:

Added polyurethane and acrylic hot coat based lacquer coating technology from Germany to produce Anti-finger print and exterior façade application laminates in India.

C Foreign Exchange Earnings and Outgo

The Company participates in the exhibition organized at the international levels and continued its initiatives to increase exports by developing new products and expanding to new markets. The thrust for exploring new market for export will continue in future.

Total Foreign Currency Earning and Outgo

		₹ in crore	
Earning on account of	2022-23	2021-22	
FOB value of Export	579.46	363.12	
Other Income		-	
Total	579.46	363.12	
Outgo on account of			
Raw Material	221.64	119.12	
Components & Spare Parts	0.69	0.62	
Capital Goods	12.53	1.94	
Other Expenditures	5.71	0.00	
Total	240.57	121.68	

Annexure VI

A. Particulars of employees for the year ended March 31, 2023 as required under Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014

- i. The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2022-23 is as under:

Sl. No.	Name of Director	Designation	Ratio of the remuneration of each director to the median remuneration of employees
1.	Mr. Jagdish Rai Gupta	Managing Director	87.88 Times
2.	Mr. Manit Gupta	Whole-time Director	38.58 Times
3.	Mr. Manav Gupta	Whole-time Director	38.58 Times
4.	Mr. Sachin Bhatla	Whole-time Director	10.68 Times

^ Mr. Vijay Kumar Chopra ceased to be an Independent Director of the Company with effect from August 10, 2022 due to completion of his tenure. The details are provided till the date of his tenure in the Company.

- ii. The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2022-23:

Sl. No.	Name of Director/KMP	Designation	% increase in Remuneration in the financial year 2022-23
1.	Mr. Jagdish Rai Gupta	Managing Director	46.42
2.	Mr. Manit Gupta	Whole-time Director	50
3.	Mr. Manav Gupta	Whole-time Director	50
4.	Mr. Sachin Bhatla	Whole-time Director	38
5.	Mr. Kishan Nagpal	Chief Financial Officer	34
6.	Mr. Sanjeev Kumar Sehgal	Company Secretary	9

^ The percentage increase in the median remuneration of employees of the Company in the financial year:

During the financial year 2022-23, the median remuneration of employees of the Company was increased by 10%.

- iii. The number of permanent employees and workers on the rolls of Company:

As on March 31, 2023, there were 1,142 permanent employees on the rolls of the Company.

- iv. Affirmation that the remuneration is as per the Remuneration Policy of the Company:

It is hereby affirmed that the remuneration paid during the year ended March 31, 2023 is as per the Remuneration Policy of the Company.

Report on Corporate Governance – 2022-23

Pursuant to Part C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

1. Company's Philosophy

The company is committed to the highest standards of corporate governance, and setting industry-leading benchmarks. To succeed, we believe, requires highest standards of corporate behavior towards everyone we work with, the communities we touch and the environment on which we have an impact. This is company's road to consistent, competitive, profitable and responsible growth and creating long-term value for its Members, its people and its business partners. The above principles have been the guiding force for whatever the company does and shall continue to be so in the years to come.

Company's goal is to promote and protect the long-term interest of all stakeholders, and to that end, its philosophy of Corporate Governance is built on a foundation of ethical and transparent business operations and is designed to inspire trust among all stakeholders, strengthen the Board and management accountability.

The Board of Directors are responsible for and committed to sound principles of Corporate Governance in the Company. The Board of Directors plays a crucial role in overseeing how the Management serves the short and long-term interests of Members and other stakeholders. This belief is reflected in our governance practices, under which we strive to maintain an effective, informed and independent Board. We keep our governance practices under continuous review and benchmark ourselves to best practices across the globe.

Corporate Governance and Ethics

As a Company we have always worked on the side of ethics and have shunned expediency in any form. We believe that if something is important enough to be done, it is important that we do it ethically. We supplement our traditionally held values of ethical behavior and moral conduct with explicit rules and regulations that guide our efforts in financial, propriety, customer care and business excellence.

2. Board of Directors

In terms of the Company's Corporate Governance Policy, all statutory and other significant and material information are placed before the Board to enable it to discharge its responsibilities of strategic supervision of the Company and as trustees of stakeholders.

Composition

The Board has an appropriate mix of Executive and Non – Executive Directors to maintain its independence. The Board periodically evaluates the need for change in its composition and size. The Board, inter alia, focuses on strategic planning, risk management, compliance, and corporate governance to maintain high standards of ethical conduct and integrity and succession planning for the Directors. As on date of this Report, the Board consists of four executive directors and four independent directors.

The constitution of the Board is given below:

Name of Director	Category	No. of other Directorships in Public Limited Companies	Membership of Other Board Committees
Jagdish Gupta**	Executive/ Managing Director	1	-
Manit Gupta	Executive/ Whole-time Director	1	-
Sachin Bhatla	Executive/ Whole-time Director (technical)	0	-
Manav Gupta	Executive/ Whole-time Director	1	-
Satpal Garg**	Non-Executive/ Independent	0	-
Renu Sood*	Non-Executive/ Independent	0	-
Vinod Kumar	Non-Executive/ Independent	0	-
Sachin Kumar Bhartiya	Nominee	2	-

Note : Mr Sachin Kumar Bhartiya had resigned on 15th December 2022.

A. Chart/matrix setting out the Skills/Expertise/Competence of the Board of Directors

The matrix setting out the skills / expertise/competence of the Board of Directors is given below

S.No.	Experience / Expertise / Attribute	Comments	Status of availability with the Board
1	Leadership	Ability to envision the future and prescribe a strategic goal for the Company. Help company to identify possible road maps. Inspire and motivate the strategy and approach.	Yes

S.No.	Experience / Expertise / Attribute	Comments	Status of availability with the Board
2	Knowledge/ Understanding of the Business of the Company	Should possess domain knowledge in businesses in which the Company participates. Role model in good governance and ethical conduct of business. The ability to leverage the developments in the appropriate for betterment of Company's business. To use the systems which enable the Company to effectively identify, asses and manage risks. Trade practices	Yes
3	Strategy Planning and implementation	To understand goals of the company Ability to plan and implement the strategies effectively & efficiently Equip to analyze necessary changes required due to existence of dynamic environment	Yes
4	Technical skills	Understanding the financial statements, financial controls Practices of the Company across its business line Marketing or other specific skills required for the effective performance of the Company	Yes
5	Attitude and Behavior	Should be Performance oriented Should be Independent Displaying of integrity and ethical standards Active contribution/ participation in discussions	Yes
6	Governance	Commitment in setting corporate governance practices Understanding to support compliance systems and governance policies. Knowledge of legal and regulatory aspects	Yes
7	Other Skills	To have decision making skills To have Leadership skills Ability, experience and knowledge on their respective fields/ core areas	Yes

The above list of core skills/expertise/competencies identified by the Board of Directors as required in the context of its business(es) for it to function effectively, are available with the Board.

B. Board Meetings and Attendance

During the financial year the Board of Directors met 9 (Nine) times during the financial year, on the following dates:

10-05-2022	19-11-2022
25-06-2022	17-12-2022
20-07-2022	24-12-2022
05-08-2022	18-01-2023
21-10-2022	

The maximum interval between any 2 (two) consecutive Board Meetings was well within the maximum allowed gap of 120 (one hundred and twenty) days. The necessary quorum was present for all the meetings.

The attendance at the Board Meetings and the last Annual General Meeting were as under:

Name of Directors	No. of Board Meetings		Annual General Meeting
	Held	Attended	
Jagdish Gupta	9	9	Yes
Manit Gupta	9	8	Yes
Manav Gupta	9	7	Yes
Sachin Bhatla	9	5	Yes
Sachin Kumar Bhartiya	6	2	Yes
Satpal Garg	9	8	Yes
Vinod Kumar	9	7	No
Renu Sood	9	6	No

C. Independent Directors confirmation by the Board

All Independent Directors of the Company have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the Listing Regulations.

In the opinion of the Board, the Independent Directors, fulfil the conditions of independence specified in Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the Listing Regulations.

As on March 31, 2023, none of the Independent Directors was holding any shares of the Company.

D. Information supplied to the Board of Directors:

During the financial year 2022-23, all necessary information, as required under the applicable provisions of the Act, 2013, Part A of Schedule II of the SEBI Listing Regulations and SS-1 ("Secretarial Standard on Meetings of the Board of Directors") and other applicable laws, rules and regulations were placed and discussed at the Meetings of the Board of Directors.

3. Committees of the Board

There are four Committees of the Board namely, the Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee. The terms of reference of the Board Committees are in compliance with the provisions of the Companies Act, 2013, SEBI LODR Regulations and are also reviewed by the Board from time to time. The Board is responsible for constituting, assigning and co-opting the members of the Committees. The meetings of each Board Committee are convened by the Company Secretary in consultation with the respective Committee Chairperson. The role and composition of these Committees, including the number of meetings held during the financial year and the related attendance are provided below

Audit Committee**Composition**

The Audit Committee comprises of optimum combination of executive and non-executive directors. There are 3 members, out of which 2 are Independent and 1 Promoter Director as on 31st March, 2023 The terms of reference of the Committee are same as are described in Regulation 18 of Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Attendance of Members at meetings was as under:

Name	Category	Position
Satpal Garg	Non-Executive/ Independent	Chairman
Jagdish Gupta	Executive/ Member	Member
Renu Sood*	Non-Executive/ Independent	Member

* CFO is permanent invitee to the Audit Committee.

Company Secretary acts as Secretary to the committee.

Meeting and attendance during the year

During the year, 5 (five) Audit Committee meetings were held on 10-05-2022, 20-07-2022, 05-08-2022, 21-10-2022, 18-01-2023

The Attendance of Members at meetings was as under:

Name	No. of Meetings held during the period	No. of Meetings Attended
Satpal Garg	5	5
Jagdish Gupta	5	5
Renu Sood*	5	5

Terms of reference:

The role / terms of reference of the Audit Committee interalia includes the following:

- Overseeing the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible;
- Reviewing with the management quarterly, half yearly, nine- months and annual financial statements, standalone as well as consolidated, before submission to the Board for approval;
- Reviewing the Management Discussion and Analysis of the financial condition and results of operations;
- Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval;
- Recommending the appointment, remuneration, terms of appointment and scope of Statutory Auditors of the Company and approval for payment towards any other service;
- 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;
- Reviewing, with the management, the annual financial statements and the audit report 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 subsection (5) 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. Qualifications in the draft audit report.
- Reviewing and monitoring the auditor's independence and performance and effectiveness of audit process;
- Reviewing the adequacy of internal audit function and discussing with the internal auditors on the significant findings and further course adopted;
- 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 utilisation of proceeds of public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter, if any;
- Reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems;
- Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal audit;
- Discussion with internal auditors about any significant findings and follow up there on;
- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- 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), if any, and creditors;
- Approval of appointment of CFO after assessing the qualifications, experience & background, etc. of the candidate;
- Review and monitor the auditor's independence and performance, and effectiveness of audit process;
- Review the management discussion and analysis of financial condition and results of operations;
- Approval or any subsequent modification of transactions of the Company with related parties;
- Valuation of undertakings or assets of the company, wherever it is necessary;
- Evaluation of internal financial controls

The role / terms of reference of the Audit Committee are in conformity with the SEBI Regulations, 2015 read in conjunction with Section 177 of the Companies Act, 2013.

Nomination & Remuneration Committee

The Nomination and Remuneration Committee determines on behalf of the Board and on behalf of the Shareholders, the Company's policy governing remuneration payable to the Managing Director and Whole-time Directors as well as the nomination and appointment of Directors.

The terms of reference of the Nomination and Remuneration Committee are as per the governing provisions of the Companies Act, 2013 (Section 178) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (specified in Part D of Schedule II).

Terms of reference:

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

- Identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down by the Committee;
- Recommend to the Board appointment and removal of such persons;
- Formulate criteria for determining qualifications, positive attributes and independence of a director;
- Devise a policy on Board diversity;
- Formulation of criteria for evaluation of directors, Board and the Board Committees;
- Carry out evaluation of the Board and directors;
- Recommend to the Board a policy, relating to remuneration for the Directors and Key Managerial Personnel (KMP);
- Recommend to the Board, all remuneration, in whatever form, payable to senior management

Composition

The Nomination and Remuneration Committee comprises of 3 (three) Non-Executive Directors, the Chairman being Non-Executive and Independent. The Company Secretary of the Company acts as Secretary to the Nomination and Remuneration Committee. The Composition of Nomination and Remuneration Committee as on 31st March, 2023, is given below:

Name	Category	Designation
Vinod Kumar	Non-Executive/ Independent	Chairperson
Satpal Garg	Non-Executive/ Independent	Member
Renu Sood	Non-Executive/ Independent	Member

Meeting and attendance during the year

During the year, 1 (One) Nomination & Remuneration Committee meetings were held on 05.08.2022

The Attendance of Members at meetings was as under:

Name	No. of Meetings held during the period	No. of Meetings Attended
Satpal Garg	1	1
Vinod Kumar	1	1
Renu Sood	1	1

Performance Evaluation

In terms of the requirement of the Companies Act, 2013 and the Listing Regulations, an annual performance evaluation of the Board is undertaken where the Board formally assesses its own performance with the aim to improve the effectiveness of the Board and the Committees.

Board and Individual Director

The parameters for performance evaluation of Board includes composition of Board, process for appointment to the Board, succession planning, handling critical and dissenting suggestions, attention to Company's long term strategy, evaluation of the governance levels of the Company, quality of discussions at the meeting, etc.

The parameters of the performance evaluation process for Directors, inter alia, includes, effective participation in meetings of the Board, understanding of the roles and responsibilities, domain knowledge, attendance of Director(s), etc.

Independent Directors were evaluated by the entire Board with respect to fulfillment of independence criteria as specified in the Listing Regulations and Companies Act, 2013 and their Independence from the Management. Additional criteria for evaluation of Chairman of the Board includes ability to co-ordinate Board discussions, steering the meeting effectively, seeking views and dealing with dissent, etc.

(i) Disclosures with respect to Remuneration**Executive Directors**

The details of remuneration including commission to all Executive Directors for the year ended on March 31, 2023 are as follows and the same is within the ceiling prescribed under the applicable provisions of the Companies Act, 2013

Amount in ₹

Name	Designation	Salary	Commission	Provident Fund	Perquisites and other allowances
Mr. Jagdish Gupta	Managing Director	24600000	-	-	-
Mr. Manit Gupta	Whole Time Director	10800000	-	-	-
Mr. Manav Gupta	Whole Time Director	10800000	-	-	-
Mr. Sachin Bhatla	Whole Time Director	2990700	-	-	-

Non-Executive Directors

There are no pecuniary relationships or transactions between the non-executive directors (including independent directors) and the Company. During the year, the company had not paid any amount to Non-Executive Directors.

Obligations and Disclosure Requirements) Regulations, 2015 (specified in Part D of Schedule II). The status of shareholder correspondences, queries, grievances etc. are endeavored to be addressed instantaneously by the secretarial department and status thereof is also placed before the Stakeholders Relationship/ Grievance Redressal Committee.

(ii) Service contracts, notice period, severance fees

The terms of appointment of whole time directors are governed by resolution of Board of directors/ Shareholders and applicable rules of the Company. None of the directors are entitled to severance fees.

Terms of reference:

The terms of reference of the Stakeholders Relationship Committee, as approved by the Board and amended from time to time, includes the following:

(iii) Stock option details, if any and whether issued at a discount as well as the period over which accrued and over which exercisable

Company has not granted any stock option to its any of Directors.

- Resolving the grievances of the security holders of the company including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/ duplicate certificates, general meetings etc;
- Review of measures taken for effective exercise of voting rights by shareholders;
- Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent;

Stakeholders Relationship Committee

The terms of reference and the ambit of powers of Stakeholders Relationship/ Grievance Redressal Committee are as per the governing provisions of the Companies Act, 2013 (Section 178) and Regulation 20 of the SEBI (Listing

- Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/ statutory notices by the shareholders of the company

Composition

The Stakeholders Relationship/ Grievance Redressal Committee comprises of 3 (Three) members of which, 2 (Two) are Non-Executive and Independent Directors, the Chairman being Non-Executive and Independent. The Company Secretary of the Company acts as Secretary to the Stakeholders Relationship/ Grievance Redressal Committee. The Composition of Stakeholders Relationship/ Grievance Redressal Committee as on 31st March, 2023, is given below

Name	Category	Designation
Satpal Garg	Non- Executive and Independent Director	Chairman
Jagdish Gupta	Executive and Promoter Director	Member
Renu Sood	Non- Executive and Independent Director	Member

Name and designation of compliance officer

Mr. Sanjeev Sehgal, Company Secretary is the Compliance officer of the company.

Number of shareholders' complaints received during the year

The complaints are generally replied to within 15 days from the date of lodgment with the Company. During the year one grievance was reported.

Number not solved to the satisfaction of shareholders

Not applicable

Number of pending complaints

As at 31st March, 2023, no complaint was pending unresolved.

Meeting and attendance during the year

During the year 2 (Two) meetings were held on 25-06-2022, 21-10-2022, The Attendance of Members at meetings was as under:

Name	No. of Meetings held during the period	No. of Meetings Attended
Satpal Garg	2	2
Jagdish Gupta	2	2
Renu Sood*	2	2

Corporate Social Responsibility Committee

Corporate Social Responsibility (CSR) Committee of the Company is constituted as per Section 135 of the Act, 2013. CSR Committee, inter alia, had formulated and recommended to the Board, a Corporate Social Responsibility Policy which indicates the activities to be undertaken by the Company as specified in Schedule VII to the Act, 2013. The CSR Committee recommends the amount of expenditure to be incurred on the CSR activities and monitor the CSR activities undertaken by the Company from time to time.

Terms of reference:

The terms of reference of the CSR Committee are as follows:

- formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the Company;
- recommend the amount of expenditure to be incurred on the activities referred to in clause (a);
- monitor the Corporate Social Responsibility Policy of the Company from time to time.

Composition

The Corporate Social Responsibility Committee comprises of 3 (three) members of which 2 (Two) are Executive Director, the Chairman being Non Executive and Independent. The Company Secretary of the Company acts as Secretary to the Corporate Social Responsibility Committee. The Composition of Corporate Social Responsibility Committee as on 31st March, 2023, is given below:

Name	Category	Position
Satpal Garg	Non- Executive and Independent Director	Member/ Chairman
Jagdish Gupta	Executive and Promoter Director	Member
Manit Gupta	Executive Director	Member

Meeting and attendance during the year

During the year 2 (Two) meetings were held on 20-07-2022, 18-01-2023, The Attendance of Members at meetings was as under:

Name	No. of Meetings held during the period	No. of Meetings Attended
Satpal Garg	2	2
Jagdish Gupta	2	2
Manit Gupta	2	2

4. General Body Meeting

Particulars of last three Annual General Meetings:

AGM	Year Ended	Venue	Date	Time	No. of Special Resolution Passed
29th	31.03.20	Through Video Conferencing (VC) or Other Audio Visual Means (OAVM)	29.09.2020	3:00 PM	
30th	31.03.21	Sip and Dine Hotel Sector -7 –C Chandigarh	30.09.2021	10.00 AM	
31st	31.03.22	Sip and Dine Hotel Sector -7 –C Chandigarh	30.09.2022	10.00 AM	

The following Special Resolutions were passed by the members during the past 3 Annual General Meetings:

NII

Postal Ballot

No resolution requiring postal ballot was placed before the last Annual General Meeting. No resolution requiring postal ballot is being proposed at the ensuing Annual General Meeting.

5. Means of Communication:

(a) Quarterly Results

The Company publishes limited reviewed un-audited standalone & consolidated financial results on a quarterly basis. In respect of the fourth quarter, the Company publishes the audited financial results both standalone & consolidated for the complete financial year.

(b) Newspaper wherein results normally published

The quarterly, half-yearly and annual financial results are published in Business Standard in English and Business Standard Hindi Chandigarh editions

(c) Website, where displayed

The financial results are also placed on the company's website www.stylam.com in the investors' sections.

(d) Presentations made to institutional investors or to the analysts

The Company holds analysts calls in each quarter, to apprise and make public the information relating to the Company's working and future outlook.

6. Subsidiaries

Details of the Subsidiaries and/or Joint Venture of the Company and their business activities are provided in the Directors' Report forming part of the Annual Report of the Company. The Company has formulated a policy for determining 'material' subsidiaries pursuant to the provisions of the Listing Regulations as amended from time to time. The Policy was revised in line with the amendments made to the Listing Regulations.

7. General Share-holder Information

- I. The 32nd Annual General Meeting is proposed to be held for the Financial Year: April 01, 2022 to March 31, 2023.

II. Annual General Meeting for the Financial Year 2022-23

Date : 30-09-2023

Time : 10:00 A.M.

Financial Calendar : The Financial year of the Company starts from 1st April of a year and ends on 31st March of the following year

Book Closure Date : 24 September to 30th September 2023 (both days inclusive)

III. Tentative Financial Calendar for 2023-2024

The financial year of the Company is for a period of 12 months from 1st April 2023 to 31st March, 2024.

First Quarterly results	August, 2023
Second Quarterly/Half Yearly results	October, 2023
Third Quarter results	February, 2024
Annual Results	May, 2024
Annual General Meeting	September, 2024

IV. Listing of Equity Shares on Stock Exchange and Stock Code/Symbol:

- a) ISIN Code: INE239C01020
- b) Scrip Code: 526951
- c) Stock Exchange: Bombay Stock Exchange (BSE)
- d) Address: 25th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001

V. Listing of Equity Shares on Stock Exchange and Stock Code/Symbol:

- a) National Stock Exchange of India Ltd
- b) Trading Symbol : STYLAMIND
- c) Address: National Stock Exchange of India Ltd (NSE) Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra, Mumbai-400051

Stock Market Price Data for the year on BSE

Monthly high and low prices and volumes of the equity shares of the company at the BSE Limited during the financial year 2023-24 are as under

Date	Closing Price	Open	High	Low	Volume
Apr 2022	1,026.05	1,035.05	1,200.00	1,012.00	108.57K
May 2022	867.70	1,016.50	1,060.00	760.15	61.62K
Jun 2022	804.45	873.85	1,001.00	769.20	12.81K
Jul 2022	1,115.10	808.45	1,175.00	794.00	58.02K
Aug 2022	1,137.90	1,135.50	1,269.00	1,010.90	41.90K
Sep 2022	1,078.90	1,156.05	1,205.75	1,034.00	814.39K
Oct 2022	1,098.90	1,079.00	1,164.50	1,053.90	28.60K
Nov 2022	1,140.20	1,093.35	1,165.00	1,011.40	47.86K
Dec 2022	1,125.05	1,158.00	1,234.95	1,016.45	276.86K
Jan 2023	1,115.10	1,126.40	1,200.05	1,031.45	64.89K
Feb 2023	1,084.40	1,125.90	1,155.95	1,040.40	150.60K
Mar 2023	967.25	1,188.95	1,188.95	941.70	45.10K

Stock Market Price Data for the year on NSE

Monthly high and low prices and volumes of the equity shares of the company at the NSE Limited during the financial year 2023-24 are as under

Date	Closing Price	Open	High	Low	Volume
Apr 2022	1,039.20	1,041.00	1,201.05	1,010.00	429.25K
May 2022	870.05	1,015.00	1,060.85	761.10	321.00K
Jun 2022	809.60	879.60	1,032.65	774.40	138.58K
Jul 2022	1,120.75	790.00	1,176.00	790.00	741.72K
Aug 2022	1,140.70	1,111.00	1,269.05	1,070.15	421.06K
Sep 2022	1,077.85	1,152.10	1,210.00	1,053.00	1.69M
Oct 2022	1,094.60	1,077.85	1,161.00	1,051.20	444.86K
Nov 2022	1,140.85	1,105.55	1,165.45	1,011.00	501.36K
Dec 2022	1,126.80	1,157.70	1,224.95	1,016.75	1.47M
Jan 2023	1,116.30	1,126.80	1,200.95	1,032.75	867.58K
Feb 2023	1,080.10	1,124.40	1,158.00	1,041.00	587.26K
Mar 2023	971.25	1,081.00	1,119.00	945.00	356.99K

Source: www.bseindia.com & www.nseindia.com

- V. In case the securities are suspended from trading, the directors report shall explain the reason thereof

Not Applicable.

VI. Registrar to an issue and share transfer agent

Link Intime India Private Limited
Noble Heights, 1st Floor, Plot No. NH 2,
LSC, C-1 Block, Near Savitri Market,
Janakpuri, New Delhi-110 058
Telephone: 011-41410592,93, 011-49411000
Fax: 011-41410591
Email: delhi@linkintime.co.in
Website: www.linkintime.co.in

VII. Share transfer system

Trading in equity shares of the Company through recognized Stock Exchanges can be done only in dematerialized form.

As per Regulation 40 of the Listing Regulations, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in demat form with a depository.

In compliance of the provisions of Listing Regulations, the share transfer system of the Company is audited every year by a Practicing Company Secretary and a certificate to that effect is issued by him/ her.

In case of request for dematerialization of shares, confirmation of dematerialization is sent to the respective depository i.e. National Securities Depository Limited (NSDL) or Central Depository Services (India) Limited (CDSL), expeditiously.

VIII. Distribution of Shareholding as on 31.03.2023

Range	No. of Shares	% age
1 – 500	988560	5.83
501-1000	462614	2.72
1001- 2000	372903	2.20
2001- 3000	198625	1.17
3001- 4000	146012	0.86
4001- 5000	124605	0.73
5001 – 10000	394754	2.32
10001 & above	14259987	84.13
TOTAL	16948060	100.00

IX. Shareholding pattern of the Company as on 31.03.2023

Listing of shareholders category (Summary)				
Category	Demated_ Shares	Physical_ Shares	Total_ Shares	Total_ Percent
PROMOTERS	9255568	0	0	54.61
Clearing Members	1763	0	1763	0.0104
Other Bodies Corporate	272757	120000	392757	2.3174
Hindu Undivided Family	139763	0	139763	0.8247
Mutual Funds	846916	0	846916	4.9971
Non Resident Indians	281128	0	281128	1.6588
Non Resident (Non Repatriable)	102284	0	102284	0.6035
Public	3234693	259720	3494413	20.6184
Trusts	263	0	263	0.0016
Body Corporate - Ltd Liability Partnership	23513	0	23513	0.1387
Foreign Portfolio Investors (Corporate) - I	403368	0	403368	2.38
Alternate Invst Funds - II	762321	0	762321	4.498
Alternate Invst Funds - III	507740	0	507740	2.9959
Directors and their relatives (excluding independent Directors and nominee Directors)	710800	0	710800	4.194
Foreign Portfolio Investors (Individual) - III	23000	0	23000	0.1357
Foreign Portfolio Investors (Corporate) - II	2463	0	2463	0.0145
TOTAL :	16568340	379720	16948060	100

X. Dematerialization of Shares and Liquidity

We have established connectivity with both depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). The International Securities Identification Number (ISIN) allotted to our shares under the Depository system is INE239C01020.

As on March 31, 2023, 97.45% of the Company's total shares representing 16568340 No. of shares are held in dematerialized form and 2.55 % representing 379720 No. of shares are in physical form.

Category	Number		% of total equity
	Shareholders	Shares	
Demat Mode			
NSDL	5861	15300589	90.28
CDSL	7915	1267751	7.48
Total	13776	16568340	97.76
Physical Mode	381	379720	2.24
Grand Total	14157	16948060	100

XI. Plant Locations

- Plot No 192-193 Industrial Area Phase – I, Panchkula – 134108 (Haryana)
- Manaktabra, Tehsil Raipur Rani, Distt. Panchkula (Haryana)

XII. Address for Correspondence

Shareholders may correspond with the Company at the Registered Office of the Company or at the office of Registrars and Transfer Agents of the Company:

Address of correspondence with Company

Stylam Industries Limited
Registered Office : SCO 14, Sector 7-C,
Madhya Marg
Chandigarh -160019
Telephone No.: 0172-5021555
Email: info@stylam.com

Address of correspondence with the Registrar and Transfer Agents

Link Intime India Private Limited
Noble Heights, 1st Floor,
Plot No. NH 2, LSC,
C-1 Block, Near Savitri Market,
Janakpuri,
New Delhi-110058
Telephone: 011-41410592,93, 011-49411000
Fax: 011-41410591
Email: delhi@linkintime.co.in

XIII. Investors' Grievances:

The Registrars and Transfer Agents under supervision of the Company look after investors' grievances. At each Meeting of Investors' Grievance Committee all matters pertaining to investors including their grievances and redressal are reported.

Details of Complaints Received and redressed during 1st April 2022 to 31st March 2023: one

E-mail ID for redressal of Investor Grievances: As per Listing Regulation 46 (k) Company has a separate E-mail ID for redressal of Investor Complaints and Grievances:

The E-mail for redressal of Investor Grievances is cs@stylam.com

1. Other Disclosures

- (a) **Disclosures on materially significant related party transactions that may have potential conflict with the interests of listed entity at large**
- During the financial year 2022-23, there was no materially significant related party transaction that may have potential conflict with the interests of the Company at large.
- (b) **Details of non-compliance by the listed entity, penalties, strictures imposed on the listed**

entity by stock exchange(s) or the board or any statutory authority, on any matter related to capital markets, during the last three years

The Company has not been penalized, nor have the stock exchanges, SEBI or any statutory authority imposed any strictures, during the last three years, on any matter relating to capital markets.

(c) **Code of Conduct for Prevention of Insider Trading**

The Company has adopted a Code of Conduct for Prevention of Insider Trading in accordance with the requirements of the SEBI (Prohibition of Insider Trading) Regulations, 2015 (PIT Regulations) with a view to regulate trading in securities by the Designated Persons (as defined in the said Code of Conduct) of the Company.

(d) **Details of establishment of vigil mechanism, whistle blower policy and affirmation that no personnel have been denied access to the audit committee**

As per the requirement of the Companies Act, 2013 and Listing Regulations, the Company has framed and implemented 'Whistle Blower Policy' to establish vigil mechanism for directors and employees to report genuine concerns. This policy provides a process to disclose information, confidentially and without fear of victimization, where there is reason to believe that there has been serious malpractice, fraud, impropriety, abuse or wrong doing within the Company or violation of the Company's Code of Conduct or ethical policy. The whistle blowers may also lodge their complaints/concern with the Chairman of the Audit Committee, whose contact details are provided in the Whistle Blower Policy of the Company. The policy offers appropriate protection to the whistle blowers from victimization, harassment or disciplinary proceedings. The Whistle Blower Policy is available on the website of the Company.

(e) **Details of compliance with mandatory requirements and adoption of the non-mandatory requirements**

The Company has fully complied with the mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(f) **Policy on dealing with related party transactions**

The Company has not entered into any materially significant transactions with related parties during the financial year, which may have potential conflict with the interest of the Company at large. Suitable disclosures as required by the Ind AS 24 has been made in the notes to the Financial Statements. The

details of the transactions with related parties are placed before the Audit Committee from time to time.

The Board of Directors has formulated a policy on related party transactions and also on dealing with related party transactions pursuant to the provisions of the Companies Act, 2013 and Listing Regulations, which has been uploaded on the Company's website.

- (g) **Certificate from a company secretary in practice 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**

On the basis of written representations/declaration received from the directors, as on March 31, 2023, M/s Sanjiv Kumar Goel, Practicing Company Secretaries (Membership No. FCS 2107, CP No. 1248), have issued a certificate, confirming that none of the Directors on Board of the Company has been debarred or disqualified from being appointed or continuing as Director of companies by SEBI/ MCA or any such authority and the same also forms part of this Report.

- (h) **Where the board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year, the same to be disclosed along with reasons thereof**

The Board accepted the recommendations of its Committees, wherever made, during the year.

- (i) **Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013**

The Company has in place a Policy on Prevention of Sexual Harassment in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013.

Details of complaints received and redressed during the Financial Year 2022-23:

- a. number of complaints filed during the financial year : one
- b. number of complaints disposed of during the financial year : one.
- c. number of complaints pending as on end of the financial year: Nil

- (j) **Chairman cum Managing Director and CFO Certification**

The Chairman cum Managing Director and the CFO have issued certificate pursuant

to the provisions of Regulation 17(8) of the Listing Regulations certifying, inter alia, that the financial statements do not contain any materially untrue statement and these statements represent a true and fair view of the Company's affairs. The said certificate is annexed and forms part of this Annual Report.

- (k) **Disclosures of the Compliance with Corporate Governance Requirements Specified in Regulations 17 to 27 and clauses (B) to (I) of Sub-Regulation (2) of Regulation 46**

The Company has complied with all the mandatory requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub – regulation (2) of Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Declaration signed by the Chief Executive Officer stating that the Members of Board of Directors and Senior Management Personnel have affirmed Compliance with the Code of Conduct of Board of Directors and Senior Management

The Company is committed to conduct its business in accordance with the applicable laws, rules and regulations and with the highest standards of business ethics.' Code of Ethics is intended to provide guidance and help in recognizing and dealing with ethical issues, mechanisms to report unethical conduct and to help foster a culture of honesty and accountability.

The Board has adopted a Code of Ethics for Directors, Senior Management and other Employees of the Company.

The Code is available on the website of the Company.

- (l) **Compliance Certificate of the Auditors**

The Statutory Auditors have certified that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations and the same is annexed to this report.

- (m) **Others**

The Company has followed all relevant Accounting Standards notified by the Companies (Indian Accounting Standards) Rules, 2015 while preparing the Financial Statements.

During the year, there were no transactions of material nature with the Directors or the Management or relatives or the subsidiaries that had potential conflict with the interests of the Company

Annexure -VII

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

Pursuant to Regulation 34(3) and Schedule V Para C clause (10) (i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members of
Stylam Industries Limited
(CIN: L20211CH1991PLC011732)
Regd. Office: S.C.O. 14, Sector 7 C,
Chandigarh -160019

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Stylam Industries Limited** having CIN: L20211CH1991PLC011732 and having registered office at S.C.O. 14, Sector 7 C, Chandigarh -160019 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2023 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of appointment in Company
1	Jagdish Gupta	00115113	28/10/1991
2	Satpal Garg	01074514	01/10/2004
3	Manav Gupta	03091842	27/06/2019
4	Manit Gupta	00889528	07/02/2015
5	Sachin Bhatla	08182443	23/07/2018
6	Vinod Kumar	08576194	30/09/2019
7	Renu Sood	02280975	13/06/2019

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

Place: Chandigarh
Date: 04.08.2023

Signature:sd.
Name: Sanjiv Kumar Goel
Membership No.: FCS 2107
CP No.: 1248

Annexure -VIII

Certification by Managing Director and Chief Financial Officer pursuant to Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Board of Directors
Stylam Industries Limited

We, the undersigned, in our respective capacities as Managing Director and Chief Financial Officer of Stylam Industries Limited ('the Company'), to the best of our knowledge and belief certify that:

1. We have reviewed the financial statements and the cash flow statement for the financial year ended 31st March, 2023 and to the best of our knowledge and belief, we state that:
 - (a) these statements do not contain any materially untrue statement or omit any material fact or contain any statements that might be misleading;
 - (b) these statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violate of the Company's Code of Conduct.
3. For the purposes of financial reporting we accept the responsibility for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee and further state that there were no deficiencies in the design or operation of such internal controls.
4. We further state that:
 - (a) significant changes if any in internal control over financial reporting during the year;
 - (b) significant changes if any in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and;
 - (c) instances of significant fraud of which we have become aware and the involvement therein if any of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Place: Chandigarh
Date: 05-05-2023

sd/-
Jagdish Gupta
Managing Director

sd/-
Kishan Nagpal
CFO

Annexure -IX

Declaration by the Managing Director under Regulation 26(3) read with Part D of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding Compliance with Code of Conduct

To
The Members,
Stylam Industries Ltd.

In accordance with Regulation 26(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby confirm that, all the Directors and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct, as applicable to them, for the financial year ended on March 31, 2023

Place: Chandigarh
Date: 05-05-2023

Jagdish Gupta
Managing Director

Annexure -X

Corporate Governance Certificate

To
The Members of
Stylam Industries Limited

I have examined the compliance of the conditions of Corporate Governance by Stylam Industries Limited, Chandigarh for the year ended on 31st March, 2023 as stipulated in Regulation E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The compliance of conditions of Corporate Governance is the responsibility of the Company's Management. My examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and according to the explanations given to me, and the representations made by the Directors and the management, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Regulations.

I state that in respect of investors' grievances received during the year ended March 31, 2023, no investors' grievances are pending against the Company, as per the records maintained by the Company and presented to the Investors' / Shareholders' Grievance Committee.

I state that such compliance 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.

Place: Chandigarh
Date: 04.08.2023

Sanjiv Kumar Goel
Practicing Company Secretary
Fellow Membership No. : 2107
CP NO. : 1248
UDIN No.: F002107E000740341

Business Responsibility and Sustainability Development Policy

1. BACKGROUND

The Ministry of Corporate Affairs (MCA), Government of India, in July 2011, came out with the “National Voluntary Guidelines on the Social, Environmental and Economic Responsibilities of Business” (NVGs). This was expected to provide guidance to businesses on what constitutes responsible business conduct. In order to align the NVGs with the emerging global concerns, the Sustainable Development Goals (SDGs) and the ‘Respect’ pillar of the United Nations Guiding Principles (UNGP), the process of revision of NVGs was started in 2015. After revision and updation, the new principles were released as the National Guidelines on Responsible Business Conduct (NGRBC) in March 2019.

In November 2018, the Ministry of Corporate Affairs (MCA) constituted a Committee on Business Responsibility Reporting (“Committee”) for finalizing Business Responsibility Reporting formats for listed and unlisted companies, based on the framework of the NGRBCs. SEBI was also part of this Committee and worked on the report. The report of the Committee was released on August 11, 2020. The Committee recommends that the Business Responsibility Report be called the Business Responsibility and Sustainability Report (BRSR).

Further Securities and Exchange Board of India (SEBI) vide Circular no. SEBI/HO/CFD/CMD- 2/P/CIR/2021/562 (“SEBI Circular”) dated May 10, 2021 has made Business Responsibility & Sustainability Report (BRSR) mandatory for Top 1000 listed entities by market capitalization with effect from financial 2022-

23. The report was voluntary for the year 2021-22. The BRSR is a notable departure from the existing Business Responsibility Report (“BRR”) and a significant step towards bringing sustainability reporting at par with financial reporting. SEBI Circular further states that the BRSR is an initiative towards ensuring that investors have access to standardized disclosures on ESG parameters. Access to relevant and comparable information will enable investors to identify and assess sustainability-related risks and opportunities of companies and make better investment decisions.

2. OBJECTIVE, SCOPE AND APPLICABILITY

The Company falls within the list of top 1000 listed entities by market capitalization. Hence, the submission of Business Responsibility & Sustainability Report (BRSR) is mandatory with effect from April 01, 2022 for the Company. In view of the Business Responsibility & Sustainability Reporting, the company formulates this Business Responsibility and Sustainability Development Policy.

The objective of this policy is to adopt the principles and guidelines on Social, Environmental, Governance and Economic responsibilities promoted by the regulators and to ensure a unified and common approach to the dimensions of Business Responsibility across Stylam Industries Limited or (“Company”)and act as a strategic driver that will help STYLAM respond to the complexities and challenges that keep emerging, to align the company with the best of global business conduct principles and be abreast with changes in regulations.

The National Guidelines for Responsible Business Conduct (“NGRBC”) are to be used across STYLAM and provide a useful framework for guiding our overseas operations, in addition to aligning with applicable local national standards and norms governing responsible business conduct.

Furthermore, the NGRBC encourages us to ensure that not only do we follow these guidelines in business contexts directly within our control or influence, but that we also encourage and support our suppliers, vendors, distributors, business partners/associates and other stakeholders to follow them.

The Policy will also be a part of the training/ awareness program for all employees so that they are fully aware of its elements, and are committed to its implementation.

3. GUIDING PRINCIPLES

STYLAM is committed to operating and growing its business in a socially responsible way. Our Business Practices shall be governed by the guiding principles of NGRBC.

In line with the revised guidelines of the National Guidelines on Responsible Business Conduct 2018, issued by MCA, the sustainable development and business responsibility of STYLAM will be primarily based on nine thematic pillars that are known as Principles, which are mentioned below. These principles are interdependent, interrelated and non-divisible and all business are urged to address them holistically.

Principle 1: Businesses should conduct and govern themselves with integrity in a manner that is ethical, transparent and accountable

- i. The Company shall develop and put in place structure policies, programs and procedures that promote the principle of ethical conduct at all levels, prevents its contravention and effect prompt and fair actions against any transgressions.
- ii. The Company shall disclose and communicate transparently and assure access to information about the policies, procedures, performance (financial and non-financial) and their decisions, that impacts the relevant stakeholders form the fundamental basis of operationalizing responsible business conduct.
- iii. The Company shall put in place appropriate code, policies and procedures to ensure that the business does not engage in illegal and abusive practices, bribery, anti-competition and corruption, and ensure timely and fair action in case such transgressions are detected.
- iv. Every employee of the company shall abide by the values and the commitment to ethical business practices reflected in the Company's Code of Conduct.
- v. The Company shall put in place appropriate structure, policies and procedures to address conflicts of interest involving its members, employees and business partners.
- vi. The company shall ensure that genuine concerns of misconduct/ unlawful conduct can be reported in a responsible and confidential manner through its Vigil Mechanism.
- vii. The Company shall ensure ethical behavior in all operations, functions and processes, and encourage its business partners and third parties with whom it conducts business to abide by this policy.

Principle 2: Businesses should provide goods and service in a manner that is sustainable and safe.

- i. The Company shall always strive to treat all its stakeholders and customers with dignity, respect and due understanding.
- ii. The Company shall ensure that its products and services comply with all applicable statutes and regulations.
- iii. The company shall work towards ensuring that all goods and services are procured, manufactured and delivered embedding the principles of labour practices, human rights, ethics, occupational health, safety and environment.
- iv. The company shall work towards sourcing significant raw materials, products and services in a manner so as to continuously improve the balance between social, economic and environmental impacts.
- v. The company shall continue to progressively factor in relevant social and environmental considerations during the process of development of products / services.
- vi. The Company shall regularly review and improve upon the process of new technology development, deployment and commercialization, incorporating social, ethical, and environmental considerations.
- vii. The Company shall recognize and respect the rights of people who may be owners of traditional knowledge and other forms of intellectual property, wherever relevant.
- viii. In designing the products, the company shall ensure that the manufacturing processes and technologies required to produce it are resource efficient and sustainable.
- ix. The company shall work towards safe and optimal resource use over the lifecycle of its products and services, including recycling and safely disposal of resources wherever possible.
- x. The company shall work with supply chain members that comply with applicable laws and regulations related to labour practices, human rights, bribery & corruption, occupational health, safety and environment.
- xi. The company shall work towards building capacity such that all the value chain partners, namely the sub- contractors, service providers including suppliers of significant raw materials, are sensitised and empowered to fulfil their roles and responsibilities towards sustainability.
- xii. The Company shall encourage its business partners and third parties with whom it conducts business to abide by this policy.

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

- i. The Company shall ensure that all regulatory requirements pertaining to its employees are complied with.
- ii. The Company shall provide and maintain equal opportunities at the time of recruitment as well as during the course of employment irrespective of caste, creed, gender, race, religion, disability or sexual orientation.
- iii. The Company shall not use child labour, forced labour or any form of involuntary labour, paid or unpaid.
- iv. The Company shall ensure that no employee is made to work against his / her will or to work as bonded/forced labour, or subjected to corporal punishment or coercion of any kind, related to work.
- v. The Company shall put systems and processes in place to support the work-life balance of its employees, especially that of women.
- vi. The Company shall provide facilities for the wellbeing of its employees or workers including those with special needs. The Company shall ensure fair, timely and transparent payment of statutory wages of all employees, including contract and casual labor without discrimination.
- vii. The Company shall provide a workplace environment that is safe, hygienic humane, and which upholds the dignity of the employees.
- viii. The Company shall ensure continuous up gradation of skill and competence of all employees by providing access to necessary learning opportunities on an equal and non-discriminatory basis.
- ix. The Company shall promote employee morale and career development through enlightened human resource interventions.
- x. The company shall provide a work environment that is free from any form of discrimination, including but not limited to sexual harassment.
- xi. The Company shall create systems and practices to ensure a harassment free workplace where employees feel safe and secure in discharging their responsibilities and a workplace with adequate provisions of Grievance Redressal.

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

- i. The Company should acknowledge, assume responsibility and is transparent about the impact of their policies, decisions, products, operations, and practices on all stakeholders and the natural environment.
- ii. The Company shall develop systems, processes and mechanism to identify its stakeholders, understand their concerns, define purpose and scope of engagement, consult with them in developing policies and processes that impact them, and commit to resolving any differences with stakeholders in a just, fair and equitable manner.

Principle 5: Businesses should respect and promote human rights

- i. The Company shall integrate respect for human rights in management systems, in particular through assessing and managing human rights impacts of operations and ensuring all individuals impacted by the business have access to grievance mechanisms.
- ii. The Company should make its employees aware of the human rights, relevant laws and policies.
- iii. The Company shall recognize and respect the human rights including right to minimum wages, remuneration, salary, of all relevant stakeholders and groups within and beyond the workplace, including that of communities, consumers and vulnerable and marginalized groups.
- iv. The Company shall, within their sphere of influence, promote the awareness and realization of human rights across their value chain.
- v. The Company shall ensure that where it is causing, contributing or otherwise linked to adverse human rights impacts, takes corrective actions to address such impacts and also take corrective actions to address such impacts.
- vi. The Company shall encourage its business partners and third parties with whom it conducts business to abide by this policy.

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

- i. The Company should ensure that appropriate policies, procedures and structures are formulated to assess, measures and address any adverse impacts on the environment and natural resources at all business locations, at all stages of life cycle from establishment to closure.
- ii. The Company shall develop appropriate strategies for sustainable and efficient use of natural resources and manufactured material, giving due consideration to expectations and concerns of all stakeholders and ensure the sustainability of resources by reducing, reusing, recycling and managing waste.
- iii. The Company shall take measures to check and prevent pollution. The Company shall assess the environmental damage and bear the cost of pollution abatement with due regard to public interest.
- iv. The Company shall assess the energy consumption, water consumption or any other natural resources.
- v. The Company shall ensure that benefits arising out of access and commercialization of biological and other natural resources and associated traditional knowledge are shared equitably.
- vi. The Company shall continuously seek to improve their environmental performance by adopting cleaner production methods, promoting reduction, reuse, recycling and recovery of material and resources, promoting use of energy efficient, low-carbon technologies, environment friendly technologies and use of renewable energy.
- vii. The Company shall develop Environment Management Systems (EMS) and contingency plans and processes that help them in preventing, mitigating and controlling environmental damages and disasters, which may be caused due to their operations or that of a member of its value chain.
- viii. The Company shall report their environmental performance, including the assessment of potential environmental risks associated with their operations, to the stakeholders in a fair and transparent manner.
- ix. The Company shall proactively persuade and support its value chain to adopt this principle.

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

- i. The Company, while pursuing policy advocacy, must preserve and expand public good and shall not advocate any policy change to benefit the Company or select few alone.
- ii. The Company shall utilize the trade and industry chambers and associations and other such collective platforms to undertake such policy advocacy in a responsible manner.
- iii. The Company shall ensure that corrective actions to be taken based on adverse orders from regulatory authorities, if any.
- iv. The company shall ensure that policy advocacy is conducted ethically.

Principle 8: Businesses should promote inclusive growth and equitable development

- i. The Company ensure that the business take appropriate actions to minimize any adverse impacts that it has on social, cultural and economic aspects of society including arising from land acquisition and use, construction of facilities and operations.
- ii. The Company shall assess, measure and understand their impact on social and economic development, and respond through appropriate action to minimize the negative impacts on society.
- iii. The Company shall innovate and invest in products, technologies and processes that promote the wellbeing of society, including vulnerable and marginalized groups.
- iv. The Company shall make efforts to complement and support the development priorities at local and national levels, and assure appropriate resettlement and rehabilitation of communities who have been displaced owing to their business operations.
- v. The Company shall respect all forms of intellectual property and traditional knowledge and make efforts to ensure that benefits derived from their knowledge are shared equitably.
- vi. The company shall undertake CSR activities in accordance with Schedule VII of the Companies Act, 2013 and as per the CSR policy of the company.

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

- i. The Company ensure that the business take appropriate actions to minimize and mitigates any adverse impacts that it has on public, the natural environment and society at large.
- ii. The Company shall take into account the overall well-being of the clients and that of society and ensure that the company do not restrict the freedom of choice, free competition and do not infringe their right to privacy in any manner.
- iii. The client satisfaction is essential for growth and success. The Company strives hard to provide better products to client at large.
- iv. The Company shall exercise due care and caution while providing goods and services that result in over exploitation of natural resources or lead to excessive conspicuous consumption.
- v. The Company shall provide adequate grievance redressal mechanisms that are transparent and accessible, to address client concerns and feedback.

4. DISCLOSURES

The Business Responsibility & Sustainable Development Policy shall be displayed on the website of the Company www.stylam.com

5. VALIDITY, POLICY REVIEW AND AMENDMENTS

This policy shall be valid until further modification/revision in the policy. Any directive/guideline issued by Reserve Bank of India/ Securities and Exchange Board of India/Government of India/ Ministry of Finance/ Ministry of Corporate Affairs in this regard shall automatically be part of this policy, during the currency of this policy.

This Policy shall be reviewed periodically in line with the regulatory guidelines/ internal requirements or as and when considered necessary. The Board may modify, add, delete or amend any of the provisions of this Policy. Any modifications, exceptions to the Policy must be consistent with the Regulations and must be approved in the manner as may be decided by the Board of Directors.

Business Responsibility Sustainability Report

SECTION A: GENERAL DISCLOSURES

I. Details of the listed entity

1	Corporate Identity Number (CIN) of the Listed Entity	L20211CH1991PLC011732																								
2	Name of the Listed Entity	STYLAM INDUSTRIES LIMITED																								
3	Year of incorporation	28-10-1991																								
4	Registered office address	SCO 14SECTOR 7 C MADHYA MARG CHANDIGARH																								
5	Corporate address	SCO 14SECTOR 7 C MADHYA MARG CHANDIGARH																								
6	E-mail	cs@stylam.com																								
7	Telephone	01725021555																								
8	Website	www.stylam.com																								
9	Financial year for which reporting is being done																									
	Current Financial Year																									
	Previous Financial Year																									
	Prior to Previous Financial year																									
		<table border="1"> <thead> <tr> <th colspan="3">Start date</th> <th colspan="3">End date</th> </tr> </thead> <tbody> <tr> <td>01</td> <td>04</td> <td>2022</td> <td>31</td> <td>03</td> <td>2023</td> </tr> <tr> <td>01</td> <td>04</td> <td>2021</td> <td>31</td> <td>03</td> <td>2022</td> </tr> <tr> <td>01</td> <td>04</td> <td>2020</td> <td>31</td> <td>03</td> <td>2021</td> </tr> </tbody> </table>	Start date			End date			01	04	2022	31	03	2023	01	04	2021	31	03	2022	01	04	2020	31	03	2021
Start date			End date																							
01	04	2022	31	03	2023																					
01	04	2021	31	03	2022																					
01	04	2020	31	03	2021																					
10	Name of the Stock Exchange(s) where shares are listed	National Stock Exchange , Bombay Stock Exchange																								
11	Paid-up Capital (In ₹)	84740300																								
12	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Name: Sanjeev Sehgal Contact: 7508003099 Email: cs@stylam.com																								
13	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together).	Standalone basis																								

II. Products/services

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

S. No	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1	Maufacturing	HIGH PRESSURE LAMINATES	95.00%

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

S. No	Product/Service	NIC Code	% of total Turnover contributed
1	Laminates and allied products	16219	95.00%

III. Operations

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

S. No	Location	Number of plants	Number of offices	Total
1	National	2	05	07
2	International	0	0	0

17 Markets served by the entity

A Number of locations

Locations	Number
National (No. of States)	28
International (No. of Countries)	80

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

67%

C Brief Note of Customers:

Stylam is dedicated to providing its clients with top-notch goods and services. Trade partners (stockists, distributors, wholesalers, dealers, and retailers), OEM, project and institutional clients, architects, designers, and fabricators are some of our clients. Through a large selection of high-quality products, we have been successful in earning our clients' trust.

IV. Employees

18 Details as at the end of Financial Year

A. Employees and workers (including differently abled)

S. No	Particulars	Total (A)	Male		Female		Other	
			No. (B)	% (B / A)	No. (C)	% (C / A)	No. (H)	% (H / A)
EMPLOYEES								
1	Permanent (D)	456	443	97.15 %	13	2.85 %	0	0.00%
2	Other than permanent (E)	0	0	0.00%	0	0.00%	0	0.00%
3	Total employees(D + E)	456	443	97.78%	13	2.85 %	0	0.00%
WORKERS								
4	Permanent (F)	686	686	100.00%	0	0.00%	0	0.00%
5	Other than permanent (G)	522	522	100.00%	0	0.00%	0	0.00%
6	Total workers (F + G)	1208	1208	100.00%	0	0.00%	0	0.00%

B. Differently abled Employees and workers:

S. No	Particulars	Total (A)	Male		Female		Other	
			No. (B)	% (B / A)	No. (C)	% (C / A)	No. (H)	% (H / A)
DIFFERENTLY ABLED EMPLOYEES								
1	Permanent (D)	1	1	100.00%	0	0.00%	0	0.00%
2	Other than Permanent (E)	0	0		0		0	
3	Total differently abled employees (D + E)	1	1	100.00%	0	0.00%	0	0.00%
DIFFERENTLY ABLED WORKERS								
4	Permanent (F)	0	0		0		0	
5	Other than Permanent (G)	0	0		0		0	
6	Total differently abled workers (F + G)	0	0		0		0	

19 Participation/Inclusion/Representation of women

Particulars	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors	1	1	100.00%
Key Management Personnel	0	0	

20 Turnover rate for permanent employees and workers (Disclose trends for the past 3 years)

Particulars	Turnover rate in current FY (2022-23)				Turnover rate in previous FY (2021-22)				Turnover rate in the year prior to the previous FY (2020-21)			
	Male	Female	Other	Total	Male	Female	Other	Total	Male	Female	Other	Total
Permanent Employees	1.75%	1.00%	0.00%	1.75%	2.50%	0.00%	0.00%	2.5%	2.00%	0.00%	0.00%	2.00%
Permanent Workers	4.00%	0.00%	0.00%	4.00%	4.50%	0.00%	0.00%	4.5%	3.5%	0.00%	0.00%	3.5%

V. Holding, Subsidiary and Associate Companies (including joint ventures)**21 (a) Names of holding / subsidiary / associate companies / joint ventures**

S. No	Name of the holding / subsidiary/ associate companies/joint ventures (A)	Indicate whether holding/ Subsidiary/Associate/Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1	STYLAM PANELS LIMITED	Subsidiary	100.00%	No
2	ALCA VSTYLE SDN. BHD.	Associate	34.00%	No

VI. CSR Details**22 (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes/No)****YES**(ii) Turnover (in ₹) **9521338802**(iii) Net worth (in ₹) **4123944283****VII. Transparency and Disclosures Compliances****23 Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct**

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No)	(If Yes, then provide web-link for grievance redress policy)	FY (2022-23)			PY (2021-22)		
			Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	NO		0	0	0	0	0	0
Investors (other than shareholders)	YES	https://stylam.com/investors-2/	0	0	0	0	0	0
Shareholders	YES	https://stylam.com/investors-2/	1	1	0	0	0	0
Employees and workers	YES	https://stylam.com/corporate-governance/	0	0	0	0	0	0
Customers	YES	https://stylam.com/	0	0	0	0	0	0
Value Chain Partners	NO		0	0	0	0	0	0

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

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along with its financial implications, as per the following format

S. No	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1	Corporate governance and risk management Corporate governance and risk management	O	(i) To enhance corporate governance practices by establishing board-level priorities. The Company's directors oversee management activities to actively contribute to the enhancement of shareholder value. (ii) To the enhancement of shareholder value. To enhance corporate governance practices by establishing board-level priorities. The Company's directors oversee management activities to actively contribute to the enhancement of shareholder value.	-	Positive Implications
2	Management of hazardous chemicals	R	Proper handling of hazardous chemicals is essential to reduce health and safety risks and lower environmental impacts.	<ul style="list-style-type: none"> The Company has Environment Health & Safety (EHS) policy which is communicated to all the employees The Company conducts regular risk assessments and closely monitors the implementation of action plans derived from these assessments until their completion. Training and awareness programs are conducted to educate employees about hazards, associated risks, emergency preparedness & response, and safe handling practices of hazardous chemicals. Procedures are in place for the adoption of inherently safe design based on various applicable standards for all new infrastructures and implementing the same for existing infrastructures in a phased manner. 	Negative Implications

S. No	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
3	Environment	R	<ul style="list-style-type: none"> Climate change due to Green House Gases (GHG) emissions leading to global warming and impact to business operations. Changes in existing regulations / emerging sourcing of materials, emissions, waste generation, storage and use of material or quality of finished goods. 	<ul style="list-style-type: none"> The Company has taken several initiatives to reduce the impact of GHG emissions by adopting measures on renewable energy sources, water reduction/conservation and waste reduction. The Company has established systems and processes to monitor emerging regulations, incidents, and developments, and to assess their applicability for compliance purposes 	Negative Implications
4	Product Quality & Safety	R	Product quality and safety is important for manufacturing enterprises such as stylam. We recognize that failure to meet quality and safety standards can lead to negative consequences including reduced positive customer experiences, loss of supply chains, value chains and might result in legal actions or fines leading to significant financial losses for the company	"Stylam consistently ensures that the product quality and safety of all its products is at par with global best-practices. However, stylam will be investing in management systems to ensure product safety, monitoring noncompliances and ensuring best products and safe use along with topquality. investing in these measures will increase customer trust, and build a robust value chain.	Positive Implications
5	Occupational health and safety	R	The Company's operation has inherent health and safety hazards. Proper process safety management and controls are required to eliminate / minimise any potential health and safety hazards/ risks.	<ul style="list-style-type: none"> The Company is committed to the Occupational Health & Safety of all across its value chain with a goal of 'Zero Harm'. The Company has adopted ISO 45001:2018 for the management of Health & Safety across its operations. The Company continues to drive improvements in process safety management and people safety. 	Negative Implications

S. No	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
6	Economic performance	O	Strong economic performance is key to the stakeholders of an organization. The company's efforts have been to ensure sustainable growth for its value chain and the economy.	-	Positive Implications
7	Community development	O	The Company is a firm believer in the inclusion of the community in which it operates, thereby providing direct economic and social growth for all its stakeholders.	-	Positive Implications

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

Disclosure Questions		P1	P2	P3	P4	P5	P6	P7	P8	P9
Policy and management processes										
1.	a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
	b. Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
	c. Web Link of the Policies, if available	https://stylam.com/corporate-governance/ under policy tab								
2.	Whether the entity has translated the policy into procedures. (Yes / No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
3.	Do the enlisted policies extend to your value chain partners? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
4.	Name of the national and international codes/ certifications/labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	<ul style="list-style-type: none"> ISO 14001:2015 Environmental Management System ISO 45001:2018 Occupational Health and Safety Management, FSC, Greenguard and Greenguard Gold, NSF FSC, GRIHA, GreenProenPro 								
5.	Specific commitments, goals and targets set by the entity with defined timelines, if any.	The details of Company's Sustainability strategy, commitments, goals, targets and progress against targets are available in the Sustainability Report, which is available in public domain at https://www.stylam.com								
6.	Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	Company has taken material assessment exercise in fy 2022-23 and is in a process of setting specific commitments and targets against the identifies material issue								

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
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Governance, leadership and oversight

7.	<p>Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)</p> <p>challenges into its decision-making processes. The environmental focus is on reduction in consumption of fresh water & energy, reduction in Greenhouse Gas (GHG) emissions, increasing the usage of renewable energy and reduction and recycling of waste with focus on plastic packaging. On the social front, the focus is to cultivate a thriving work environment by building a diverse workforce, investing in enhancing the workforce's skills, career development pathways, and ensuring the workforce's overall well-being. The Corporate Social Responsibility (CSR) initiatives are directed towards sustainable development through focused initiatives to improve the quality of life and the wellbeing of local communities.</p> <p>The Company has established long term targets for reducing freshwater consumption, optimizing energy consumption, increasing usage of renewable energy, recycle / reduce / reuse of plastic packaging and reducing waste disposed to landfill. Robust systems are in place to monitor the performance of environmental targets. Various initiatives are regularly carried out across the manufacturing locations to improve environmental performance.</p> <p>The Company continues to elevate occupational safety conditions and overall health and safety culture across the business. Safety performance improvement focuses more on leading indicators like near miss/unsafe act/condition reporting, audits, surveys etc. The Company has deployed several key initiatives to improve overall health and safety performance like safe handling of hazardous chemicals, machine guarding, contractor safety management, etc. which comprise of 6 rules focusing on travel safety, permit to work system, working at height, Lifting Safety, Machine guarding & Energy isolation and Adherence to the safety control system.</p> <p>The Company has always believed in contributing to the betterment of the society where it operates. With the objective to enhance the quality of life and wellness of the surrounding communities, over the past several years, the Company has been involved in several social and community service initiatives that are related to agriculture, animal husbandry, health, education, women's empowerment, water conservation and more.</p> <p>The Company is committed to comply with all applicable laws and regulations including that of applicable environmental laws and regulations.</p>									
8.	Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	Mr sachin bhatla wholetime director of the company is the responsible for decision making on sustainability related issues.								
9.	Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No).If yes, provide details.	NO								

10. Details of Review of NGRBCs by the Company

Subject for Review	Indicate whether review was undertaken by Director/Committee of the Board/Any other Committee									Frequency (Annually / Half yearly /Quarterly/ Any other-please specify)								
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action	Director									Quarterly								
Compliance with statutory requirements of relevance to the principles andrectification of any non-compliances																		

	P1	P2	P3	P4	P5	P6	P7	P8	P9
11 Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency. If Yse, Provide name of the agency	No	No	No	No	No	No	No	No	No

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

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

PRINCIPLE 1

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

Essential Indicators

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

Segment	Total number of training and awareness programmes held	Topics/principles covered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Board of Directors	5	Updates and awareness related to regulatory changes are conducted for the Board of Directors & KMPs. The topics covered includes: 1) Corporate Governance 2) Companies Act 3) SEBI Listing Requirements 4) Environmental & Safety matters 5) Business Process Improvements	100.00%
Key Managerial Personnel	5	1) Corporate Induction 2) POSH, Company Policies and Procedures 3) CSR Awareness and field visits 4) Well-being and Safety related sessions 5) Session on Code of Conduct to Regulate, Monitor and Report Trading by Designated Person	100.00%
Employees other than BoD and KMPs	25		75.00%
Workers	20	1) Training on Company Policies and Processes 2) EHS Induction and annual refresher training 3) Job Specific Training	90.00%

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

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

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

3. Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed

S. No	Case Details	Name of the regulatory/ enforcement agencies/judicial institutions
	N.A	N.A
	N.A	N.A

4. Does the entity have an anti-corruption or anti-bribery policy?

No

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

	FY (2022-23)	PY (2021-22)
Directors	0	0
KMPs	0	0
Employees	0	0
Workers	0	0

6. Details of complaints with regard to conflict of interest:

Stakeholder group from whom complaint is received	FY (2022-23)		PY (2021-22)	
	Number	Remarks	Number	Remarks
Communities	0	NIL	0	NIL
Other (please specify)	0	NIL	0	NIL

7. Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest.

Nil

Leadership Indicators

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

S. No	Total number of awareness programmes held	Topics / principles covered under the training	Percentage of value chain partners covered (by value of business done with such partners) under the awareness programmes
	NIL	NIL	NIL
	NIL	NIL	NIL
	NIL	NIL	NIL
	NIL	NIL	NIL

2. Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board?

Yes as Company has its own Code of conduct

PRINCIPLE 2

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

Essential Indicators

1. Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.

	FY (2022-23)	PY (2021-22)	Details of improvements in environmental and social impacts
R&D	0.50%	0.55%	Incorporate sustainable raw materials in manufacturing without compromising cost and performance parameters and final product developments
Capex	0.00%	0.00%	

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

No

3. Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for

- Plastics The Company follows the Extended Producer Responsibility (EPR) approach to manage plastic packaging waste in its downstream operations.
- E-waste from Company's establishments are collected and disposed off .
- Hazardous waste from manufacturing units and warehouses is disposed off
- Other wastes are disposed off as per relevant products standards.

4. Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No).

Yes

If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards?

Yes

Leadership Indicators

1. Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)?

Yes

If yes, provide details

S. No	NIC Code	Name of Product/ Service	% of total Turnover contributed	Boundary for which the Life Cycle Perspective/ Assessment was conducted	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/ No)	If yes, provide the web-link.
1	16219	High Pressure Laminate thin panel .6 to 1 mm	72.00%	Cradle to Grave	Yes	Yes	https://www.environdec.com/library/epd9219
2	16219	High Pressure Laminate thick panel 6mm to 12 mm	72.00%	Cradle to Grave	Yes	Yes	https://www.environdec.com/library/epd6473

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

S. No	Name of Product/Service	Description of the risk/concern	Action Taken
1	High Pressure Laminate	Formaldehyde Emission	Controlled with in limits as per EN 717-2 Class E1 Norms

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

Indicate input material	Recycled or re-used input material to total material	
	FY (2022-23)	PY (2021-22)
Kraft Paper	55.00%	55.00%

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

	FY (2022-23)			PY (2021-22)		
	Re-Used	Recycled	Safely Disposed	Re-Used	Recycled	Safely Disposed
Plastics (including packaging)	0	0	296	0	0	0
E waste	0	0	0	0	0	0
Hazardous waste	0	0	1.24	0	0	0
Other waste	0	0	0	0	0	0
Kraft Paper	0	418.55	0	0	0	0
BOPP	0	0	47.07	0	0	0
SANDING DUST	0	0	2372.635	0	0	0
SANDING DUST ACRYLIC	0	0	174.92	0	0	0
SCRAP METAL	0	0	118.067	0	0	0
SCRAP PAPER	0	0	1770.956	0	0	0
SCRAP WOOD	0	0	92.17	0	0	0
SCRAP RUBBER	0	0	0.956	0	0	0
SCRAP OTHER	0	0	8.4	0	0	0

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

Nil

PRINCIPLE 3

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

Essential Indicators

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

Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent employees											
Male	443	78	17.61%	443	100.00%	0	0.00%	0	0.00%	0	0.00%
Female	13	0	0.00%	13	100.00%	13	100.00%	0	0.00%	0	0.00%
Other	0	0	0.00%	0	0.00%	0	0	0	0.00%	0	0.00%
Total	456	456	17.61 %	456	100.00%	13	2.85%	0	0.00%	0	0.00%
Other than permanent employees											
Male	0	0	0.00%	0	0.00%	0	0.00%	0	0.00%	0	0.00%
Female	0	0	0.00%	0	0.00%	0	0.00%	0	0.00%	0	0.00%
Other	0	0	0.00%	0	0.00%	0	0.00%	0	0.00%	0	0.00%
Total	0	0	0.00%	0	0.00%	0	0.00%	0	0.00%	0	0.00%

b. Details of measures for the well-being of workers:

Category	% of workers covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent workers											
Male	686	644	93.88%	686	100.00%	0	0.00%	0	0.00%	0	0.00%
Female	0	0	0.00%	0	0.00%	0	0.00%	0	0.00%	0	0
Other	0	0	0.00%	0	0.00%	0	0.00%	0	0.00%	0	0
Total	686	644	93.88 %	686	100.00%	0	0.00%	0	0.00%	0	0.00%
Other than permanent workers											
Male	522	522	100.00%	522	100.00%	0	0.00%	0	0.00%	0	0.00%
Female	0	0	0.00%	0	0.00%	0	0.00%	0	0.00%	0	0.00%
Other	0	0	0.00%	0	0.00%	0	0.00%	0	0.00%	0	0.00%
Total	522	522	100.00%	522	100.00%	0	0.00%	0	0.00%	0	0.00%

2. Details of retirement benefits

Benefits	FY (2022-23)			PY (2021-22)		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	97.00%	99.00 %	Yes	98.00 %	100.00%	Yes
Gratuity	100.00%	100.00%	Yes	100.00%	100.00%	Yes
ESI	18%	94.00 %	Yes	24.00%	94.00%	Yes
Others – please specify						

3. Accessibility of workplaces

Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016?

YES

4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016?

Yes

Company has internal policy document regarding the rights of person with Disabilities. as per act

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

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	0	0	0	0
Female	0	0	0	0
Other	0	0	0	0
Total	0	0	0	0

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and worker?

If yes, give details of the mechanism in

	Yes/No (If Yes, then give details of the mechanism in brief)
Permanent Workers:	Permanent Employees / workers / other than permanent employees and workers are encouraged to share their concerns with their Reporting Manager or the members of the senior management.
Other than Permanent Workers	Yes
Permanent Employees	Yes
Other than Permanent Employees	Yes

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

Category	FY (2022-23)			PY (2021-22)		
	Total employees/ workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	% (B / A)	Total employees / workers in respective category (C)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	% (D / C)
Total Permanent Employees	0	0		0	0	0
Male	0	0		0	0	0
Female	0	0		0	0	0
Other	0	0		0	0	0

Category	FY (2022-23)			PY (2021-22)		
	Total employees/ workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	% (B / A)	Total employees / workers in respective category (C)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	% (D / C)
Total Permanent Workers	0	0	0	0	0	0
Male	0	0	0	0	0	0
Female	0	0	0	0	0	0
Other	0	0	0	0	0	0

8. Details of training given to employees and workers:

Category	FY (2022-23)					PY (2021-22)				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No.(B)	% (B / A)	No.(C)	% (C / A)		No.(E)	% (E / D)	% (E / D)	% (F / D)
Employees										
Male	443	443	100.00%	0	0.00%	373	373	100.00%	0	0.00%
Female	13	13	100.00%	0	0.00%	10	10	100.00%	0	0.00%
Other	0	0	0	0	0.00%	0	0	0.00%	0	0.00%
Total	456	456	100.00%	0	0.00%	383	383	100.00%	0	0.00%
Workers										
Male	686	686	100.00%	35	5.10%	590	590	100.00%	10	1.69%
Female	0	0	0.00%	0	0.00%	0	0	0.00%	0	0.00%
Other	0	0	0.00%	0	0.00%	0	0	0.00%	0	0.00%
Total	686	686	100.00%	35	5.10%	590	590	100.00%	10	1.69%

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

Category	FY (2022-23)			PY (2021-22)		
	Total (A)	No.(B)	% (B / A)	Total (D)	No. (E)	% (E / D)
Employees						
Male	443	443	100.00%	373	373	100.00%
Female	13	13	100.00%	10	10	100.00%
Other	0	0	0.00%	0	0	0.00%
Total	456	456	100.00%	383	383	100.00%
Workers						
Male	686	686	100.00%	590	590	100.00%
Female	0	0	0.00%	0	0	0.00%
Other	0	0	0.00%	0	0	0.00%
Total	686	686	100.00%	590	590	100.00%

10. Health and safety management system:

- Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No).
Yes, Accidental insurance coverage and ESIC.
- What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?
Company has Standard operating procedure for operating hazardous and non hazardous processes
- Whether you have processes for workers to report the work related hazards and to remove themselves from such risks?
Yes
- Do the employees/ worker of the entity have access to non-occupational medical and healthcare services?
Yes

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

	Category	FY (2022-23)	PY (2021-22)
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	0	0
	Workers	0	0
Total recordable work-related injuries	Employees	1	1
	Workers	1	2
No. of fatalities	Employees	0	0
	Workers	2	0
High consequence work related injury or ill-health (excluding fatalities)	Employees	0	0
	Workers	0	0

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

The health and safety management system are based on ISO 45001:2018, the International Standard for Occupational Health and Safety. The key focus areas remain the safety of our people by investing in technologies and processes that eliminate / minimize the interface of man and machinery. A few of the examples are automation in processes, process safety control, fire protection systems, machine guarding, tamper proof interlocks on packaging machineries etc. The processes on which we are focusing are Permit Management Systems, EHS SOPs & technical specifications implementation, Risk Assessment.

At the design stage of any process, the focus is on eliminating the hazards or providing engineering controls to control the various hazards during manufacturing. The Company has implemented Project Risk Assessment (PRA) for assessing risks for all new or significant modifications of processes, plants, equipment and buildings. In our new plants automation and process control systems are being embedded as part of the design. Further, the Company has a systematic process for identification of work-related hazards through periodic assessments of workplace activities through various internal and external audits and action planning to mitigate or eliminate the identified hazards.

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

	FY (2022-23)			PY (2021-22)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	0	0	0	0	0	0
Health & Safety	0	0	0	0	0	0

14. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	100.00%
Working Conditions	100.00%

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

No such action taken during the year

Leadership Indicators

1. Does the entity extend any life insurance or any compensatory package in the event of death of

- (A) Employees (Y/N) Yes
(B) Workers (Y/N). Yes

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

No

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

	Total no. of affected employees/ workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY (2022-23)	PY (2021-22)	FY (2022-23)	PY (2021-22)
Employees	0	0	0	0
Workers	0	0	0	0

4. Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment?

No

5. Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	0.00%
Working Conditions	0.00%

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

Nil

PRINCIPLE 4

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

The process of stakeholder engagement involves identifying key internal and external stakeholders followed by analyzing the impact of each stakeholder groups on our business and vice versa. Based on the exercise carried out, the Company has prioritized its key stakeholders to understand their expectations and concerns. Through regular interactions with the stakeholders across various channels, the Company has been able to strengthen its relationships and enhance the organizational strategy.

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

S. No	Stakeholder Group	Whether identified as Vulnerable & Marginalized Group	Channels of communication	Frequency of engagement	Purpose and scope of engagement including key topics and concerns raised during such engagement
1	Workforce	No	E-mail	Quarterly	<ul style="list-style-type: none"> • Skill development • Workplace satisfaction • Healthy and safe operations • Employee engagement and involvement • Career progression • Emotional and mental well-being
2	Customers	No	Advertisement	Quarterly	<ul style="list-style-type: none"> • Availability of the product • Pricing of the product • Quality of the product • New product development • Logistics • Efficient service • Grievance redressal and transparency • Information on the safe

S. No	Stakeholder Group	Whether identified as Vulnerable & Marginalized Group	Channels of communication	Frequency of engagement	Purpose and scope of engagement including key topics and concerns raised during such engagement
3	Investors and Shareholders	No	E-mail	Quarterly	<ul style="list-style-type: none"> • Financial performance • Business growth • Business strategy • Future investments • Transparency • Good governance practices
4	Dealers	No	Website	Quarterly	<ul style="list-style-type: none"> • Product availability • Product portfolio • New product development • Market trend
5	Suppliers	No	Website	Quarterly	<ul style="list-style-type: none"> • Long-term association • Innovation opportunities
6	Non-governmental organizations (NGOs)	No	E-mail	Half yearly	<ul style="list-style-type: none"> • Support on implementation of program in Company's focus areas • Support for community- based organizations
7	Regulatory authorities	No	E-mail	Quarterly	<ul style="list-style-type: none"> • Regulatory compliance

Leadership Indicators

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

Nil

2. Whether stakeholder consultation is used to support the identification and management of environmental, and social topics.

If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.

Nil

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

Nil

PRINCIPLE 5

Businesses should respect and promote human rights

Essential Indicators

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

Category	FY (2022-23)			PY (2021-22)		
	Total (A)	No. of employees/workers covered (B)	% (B / A)	Total (D)	No. of employees/workers covered (D)	% (E / D)
Employees						
Permanent	456	40	8.77%	383	20	5.22%
Other than permanent	0	0	0.00%	0	0	0.00%
Total Employees	456	40	8.77%	383	20	5.22%
Workers						
Permanent	686	30	4.37%	590	25	4.24%
Other than permanent	522	0	0.00%	480	0	0.00%
Total Workers	1208	30	2.48%	1070	25	2.34%

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

Category	FY (2022-23)					PY (2021-22)				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No.(B)	% (B/ A)	No.(C)	% (C / A)		No.(E)	% (E / D)	% (E / D)	% (F / D)
Employees										
Permanent	456	0	0.00%	456	100.00%	383	0	0.00%	383	86.46%
Male	443	0	0.00%	443	100.00%	373	0	0.00%	373	86.74%
Female	13	0	0.00%	13	100.00%	10	0	0.00%	10	76.92%
Other										
Other than Permanent	0	0	0.00%	0	0.00%	0	0	0.00%	0	0.00%
Male	0	0	0.00%	0	0.00%	0	0	0.00%	0	0.00%
Female	0	0	0.00%	0	0.00%	0	0	0.00%	0	0.00%
Other	0	0	0.00%	0	0.00%	0	0	0.00%	0	0.00%
Workers										
Permanent	686	0	0.00%	686	100.00%	590	0	0.00%	590	86.01%
Male	686	0	0.00%	686	100.00%	590	0	0.00%	590	86.01%
Female	0	0	0.00%	0	0.00%	0	0	0.00%	0	0.00%
Other	0	0	0.00%	0	0.00%	0	0	0.00%	0	0.00%
Other than Permanent	522	0	0.00%	522	100.00%	480	0	0.00%	480	91.95%
Male	522	0	0.00%	522	100.00%	480	0	0.00%	480	91.95%
Female	0	0	0.00%	0	0.00%	0	0	0.00%	0	0.00%
Other	0	0	0.00%	0	0.00%	0	0	0.00%	0	0.00%

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

Gender	Male		Female		Other	
	Number	Median remuneration/ salary/ wages of respective category ₹ in lakhs	Number	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/ wages of respective category
Board of Directors (BoD)	4	10800000	0	0	0	0
Key Managerial Personnel	2	2746006	0	0	0	0
Employees other than BoD and KMP	441	279912	13	283947	0	0
Workers	686	149133	0		0	0

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

No

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

Company has grievance redressal committee

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

	FY (2022-23)			PY (2021-22)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	0	0	0	0	0	0
Discrimination at workplace	0	0	0	0	0	0
Child Labour	0	0	0	0	0	0
Forced Labour/Involuntary Labour	0	0	0	0	0	0
Wages	0	0	0	0	0	0
Other human rights related issues	0	0	0	0	0	0

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

Company has sexual harassment policy, grievance handling policy

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

No

9. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	0.00%
Forced/involuntary labour	0.00%
Sexual harassment	0.00%
Discrimination at workplace	0.00%
Wages	0.00%

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

There were no significant risks/concern arising from the above assessments.

Leadership Indicators

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

Nil

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

Nil

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

Yes

4. Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Sexual harassment	0.00%
Discrimination at workplace	0.00%
Child Labour	0.00%
Forced Labour/Involuntary Labour	0.00%
Wages	0.00%
Others – please specify	0.00%

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

NIL

PRINCIPLE 6

Businesses should respect and make efforts to protect and restore the environment

Essential Indicators

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

	FY (2022-23)	PY (2021-22)
Total electricity consumption (A)	60267452	49950961
Total fuel consumption (B)	540164366	430581733
Energy consumption through other sources (C)	0	0
Total energy consumption (A+B+C)	600431818	480532694
Energy intensity per rupee of turnover(Total energy consumption/turnover in rupees)	0.06	0.07
Energy intensity (optional) – the relevant metric may be selected by the entity	0	0

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? No

2. Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India?

No

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

Parameter	FY (2022-23)	PY (2021-22)
Water withdrawal by source (in kilolitres)		
(i) Surface water	0	0
(ii) Groundwater	187035	161951
(iii) Third party water	0	0
(iv) Seawater / desalinated water	0	0
(v) Others	0	0
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	187035	161951
Total volume of water consumption (in kilolitres)	166585	141088
Water intensity per rupee of turnover (Water consumed / turnover)	0.000017	0.000021
Water intensity (optional) – the relevant metric may be selected by the entity		

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency?

No

4. Has the entity implemented a mechanism for Zero Liquid Discharge?

No

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

Parameter	Please specify unit	FY (2022-23)	PY (2021-22)
NOx	Mg/nm ³	NA	NA
SOx	Mg/nm ³	NA	NA
Particulate matter (PM)	Mg/nm ³	NA	NA
Persistent organic pollutants (POP)	NA	NA	NA
Volatile organic compounds (VOC)	NA	NA	NA
Hazardous air pollutants (HAP)	NA	NA	NA
Others – please specify			

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) Yes

If yes, name of the external agency.

By Haryana State Pollution Board

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

Parameter	Unit	FY (2022-23)	PY (2021-22)
Total Scope 1 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	THE ORGANISATION DOESNOT HAVE THE DATA OF GHG EMISSION AT PRESENT BUT WILL GET THE SAME IN FUTURE	0	0
Total Scope 2 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	0	0	0
Total Scope 1 and Scope 2 emissions per rupee of turnover	0	0	0
Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity	0	0	0

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N)

No

7. Does the entity have any project related to reducing Green House Gas emission?

No

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

Parameter	FY (2022-23)	PY (2021-22)
Total Waste generated (in metric tonnes)		
Plastic waste (A)	276.44	157.21
E-waste (B)	0	0
Bio-medical waste (C)	0	0
Construction and demolition waste (D)	0.03	0
Battery waste (E)	0	0
Radioactive waste (F)	0	0
Other Hazardous waste. Please specify, if any. (G)	0	0
Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	0	0
Total (A+B + C + D + E + F + G + H)	276.47	157.21
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
(i) Recycled	0	0
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	0	0
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	0	0
(ii) Landfilling	0	0
(iii) Other disposal operations	276.443	157.21
Total	276.443	157.21

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N)

No

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

The organisation has implemented system for Environmental Management System as part of the Integrated Management System. The procedures for identification, handling storage and disposal of all hazardous, e-waste, battery waste, solid waste and plastic waste and any other waste has been documented and implemented. All types of waste generated is processed as per these procedure.

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

Nil

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

Nil

12. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N).

Yes

Leadership Indicators

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

Parameter	FY (2022-23)	PY (2021-22)
From renewable sources		
Total electricity consumption (A)	0	0
Total fuel consumption (B)	0	0
Energy consumption through other sources (C)	0	0
Total energy consumed from renewable sources (A+B+C)	0	0
From non-renewable sources		
Total electricity consumption (D)	60267452 MJ	49950961 MJ
Total fuel consumption (E)	540164366 MJ	430581733 MJ
Energy consumption through other sources (F)		
Total energy consumed from non-renewable sources (D+E+F)		

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency?

No

2. Provide the following details related to water discharged:

Parameter	FY (2022-23)	PY (2021-22)
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water	20450	20863
No treatment	20450	20863
With treatment – please specify level of treatment	0	0
(ii) To Groundwater	0	0
No treatment	0	0
With treatment – please specify level of treatment	0	0
(iii) To Seawater	0	0
No treatment	0	0
With treatment – please specify level of treatment	0	0
(iv) Sent to third-parties	0	0
No treatment	0	0
With treatment – please specify level of treatment	0	0
(v) Others	0	0
No treatment	0	0
With treatment – please specify level of treatment	0	0
Total water discharged (in kilolitres)	20450	20863

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N)

No

3. Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):

For each facility / plant located in areas of water stress, provide the following information:

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N)

No.

Details For each facility / plant located in areas of water stress

Sr. No.	Particulars		
1	Name of the area	Haryana	
2	Nature of operations	Manufacturing of laminates, Decorative vaneers	
3	Water withdrawal, consumption and discharge in the following format:		
	Parameter	FY (2022-23)	PY (2021-22)
	Water withdrawal by source (in kilolitres)		
	(i) Surface water	0.00	0.00
	(ii) Groundwater	187035.00	161951.00
	(iii) Third party water	0.00	0.00
	(iv) Seawater / desalinated water	0.00	0.00
	(v) Others	0.00	0.00
	Total volume of water withdrawal (in kilolitres)	187035	161951
	Total volume of water consumption (in kilolitres)	166585.00	141088.00
	Water intensity per rupee of turnover (Water consumed / turnover)	0.00	0.00
	Water intensity (optional) – the relevant metric may be selected by the entity	0.00	0.00
	Water discharge by destination and level of treatment (in kilolitres)		
	(i) Into Surface water	0	0
	No treatment	0.00	0.00
	With treatment – please specify level of treatment	0.00	0.00
	(ii) Into Groundwater	0	0
	No treatment	0.00	0.00
	With treatment – please specify level of treatment	0.00	0.00
	(iii) Into Seawater	0	0
	No treatment	0.00	0.00
	With treatment – please specify level of treatment	0.00	0.00
	(iv) Sent to third-parties	0	0
	No treatment	0.00	0.00
	With treatment – please specify level of treatment	0.00	0.00
	(v) Others	0	0
	No treatment	0.00	0.00
	With treatment – please specify level of treatment	0.00	0.00
	Total water discharged (in kilolitres)	0	0

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

Parameter	Unit	FY (2022-23)	PY (2021-22)
Total Scope 3 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	NA	0	0
Total Scope 3 emissions per rupee of turnover	NA	0	0
Total Scope 3 emission intensity (optional) – the relevant metric may be selected by the entity	NA	0	0

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N)

No

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

Nil

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

S. No	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative	Corrective action taken, if any
1	Recycling	Resale of process waste kraft to paper suppliers for recycling	Lower requiremnet of fresh paper resulting in less cutting of trees	Nil
2	Recycling	Disposal of waste BOPP to recycling plants for making BOPP granules	Reduced need for the disposal of BOPP disposal in to the environment	Nil
3	Use of Recycle product	Increase the recycled content in kraft usage by substititing virgin kraft with recycled kraft	Lower requiremnet of virgin pulp kraft	Nil
4	Reduction in resource consumption	Reduction in water consumption in resin making process by using Paraformaldehyde	Reduction in water consumption	Nil

7. Does the entity have a business continuity and disaster management plan?

Yes

Being an internal document of the company hence its not available on the website

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

Nil, EPD covers as similar to Life Cycle Assessment

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

0.00%

PRINCIPLE 7

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

Essential Indicators

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

S. No	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National/International)
1	FFSC	State
2	FFSC	National
3	THE PLASTIC EXPORT PROMOTION COUNCIL	National
4	PHD CHAMBER OF COMMERCE AND INDUSTRY	State
5	HARYANA CHAMBER OF COMMERCE AND INDUSTRY ALSO	State

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

NIL

Leadership Indicators

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

NIL

PRINCIPLE 8

Businesses should promote inclusive growth and equitable development

Essential Indicators

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

NIL

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

NIL

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

Currently Company dont have the structured mechanisim To receive and redress grivances of the community however Company is planning to develop such mechanism in future

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

	FY (2022-23)	PY (2021-22)
Directly sourced from MSMEs/ small producers	1.29%	2.89%
Sourced directly from within the district and neighbouring districts	20.32%	18.85%

Leadership Indicators

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

Nil

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

NIL

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

NO

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

NIL

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

NIL

6. Details of beneficiaries of CSR Projects:

S. No	CSR Project	No. of persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalized groups
1	Provide material and Monetary contribution to Mata Mansa Devi Sewak Dal for Development.	10000	70.00%
2	Setting up old age homes, day care centers and such other facilities for senior citizens and under privilege childrens.	80	90.00%
3	Contributing to promote nationally recognized sports	15	100.00%
4	Welfare of cows	100	100.00%

PRINCIPLE 9

Businesses should engage with and provide value to their consumers in a responsible manner

Essential Indicators

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

The Company has an online complaint management system where all customer complaints are recorded. Upon receipt of the complaints, these are investigated and based on the root cause analysis the corrective and preventive actions are taken. The feedback of the actions are communicated back to the complaint initiator

THE COMPANY USES SALES FORCE SOFTWARE TO MANAGE ONLINE COMPLAINTS FOR EXPORT AND DOMESTIC MARKET

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

	As a percentage to total turnover
Environmental and social parameters relevant to the product	90.00%
Safe and responsible usage	90.00%
Recycling and/or safe disposal	90.00%

3. Number of consumer complaints in respect of the following

	FY (2022-23)			PY (2021-22)		
	Received during the year	Pending resolution at end of year	Remarks	Received during the year	Pending resolution at end of year	Remarks
Data privacy	0	0	0	0	0	0
Advertising	0	0	0	0	0	0
Cyber-security	0	0	0	0	0	0
Delivery of essential services	0	0	0	0	0	0
Restrictive Trade Practices	0	0	0	0	0	0
Unfair Trade Practices	0	0	0	0	0	0
Other	0	0	0	0	0	0

4. Details of instances of product recalls on account of safety issues

	Number	Reasons for recall
Voluntary recalls	0	0
Forced recalls	0	0

5. Does the entity have a framework/ policy on cyber security and risks related to data privacy?

Yes

Being an internal document of the company hence its not available on the website

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

Company has maintained the fully secured server with access control related with various stakeholders

Leadership Indicators

1. Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available).

All products information available on our website www.stylam.com

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

Dedicated sales and marketing team keep guiding about usage

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

Company is working on it

4. Does the entity display product information on the product over and above what is mandated as per local laws?

If yes, provide details in brief.

Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole?

No

5. Provide the following information relating to data breaches

a. Number of instances of data breaches along-with impact- Nil

b. Percentage of data breaches involving personally identifiable information of customers- Nil

DIVIDEND DISTRIBUTION POLICY

1. Preamble

Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2021 (the "Regulations") mandated top one thousand listed companies (based on market capitalization of every financial year) to formulate a Dividend Distribution Policy, which shall be disclosed in its Annual Report and on its website.

The policy, in the interest of providing transparency to the shareholders, sets out the circumstances and different factors for consideration by the Board at the time of deciding on distribution or of retention of profits. In view of the said requirement, the Board of Directors of the Company recognizes the need to lay down a broad framework with regard to the distribution of dividend to its shareholders and utilization of the retained earnings. The Policy reflects the intent of the Company to reward its shareholders by distributing a portion of its profits after retaining sufficient funds for the business needs and growth of the Company.

The Company would ensure to strike the right balance between the quantum of the dividend paid and amount of profits retained in the business for various purposes. The Board of Directors will have regards to this policy while declaring/recommending dividends on the behalf of the Company. Through this policy, the Company would strive to maintain a consistent approach to dividend pay-out plans.

The Board of Directors (the "Board") of Stylam Industries Limited (the "Company") at its meeting held on 16 June 2021 has adopted this Dividend Distribution Policy (the "Policy"), pursuant to the terms of Regulation 43A of the SEBI (LODR) Regulations, 2015 read with SEBI (LODR) (Second Amendment), 2021.

2. Definitions

"Board" shall mean Board of Directors of the Company;

"Companies Act" shall mean the Companies Act, 2013 and Rules thereunder, notified by the Ministry of Corporate Affairs, Government of India, as amended;

"Dividend" includes any interim dividend;

"Listed Entity / Company" shall mean Stylam Industries Limited;

"Policy" means Dividend Distribution Policy;

"Stock Exchange" shall mean a recognised Stock Exchange as defined under clause (f) of Section 2 of the Securities Contracts (regulation) Act, 1956.

3. Policy

A. Parameters and factors for declaration of dividend

The dividend pay-out decision of the Board depends upon the following financial parameters, internal and external factors:

Financial parameters and Internal Factors:

- Operating cash flow of the Company
- Profit earned during the year
- Profit available for distribution
- Earnings Per Share ("EPS")
- Working capital requirements
- Capital expenditure requirements
- Business expansion and growth
- Likelihood of crystallization of contingent liabilities, if any
- Additional investment in subsidiaries and associates of the Company
- Up gradation of technology and physical infrastructure
- Creation of contingency fund
- Acquisition of brands and business

- Cost of Borrowings
- Need for conservation of cash due to economic downturn
- Past dividend pay-out ratio / trends

External Factors:

- Economic environment
- Government regulations
- Capital markets
- Global conditions
- Statutory provisions and guidelines
- Dividend pay-out ratio of competitors

B. Circumstances under which the shareholders of the company may or may not expect dividend

The decision regarding dividend pay-out is a crucial decision as it determines the amount of profit to be distributed among shareholders of the Company and the amount of profit to be retained in business. The decision seeks to balance the dual objectives of appropriately rewarding shareholders through dividends and retaining profits in order to maintain a healthy capital adequacy ratio to support future growth. The shareholders of the Company may not expect dividend in the following circumstances, subject to discretion of the Board of Directors:

- Proposed expansion plans requiring higher capital allocation
- Decision to undertake any acquisitions, amalgamation, merger, joint ventures, new product launches etc. which requires significant capital outflow
- Requirement of higher working capital for the purpose of business of the Company
- Proposal for buy-back of securities
- In the event of loss or inadequacy of profit.

C. Utilization of the retained earning

The Board may retain its earnings in order to make better use of the available funds and increase the value of the stakeholders in the long run. The decision of utilization of the retained earnings of the Company shall be based on the following factors:

- Market expansion plan
- Product expansion plan
- Increase in production capacity
- Modernization plan
- Diversification of business
- Long term strategic plans
- Replacement of capital assets
- Where the cost of debt is expensive
- Dividend payment
- Such other criteria as the Board may deem fit from time to time.

D. Rate/ Quantum of dividend:

The Company will strive to distribute an optimal and appropriate level of the profits earned by it in its business, to the shareholders, in the form of dividend. The Company would maintain a dividend pay-out as may be determined by the Board from time to time, considering the general business factors and other significant parameters specified in this policy.

E. Manner of dividend pay-out

In case of final dividend:

- i. Recommendation, if any, shall be done by the Board, usually in the Board meeting that considers and approves the annual financial statements, subject to approval of the shareholders of the Company.

- ii. The dividend as recommended by the Board shall be approved/declared at the Annual General Meeting of the Company.
- iii. The payment of dividends shall be made within the statutorily prescribed period from the date of declaration, to those shareholders who are entitled to receive the dividend on the record date/book closure period, as per the applicable law.

In case of interim dividend:

- i. Interim dividend, if any, shall be declared by the Board.
- ii. Before declaring interim dividend, the Board shall consider the financial position of the Company that allows the payment of such dividend.
- iii. The payment of dividends shall be made within the statutorily prescribed period from the date of declaration to the shareholders entitled to receive the dividend on the record date, as per the applicable laws.
- iv. In case no final dividend is declared, interim dividend paid during the year, if any, will be regarded as final dividend in the Annual General Meeting.

4. Conflict in policy

In the event of any conflict between this Policy and the provisions contained in the regulations, the regulations shall prevail.

5. Discloser

The Dividend Distribution Policy shall be disclosed in the Annual Report and on the website of the Company i.e., www.stylam.com

6. Policy review and amendments

This Policy would be subject to modification in accordance with the guidelines / clarifications as may be issued from time to time by relevant statutory and regulatory authority. The Board may modify, add, delete or amend any of the provisions of this Policy. Any exceptions to the Dividend Distribution Policy must be consistent with the Regulations and must be approved in the manner as may be decided by the Board of Directors

Independent Auditor's Report

To
The Members of
Stylam Industries Limited

Report on the audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Stylam Industries Limited ("the Company"), which comprise the Balance Sheet as at 31 March 2023, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended and notes to the financial statements, including a summary of the 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 the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS"), and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2023, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis of Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the 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 Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Key Audit Matter

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matter described below to be the key audit matter to be communicated in our report.

The Key Audit Matter

Revenue Recognition

The Company recognizes revenue at the point of time when control of the goods is transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

In determining the transaction price for the sale, the Company considers the effects of variable consideration and consideration receivable from the customer.

The nature of rebates, discounts and sales returns, if any, involve judgment in determining sales revenues and revenue cut-off. The risk is, therefore, that revenue may not be recognized in the correct period or that revenue and associated profit is misstated.

How the matter was addressed in our audit

- We performed process walk through to understand the adequacy and the design of the revenue cycle. We tested internal controls in the revenue and trade receivables over the accuracy and timing of revenue accounted in the financial statements.
- Understanding the policies and procedures applied to revenue recognition, as well as compliance thereof, including an analysis of the effectiveness of controls related to revenue recognition processes employed by the Company.
- We reviewed the revenue recognition policy applied by the Company to ensure its compliance with Ind-AS 115 requirements.
- We checked the contracts of customers along with revenue recognition policy applied by the Company to ensure satisfaction of performance obligation upon transfer of control of products to customer at a point in time. Our checking procedure includes consideration of the accounting and presentation of the rebates and discount arrangements.
- In addition to substantive analytical reviews performed to understand how the revenue has trended over the year, we performed a detailed testing on transactions around the year-end, ensuring revenues were recognized in the correct accounting period. We also tested journal entries recognized to revenue focusing on unusual or irregular transactions.

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's management and Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the 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 identified above when it becomes available 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.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations. We have nothing to report in this regard.

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

The Company's management and Board of Directors are 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 state of affairs, profit/loss and 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, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of Standalone Financial Statement

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

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

- Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion

on whether the Company has adequate internal financial controls 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 the 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 standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

We communicate with 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 section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. (A) As required by Section 143(3) of the Act, based on our audit, we report that :
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss including other comprehensive income, the Cash Flow Statement and the statement of changes in equity dealt with by this Report are in agreement with the relevant books of account.
 - (d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
 - (e) On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- (B) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements;
 - ii. The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

- iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (b) The Management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Parties or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us

to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material misstatement.

- (C) With respect to the matter to be included in the Auditors' 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 limits 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.
- (D) Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

For **Mittal Goel & Associates**
Chartered Accountants
Firm Reg. No. 017577N

SANDEEP KUMAR GOEL
Partner
Membership No. 099212

Place: Chandigarh
Date: 05th May 2023

Annexure A to the Independent Auditor's Report

(Referred to in Paragraph 1 Under 'Report on other Legal and Regulatory Requirements' of our Report of Even Date)

With reference to the Annexure A referred to in the Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 March 2023, we report the following:

- i. (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of the fixed assets.
(B) The Company has maintained proper records showing full particulars of intangible assets.
- (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 a regular programme of physical verification of its fixed assets by which all fixed assets are verified in a phased manner, over a period of three years. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) Based on the examination of the registered sale deed, transfer deed, conveyance deed, mutation of title papers we report that, the title deeds, of all the immovable properties of land and buildings (other than those that have been taken on lease and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements included in (property, plant & equipment and capital work in progress), are held in the name of the Company as at the balance sheet date. Immovable properties of land and buildings whose title deeds have been pledged as security for loans, guarantees, etc., are held in the name of the Company.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its property, plant and equipment (including right of use assets) or intangible assets or both during the year
- (e) According to the information and explanations given to us and the records examined by us including registered title deeds, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date. In respect of immovable properties of land that have been taken on lease and disclosed as Right of Use Assets in the financial statements, the lease agreements are in the name of the Company, where the Company is the lessee in the agreement.
- (f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- ii. (a) The inventory, except goods-in-transit and stocks lying with third parties, have been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable. For stocks lying with third parties at the year end, written confirmations have been obtained. The discrepancies noticed on verification between the physical stocks and the book records were not material and have been dealt with in books of account.
- (b) According to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of ₹ 5 crores, in aggregate, at points of time during the year, from banks or financial institutions on the basis of security of current assets. In our opinion and according to the information and explanations given to us, the quarterly returns and statements comprising (stock statements, book debt statements, and statements on ageing analysis of the debtors) filed by the Company with such banks or financial institutions are in agreement with the unaudited books of account of the Company, of the respective quarters and no material discrepancies have been observed.
- iii. (a) The company has investments of ₹1.00 Crore in its subsidiaries "M/s Stylam Panels Limited. During the year the company has made no additional investments.
- (b) During the year the company has not provided any loans or advances in the nature of loans, or stood guarantee, or provided security to any other entity.
- (c) In our opinion, the investments made and the terms and conditions of investments during the year are, prima facie, not prejudicial to the Company's interest.
- (d) The Company has not provided any guarantee or security or granted any advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties.
- iv. The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.
- v. The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

vi. The maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause (vi) of the Order is not applicable to the Company

vii. According to the information and explanations given to us, in respect of statutory dues

- (a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income Tax, Customs Duty, Goods and Service Tax, cess and other material statutory dues applicable to it to the appropriate authorities.
- (b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Customs Duty, Goods and Service Tax, cess and other material statutory dues in arrears as at 31st March, 2023 for a period of more than six months from the date they became payable.
- (c) Details of dues of Income Tax, Sales Tax, Service Tax, Excise Duty, and Value Added Tax which have not been deposited as on 31st March, 2023 on account of disputes are given below:

Name of the statute	Amount (₹ in Lacs)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	81.94	AY 2013-14	ITAT
Income Tax Act, 1961	127.75	AY 2014-15	ITAT
Income Tax Act, 1961	241.46	AY 2017-18	CIT (Appeal)
Income Tax Act, 1961	1241.54	AY 2018-19	CIT (Appeal)
Income Tax Act, 1961	3.32	AY 2019-20	CIT (Appeal)
Income Tax Act, 1961	0.11	AY 2013-14	DCIT
Income Tax Act, 1961	0.14	AY 2014-15	DCIT
Income Tax Act, 1961	0.08	AY 2017-18	DCIT
Income Tax Act, 1961	1.06	AY 2021-22	DCIT
Custom Duty	2,058	13-10-2017 to 10-01-2019	DRI

* Net of amount paid under protest

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

ix. (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted during the year in repayment of dues to

bankers and government. The Company did not have any outstanding dues to financial institutions and debenture holders during the year.

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

(c) In our opinion and according to the information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.

(d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

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

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries (as defined under the Act).

x. (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

xi. (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in the Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.

- xii. According to the information and explanations given to us, the Company is not a Nidhi Company as prescribed under Section 406 of the Act. Accordingly, reporting under clause (xii) of the Order is not applicable to the Company.
- xiii. According to the information and explanations given to us, all transactions with the related parties are in compliance with Section 177 and 188 of Act, where applicable and the details have been disclosed in the Financial Statements as required by the applicable Indian Accounting Standards.
- xiv. (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports of the Company issued till date for the period under audit.
- xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him and hence provisions of section 192 of the Companies Act, 2013 are not applicable.
- xvi. (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clauses 3(xvi)(a) and 3(xvi)(b) of the Order are not applicable.
- (b) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
- (c) According to the information and explanations provided to us during the course of audit, the group does not have any CICs
- xvii. The Company has not incurred cash losses in the current and in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the order is not applicable.
- xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report, that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx. The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there are no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act or special account in compliance with provision of sub-section (6) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year.

For **Mittal Goel & Associates**
Chartered Accountants
Firm Reg. No. 017577N

SANDEEP KUMAR GOEL
Partner
Membership No. 099212

Place: Chandigarh
Date: 05th May 2023

Annexure B to the Independent Auditor's Report

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

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Subsection 3 of Section 143 of the Companies Act, 2013 ("the Act")

Opinion

We have audited the internal financial controls with reference to financial statements of Stylam Industries Limited ("the Company") as of 31 March 2023 in conjunction with our audit of the financial statements of the Company as at and for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls were operating effectively as at 31 March 2023, based on the internal financial controls 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 issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements

and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are

subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, based on the internal control over financial reporting

criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **Mittal Goel & Associates**
Chartered Accountants
Firm Reg. No. 017577N

SANDEEP KUMAR GOEL
Partner
Membership No. 099212

Place: Chandigarh
Date: 05th May 2023

Standalone Balance Sheet

as at March 31st, 2023

(₹ in Lakhs)

Particulars	Note	As at March 31, 2023	As at March 31, 2022
ASSETS			
Non-current assets			
Property, plant and equipment	3.1	17,179.29	17,872.45
Capital work in progress		1,283.47	
Investment Property	4	-	-
Financial assets			
Investments	5.1	249.78	249.78
Loans and advances	5.2	162.70	149.92
Other bank balances	5.6	-	-
Other non-current assets	7	153.64	165.57
		19,028.87	18,437.72
Current assets			
Inventories			
Financial assets			
Trade receivables	5.4	12,584.83	11,876.74
Cash and cash equivalents	5.5	399.05	70.06
Other bank balances	5.6	2,170.12	697.31
Other financial assets	5.3	20.45	3.22
Other current assets	7	3,654.82	4,551.16
		34,811.70	30,488.65
TOTAL ASSETS			
		53,840.57	48,926.37
EQUITY AND LIABILITIES			
Equity			
Equity share capital	9	847.40	847.40
Other equity		40,392.04	30,797.62
		41,239.44	31,645.02
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings	10.1	57.65	913.79
Provisions	11	257.38	232.01
Deferred tax liabilities (net)	6	997.89	1,082.27
Other non current liabilities	12	491.06	75.45
		1,803.99	2,303.53
Current liabilities			
Financial liabilities			
Borrowings	10.2	3,615.21	5,594.19
Trade payables	10.3	3,984.56	5,803.83
Other financial liabilities	10.4	1,021.79	1,438.87
Other current liabilities	12	1,335.95	1,865.70
Provisions	11	116.01	107.77
Current tax liabilities (net)	13	723.61	167.46
		10,797.15	14,977.82
TOTAL EQUITY AND LIABILITIES			
		53,840.57	48,926.37

Basis of preparation, measurement and significant accounting policies,

1&2

See accompanying notes to the financial statements

As per our report of even date attached.

For **Mittal Goel & Associates**

Chartered Accountants

CA Sandeep Kumar Goel

Partner

Membership No. 099212

Jagdish Gupta

Managing Director

Manit Gupta

Director

DATE : May 05, 2023

PLACE : Chandigarh

Kishan Nagpal

CFO

Sanjeev Kumar Sehgal

CS & Compliance Officer

Standalone Profit and Loss Account

for the year ended Mar. 31, 2023

(₹ in Lakhs)

Particulars	Note	Year ended March 31, 2023	Year ended March 31, 2022
Income			
Revenue from operations	14	95,213.39	65,934.68
Other income	15	139.51	797.14
Total Income		95,352.90	66,731.81
Expenses			
Cost of raw materials consumed	16	55,408.05	38,979.31
(Increase) / decrease in inventories	17	(2,315.69)	(1,531.96)
Purchase of Stock in Trade		8.14	103.89
Employee benefit expenses	18	6,875.47	5,478.12
Finance costs	21	818.58	783.04
Depreciation and amortization expense	20	1,999.40	2,325.55
Other expenses	19	19,756.26	12,545.95
Total Expenses		82,550.22	58,683.89
Profit before exceptional items and tax		12,802.68	8,047.92
Exceptional Items		-	-
Profit before Tax		12,802.68	8,047.92
Tax expense			
Current tax		3,292.72	1,990.99
Tax of Earlier Years		(0.44)	90.31
Deferred tax charge	6	(84.28)	(134.86)
Total tax expense		3,207.99	1,946.44
Profit for the year		9,594.69	6,101.48
Share of Profit/ (Loss) of associates and joint ventures		-	-
Other Comprehensive Income			
Other comprehensive income to be reclassified to profit or loss in subsequent years:			
Re-measurement gains/ (losses) on defined benefit obligations		(0.36)	(1.20)
Net (loss) gain on FVTOCI Investment		-	-
Deferred tax charge		0.09	0.30
Income tax effect		-	-
Other comprehensive income not to be reclassified to profit or loss in subsequent years (net of tax)		(0.27)	(0.90)
Other comprehensive income to be reclassified to profit or loss in subsequent years:			
Currency Hedging		-	-
Tax effect		-	-
Other comprehensive income to be reclassified to profit or loss in subsequent years (net of tax)		-	-
Total Comprehensive Income for the year		9,594.42	6,100.58
Earnings per equity share in INR computed on the basis of profit for the year	22		
Basic		56.61	36.00
Diluted		56.61	36.00
Basis of preparation, measurement and significant accounting policies,	1&2		

See accompanying notes to the financial statements

As per our report of even date attached.

For **Mittal Goel & Associates**

Chartered Accountants

CA Sandeep Kumar Goel

Partner

Membership No. 099212

Jagdish Gupta

Managing Director

Manit Gupta

Director

DATE : May 05, 2023

PLACE : Chandigarh

Kishan Nagpal

CFO

Sanjeev Kumar Sehgal

CS & Compliance Officer

Standalone Statement of Cash Flow

for the year ended at March 31, 2023

(₹ in Lakhs)

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
A Cash Flow from operating activities:		
Profit/(loss) before extraordinary & exceptional items and tax	12,802.68	8,047.92
Adjustments for:		
- Unrealized foreign exchange loss/(gain) (net)	-	
Government Grant Ind As Adjustment	-	(644.63)
- Finance costs	331.15	311.70
- Depreciation and amortisation expense	1,999.40	2,325.55
- Interest Income	(31.38)	(38.38)
- Loss/ (Gain) on sale of Fixed Assets (net)	(3.43)	4.81
Operating Profit before working capital changes	15,098.42	10,006.97
Movements in working capital:		
Adjusted for:		
Trade & Other Receivables	(708.09)	(2,012.47)
Inventories	(2,692.29)	(6,105.30)
Trade & Other Payables	(2,508.23)	1,035.28
Net cash generated from operations	9,189.82	2,924.48
Payment of direct taxes (net)	(2,568.66)	(1,913.85)
Dividend paid	-	(423.70)
Net cash from operating activities (A)	6,621.16	586.94
B Cash Flow from investing activities:		
Payment for Tangible Assets (including capital work in progress and capital advances)	(2,608.04)	(1,438.50)
Proceeds from sale of PPE	21.75	72.50
Proceeds from sale of Investment Property	0.00	0.07
Payment for investments in subsidiary and joint venture	-	(100.00)
Maturity/ (Investment) in fixed deposits	-	-
Proceeds/(Investment) from/ in other assets	878.28	(1,037.04)
Proceeds/(Investment) from/ in other activities	440.62	(583.04)
Interest received	31.38	38.38
Net cash from/ (used in) investing activities (B)	(1,236.01)	(3,047.62)
C Cash Flow from financing activities:		
Proceeds of long-term borrowings		-
Repayment of long term borrowings	(1,273.23)	(1,457.19)
Proceeds/ (Repayment) from short-term borrowings	(1,978.98)	3,483.20
Borrowing costs paid		
- Interest paid	(331.15)	(311.70)
Net cash from/ (used in) financing activities (C)	(3,583.35)	1,714.31
Net increase/(decrease) in cash and cash equivalents (A+B+C)	1,801.80	(746.37)
Cash and cash equivalents at the beginning of the period	767.37	1,513.74
Cash and cash equivalents at the closing of the period	2,569.17	767.37

Notes:

- The cash flow statement has been prepared under the indirect method as set out in Ind AS 7 Cash Flow Statements.
- Components of cash and cash equivalents included under cash and bank balances (note 5.6) are as under:

Standalone Statement of Cash Flow

for the year ended at March 31, 2023

(₹ in Lakhs)

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Cash in hand	0.70	0.16
Balances with scheduled banks		
- On current accounts	398.35	69.90
- Book overdraft in current accounts	-	-
- Deposits with original maturity of upto 3 months	-	-
- Deposits with original maturity of upto 3 months (Pledged with Bank)	39.97	650.82
- Deposits with original maturity of more than 3 months (Pledged with Bank)	32.64	11.80
- Other Balance with bank	2,097.51	34.69
Cash and cash equivalents	2,569.17	767.37

As per our report of even date attached.

For **Mittal Goel & Associates**

Chartered Accountants

CA Sandeep Kumar Goel

Partner

Membership No. 099212

DATE : May 05, 2023

PLACE : Chandigarh

Jagdish Gupta

Managing Director

Kishan Nagpal

CFO

Manit Gupta

Director

Sanjeev Kumar Sehgal

CS & Compliance Officer

Notes to the Standalone Financial Statements

for the year ended March 31, 2023

1. Company information

Stylam Industries Limited ("the Company") is a public limited company incorporated in India with its registered office located at Sco-14, Sector 7-C, Madhya Marg, Chandigarh, India. The Company is listed on the Bombay Stock Exchange (BSE) and National Stock Exchange (NSE). The Company is engaged in manufacturing of laminates, solid surface panels and allied products.

The manufacturing facilities of the company are located at Panchkula, Haryana, India

2. Basis of Preparation, Measurement and Significant accounting policies

2.1 Basis of Preparation and measurement

a) Basis of preparation

These financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.

The financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the financial statements.

The financial statements are presented in INR, the functional currency of the Company. Items included in the financial statements of the Company are recorded using the currency of the primary economic environment in which the Company operates (the 'functional currency')

The financial statements of the Company for the year ended March 31, 2023 were approved for issue in accordance with the resolution of the Board of Directors on May 05, 2023

b) Basis of measurement

These Standalone Financial statements are prepared under the historical cost convention unless otherwise indicated.

2.2 Key accounting estimates and judgements

The preparation of Financial statements requires management to make judgements, estimates and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income and expenses.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods affected.

Key source of estimation of uncertainty at the date of financial statements, which may cause material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of impairment, useful lives of property and plant and equipment, provisions, valuation of deferred tax liabilities, contingent liabilities and fair value measurements of financial instruments as discussed below.

Key source of estimation of uncertainty in respect of revenue recognition and employee benefits have been discussed in the respective policies.

Continuous evaluation is done on the estimation. Actual results may differ from these estimates.

2.3 Current versus non-current classification

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria as set out in the Division II of Schedule III to the Companies Act, 2013.

The Company presents assets and liabilities in the Balance Sheet based on current/ non-current classification. An asset is treated as current when:

- It is expected to be realised or intended to be sold or consumed in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is expected to be realised within twelve months after the reporting period; or
- It is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

The Company classifies all other assets as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle for the purpose of current and non-current classification of assets and liabilities.

Notes to the Standalone Financial Statements

for the year ended March. 31, 2023

2.4 Significant accounting policies

(a) Property, plant and equipment (PPE)

- Property, plant and equipment

Items of property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment loss, if any. The cost of assets comprises of purchase price and directly attributable cost of bringing the assets to working condition for its intended use including borrowing cost and incidental expenditure during construction incurred up to the date when the assets are ready for intended use. Capital work in progress includes cost of assets at sites, construction expenditure and interest on the funds deployed less any impairment loss, if any. If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as a separate item (major components) of property, plant and equipment. As per the assessment made by the management, property plant does not comprise any significant components with different useful life. Any gain on disposal of property, plant and equipment is recognised in Statement of Profit and loss. Costs in nature of repairs and maintenance are recognised in the Statement of Profit and Loss as and when incurred.

- Subsequent Measurement

Subsequent expenditure is capitalised only if it is probable that there is a future economic benefit associated with the expenditure will flow to the Company and the cost can be measured reliably.

- Capital work in progress

Capital work-in-progress comprises of assets in the course of construction for production or/and supply of goods or services or administrative purposes, are carried at cost, less any recognised impairment loss. At the point when an asset is operating at management's intended use, the cost of construction is transferred to the appropriate category of property, plant and equipment. Costs associated with the commissioning of an asset are capitalised where the asset is available for use and commissioning has been completed.

- Capital Advances

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under "Other Non-Current Assets".

(b) Depreciation and amortization methods, estimated useful lives and residual value

Depreciation is provided on straight line basis on the original cost/ acquisition cost of assets or other amounts

substituted for cost of fixed assets as per the useful life specified in Part 'C' of Schedule II of the Act, read with notification dated 29 August 2014 of the Ministry of Corporate Affairs.

The useful life is as follows:

Sr. No.	Nature of Asset	Useful Life (Years)
1.	Buildings	30
2.	Plant & Machinery	7.5/15
3.	Other Equipment	3 to 5
4.	Vehicles	8
5.	Furniture/ Fittings	10

Depreciation in respect of additions to assets has been charged on pro rata basis with reference to the period when the assets are ready for use. The provision for depreciation for multiple shifts has been made in respect of eligible assets on the basis of operation of respective units.

(c) Intangibles

Intangible Assets acquired separately are stated at cost less accumulated amortization and impairment loss, if any.

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from de-recognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset are recognised in the statement of profit and loss when the asset is derecognised. Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment annually, and whenever there is an indication that the asset may be impaired, impairment loss is recognised in the statement of profit & loss.

- Amortisation

Intangible Assets are amortized on a Straight Line basis over the estimated useful economic life. The estimated useful lives of intangible assets are assessed as 6 years. Amortisation methods, useful lives and residual values are reviewed in each financial year end and changes, if any, are accounted for prospectively.

(d) De-recognition

The carrying amount of an item of property, plant and equipment is derecognised on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the de-recognition of an item of property, plant and equipment is measured as the difference between the net disposal proceeds and the carrying amount of the item and is

Notes to the Standalone Financial Statements

for the year ended March. 31, 2023

recognised in the Statement of Profit and Loss when the item is derecognised.

(e) Non-current assets held for sale

Non-current asset, are classified as held for sale if it is highly probable that they will be recovered primarily through sale rather than through continuing use.

Such asset, are generally measured at the lower of their carrying amount and fair value less cost to sell.

Losses on initial classification as held for sale and subsequent gains and losses on re-measurement are recognised in the Statement of Profit and Loss.

Once classified as held-for sale, property, plant and equipment are no longer amortized or depreciated.

(f) Investments in Subsidiaries, and Associates

Investments in Subsidiary, and Associates are carried at cost less accumulated impairment losses, if any.

During the year subsidiary "M/s Stylam Asia Pacific Pte Ltd " has been struck off.

(g) Inventory

I. Inventories are valued as follows:

Raw materials, stores and spares	Lower of cost and net realisable value. Cost is determined on a FIFO basis. Materials and other items held for use in the production of inventories are not written down below costs, if finished goods in which they will be incorporated are expected to be sold at or above cost.
Work-in-progress, finished goods and traded goods	Lower of cost and net realisable value. Cost includes direct materials, labour and a proportion of manufacturing overheads.
Waste	At net realisable value.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and to make the sale.

(h) Financial instruments

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

Financial Assets

- Initial Recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, 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.

- Cash and cash equivalents

- Cash and cash equivalent comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. These balances with banks are unrestricted for withdrawal and usage.
- Other bank balances include balances and deposits with banks that are restricted for withdrawal and usage

- Recoverability of trade receivable

Judgments are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required. Factors considered include the worth of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment.

- Derivative financial instruments and Hedge Accounting

The Company uses various derivative financial instruments such as forwards and options contracts to mitigate the risk of changes in 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.

Notes to the Standalone Financial Statements

for the year ended March. 31, 2023

- 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.

Financial Liabilities

- Initial recognition and measurement

All financial liabilities are recognised at fair value and in case of loans, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

- Subsequent measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, amortised cost, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of amortised cost, net of directly attributable transaction costs.

- Derecognition

A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expire.

(i) Impairment of non-financial assets

At each balance sheet date, the carrying amount of fixed assets is reviewed by the management to determine whether there is any indication that those assets suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of impairment loss (recoverable amount is the higher of an asset's net selling price or value in use). In assessing the value in use, the estimated future cash flows expected from the continuing use of the assets and from their disposal are discounted to their present value using a pre discounted rate that reflects the current market assessment of time value of money and risks specific to the asset.

Reversal of impairment loss is recognised immediately as income in the Profit and Loss Account.

(j) Valuation of deferred tax liabilities

The Company reviews the carrying amount of deferred tax liabilities at the end of each reporting period.

(k) Provision and contingent liabilities

A provision is recognised when the Company has a present obligation as result of a past event and it is probable that the outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

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 the obligation or a reliable estimate of the amount cannot be made.

Contingent liabilities are not recognised in the financial statements. Contingent assets are neither recognised nor disclosed in the financial statements.

(l) Revenue recognition

The Company recognizes revenue when it satisfies a performance obligation in accordance with the provisions of contract with the customer. This is achieved when control of the product has been transferred to the customer, which is generally determined when title, ownership, risk of obsolescence and loss pass to the customer and the Company has the present right to payment, all of which occurs at a point in time upon shipment or delivery of the product. The Company considers shipping and handling activities as costs to fulfil the promise to transfer the related products and the customer payments for shipping and handling costs are recorded as a component of revenue.

Performance Obligation is achieved when:

- i) the Company has transferred to the buyer the significant risks and rewards of ownership of the goods;
- ii) the Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- iii) the amount of revenue can be measured reliably;
- iv) it is probable that the economic benefits associated with the transaction will flow to the Company; and
- v) the costs incurred or to be incurred in respect of the transaction can be measured reliably.

Notes to the Standalone Financial Statements

for the year ended March. 31, 2023

- Sale of products

Revenue from sale of products is recognized when the control on the goods have been transferred to the customer. The performance obligation in case of sale of product is satisfied at a point in time i.e., when the material is shipped to the customer or on delivery to the customer and there is no continuing effective control or managerial involvement with the goods, and the amount of revenue can be measured reliably.

Revenue from operations is disclosed net of GST.

Revenue from operations is adjusted with gain/ loss on corresponding on foreign currency transactions related to export.

- Government Grants

Export incentive entitlements are recognised as income when there is reasonable assurance to receive that company will comply with the conditions attached to them and it is established that incentive will be received.

Government grants that compensate the Company for expenses incurred are recognised in the statement of profit and loss, as income or deduction from the relevant expense, on a systematic basis in the periods in which the expense is recognised.

- Other Income

Other income is accounted for on accrual basis as and when the right to receive arises.

(m) Expenditure

Expenses are accounted on accrual basis.

(n) Employee benefits

The Company's retirement benefit obligation is subject to a number of judgement including discount rates, inflation and salary growth. Significant judgement is required when setting these criteria and a change in these assumptions would have a significant impact on the amount recorded in the Company's balance sheet and the statement of profit and loss. The Company sets these judgements based on previous experience and third party actuarial advice.

- Short-term employee benefits

Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

- Defined contribution plans

Contributions to defined contribution schemes such as provident fund, employees state insurance, labour welfare fund, are charged as an expense in Profit and loss account, based on the amount of contribution required to be made as and when services are rendered by the employees. These are classified as Defined Contribution Schemes as the Company has no further defined obligations beyond the monthly contributions.

- Retirement benefit obligations

Retirement benefit obligations are classified into defined benefits plans and defined contribution plans as under:

Defined Gratuity Plans

The Company pays gratuity to the employees whoever has 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 plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount based on the respective employee's salary and the tenure of employment. The liability in respect of Gratuity is recognised in the books of accounts based on actuarial valuation by an independent actuary.

Compensated absences

As per the Company's policy, eligible leaves can be accumulated by the employees and carried forward to future periods to either be utilized during the service, or encashed. Encashment can be made during service, on early retirement, on withdrawal of scheme, at resignation and upon death of the employee. Accumulated compensated absences are treated as other long-term employee benefits. The Company's liability in respect of other long-term employee benefits is recognised in the books of account based on actuarial valuation using projected unit credit method as at Balance Sheet date by an independent actuary. Actuarial losses/gains are recognised in the Statement of Profit and Loss in the year in which they arise.

Actuarial valuation

The liability in respect of all defined benefit plans is accrued in the books of account on the basis of actuarial valuation carried out by an independent actuary using the Projected Unit Credit Method, which recognises each year of service as giving rise to additional unit of employee benefit entitlement and measure each unit separately to build up the final obligation. The obligation is measured at the present value of estimated future

Notes to the Standalone Financial Statements

for the year ended March. 31, 2023

cash flows. The discount rates used for determining the present value of obligation under defined benefit plans, is based on the market yields on Government securities as at the Balance Sheet date, having maturity periods approximating to the terms of related obligations.

- Re-measurement

Benefit plans in respect of retirement benefits are charged to the Other Comprehensive Income.

(o) Income Taxes

The tax expense for the period comprises current and deferred tax. Tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in the comprehensive income. In which case, the tax is also recognised in other comprehensive income or equity.

- Current tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted by the end of the reporting period.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (i.e. in other comprehensive income). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

- Deferred tax

Deferred tax is recognised 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.

Deferred tax liabilities / 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.

(p) Finance costs

Borrowing costs include exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use.

All other borrowing costs are charged to the Statement of Profit and Loss for the period for which they are incurred.

Interest free loan taken from promoters and others has been derived on basis of fair value based on market rate of interest prevailing when loan and derived to the total tenure of loan. The interest for the period is charged to the Statement of Profit and Loss.

(q) Foreign currencies transactions and translation

The Company's financial statements are presented in INR, which is also the Company's functional currency. Transactions in foreign currencies are initially recorded by the Company at INR spot rate at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognized in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

(r) Earnings per share

Basic Earnings per share (EPS) amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders adjusted for the effects of potential equity shares by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

Notes to the Standalone Financial Statements

for the year ended March. 31, 2023

(s) Business Combination

The company accounts for its business combinations in the nature of Merger, wherein all the assets and liabilities of the transferor company will become, after amalgamation, the assets and liabilities of the transferee company.

The consideration for the amalgamation receivable by those equity shareholders of the transferor company who agree to become equity shareholders of the transferee company is discharged by the transferee company wholly by the issue of equity shares in the transferee company.

The business of the transferor company is intended to be carried on, after the amalgamation, by the transferee company.

No adjustment is to be made to the book values of the assets and liabilities of the transferor company when they are incorporated in the financial statements of the transferee company except to ensure uniformity of accounting policies.

(t) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The board of directors of the Company has been identified as being the chief operating decision maker by the Management of the company. The Business activity of the company majorly falls within one business segment viz "Laminates".

Notes to the Standalone Financial Statements

for the year ended March. 31, 2023

3.1 Property, Plant and Equipment & Intangible Assets

(a) Property, plant and equipment

Particulars	Gross carrying amount			As at 31 March 2023	Accumulated depreciation			As at 31 March 2023	Net carrying amount
	As at 1 April 2022	Additions	Deletions/ Adjustments		As at 1 April 2022	Additions	Deletions/ Adjustments		
Owned Assets									
Land- Freehold	2,609.26	20.91	-	2,630.17	0.00	0.00	0.00	0.00	2630.17
Building	4,730.07	-	-	4,730.07	1058.33	163.78	0.00	1222.11	3507.96
-Factory									
Building -Others	369.11	-	-	369.11	104.21	5.86	0.00	110.07	259.04
Plant and equipment	20,166.55	1,018.65	127.63	21,312.83	10363.75	1665.14	-7.55	12021.33	9291.50
Office Equipments	1,155.85	3.19	-	1,159.03	654.24	6.32	0.00	660.57	498.47
Furniture & fixtures	287.37	22.51	-	309.88	184.22	17.47	0.00	201.69	108.19
Vehicles - Owned	863.28	105.36	(33.13)	935.51	339.72	110.45	-18.25	431.92	503.59
Computer & Peripherals	227.53	15.33	-	242.86	193.04	11.56	0.00	204.60	38.26
Intangible	587.70	-	-	587.70	226.76	18.83	0.00	245.59	342.11
TOTAL	30,996.73	1,185.95	94.49	32,277.16	13,124.28	1,999.40	(25.80)	15,097.88	17,179.29

(b) Capital Work in Progress

Particulars	Gross carrying amount			As at 31 March 2023	Accumulated depreciation			As at 31 March 2023	Net carrying amount
	As at 1 April 2022	Additions	Deletions/ Adjustments		As at 1 April 2022	Additions	Deletions/ Adjustments		
Capital Work in Progress	-	1,283.47	-	1,283.47	-	-	-	-	1,283.47
TOTAL	-	1,283.47	-	1,283.47	-	-	-	-	1,283.47

Age wise detail of capital work in progress

(₹ in Lakhs)

CWIP	Mar-23				
	Amount in CWIP for a period of				
	>1 Year	1-2 Years	2-3 Years	<3Years	Total
Project in progress	1,283.47	-	-	-	1283.47
Projects temporarily suspended	-	-	-	-	-

CWIP	Mar-22				
	Amount in CWIP for a period of				
	>1 Year	1-2 Years	2-3 Years	<3Years	Total
Project in progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-

(c) Intangible Assets

Particulars	Gross carrying amount			As at 31 March 2023	Accumulated depreciation			As at 31 March 2023	Net carrying amount
	As at 1 April 2022	Additions	Deletions/ Adjustments		As at 1 April 2022	Additions	Deletions/ Adjustments		
Intangible Assets	587.69	0.00	0.00	587.69	226.76	18.82	0.00	245.58	342.11
TOTAL	587.69	0.00	0.00	587.69	226.76	18.82	0.00	245.58	342.11

Notes to the Standalone Financial Statements

for the year ended March. 31, 2023

5. Financial assets

5.1 Non-current investments

Un-quoted investment

(₹ in Lakhs)

Particulars	As at Mar. 31, 2023		As at Mar. 31, 2022	
	Nos of shares	VALUES	Nos of shares	VALUES
Investment carried at fair value				
Equity Investment				
- Un-quoted				
- Serrano Limited, Singapore* (fair value SGD 0.031 per share)	6575711	102.37	6575711	102.37
- Serrano Limited, Singapore** (fair value SGD 0.031 per share)	756199	11.77	756199	11.77
- Un-quoted, Fully paid-up				
Subsidiary				
Stylam Panels Limited***	1000000	100.00		100.00
Investment in Equity Instruments (at Cost)				
- Un-quoted, Fully paid-up				
- Alca Vstyle Sdn. Bhd, Malaysia****	340000	35.63	340000	35.63
Total investment		249.78		249.78

* The company had trade arrangement with Serrano Ltd, Singapore (Serrano). Serrano owed ₹253.30 lakh failed to pay and thereafter went into liquidation. New Investor joined Serrano and had agreed with secured and unsecured creditors to settle their dues partly under Cash Distribution Scheme and partly under Shares Distribution Scheme. The Scheme of Arrangement was filed with High Court in Singapore under Section 210 of Singapore's Companies Act

Under Shares Distribution Scheme 6,575,711 No of shares (as on 31-03-2022 6,575,711 Nos) were allotted to the company. These shares are listed on Singapore Stock Exchange. As trading of shares is suspended these are considered as unquoted investment. When trading was suspended the share was valued at SGD 0.031 per share (as on 31-03-2019 SGD 0.031 per share), the same value is considered for arriving fair value of share.

** Under the Scheme 756,199 Nos of shares were allotted to Golden Chem-Tech Limited (as on 31-03-2022 756,199 Nos). Pursuant to approval of Scheme of Amalgamation by Hon'ble NCLT, Chandigarh Bench, all investments of Golden Chem-Tech Limited will be treated as investments of the company.

***The company had formed 100% subsidiary company "Stylam Panels limited with an authorised capital of ₹ 2.00 Crore.

****The company had acquired 34% stake in Associate company. This company is engaged in trading of commercial and Industrial Furniture and Fixtures.

5.2 Loans and advances

(at amortised cost)

(₹ in Lakhs)

Particulars	Non-current		Current	
	As at Mar. 31, 2023	As at March 31, 2022	As at Mar. 31, 2023	As at March 31, 2022
Unsecured and considered good				
Security deposits	162.70	149.92	-	-
	162.70	149.92	-	-

Security deposits are primarily in relation to public utility services and rental agreements

Notes to the Standalone Financial Statements

for the year ended March. 31, 2023

5. Financial assets (Contd..)

5.3 Other financial assets

(at amortised cost)

(₹ in Lakhs)

Particulars	Non-current		Current	
	As at Mar. 31, 2023	As at March 31, 2022	As at Mar. 31, 2023	As at March 31, 2022
Interest accrued	-	-	20.45	3.22
	-	-	20.45	3.22

5.4 Trade receivables

(at amortised cost)

(₹ in Lakhs)

Particulars	Non-current		Current	
	As at Mar. 31, 2023	As at March 31, 2022	As at Mar. 31, 2023	As at March 31, 2022
Unsecured, considered good				
Trade receivables	-	-	12,584.83	11,876.74
	-	-	12,584.83	11,876.74

Note:

5.5 Cash and cash equivalents

(₹ in Lakhs)

Particulars	Non-current		Current	
	As at Mar. 31, 2023	As at March 31, 2022	As at Mar. 31, 2023	As at March 31, 2022
Cash in hand	-	-	0.70	0.16
Balances with banks:				
– On current accounts	-	-	398.35	69.90
– Deposits with original maturity of upto 3 months	-	-	-	-
	-	-	399.05	70.06

5.6 Other bank balances

(₹ in Lakhs)

Particulars	Non-current		Current	
	As at Mar. 31, 2023	As at March 31, 2022	As at Mar. 31, 2023	As at March 31, 2022
– Deposits with original maturity of upto 3 months (pledged with Bank)	-	-	32.64	650.82
– Deposits with original maturity of more than 3 months	-	-	39.97	11.80
– Other Balance with bank	-	-	2,097.51	34.69
	-	-	2,170.12	697.31

Current earmarked bank balances represent deposits due for realisation within 3 months from the balance sheet date. These are primarily placed as margin money against issue of Letter of Credits.

Notes to the Standalone Financial Statements

for the year ended March. 31, 2023

6. Movement in deferred tax balances

Deferred Income tax reflect the net tax effects of temporary difference between the carrying amount of assets and liabilities for financial reporting purposes and the amounts used for income tax purposes. Significant component of the company's net deferred income tax are as follows :-

(₹ in Lakhs)

Particulars	Opening balance	Recognised/ (reversed) in Profit & Loss	Other movements during the year	Recognised in OCI	Closing balance
Deferred tax assets					
Compensated absences & retirement benefits	27.12	66.85	-	-	93.98
Expenses allowed for tax purposes when paid	-	-	-	-	-
Derivative contracts fair valued on transition	-	-	-	-	-
MAT credit entitlement/ (Utilisation)	-	-	-	-	-
Unabsorbed Depreciation	-	-	-	-	-
Adjustment due to change in Tax Rate in unabsorbed depreciation	-	-	-	-	-
Total deferred tax assets	27.12	66.85	-	-	93.98
Deferred tax liabilities					
Property, plant and equipment and intangible assets	1,109.39	-17.43	-	-	1,091.96
Others	-	-	-	-	-
Prepaid Expenses	-	-	-	-	-
Total deferred tax liabilities	1,109.39	-17.43	-	-	1,091.96
Deferred tax assets/ (liabilities) (net)	-1,082.27	84.28	-	-	-997.98

7. Other Assets

Unsecured and considered good

(₹ in Lakhs)

Particulars	Non-current		Current	
	As at Mar. 31, 2023	As at March 31, 2022	As at Mar. 31, 2023	As at March 31, 2022
Capital advances	125.00	125.00	-	-
Advance to Suppliers	-	-	1,267.99	1,744.28
Staff Advances	-	-	1.86	16.70
Other Advances	26.05	26.05	2.72	79.09
Prepaid expenses	-	-	78.85	24.29
Balances with statutory/government authorities bodies	2.59	2.59	-	-
Export incentive receivable	-	-	-	500.34
GST Recoverable	-	-	2,152.06	1,963.01
Ancillary cost of arranging the borrowings	-	-	-	-

Notes to the Standalone Financial Statements

for the year ended March. 31, 2023

7. Other Assets (Contd..)

(₹ in Lakhs)

Particulars	Non-current		Current	
	As at Mar. 31, 2023	As at March 31, 2022	As at Mar. 31, 2023	As at March 31, 2022
Unrealised exchange			17.90	98.13
Income tax Refundable	-	-	60.97	56.31
Advance Income tax			-	-
Income tax paid under Appeal		-	69.02	69.02
VAT Recoverable	-	8.78	-	-
Recoverable from Subsidiary	-	3.16	3.44	-
	153.64	165.57	3,654.82	4,551.16

Advance with statutory / government bodies relate to input credit entitlements

8. Inventories

(₹ in Lakhs)

Particulars	Non-current		Current	
	As at Mar. 31, 2023	As at March 31, 2022	As at Mar. 31, 2023	As at March 31, 2022
Raw materials		-	8,987.31	9,190.16
Work in Progress			774.00	320.58
Stores and spares		-	814.58	223.25
Finished goods		-	4,656.84	2,794.56
Material In Transit	-	-	322.72	212.41
Fuel Coal & Diesel		-	38.88	161.19
Packing & Stores		-	388.12	388.01
Total	-	-	15,982.44	13,290.16

The inventories of the Company have been pledged as securities against borrowings.

9. Equity share capital

(₹ in Lakhs)

Particulars	As at Mar. 31, 2023	As at March 31, 2022
Authorised *		
19,408,000 equity shares of ₹5/-each (31 March 2022: 1,94,08,000 Equity Share of ₹5 each)	970.40	970.40
Issued, subscribed and fully paid up shares		
1,69,48,600 equity shares of ₹5/-each (31 March 2022: 1,69,48,600 Equity Share of ₹ 5 each)	847.40	847.40
Total issued, subscribed and fully paid-up share capital	847.40	847.40

Persuant to the approval of the shareholders accorded on 15-04-2021, each equity share of the face value of ₹ 10 per share were sub divided in to two share of face value of ₹ 5 per share.

Notes to the Standalone Financial Statements

for the year ended March. 31, 2023

9. Equity share capital (Contd..)

(c) Reconciliation of the shares outstanding at the beginning and at the end of the reporting year

Particulars	March, 31,2023		March, 31,2022	
	Number	Amount	Number	Amount
At the beginning of the year	16948060	847.40	8474030	847.40
Issued during the year	0	-	8474030	
Approval Pending			0	-
Outstanding at the end of the year	16948060	847.40	16948060	847.40

(d) Terms/ rights attached to equity shares

- a) The company has single class of shares referred to as equity shares having par value of ₹ 5 each. Each holder of equity shares is entitled to one vote per share. The dividend proposed, if any, by the Board of Directors, is subject to approval of the shareholders in the ensuing Annual General Meeting except in case of Interim Dividend. In the event of liquidation of the company, the equity shareholders are eligible to receive the surplus assets remaining after settlement of preferential amounts in proportion to their shareholding.

(e) Details of shareholders holding more than 5% shares in the Company

Particulars	March, 31,2023		March, 31,2022	
	Number	% of total shares	Number	% of total shares
Jagdish Gupta	3574862	21.09%	1073181	12.66%
Pushpa Gupta	3309004	19.52%	785539	9.27%

Detail of last five years Share transactions:-

(₹ in Lakhs)

Particulars	2022-23	2021-22	2020-21	2019-20	2018-19
Share Issue as Bonus	-	-	-	-	-
Preferential allotment	-	-	-	-	-
Split of Share	-	84,74,030	-	-	-
Scheme of Amlagamtion	-	-	-	307830	-
Shares forfeited	-	-	-	-	-
ESOP	-	-	-	-	-

Stylam Industries Limited Promoters Shareholding

Sr No	Promoters Name	Promoters Shareholding as on 31.03.2023 (Face Value @ 5)	Shareholding % as on 31.03.2023	Promoters Shareholding as on 31.03.2022 (Face Value @ 5)	Shareholding % as on 31.03.2022
1	Pushpa Gupta	4080404	24.07%	3309004	19.52%
2	Jagdish Rai Gupta	3574862	21.09%	3574862	21.09%
3	Manit Gupta	824448	4.86%	824448	4.86%
4	Rattan Devi	Transmission of shares to Mrs. Pushpa Gupta	0.00%	771400	4.55%
5	Nidhi Gupta	368200	2.17%	368200	2.17%
6	Dipti Gupta	341400	2.01%	341400	2.01%
7	Saru Gupta	66254	0.39%	66254	0.39%
	Total	9255568	54.61%	9255568	54.61%

Statement of Changes in Equity

for the year ended March. 31, 2023

(a) Equity share capital

Balance as at 01.04.2022	Changes during the year*	Balance as at 31-03-2023
847.40	-	847.40

Balance as at 01.04.2021	Changes during the year*	Balance as at 31.03.2022
847.40	-	847.40

(b) Other equity

(₹ in Lakhs)

Particulars	Reserve & Surplus				Total
	Capital Reserve	Securities Premium Reserve	Retained Earnings	Equity component of compound financial instruments	
Balance as at April 01, 2021	705.97	5,023.50	19,378.34	12.93	25,120.74
Profit for the year			6,101.48		6,101.48
Share of Profit/ (Loss) of associates and joint ventures					
Other Comprehensive Income for the year			(0.90)		(0.90)
Other Transfers			10.46	(10.46)	
Dividend paid			(423.70)		(423.70)
Balance as at March 31, 2022	705.97	5,023.50	25,065.68	2.48	30,797.62
Balance as at April 01, 2022	705.97	5,023.50	25,065.68	2.48	30,797.62
Profit for the year			9,594.69		9,594.69
Share of Profit/ (Loss) of associates and joint ventures			-		-
Deferred Government Grant (Ind As adjustment)			-		-
Other Comprehensive Income for the year			(0.27)		(0.27)
Less. Dividend paid					-
other transfer			2.48	(2.48)	-
Balance as at March 31, 2023	705.97	5,023.50	34,662.57	-	40,392.04

Naure and purpose of other equity

Securities premium reserve:

The unutilized accumulated excess of issue price over face value on issue of shares. This reserve is utilised in accordance with the provisions of the Act.

General reserve:

This represents appropriation of profit by the Company and is available for distribution of dividend.

Remeasurements of defined benefit obligation:

Remeasurements of defined benefit obligation comprises of gains and losses on actuarial valuation on Post-employment benefits.

See accompanying notes to the financial statements

As per our report of even date attached.

For **Mittal Goel & Associates**

Chartered Accountants

CA Sandeep Kumar Goel

Partner

Membership No. 099212

DATE : May 05, 2023

PLACE : Chandigarh

Jagdish Gupta

Managing Director

Kishan Nagpal

CFO

Manit Gupta

Director

Sanjeev Kumar Sehgal

CS & Compliance Officer

Notes to the Standalone Financial Statements

for the year ended March. 31, 2023

Financial Liabilities

10.1 Long-term borrowings

(at amortised cost)

(₹ in Lakhs)

Particulars	Non-current		Current	
	As at Mar. 31, 2023	As at March 31, 2022	As at Mar. 31, 2023	As at March 31, 2022
Secured - At Amortised Cost				
From Banks				
<i>Foreign Currency Loans</i>				
Foreign Currency Loans -(1)	57.65	251.36	198.36	153.60
Foreign Currency Loans -(2)	(0.00)	298.49	314.30	444.07
Foreign Currency Loans -(3)	(0.00)	363.94	385.45	363.94
Foreign Currency Loans -(4)	-	-	-	-
Foreign Currency Loans -(5)	-	-	-	-
Foreign Currency Loans -(6)	-	-	-	-
<i>Rupee Loans</i>				
Rupee Loan -(1)	-	-	-	204.14
Rupee Loan -(4)	-	-	0.00	0.00
Rupee Loan -(5)	-	-	-	-
Vehicle Loans -(g)	-	-	-	-
Unsecured - At Amortised Cost				
<i>Rupee Loans</i>				
From Banks -(7)	-	-	-	-
From Directors -(8)	-	-	-	23.20
From Related Parties -(8)	-	-	122.00	214.40
From others -(9)	-	-	-	30.95
	57.65	913.79	1,020.12	1,434.30
The above amount includes				
Secured borrowings	57.65	913.79	898.12	1,165.75
Unsecured borrowings	-	-	122.00	268.55
Amount disclosed under the head "Other financial liabilities" (note 11.4)	-	-	(1,020.12)	(1,434.30)
Net amount	57.65	913.79	-	-

Terms of repayment of Non-Current and Current borrowings

- Foreign Currency loan amounting to ₹ 256.00 lakh (31st March 2022: ₹ 404.96 lakh) is repayable in 69 Monthly Instalments. The repayment of the loan commenced from August 2019.
- Foreign Currency loan amounting to ₹ 314.30 lakh (31st March 2022: ₹ 742.57 lakh) is repayable in 48 monthly instalments. The repayments commenced from October 2019.
- Foreign Currency loan pertaining to External commercial Borrowing amounting to ₹ 385.45 lakh (31st March, 2022: ₹ 727.88 lakh) is repayable in 17 quarterly instalments. The repayment started from February 2020)
- Rupee term loan amounting to ₹ Nil (31st March, 2022: ₹ 204.14 Lakh) This loan was part of borrowing of Golden Chem-Tech Limited After merger the amount was transferred in the books of the company. The loan was repayable in 20 quarterly instalments. As per the terms of sanction, the loan was fully repaid

Terms of Security

All the loans are secured by first pari-passu charge, on movable fixed assets of the company, present and future, except vehicles, and immovable assets situated at manufacturing location of the company of 1) Industrial Area, Panchkula and ii) Manktabra, Distt, Panchkula. The security is further extended to shed in the name of Golden Chem-Tech limited at Mankya, Ramgarh, Panchkula

Notes to the Standalone Financial Statements

for the year ended March. 31, 2023

10.1 Long-term borrowings (Contd..)

These loans are further secured by second pari-passu on entire current assets of the company, both present and future.

The composition of property, plant and equipment and current assets as mentioned above are defined in detail in the respective financing/credit arrangements

- Interest free unsecured loan from promoters and related parties amounting to ₹ 122.00 lakh (31st March, 2022: 237.60 lakh) will be repaid back by the end of year 2024.
- Interest free Unsecured loan from others (31st March, 2022: 30.95 lakh) has been fully repaid during the financial year 2022-23. This loan was initially measured at fair value using market rate of interest at the time when loan was taken.

10.2 Short-term borrowings

(₹ in Lakhs)

Particulars	Non-current		Current	
	As at Mar. 31, 2023	As at March 31, 2022	As at Mar. 31, 2023	As at March 31, 2022
Secured - At Amortised Cost				
Working Capital Loans				
From Banks				
Foreign currency loan		-	2,512.77	2,483.45
Indian rupee loan (unsecured)			-	-
Indian rupee loan from financial institutions (unsecured)				
Rupee Loans		-	1,102.44	3,110.74
Unsecured - At Amortised Cost				
Working Capital Loans				
From Banks				
Unsecured Loan	-	-	-	-
	-	-	3,615.21	5,594.19

Nature of security of Current borrowings and other terms of repayment

- Working capital facilities availed from State Bank of India, HDFC Bank Ltd and Standard Chartered Bank are secured by a first charge ranking pari-passu inter-se banks, on all current assets of the company, both present and future, wherever the same may be or be held and have a second charge ranking pari-passu on all movable and immovable fixed assets of the Company, present and future. Working capital facilities are repayable on demand.
- Working capital are availed in Indian rupees and in foreign currency which carry floating interest rate calculated in accordance with the terms of the arrangement which is a specified benchmark rate (reset at periodic intervals), adjusted for agreed spread.

The composition of property, plant and equipment and current assets as mentioned above are defined in detail in the respective financing/credit arrangements.

10.3 Trade payables

(₹ in Lakhs)

Particulars	Non-current		Current	
	As at Mar. 31, 2023	As at March 31, 2022	As at Mar. 31, 2023	As at March 31, 2022
Total outstanding dues of micro enterprises and small enterprises (refer note 34 for details of dues to micro and small enterprises)	-		-	-
Total outstanding dues of creditors	-	-	3,913.33	5,680.65
Total outstanding dues of creditors from MSME	-	-	71.24	123.17
	-	-	3,984.56	5,803.83

Refer note 33 for explanations on the Company's liquidity risk management processes.

Amount due to Micro and Small Enterprises as defined in the "The Micro, Small and Medium Enterprises (MSME) Development Act, 2006" has been determined to the extent such parties have been identified on the basis of information available with the Company. The total outstanding ₹71.24 lakh as at the end of the year is Principal amount due to MSME.

Notes to the Standalone Financial Statements

for the year ended March. 31, 2023

10.4 Other financial liabilities

(₹ in Lakhs)

Particulars	Non-current		Current	
	As at Mar. 31, 2023	As at March 31, 2022	As at Mar. 31, 2023	As at March 31, 2022
Acceptances		-		-
Financial liabilities at fair value				
Derivative not designated as hedges	-	-	-	-
Foreign exchange forward contracts	-	-	-	-
	-	-	-	-
Other financial liabilities at amortised cost				
Current maturities of long-term borrowings (note 10.1)	-	-	1,020.12	1,434.30
Security deposits received	-	-		-
Liability towards Capital vendors	-	-	-	-
Interest accrued but not due on borrowings		-	1.67	4.57
	-	-	1,021.79	1,438.87
	-	-	1,021.79	1,438.87

Financial liabilities at fair value through profit and loss

11. Provisions

(₹ in Lakhs)

Particulars	Non-current		Current	
	As at Mar. 31, 2023	As at March 31, 2022	As at Mar. 31, 2023	As at March 31, 2022
Provision for employee benefits				
Provision for gratuity (note 26)	181.72	159.06	23.77	15.29
Provision for compensated absences	75.67	72.95	31.98	18.27
Provision for Bonus		-	60.26	74.21
	257.38	232.01	116.01	107.77
Other provisions				
Provision towards vendors	-	-	-	-
	-	-	-	-
Total Provisions	257.38	232.01	116.01	107.77

As per the leave policy of the Company, an employee is entitled to be paid the accumulated leave balance up to 45 leaves on post retirement and rest will be encashed on yearly basis. The Company presents provision for leave salaries as current and non-current based on actuarial valuation.

12. Other liabilities

(₹ in Lakhs)

Particulars	Non-current		Current	
	As at Mar. 31, 2023	As at March 31, 2022	As at Mar. 31, 2023	As at March 31, 2022
Advance from customers	-	-	449.77	854.93
Statutory dues payable		-	101.59	126.31
Security Deposit received	37.49	20.60	25.00	25.00
Expenses Payable		-	759.60	859.46
Deferred Revenue Liability (Govt. Grant)	453.57	54.85	-	-
Total Other liabilities	491.06	75.45	1,335.95	1,865.70

Notes to the Standalone Financial Statements

for the year ended March. 31, 2023

12. Other liabilities (Contd..)

Deferred Revenue Liability (Govt Grants)

- i Deferred Revenue Liability (Govt Grants) relate to duty saved on import of capital goods and spares under the EPCG scheme. Under the scheme, the Company is committed to export prescribed times of the duty saved on import of capital goods over a specified period of time. In case such commitments are not met, the Company would be required to pay the duty saved along with interest to the regulatory authorities. Government grant related to these capital goods are recognised by deducting the grant from the carrying amount of property, plant & Equipment in which case the grants is recognised in Profit and loss account as a reduction of depreciation charged.
- ii During the year ₹13.97 lakh (2021-22: ₹644.63 lakh) was released from deferred income to the statement of profit and loss on fulfillment of export obligations.

13. Current tax liabilities

(₹ in Lakhs)

Particulars	Non-current		Current	
	As at Mar. 31, 2023	As at March 31, 2022	As at Mar. 31, 2023	As at March 31, 2022
Liabilities for income tax (net of taxes paid)	-	-	723.61	167.46
Total tax liabilities	-	-	723.61	167.46

14. Revenue from operations

(₹ in Lakhs)

Particulars	As at Mar. 31, 2023	As at March 31, 2022
Sale of products		
Export	63,844.76	42,055.28
Domestic	31,368.63	23,879.40
	95,213.39	65,934.68
	95,213.39	65,934.68

15. Other income

(₹ in Lakhs)

Particulars	As at Mar. 31, 2023	As at March 31, 2022
Profit on sale of Fixed assets	3.43	-
Insurance claims received	18.44	55.35
Government grants	13.98	644.63
Rental Income	68.05	57.60
Misc. Income	4.23	1.17
Interest income on Bank deposits	28.44	38.33
interest other	2.94	0.06
	139.51	797.14

16. Cost of raw material consumed

(₹ in Lakhs)

Particulars	As at Mar. 31, 2023	As at March 31, 2022
Inventory at the beginning of the year	9,190.16	4,602.70
Add: Purchases	53,244.30	41,642.53
Freight Inward	1,960.91	1,924.24
Less: Inventory at the end of the year	(8,987.31)	(9,190.16)
	55,408.05	38,979.31

Notes to the Standalone Financial Statements

for the year ended March. 31, 2023

17. (Increase)/Decrease in inventories

(₹ in Lakhs)

Particulars	As at Mar. 31, 2023	As at March 31, 2022
Inventory at the beginning of the year		
- Work-in-progress	320.58	260.52
- Finished goods	2,794.56	1,322.67
Add: Inventories produced during trial run		
Inventories at the end of the year		
- Work-in-progress	(774.00)	(320.58)
- Finished goods	(4,656.84)	(2,794.56)
Net (increase)/decrease in inventories	(2,315.69)	(1,531.96)

18. Employee benefit expense

(₹ in Lakhs)

Particulars	As at Mar. 31, 2023	As at March 31, 2022
Salaries, wages and bonus	6,337.53	5,043.61
Contribution to provident fund & Other funds	233.29	195.55
Gratuity expense	50.61	42.02
Compensated absences	47.14	23.92
Staff welfare expenses	206.91	173.01
	6,875.47	5,478.12

19. Other expenses

(₹ in Lakhs)

Particulars	As at Mar. 31, 2023	As at March 31, 2022
Manufacturing Expenses		
Store & Spares	702.47	767.55
Packing Stores	2,520.64	1,330.30
Electric Power, Fuel & Water	5,272.37	3,715.91
Repairs and maintenance		
- Buildings	101.59	50.80
- Plant & Machinery	408.86	465.94
Excise Duty #	-	-
	9,005.93	6,330.50
Selling & Distribution Expenses		
Business promotion expenses	732.33	504.83
Distribution Expenses - Export	6,938.09	3,961.44
Distribution Expenses - Domestic	1,393.35	629.37
Certification Expenses	58.77	32.26
	9,122.53	5,127.89

Notes to the Standalone Financial Statements

for the year ended March. 31, 2023

19. Other expenses (Contd..)

(₹ in Lakhs)

Particulars	As at Mar. 31, 2023	As at March 31, 2022
Establishment Expenses		
Professional and consultancy fees	200.65	144.49
Rent	86.31	76.10
Rates and taxes	47.22	27.32
Insurance	122.19	103.24
Travelling and conveyance expenses	449.87	257.63
Other Repairs	160.74	105.04
Audit Fees	4.00	2.50
Loss on sale of Fixed Assets	-	4.81
Charity and Donation	0.21	0.13
Corporate Social Responsibility	137.15	114.88
Rebate and Discount	-	-
Miscellaneous expenses	419.46	251.43
	1,627.80	1,087.55
	19,756.26	12,545.95

20. Depreciation and amortisation expense

(₹ in Lakhs)

Particulars	As at Mar. 31, 2023	As at March 31, 2022
Depreciation of property, plant and equipment (note 3.1)	1,999.40	2,325.55
Amortisation of intangible assets	-	-
Depreciation on Investment property (Note 4)	-	-
	1,999.40	2,325.55

21. Finance costs

(₹ in Lakhs)

Particulars	As at Mar. 31, 2023	As at March 31, 2022
Interest cost	303.77	289.38
Loan facility fees	27.38	22.32
Bank Charges	182.62	118.23
Exchange difference	304.81	353.10
	818.58	783.04

22. Earning Per Share (EPS)

(₹ in Lakhs)

Particulars	As at Mar. 31, 2023	As at March 31, 2022
The following reflects the profit/(loss) and share data used in the basic and diluted EPS computations:		
Profit after tax as per Statement of Profit and Loss (used for both calculation of basic EPS)	9,594.42	6,100.58
Profit after tax as per Statement of Profit and Loss (used for both calculation of diluted EPS)	9,594.42	6,100.58
Weighted average number of equity shares in calculating basic and diluted EPS (in million)	1,69,48,060.00	1,69,48,060.00
Basic - Par value of ₹ 5 per share (in INR)	56.61	36.00
Diluted - Par value of ₹ 5 per share (in INR)	56.61	36.00

Notes to the Standalone Financial Statements

for the year ended March. 31, 2023

23. CONTINGENT LIABILITIES AND COMMITMENTS

I Contingent liabilities

(a) Claims against Company, disputed by the Company, not acknowledged as debt

(₹ in Lakhs)

Particulars	31-03-2023	31-03-2022
Income Tax	1,702.07	1,699.61
Custom Duty	2,058.72	2,058.72

(b) Guarantees

Furnished by Banks on behalf of the Company

(₹ in Lakhs)

Particulars	31-03-2023	31-03-2022
Sales Tax, Dehradun	0.50	0.50
GST, Punjab	4.00	4.00
Custom Ludhiana & Delhi	4.69	2.10
Tamil Nadu Small Industrial Corporation	-	-

(c) Other Money for which the Company is contingently liable

(₹ in Lakhs)

Particulars	31-03-2023	31-03-2022
Liability in respect of Bill discounted with Banks	392.74	107.50

2 Commitments

(a) Estimated amount of contracts remaining to be executed on capital account (net of advances)

(₹ in Lakhs)

Particulars	31-03-2023	31-03-2022
Others	-	-

(b) Other commitments

(₹ in Lakhs)

Particulars	31-03-2023	31-03-2022
Export obligation under Advance License Scheme on duty free import of specific raw materials	51,714.69	33,066.02
Export obligation under EPCG License Scheme on duty free import of Capital Goods	3,226.02	329.12

Hedging instruments

The Company uses various derivative instruments such as foreign exchange forward contracts to hedge its exposures to movement in foreign exchange rates. These instruments are not used for speculative or trading purposes.

The following are the outstanding derivative contracts entered into by the Company:

(₹ in Lakhs)

Category	Currency	Cross Currency	Amount (in lakh)	Buy/Sell
Forward Contracts				
As at 31 March 2023	USD	INR	USD 27.50	Sell
	Euro	USD	Euro 52.00	Sell
As at 31 March 2022	USD	INR	USD 97.50	Sell
	Euro	USD	Euro 20.00	Sell

Mark to market profit (loss) amounting to ₹17.90 lakh (31 March 2022: (98.13 Lakh) in respect of forward contract was charged to the Statement of Profit & Loss Account.

Notes to the Standalone Financial Statements

for the year ended March. 31, 2023

23. CONTINGENT LIABILITIES AND COMMITMENTS (Contd..)

Details of dues to Micro and Small Enterprises as per MSMED Act 2006

(₹ in Lakhs)

Particulars	31-03-2023	31-03-2022
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year.		
i) Principal amount due to micro and small enterprise	71.24	123.17
ii) Interest due on above	-	-
iii) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
iv) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act 2006.	-	-
v) The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
vi) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006.	-	-

24. FINANCIAL RISK MANAGEMENT

Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

The Company, through three layers of defense namely policies and procedures, review mechanism and assurance aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations. The Audit committee of the Board with top management oversee the formulation and implementation of the Risk management policies. The risk are identified at business unit level and mitigation plan are identified, deliberated and reviewed at appropriate forums.

The Company has exposure to the following risks arising from financial instruments:

- credit risk
- liquidity risk
- market risk

a. Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counter party to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers, loans and investments.

The carrying amount of financial assets represents the maximum credit risk exposure.

Trade receivables and other financial assets

The Company has established a credit policy under which customer is analysed individually for creditworthiness before the payment and delivery terms and conditions are offered. The Company performs an on-going assessment and monitoring of the financial position and the risk of default. Based on the aforesaid checks, monitoring and historical data, the Company does not perceive any significant credit risk on trade receivables.

In monitoring customer credit risk, customers are grouped according to their credit characteristics, including whether they are an individual or a legal entity, whether they are a institutional, dealers or end-user customer, their geographic location, industry, trade history with the Company and existence of previous financial difficulties.

The Company based on internal assessment which is driven by the historical experience/ current facts available, the management believes the strong opinion of recovery from trade receivables and where risk of default, if any, will be negligible and accordingly no provision for expected cash loss has been provided on trade receivables.

With regards to all other financial assets with contractual cash flows management believes these to be high quality assets with negligible credit risk. Thus, no provision for expected cash loss has been provided on these financial assets.

Notes to the Standalone Financial Statements

for the year ended March. 31, 2023

24. FINANCIAL RISK MANAGEMENT (Contd..)

b. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities.

The Company has mature liquidity risk management processes covering short-term, mid-term and long-term funding.

Liquidity risk is controlled through maintaining sufficient reserves, adequate amount of committed credit facilities and loan funds.

The contractual maturities of the Company's financial liabilities are presented below:-

(₹ in Lakhs)

31 March 2023	Contractual cash flows			
	Carrying amount	Within one year	More than one year	Total
Non-derivative financial liabilities				
Borrowings (including current maturities)	4,692.97	4,635.32	57.65	4,692.97
Trade payable	3,984.56	3,890.53	94.04	3,984.56
Other financial liabilities	1.67	1.67	-	1.67

(₹ in Lakhs)

31 March 2022	Contractual cash flows			
	Carrying amount	Within one year	More than one year	Total
Non-derivative financial liabilities				
Borrowings (including current maturities)	7,942.28	7,028.49	913.79	7,942.28
Trade payable	5,803.82	5,762.68	41.14	5,803.82
Other financial liabilities	4.57	4.57	-	4.57

Foreign exchange forward contracts is the difference between the booking rate and exchange rate at the balance sheet date, and not considered under financial obligation.

c. Market risk

Market risk is the risk that changes in market prices such as foreign exchange rates, interest rates that will affect the Company's income, assets, liabilities or expected cash flows. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Currency risk

The Company is exposed to currency risk to the extent that there is a mismatch between the currencies in which sales, purchases and borrowings are denominated and the functional currency of the Company. The currencies in which the Company is exposed to risk are USD and EUR

The Company follows a natural hedge driven currency risk mitigation policy to the extent possible. Any residual risk is evaluated and appropriate risk mitigating steps are taken, including but not limited to, entering into forward contracts.

Exposure to currency risk

The summary quantitative data about the Company's exposure to currency risk as reported to the management of the Company is as follows:

(₹ in Lakhs)

Particulars	31 March 2023		31 March 2022	
	USD	EUR	USD	EUR
Trade receivables	4,859.40	3,186.57	6,011.72	1,975.53
Other receivables	-	-	-	-
Trade payables	(1,186.50)	(701.64)	(2,934.47)	(1,284.60)
Borrowings	-	(3,468.53)	(2,077.89)	(2,485.10)
	3,672.90	(983.60)	999.36	(1,794.17)

Trade receivables include advance to suppliers for material and Capital advances.

Trade payables includes payable towards material and capital goods. It also includes advance from customers.

Notes to the Standalone Financial Statements

for the year ended March. 31, 2023

24. FINANCIAL RISK MANAGEMENT (Contd..)

Sensitivity analysis

A reasonably possible strengthening /(weakening) of the EUR and USD against the functional currency at 31 March 2023 would have affected the measurement of financial exposure denominated in a foreign currency and affected equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact on forecast sales and purchases.

(₹ in Lakhs)

	Movement	Profit or Loss (before tax)	
		Strengthening	Weakening
Year ended March 31,2023			
USD	1%	36.73	(36.73)
EURO	1%	(9.84)	9.84
Year ended March 31,2022			
USD	1%	9.99	(9.99)
EURO	1%	(17.94)	17.94

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk because funds are borrowed at both fixed and floating interest rates. Interest rate risk is measured by using the cash flow sensitivity for changes in variable interest rate. The borrowings of the Company are principally denominated in rupees and US dollars with a mix of fixed and floating rates of interest. The Company has exposure to interest rate risk, arising principally on changes in base lending rate and LIBOR rates. The risk is managed by the Company by maintaining an appropriate mix between fixed and floating rate borrowings.

Exposure to interest rate risk

The interest rate profile of the Company's interest-bearing financial instruments as reported to the management of the Company is as follows:

The following table provides a break-up of the Company's fixed and floating rate borrowings:

(₹ in Lakhs)

Particulars	31--03-2023	31--03-2022
Fixed rate borrowings	570.31	2,301.21
Floating rate borrowings	4,122.67	5,645.64
Total borrowings	4,692.98	7,946.85

Sensitivity analysis

The sensitivity analysis below have been determined based on the exposure to interest rates for floating rate liabilities assuming the amount of the liability outstanding at the year-end was outstanding for the whole year.

If interest rates had been 25 basis points higher / lower and all other variables were held constant, the Company's profit before tax for the year ended 31 March 2023 would decrease / increase by ₹ 10.31 lakh (for the year ended 31 March 2022: decrease / increase by ₹ 14.11 lakh). This is mainly attributable to the Company's exposure to interest rates on its variable rate borrowings.

25. Capital Management

Risk management

The Company's objectives when managing capital are to:

- safeguard its ability to continue as a going concern, so that its can continue to provide returns for its shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.

Notes to the Standalone Financial Statements

for the year ended March. 31, 2023

25. Capital Management (Contd..)

The Company manages its capital structure and makes adjustments to it as and when required. To maintain or adjust the capital structure, the Company plan either to raise fresh debt or to repay it, to raise fresh equity or sell those assets which have little contribution in the company's overall performance, when to pay dividends etc.

Consistent with others in the industry, the Company monitors capital on the basis of the following gearing ratio:

Net debt (total borrowings net of cash and cash equivalents and other bank balances) and divided by Total 'equity' (as shown in the Balance Sheet).

	(₹ in Lakhs)	
	31--03-2023	31--03-2022
Net debt	2,123.81	7,174.92
Total equity	41,239.44	31,645.02
Net debt to equity ratio	0.05	0.23

26 Employee benefits in respect of the Company have been calculated as under:

1 Defined Contribution Plans

The Company has certain defined contribution plan such as provident fund and employee state insurance wherein specified percentage is contributed to them. During the year, the Company has contributed following amounts to

	(₹ in Lakhs)	
	31--03-2023	31--03-2022
Employer's contribution to provident fund	179.65	148.08
Employer's contribution to employee state insurance	34.47	29.64
Employer's contribution to welfare funds	3.96	5.10

2 Defined Benefit Plans

Gratuity:

The Company has a defined benefit gratuity plan as per the provisions of the Payment of Gratuity Act, 1972. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service.

In accordance with Ind AS 19 "Employee Benefits", an actuarial valuation has been carried out in respect of gratuity. The discount rate assumed is p.a. 7.42% (31 March 2022: 6.92% p.a.) which is determined by reference to market yield at the Balance Sheet date on Government bonds. The retirement age has been considered at 58 years (31 March 2022: 58 years) and mortality table is as per IALM (2012-14)Ult (31 March 2022: IALM (2012-14)).

The estimates of future salary increases, considered in actuarial valuation is 6% p.a. (31 March 2022: 6% p.a.). The rate of attrition considered in actuarial valuation is 10% (31 March 2022: 10%)

Reconciliation of opening and closing balances of the present value of the defined benefit obligation

	(₹ in Lakhs)	
Particulars	31--03-2023	31--03-2022
Present value of obligation at the beginning of the year	174.34	148.21
Current Service Cost	38.55	32.76
Interest Cost	12.06	9.26
Benefits paid	(19.83)	(17.09)
Actuarial (gain)/ loss	0.36	1.20
Present value of obligation at the end of the year	205.48	174.34

Notes to the Standalone Financial Statements

for the year ended March. 31, 2023

26 Employee benefits in respect of the Company have been calculated as under: (Contd..)

Expense recognised in the Statement of Profit and Loss under employee benefits expense:

(₹ in Lakhs)

Particulars	31--03-2023	31--03-2022
Current Service Cost	38.55	32.76
Interest Cost	12.06	9.26
Expenses recognised in the Statement of profit & loss Account	50.61	42.02

Amount Recognised in the other comprehensive income:

(₹ in Lakhs)

Particulars	31--03-2023	31--03-2022
Actuarial (gain)/ loss due to experience variance	0.36	1.20
Net (Income)/ Expenses recognised in OCI	0.36	1.20

Sensitivity analysis

(₹ in Lakhs)

Assumption	31-03-2023		31-03-2023	
	Discount Rate		Future salary increase	
Sensitivity level	0.5% increase	0.5% decrease	1% increase	1% decrease
Impact on defined benefit	-6.23	6.61	13.71	-12.36

The sensitivity analysis above have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the year and may not be representative of the actual change. It is based on a change in the key assumption while holding all other assumptions constant.

Other long term benefits (compensated absences):

(₹ in Lakhs)

Particulars	31--03-2023	31--03-2022
Present value of obligation at the beginning of the year	91.23	106.94
Current Service Cost	40.26	28.75
Interest Cost	6.31	6.68
Benefits paid	(30.72)	(38.94)
Actuarial (gain)/ loss	0.57	(12.20)
Present value of obligation at the end of the year	107.65	91.23

Expense recognised in the Statement of Profit and Loss under employee benefits expense:

(₹ in Lakhs)

	31--03-2023	31--03-2022
Current Service Cost	40.26	28.75
Interest Cost	6.31	6.68
Actuarial (gain)/ loss	0.57	(12.20)
Expenses recognised in the Statement of profit & loss Account	47.14	23.23

Sensitivity Analysis

(₹ in Lakhs)

Assumption	31-03-2023		31-03-2023	
	Discount Rate		Future salary increase	
Sensitivity level	0.5% increase	0.5% decrease	1% increase	1% decrease
Impact on defined benefit	-3.12	3.25	6.63	-6.22

The sensitivity analysis above have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the year and may not be representative of the actual change. It is based on a change in the key assumption while holding all other assumptions constant.

Notes to the Standalone Financial Statements

for the year ended March. 31, 2023

27. Fair value Hierarchy

a) Financial instruments by category

(₹ in Lakhs)

Particulars	Note	Level of hierarchy	31-03-2023			31-03-2022		
			FVPI	FVOCI	Amortised Cost	FVPI	FVOCI	Amortised Cost
Financial Assets								
Loans and advances	a		-	-	162.70	-	-	149.92
Investments	b	3	-	-	249.78	-	-	249.78
Trade and other receivables	a		-	-	12,584.83	-	-	11,876.74
Cash and cash Equivalents	a		-	-	399.05	-	-	70.06
Other bank balances	a		-	-	2,170.12	-	-	697.31
Other financial assets	a		-	-	20.45	-	-	3.21
Total Financial Assets			-	-	15,586.92	-	-	13,047.02
Financial Liabilities								
Borrowings (including current maturities)	c	3	-	-	4,692.98	-	-	7,942.28
Trade payables	a		-	-	3,984.56	-	-	5,803.82
Foreign Exchange contracts	d	2	-	-	-	-	-	-
Other financial liabilities	a		-	-	1.67	-	-	4.57
Total Financial Liabilities			-	-	8,679.22	-	-	13,750.67

The shares allotted to company amounting to ₹ 114.14 lakh (31 March 2022 : ₹ 114.14 Lakh) towards settlement of dues as per direction of Singapore Court's order. These shares are listed on Singapore stock exchange but trading is suspended. Hence, these are carried at fair value when shares were so allotted.

- Fair valuation of financial assets and liabilities with short term maturities is considered as approximate to respective carrying amount due to the short term maturities of these instruments.
- Fair value for investments has been disclosed at fair value.
- The fair values of long term borrowings are based on discounted cash flows using current borrowing rate. They are classified as level 3 fair values in the fair value hierarchy due to the use of unobservable inputs, including own credit risk.
- The fair value of forward foreign exchange contracts and principal swap is determined using forward exchange rates at the balance sheet date

There are no transfers between level 1, Level 2 and Level 3 during the year ended 31 March 2023 and 31 March 2022.

The following explains the judgements and estimates made in determining the fair values of the financial instruments that are recognised and measured at fair value. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial investments into the three levels prescribed under the accounting standard.

Notes:

Level 1 hierarchy includes financial instruments measured using quoted prices. This includes mutual funds that have quoted price and are valued using the closing NAV.

Level 2 hierarchy includes the fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) and the fair value is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3 : If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. Currently, the Company does not have any such financial instruments.

Notes to the Standalone Financial Statements

for the year ended March. 31, 2023

27. Fair value Hierarchy (Contd..)

b) Financial assets and liabilities measured at amortised cost

Fair value of financial assets and liabilities measured at amortised cost

(₹ in Lakhs)

Particulars	31-03-2023		31-03-2022	
	Carrying amount	Fair value	Carrying amount	Fair value
Financial Assets				
Loans and advances	162.70	162.70	149.92	149.92
Investments	249.78	249.78	249.78	249.78
Trade and other receivables	12,584.83	12,584.83	11,876.74	11,876.74
Cash and cash Equivalents	399.05	399.05	70.06	70.06
Other bank balances	2,170.12	2,170.12	697.31	697.31
Other financial assets	20.45	20.45	3.21	3.21
Total Financial Assets	15,586.92	15,586.92	13,047.02	13,047.02
Financial Liabilities				
Borrowings (including current maturities)	4,692.98	4,692.98	7,942.28	7,942.28
Trade payables	3,984.56	3,984.56	5,803.82	5,803.82
Other financial liabilities	1.67	1.67	4.57	4.57
Total Financial Liabilities	8,679.22	8,679.22	13,750.67	13,750.67

28. Related Party Disclosures

Key Management Personnel (KMP) and their relatives

As per Ind AS 24, the disclosures of transactions with the related parties are given below:

List of related parties where control exists and also related parties with whom transactions have taken place and relationships:

Key Managerial Personnel (KMP)

Name	Designation
Mr.Jagdish Gupta	Managing Director
Mr.Manav Gupta	Whole Time Director
Mr.Manit Gupta	Whole Time Director
Mr.Sachin Bhatla	Director- Technical
Mr.Kishan Nagpal	Chief Financial Officer
Mr. Sanjeev Kumar Sehgal	CS

Family members of Directors

Ms.Nidhi Gupta	Mrs.Pushpa Gupta
Ms.Dipti Gupta	Mrs.Saru Gupta
Mrs.Priyanka Kapila	Mrs.Kritika Garg

Subsidiary (where control exists)

Wholly-owned subsidiary

Name of Company	Country of Incorporation
Stylam Asia Pacific Pte Ltd* (Strike off on 16th August 2022)	Singapore
Stylam Panels Limited** (Formed on 06th July 2021)	India

* Company had formed Wholly owned subsidiary (WOS) in September 2019 for the purpose of trading of laminates and allied products.

** Company had formed Wholly owned subsidiary (WOS) in July 2021 for the purpose of Manufacturing of Plywood and allied products. The activity from WOS is yet to start with.

Notes to the Standalone Financial Statements

for the year ended March. 31, 2023

27. Fair value Hierarchy (Contd..)

Associate Entities

Name of Company	%age of shares acquired
Alca Vstyle Sdn.Bhd., Malaysia (Alca)	34%

Entities where Directors/ family members of Directors having control

Gourmet House Private Limited

Transactions during the year with related parties

(₹ in Lakhs)

Nature of transactions	2021-23			2020-22		
	Key Managerial Personnel/ Relative	Entities where control exists**	Wholly-owned subsidiary*	Key Managerial Personnel/ Relative	Entities where control exists	Wholly-owned subsidiary
Sale of Goods	0.21	288.77	-	0.13	434.69	-
Salary Paid	641.19	-	-	467.73	-	-
Paid for expenses	-	-	-	-	-	-
Addition in Borrowings	-	-	-	-	-	-
Borrowings repaid back	115.60	-	-	30.00	-	-

(₹ in Lakhs)

Balances as at	31-03-2022	31-03-2021
Borrowings from Promoters and Related parties	122.00	237.60

29 DIVIDEND

During the year the director has not recommended the payment of dividend.

30. CORPORATE SOCIAL RESPONSIBILITY

In accordance with the provisions of section 135 of the Act, the Board of Directors of the Company had constituted a CSR committee. The details for CSR activities are as follows:

(₹ in Lakhs)

Particulars	Year ended March 31,2023	Year ended March 31,2022
i) Gross amount required to be spent by the Company during the year	133.44	114.38
ii) Amount Spent During the Year	137.15	114.88
iii) Amount unspent during the year and deposited in a scheduled bank	-	-
iv) Amount spent during the year pertaining to previous year	-	-
v) Shortfall at the end of the year	N.A	N.A
vi) Reason for Shortfall	-	-
vii) Details of related party transactions in relation to CSR expenditure as per relevant Accounting Standard	-	-
Total	137.15	114.88

Notes to the Standalone Financial Statements

for the year ended March. 31, 2023

31. Ageing of Trade Receivables

The Ageing of Trade Receivables is as below.

(₹ in Lakhs)

Ageing	<180	>180but<360	1-2 Years	2-3 Years	Above 3 years
Gross Carrying amount as on 31-03-2023	11231.34	483.39	715.24	92.41	62.45
Impairment loss recognised as above					
Gross Carrying amount as on 31-03-2022	9712.45	750.49	780.3	574.5	59
Impairment loss recognised as above					

32. Ageing of Trade payable

Ageing of Trade Payable is as below.

(₹ in Lakhs)

Ageing	<1 years	1-2 Years	2-3 Years	>3 Years
Gross Carrying amount as on 31-03-2023	3890.53	57.08	10.95	26.00
Impairment loss recognised as above				
Gross Carrying amount as on 31-03-2022	5762.68	14.56	26.15	0.43
Impairment loss recognised as above				

33. Ratio Analysis

(₹ in Lakhs)

S. No	RATIOS	Numerator	Denominator	31-03-2023	31-03-2022	% Change	Reason
1	Current Ratio	Current Assets	Current Liabilities	3.22	2.04	58.05%	-
2	Inventory Turnover Ratio	Sales	Average Inventory	6.51	6.44	1.01%	-
3	Trade Receivable Turnover Ratio	Revenue from operations	Average Trade Receivable	7.78	6.07	28.17%	-
4	Trade Payable Turnover Ratio	Net credit purchases	Average Trade Payable	10.87	6.86	58.45%	-
5	Net Capital Turnover Ratio	Revenue from operations	Working Capital = (Current Assets - Current Liabilities)	3.96	4.25	-6.71%	-
6	Net Profit Ratio	Net Profit After Tax	Revenue From Operations	0.10	0.09	11.97%	-
7	Return on Capital Employed	Earning before interest and taxes	Capital Employed= Total Assets-Current Liabilities	0.32	0.26	21.71%	-
8	Debt Equity Ratio	Borrowings	Total Equity	0.11	0.25	-56.00%	-
9	Return on Equity Ratio	Net Profit After Tax	Average Total Equity	0.26	0.21	23.81%	-
10	Debt Service Coverage Ratio	Earning For Debt Service= Net Profit Before Tax +Non Cash Operating Expenses (Dep)+Finance Cost+ Loss/ Profit on sale of PPE	Debt Service = Interest+lease payment+principle Repayment of Long term Borrowings	11.60	4.87	138.19%	

Notes to the Standalone Financial Statements

for the year ended March. 31, 2023

34. Segment Reporting

According to Ind AS 108, identification of operating segments is based on Chief Operating Decision Maker (CODM) approach for making decisions about allocating resources to the segment and assessing its performance. The business activity of the company falls within one broad business segment viz. "Laminates". The Gross income and profit from the other segment is below the norms prescribed in Ind AS 108. Hence, the disclosure requirement of Ind AS 108 of 'Segment Reporting' is not considered applicable.

35. Payment to Auditors

Particulars	(₹ in Lakhs)	
	Year ended March 31,2023	Year ended March 31,2022
i) Audit Fees	3.5	2
ii) Tax Audit Fees	0.5	0.5
iii) For other services (includes consolidation fees, certifications etc.)	1.85	2.9
Total	5.85	5.4

As per our report of even date attached.

For **Mittal Goel & Associates**

Chartered Accountants

CA Sandeep Kumar Goel

Partner

Membership No. 099212

Jagdish Gupta

Managing Director

Manit Gupta

Director

DATE : May 05, 2023

PLACE : Chandigarh

Kishan Nagpal

CFO

Sanjeev Kumar Sehgal

CS & Compliance Officer



Consolidated Financial Statements

Independent Auditor's Report

To
The Members of
Stylam Industries Limited

Report on the audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of Stylam Industries Limited ("the Company"), and its subsidiaries (the Company and its subsidiaries together referred to as "the Group"), which comprise the consolidated Balance Sheet as at March 31, 2023, and the consolidated statement of Profit and Loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated cash flows Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies, Notes to the Financial Statements and other explanatory information (hereinafter referred to as "the Consolidated Financial Statement).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group, as at March 31, 2023, consolidated profit, consolidated total comprehensive income, consolidated changes in equity and consolidated cash flows for the year ended on that date.

Basis of Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the consolidated 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 consolidated financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Key Audit Matter

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matter described below to be the key audit matter to be communicated in our report.

The Key Audit Matter

Revenue Recognition

The Group recognizes revenue at the point of time when control of the goods is transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services.

In determining the transaction price for the sale, the Group considers the effects of variable consideration and consideration receivable from the customer.

How the matter was addressed in our audit

- We performed process walk through to understand the adequacy and the design of the revenue cycle. We tested internal controls in the revenue and trade receivables over the accuracy and timing of revenue accounted in the financial statements.
- Understanding the policies and procedures applied to revenue recognition, as well as compliance thereof, including an analysis of the effectiveness of controls related to revenue recognition processes employed by the Company.
- We reviewed the revenue recognition policy applied by the Group to ensure its compliance with Ind-AS 115 requirements.
- We checked the contracts of customers along with revenue recognition policy applied by the Group to ensure satisfaction of performance obligation upon transfer of control of products to customer at a point in time. Our checking procedure includes consideration of the accounting and presentation of the rebates and discount arrangements.

The Key Audit Matter	How the matter was addressed in our audit
<p>The nature of rebates, discounts and sales returns, if any, involve judgment in determining sales revenues and revenue cut-off. The risk is, therefore, that revenue may not be recognized in the correct period or that revenue and associated profit is misstated.</p>	<ul style="list-style-type: none"> In addition to substantive analytical reviews performed to understand how the revenue has trended over the year, we performed a detailed testing on transactions around the year-end, ensuring revenues were recognized in the correct accounting period. We also tested journal entries recognized to revenue focusing on unusual or irregular transactions.

Information Other than the Financial Statements and Auditor's Report Thereon

The Holding Company's management and Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the 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 identified above when it becomes available 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.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations. 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 state of affairs, profit/loss and other comprehensive income, changes in equity and cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group 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 consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibilities for the Audit of Consolidated Financial Statement

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

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

- Identify and assess the risks of material misstatement of the 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 financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the holding Company has adequate internal financial controls with reference to consolidated financial statements 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 the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group 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 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the Consolidated Financial Statements.
- We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the Consolidated Financial Statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated 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 the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. (A) As required by Section 143(3) of the Act, based on our audit, we report that :
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Group so far as it appears from our examination of those books.
 - (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account and records maintained for the purpose of preparation of the consolidated financial statements.
 - (d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.
 - (e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2023 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditor of its subsidiary companies incorporated in India, none of the directors of the Group companies, incorporated in India is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164(2) of the Act.
- (B) 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, if any, of pending litigations on the consolidated financial position of the Group;

- ii. The Group did not have any long-term contracts including derivative contracts as at March 31, 2023 for which there were any material foreseeable losses.;
- iii. There has been no delay in transferring amounts required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies, incorporated in India during the year.
- iv. (a) The respective Managements of the Company whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, 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 or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever 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 respective Managements of the Company whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company or any of such subsidiaries from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever 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 have been considered reasonable and appropriate in the circumstances performed by us on the Company whose financial statements have been audited under the Act, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. No Dividend has been paid during the year by the Holding company as well as by the subsidiary company.
- (C) 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 with effect from April 1, 2023 to the Company and its subsidiaries, which are companies incorporated in India, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.
- (D) With respect to the matter to be included in the Auditors' Report under section 197(16) of the Act:
- In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the holding company and its subsidiaries which are incorporated in India to its directors during the year is in accordance with the provisions of section 197 of the Act. The remuneration paid to any director by the holding company and its subsidiaries which are incorporated in India is not in excess of the limit laid down under Section 197 of the Act.
- (3) With respect to the matters specified in paragraphs 3(xii) 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 Company and its subsidiaries included in the consolidated financial statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

For **Mittal Goel & Associates**
Chartered Accountants
Firm Reg. No. 017577N

SANDEEP KUMAR GOEL
Partner
Membership No. 099212

Place: Chandigarh
Date: 05th May 2023

Annexure A to the Independent Auditor's Report

Annexure "A" To The Independent Auditor's Report of even date on the Consolidated Ind AS Financial Statements of Stylam Industries Limited

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

Opinion

In conjunction with our audit of the consolidated Ind AS financial statements of the Company as of and for the year ended 31st March, 2023, We have audited the internal financial controls over financial reporting of STYLAM INDUSTRIES LIMITED (hereinafter referred to as "the Holding Company") and its one subsidiary company, which are the companies incorporated in India, as of that date

In our opinion the Holding Company and its subsidiary company which are the companies incorporated in India has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31st March 2023, based on the internal financial controls 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 issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the

Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Other Matters

Our report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over

financial reporting of the Holding Company, insofar as it relates to the one subsidiary, which is the Company incorporated in India, is based on the corresponding report of the auditors of such subsidiary Company incorporated in India.

For **Mittal Goel & Associates**
Chartered Accountants
Firm Reg. No. 017577N

SANDEEP KUMAR GOEL
Partner
Membership No. 099212

Place: Chandigarh
Date: 05th May 2023

Consolidated Balance Sheet

as at March 31st, 2023

(₹ in Lakhs)

Particulars	Note	As at March 31, 2023	As at March 31, 2022
ASSETS			
Non-current assets			
Property, plant and equipment	3.1	17,179.29	17,872.45
Capital work in progress		1,283.47	
Investment Property	4	-	-
Financial assets			
Investments	5.1	114.14	114.14
Loans and advances	5.2	162.70	149.92
Other bank balances	5.6	-	-
Other non-current assets	7	153.64	162.41
		18,893.24	18,298.93
Current assets			
Inventories	8	15,982.44	13,290.16
Financial assets			
Trade receivables	5.4	12,584.83	11,876.74
Cash and cash equivalents	5.5	405.56	168.24
Other bank balances	5.6	2,266.34	697.31
Other financial assets	5.3	21.14	3.84
Other current assets	7	3,655.38	4,555.16
		34,915.69	30,591.44
TOTAL ASSETS		53,808.93	48,890.37
EQUITY AND LIABILITIES			
Equity			
Equity share capital	9	847.40	847.40
Other equity		40,359.54	30,761.79
		41,206.94	31,609.19
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings	10.1	57.65	913.79
Provisions	11	257.38	232.01
Deferred tax liabilities (net)	6	997.89	1,082.27
Other non current liabilities	12	491.06	75.45
		1,803.99	2,303.53
Current liabilities			
Financial liabilities			
Borrowings	10.2	3,615.21	5,594.19
Trade payables	10.3	3,984.56	5,803.83
Other financial liabilities	10.4	1,021.79	1,438.87
Other current liabilities	12	1,336.19	1,865.82
Provisions	11	116.01	107.77
Current tax liabilities (net)	13	724.24	167.17
		10,798.01	14,977.65
TOTAL EQUITY AND LIABILITIES		53,808.93	48,890.37

Basis of preparation, measurement and significant accounting policies,

1&2

See accompanying notes to the financial statements

As per our report of even date attached.

For **Mittal Goel & Associates**

Chartered Accountants

CA Sandeep Kumar Goel

Partner

Membership No. 099212

Jagdish Gupta

Managing Director

Manit Gupta

Director

DATE : May 05, 2023

PLACE : Chandigarh

Kishan Nagpal

CFO

Sanjeev Kumar Sehgal

CS & Compliance Officer

Consolidated Profit and Loss Account

for the year ended Mar. 31, 2023

(₹ in Lakhs)

Particulars	Note	Year ended March 31, 2023	Year ended March 31, 2022
Income			
Revenue from operations	14	95,213.39	65,934.68
Other income	15	144.33	800.07
Total Income		95,357.72	66,734.74
Expenses			
Cost of raw materials consumed	16	55,408.05	38,979.31
(Increase) / decrease in inventories	17	(2,315.69)	(1,531.96)
Purchase of Stock in Trade		8.14	103.89
Employee benefit expenses	18	6,875.47	5,478.12
Finance costs	21	818.58	783.04
Depreciation and amortization expense	20	1,999.40	2,325.55
Other expenses	19	19,756.66	12,539.64
Total Expenses		82,550.62	58,677.58
Profit before exceptional items and tax		12,807.11	8,057.16
Exceptional Items		-	-
Profit before Tax		12,807.11	8,057.16
Tax expense			
Current tax		3,293.82	1,991.00
Tax of Earlier Years		(0.44)	90.31
Deferred tax charge	6	(84.28)	(134.86)
Total tax expense		3,209.09	1,946.45
Profit for the year		9,598.02	6,110.71
Share of Profit/ (Loss) of associates and joint ventures		-	(22.10)
Other Comprehensive Income			
Other comprehensive income to be reclassified to profit or loss in subsequent years:			
Re-measurement gains/ (losses) on defined benefit obligations		(0.36)	(1.20)
Net (loss) gain on FVTOCI Investment		-	-
Deferred tax charge		0.09	0.30
Income tax effect		-	-
Other comprehensive income not to be reclassified to profit or loss in subsequent years (net of tax)		(0.27)	(0.90)
Other comprehensive income to be reclassified to profit or loss in subsequent years:			
Currency Hedging		-	-
Tax effect		-	-
Other comprehensive income to be reclassified to profit or loss in subsequent years (net of tax)		-	-
Total Comprehensive Income for the year		9,597.74	6,087.71
Earnings per equity share in INR computed on the basis of profit for the year	22		
Basic		56.63	36.06
Diluted		56.63	35.92
Basis of preparation, measurement and significant accounting policies,	1&2		

See accompanying notes to the financial statements

As per our report of even date attached.

For **Mittal Goel & Associates**

Chartered Accountants

CA Sandeep Kumar Goel

Partner

Membership No. 099212

Jagdish Gupta

Managing Director

Manit Gupta

Director

DATE : May 05, 2023

PLACE : Chandigarh

Kishan Nagpal

CFO

Sanjeev Kumar Sehgal

CS & Compliance Officer

Consolidated Statement of Cash Flow

for the year ended at March 31, 2023

(₹ in Lakhs)

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
A Cash Flow from operating activities:		
Profit/(loss) before extraordinary & exceptional items and tax	12,807.11	8,057.16
Adjustments for:		
- Unrealized foreign exchange loss/(gain) (net)	-	
Government Grant Ind As Adjustment	-	(644.63)
- Finance costs	331.15	311.70
- Depreciation and amortisation expense	1,999.40	2,325.55
- Interest Income	(36.19)	(41.31)
- Loss/ (Gain) on sale of Fixed Assets (net)	(3.43)	4.81
Operating Profit before working capital changes	15,098.03	10,013.28
Movements in working capital:		
Adjusted for:		
Trade & Other Receivables	(708.09)	(2,012.47)
Inventories	(2,692.29)	(6,105.30)
Trade & Other Payables	(2,507.82)	1,035.40
Net cash generated from operations	9,189.84	2,930.91
Payment of direct taxes (net)	(2,569.13)	(1,914.14)
Dividend paid	-	(423.70)
Net cash from operating activities (A)	6,620.70	593.07
B Cash Flow from investing activities:		
Payment for Tangible Assets (including capital work in progress and capital advances)	(2,608.04)	(1,438.49)
Proceeds from sale of PPE	21.75	72.50
Proceeds from sale of Investment Property	-	-
Payment for investments in subsidiary and joint venture	-	-
Maturity/ (Investment) in fixed deposits	-	-
Proceeds/(Investment) from/ in other assets	878.49	(1,047.87)
Proceeds/(Investment) from/ in other activities	440.62	(583.04)
Interest received	36.19	41.31
Net cash from/ (used in) investing activities (B)	(1,230.99)	(2,955.58)
C Cash Flow from financing activities:		
Proceeds of long-term borrowings		-
Repayment of long term borrowings	(1,273.23)	(1,457.19)
Proceeds/ (Repayment) from short-term borrowings	(1,978.98)	3,483.20
Borrowing costs paid		
- Interest paid	(331.15)	(311.70)
Net cash from/ (used in) financing activities (C)	(3,583.35)	1,714.31
Net increase/(decrease) in cash and cash equivalents (A+B+C)	1,806.36	(648.20)
Cash and cash equivalents at the beginning of the period	865.54	1,513.74
Cash and cash equivalents at the closing of the period	2,671.91	865.54

Notes:

- (i) The cash flow statement has been prepared under the indirect method as set out in Ind AS 7 Cash Flow Statements.
- (ii) Components of cash and cash equivalents included under cash and bank balances (note 5.6) are as under:

Consolidated Statement of Cash Flow

for the year ended at March 31, 2023

(₹ in Lakhs)

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Cash in hand	0.70	0.16
Balances with scheduled banks		
- On current accounts	404.87	168.07
- Book overdraft in current accounts	-	-
- Deposits with original maturity of upto 3 months	-	-
- Deposits with original maturity of upto 3 months (Pledged with Bank)	136.20	650.82
- Deposits with original maturity of more than 3 months (Pledged with Bank)	32.64	11.80
- Other Balance with bank	2,097.51	34.69
Cash and cash equivalents	2,671.91	865.54

As per our report of even date attached.

For **Mittal Goel & Associates**

Chartered Accountants

CA Sandeep Kumar Goel

Partner

Membership No. 099212

Jagdish Gupta

Managing Director

Manit Gupta

Director

DATE : May 05, 2023

PLACE : Chandigarh

Kishan Nagpal

CFO

Sanjeev Kumar Sehgal

CS & Compliance Officer

Notes to the Consolidated Financial Statements

for the year ended 31st March 2023

1. Group information

Stylam Industries Limited ("the Company") is a public limited company incorporated in India with its registered office located at Sco-14, Sector 7-C, Madhya Marg, Chandigarh, India. The Company is listed on the Bombay Stock Exchange (BSE) and National Stock Exchange (NSE) The Company is engaged in manufacturing of laminates, solid surface panels and allied products.

The manufacturing facilities of the company are located at Panchkula, Haryana, India.

The Company and its subsidiary (jointly referred to as the 'Group' herein under) considered in these consolidated financial statements are:

a) Subsidiary

Name of Company	Country of Incorporation	Principal Activities	Proportion of equity interest	
			As at 31st March 2023	As at 31st March 2022
Stylam Panels Limited*	India	Plywood Manufacturing	100%	–
Stylam Asia Pacific Pte Ltd**	Singapore	Trading	N.A	100%

*Date of Incorporation is 06th July 2021

**Date of incorporation is 16th September 2019

*** Stylam Asia Pacific Pte Ltd has been struck off during the year.

b) Associates

Section 129(3) of the Companies Act, 2013, requires preparation of consolidated financial statement of the Company and its subsidiary in the same form and manner as that of its own.

Indian Accounting Standard (Ind AS) 28 on Investments in Associates defines Associate Group as an entity over which the investor has significant influence. It mentions that if an entity holds, directly or indirectly through intermediaries, 20 per cent or more of the voting power of the enterprise, it is presumed that the entity has significant influence, unless it can be clearly demonstrated that this is not the case.

The Company holds investments in the below entity which by share ownership are deemed to be an associate company:

- (i) Alca Vstyle Sdn. Bhd, Malaysia, where the company has 34% equity holding. This is a company engaged in trading of all kinds of merchandise in relation to household requisites, to purchase, sell, import, export, distribute, install and deal in domestic, commercial and industrial furniture and fixtures.

2. Basis of Preparation, Measurement and Significant accounting policies

2.1 Basis of Preparation and measurement

a) Basis of preparation and consolidation

These Consolidated Financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.

The Consolidated financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to the periods presented in the Consolidated financial statements.

Subsidiary is an entity where the group exercise control or hold more than one-half of its total share capital. The net assets and results of the subsidiary is included in the consolidated financial statements from their respective dates of incorporation.

The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances. The accounting policies adopted in the preparation of consolidated financial statements are consistent. The consolidated financial statements of the Company and its subsidiary have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after eliminating intragroup balances, intra-group transactions.

The Consolidated financial statements are presented in INR, the functional currency of the Group. Items included in the consolidated financial statements of the Group are recorded using the currency of the primary economic environment in which the Group operates (the 'functional currency').

The Consolidated Financial statements of the Company for the year ended 31st March, 2023 were approved for issue in accordance with the resolution of the Board of Directors on 5th May, 2023.

b) Basis of measurement

These Consolidated Financial statements are prepared under the historical cost convention unless otherwise indicated.

2.2 Key accounting estimates and judgements

The preparation of Consolidated Financial statements requires management to make judgements, estimates

Notes to the Consolidated Financial Statements

for the year ended 31st March 2023

and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Continuous evaluation is done on the estimation and judgements based on historical experience and other factors, including expectations of future events that are believed to be reasonable.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods affected.

2.3 Current versus non-current classification

All assets and liabilities have been classified as current or non-current as per the Group normal operating cycle and other criteria as set out in the Division II of Schedule III to the Companies Act, 2013.

The Group presents assets and liabilities in the Balance Sheet based on current/ non-current classification. An asset is treated as current when:

- It is expected to be realised or intended to be sold or consumed in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is expected to be realised within twelve months after the reporting period; or
- It is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

Group classifies all other assets as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

Group classifies all other liabilities as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. Group has identified twelve months as its operating cycle for the purpose of current and non-current classification of assets and liabilities.

2.4 Basis of consolidation

The consolidated financial statements comprise the financial statement of the Stylam Industries Limited ('the Parent company') and subsidiary (collectively "the Group") as at March 31, 2023. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- (i) Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- (ii) Exposure, or rights, to variable returns from its involvement with the investee, and
- (iii) The ability to use its power over the investee to affect its returns.

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- (i) The contractual arrangement with the other vote holders of the investee
- (ii) Rights arising from other contractual arrangements
- (iii) The Group's voting rights and potential voting rights
- (iv) The size of the Group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary. Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting

Notes to the Consolidated Financial Statements

for the year ended 31st March 2023

policies. The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent company, i.e., year ended on March 31. When the end of the reporting period of the parent company is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the financial statements of the parent company to enable the parent company to consolidate the financial information of the subsidiary, unless it is impracticable to do so or there are no significant transaction or event between the date of those financial statement and date of financial statement of parent company.

Associates are those entities over which the Company has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control those policies. Significant influence is presumed to exist when the Company holds 20 percent or more of the voting power of

the investee. If accounting policies of associates differ from those adopted by the Group, the accounting policies of associates are aligned with those of the Group. The results, assets and liabilities of associates are incorporated in these financial statements using the equity method of accounting.

2.5 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The board of directors of the Company has been identified as being the chief operating decision maker by the Management of the company. The Business activity of the company majorly falls within one business segment viz "Laminates".

2.6 Significant accounting policies

These are set out under "Significant Accounting Policies" as given in the Company's standalone financial statements.

Notes to the Consolidated Financial Statements

for the year ended 31st March 2023

3.1 Property, Plant and Equipment & Intangible Assets

(a) Property, plant and equipment

Particulars	Gross carrying amount				Accumulated depreciation				Net carrying amount
	As at 1 April 2022	Additions	Deletions/ Adjustments	As at 31 March 2023	As at 1 April 2022	Additions	Deletions/ Adjustments	As at 31 March 2023	
Owned Assets									
Land- Freehold	2,609.26	20.91	-	2,630.17	0.00	0.00	0.00	0.00	2630.17
Building -Factory	4,730.07	-	-	4,730.07	1058.33	163.78	0.00	1222.11	3507.96
Building -Others	369.11	-	-	369.11	104.21	5.86	0.00	110.07	259.04
Plant and equipment	20,166.55	1,018.65	127.63	21,312.83	10363.75	1665.14	-7.55	12021.33	9291.50
Office Equipments	1,155.85	3.19	-	1,159.03	654.24	6.32	0.00	660.57	498.47
Furniture & fixtures	287.37	22.51	-	309.88	184.22	17.47	0.00	201.69	108.19
Vehicles - Owned	863.28	105.36	(33.13)	935.51	339.72	110.45	-18.25	431.92	503.59
Computer & Peripherals	227.53	15.33	-	242.86	193.04	11.56	0.00	204.60	38.26
Intangible	587.70	-	-	587.70	226.76	18.83	0.00	245.59	342.11
TOTAL	30,996.73	1,185.95	94.49	32,277.16	13,124.28	1,999.40	(25.80)	15,097.88	17,179.29

(b) Capital Work in Progress

Particulars	Gross carrying amount				Accumulated depreciation				Net carrying amount
	As at 1 April 2022	Additions	Deletions/ Adjustments	As at 31 March 2023	As at 1 April 2022	Additions	Deletions/ Adjustments	As at 31 March 2023	
Capital Work in Progress	-	1,283.47	-	1,283.47	-	-	-	-	1,283.47
TOTAL	-	1,283.47	-	1,283.47	-	-	-	-	1,283.47

Age wise detail of capital work in progress

(₹ in Lakhs)

CWIP	Mar-23				
	Amount in CWIP for a period of				
	Upto 1 Year	1-2 Years	2-3 Years	More than 3Years	Total
Project in progress	1,283.47	-	-	-	1283.47
Projects temporarily suspended	-	-	-	-	-

CWIP	Mar-22				
	Amount in CWIP for a period of				
	>1 Year	1-2 Years	2-3 Years	<3Years	Total
Project in progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-

(c) Intangible Assets

Particulars	Gross carrying amount				Accumulated depreciation				Net carrying amount
	As at 1 April 2022	Additions	Deletions/ Adjustments	As at 31 March 2023	As at 1 April 2022	Additions	Deletions/ Adjustments	As at 31 March 2023	
Intangible Assets	587.69	0.00	0.00	587.69	226.76	18.82	0.00	245.58	342.11
TOTAL	587.69	0.00	0.00	587.69	226.76	18.82	0.00	245.58	342.11

Notes to the Consolidated Financial Statements

for the year ended 31st March 2023

5. Financial assets

5.1 Non-current investments

Un-quoted investment

(₹ in Lakhs)

Particulars	As at Mar. 31, 2023		As at Mar. 31, 2022	
	Nos of shares	value	Nos of shares	value
Investment carried at fair value				
Equity Investment				
- Un-quoted				
- Serrano Limited, Singapore* (fair value SGD 0.031 per share)	6575711	102.37	6575711	102.37
- Serrano Limited, Singapore** (fair value SGD 0.031 per share)	756199	11.77	756199	11.77
- Un-quoted, Fully paid-up				
Subsidiary				
- Stylam Asia Pacific Pte Ltd - Equity shares of US\$ 1 each***	100	-	100	-
- Stylam Panels Limited****	1000000	-	1000000	-
Investment in Equity Instruments (at Cost)				
- Un-quoted, Fully paid-up				
- Alca Vstyle Sdn. Bhd, Malaysia*****	340000	-	340000	-
Total investment		114.14		114.14

* The company had trade arrangement with Serrano Ltd, Singapore (Serrano). Serrano owed ₹ 253.30 lakh failed to pay and thereafter went into liquidation. New Investor joined Serrano and had agreed with secured and unsecured creditors to settle their dues partly under Cash Distribution Scheme and partly under Shares Distribution Scheme. The Scheme of Arrangement was filed with High Court in Singapore under Section 210 of Singapore's Companies Act

Under Shares Distribution Scheme 6,575,711 No of shares (as on 31-03-2022 6,575,711 Nos) were allotted to the company. These shares are listed on Singapore Stock Exchange. As trading of shares is suspended these are considered as unquoted investment. When trading was suspended the share was valued at SGD 0.031 per share (as on 31-03-2019 SGD 0.031 per share), the same value is considered for arriving fair value of share.

** Under the Scheme 756,199 Nos of shares were allotted to Golden Chem-Tech Limited (as on 31-03-2022 756,199 Nos). Pursuant to approval of Scheme of Amalgamation by Hon'ble NCLT, Chandigarh Bench, all investments of Golden Chem-Tech Limited will be treated as investments of the company.

***The subsidiary of the company M/s stylam Asia Pacific Pte Ltd has been struck off.

****The company has formed 100% subsidiary company 'Stylam Panels Limited with an authorised Capital of ₹ 2.00 Crore.

*****The company has acquired 34% stake in Associate company. This company is engaged in to trading of commercial and industrial furnitures and fixtures.

5.2 Loans and advances

(at amortised cost)

(₹ in Lakhs)

Particulars	Non-current		Current	
	As at Mar. 31, 2023	As at March 31, 2022	As at Mar. 31, 2023	As at March 31, 2022
Unsecured and considered good				
Security deposits	162.70	149.92	-	-
	162.70	149.92	-	-

Security deposits are primarily in relation to public utility services and rental agreements

Notes to the Consolidated Financial Statements

for the year ended 31st March 2023

5.3 Other financial assets

(at amortised cost)

(₹ in Lakhs)

Particulars	Non-current		Current	
	As at Mar. 31, 2023	As at March 31, 2022	As at Mar. 31, 2023	As at March 31, 2022
Interest accrued	-	-	21.14	3.84
	-	-	21.14	3.84

5.4 Trade receivables

(at amortised cost)

(₹ in Lakhs)

Particulars	Non-current		Current	
	As at Mar. 31, 2023	As at March 31, 2022	As at Mar. 31, 2023	As at March 31, 2022
Unsecured, considered good				
Trade receivables	-	-	12,584.83	11,876.74
	-	-	12,584.83	11,876.74

Note: Please refer note no.32 for ageing of Trade Receivable.

5.5 Cash and cash equivalents

(₹ in Lakhs)

Particulars	Non-current		Current	
	As at Mar. 31, 2023	As at March 31, 2022	As at Mar. 31, 2023	As at March 31, 2022
Cash in hand	-	-	0.70	0.16
Balances with banks:				
- On current accounts	-	-	404.87	168.07
- Deposits with original maturity of upto 3 months	-	-	-	-
	-	-	405.56	168.24

5.6 Other bank balances

(₹ in Lakhs)

Particulars	Non-current		Current	
	As at Mar. 31, 2023	As at March 31, 2022	As at Mar. 31, 2023	As at March 31, 2022
- Deposits with original maturity of upto 3 months (pledged with Bank)	-	-	32.64	650.82
- Deposits with original maturity of more than 3 months	-	-	136.20	11.80
- Other Balance with bank	-	-	2,097.51	34.69
	-	-	2,266.34	697.31

Current earmarked bank balances represent deposits due for realisation within 3 months from the balance sheet date. These are primarily placed as margin money against issue of Letter of Credits.

Notes to the Consolidated Financial Statements

for the year ended 31st March 2023

6. Movement in deferred tax balances

Deferred Income tax reflect the net tax effects of temporary difference between the carrying amount of assets and liabilities for financial reporting purposes and the amounts used for income tax purposes. Significant component of the company's net deferred income tax are as follows :-

(₹ in Lakhs)

Particulars	Opening balance	Recognised/ (reversed) in Profit & Loss	Other movements during the year	Recognised in OCI	Closing balance
Deferred tax assets					
Compensated absences & retirement benefits	27.12	66.85	-	-	93.98
Expenses allowed for tax purposes when paid	-	-	-	-	-
Derivative contracts fair valued on transition	-	-	-	-	-
MAT credit entitlement/ (Utilisation)	-	-	-	-	-
Unabsorbed Depreciation	-	-	-	-	-
Adjustment due to change in Tax Rate in unabsorbed depreciation	-	-	-	-	-
Total deferred tax assets	27.12	66.85	-	-	93.98
Deferred tax liabilities					
Property, plant and equipment and intangible assets	1,109.39	-17.43	-	-	1,091.96
Others	-	-	-	-	-
Prepaid Expenses	-	-	-	-	-
Total deferred tax liabilities	1,109.39	-17.43	-	-	1,091.96
Deferred tax assets/ (liabilities) (net)	-1,082.27	84.28	-	-	-997.98

7. Other Assets

Unsecured and considered good

(₹ in Lakhs)

Particulars	Non-current		Current	
	As at Mar. 31, 2023	As at March 31, 2022	As at Mar. 31, 2023	As at March 31, 2022
Capital advances	125.00	125.00	-	-
Advance to Suppliers	-	-	1,271.99	1,748.28
Staff Advances	-	-	1.86	16.70
Other Advances	26.05	26.05	2.72	79.09
Prepaid expenses	-	-	78.85	24.29
Balances with statutory/government authorities bodies	2.59	2.59	-	-
Export incentive receivable	-	-	-	500.34
GST Recoverable	-	-	2,152.06	1,963.01
Ancillary cost of arranging the borrowings	-	-	-	-
Unrealised exchange	-	-	17.90	98.13
Income tax Refundable	-	-	60.97	56.31
Advance Income tax	-	-	-	-
Income tax paid under Appeal	-	-	69.02	69.02
VAT Recoverable	-	8.78	-	-
Recoverable from Subsidiary	-	-	-	-
	153.64	162.41	3,655.38	4,555.16

Advance with statutory / government bodies relate to input credit entitlements

Notes to the Consolidated Financial Statements

for the year ended 31st March 2023

8. Inventories

(₹ in Lakhs)

Particulars	Non-current		Current	
	As at Mar. 31, 2023	As at March 31, 2022	As at Mar. 31, 2023	As at March 31, 2022
Raw materials		-	8,987.31	9,190.16
Work in Progress			774.00	320.58
Stores and spares		-	814.58	223.25
Finished goods		-	4,656.84	2,794.56
Material In Transit	-	-	322.72	212.41
Fuel Coal & Diesel		-	38.88	161.19
Packing & Stores		-	388.12	388.01
Total	-	-	15,982.44	13,290.16

The inventories of the Company have been pledged as securities against borrowings.

9. Equity share capital

(₹ in Lakhs)

Particulars	As at Mar. 31, 2023	As at March 31, 2022
Authorised *		
19,408,000 equity shares of ₹ 5/-each (31 March 2022: 1,94,08,000 Equity Share of ₹ 5 each)	970.40	970.40
Issued, subscribed and fully paid up shares		
1,69,48,600 equity shares of ₹ 5/-each (31 March 2022: 1,69,48,600 Equity Share of ₹ 5 each)	847.40	847.40
Total issued, subscribed and fully paid-up share capital	847.40	847.40

(A) Reconciliation of the shares outstanding at the beginning and at the end of the reporting year

(₹ in Lakhs)

Particulars	Non-current		Current	
	As at Mar. 31, 2023	As at March 31, 2022	As at Mar. 31, 2023	As at March 31, 2022
At the beginning of the year	16948060	847.40	8474030	847.40
Issued during the year	0	-	8474030	
Approval Pending			0	-
Outstanding at the end of the year	16948060	847.40	16948060	847.40

(B) Terms/ rights attached to equity shares

- a) The company has single class of shares referred to as equity shares having par value of ₹ 5 each. Each holder of equity shares is entitled to one vote per share. The dividend proposed, if any, by the Board of Directors, is subject to approval of the shareholders in the ensuing Annual General Meeting except in case of Interim Dividend. In the event of liquidation of the company, the equity shareholders are eligible to receive the surplus assets remaining after settlement of preferential amounts in proportion to their shareholding.

(C) Details of shareholders holding more than 5% shares in the Company

Particulars	March, 31,2023		March, 31,2022	
	Number	% of total shares	Number	% of total shares
Equity shares of ₹ 10 each fully paid				
Jagdish Gupta	3574862	21.09%	3574862	21.09%
Pushpa Gupta	4080404	24.08%	3309004	19.52%

Notes to the Consolidated Financial Statements

for the year ended March. 31, 2023

9. Equity share capital (Contd..)

Detail of last five years Share transactions:-

(₹ in Lakhs)

Particulars	2022-23	2021-22	2020-21	2019-20	2018-19
Share Issue as Bonus	-	-	-	-	-
Preferential allotment	-	-	-	-	-
Split of Share		84,74,030			
Scheme of Amlagamtion				307830	
Shares forfeited	-	-	-	-	-
ESOP	-	-	-	-	-

Stylam Industries Limited Promoters Shareholding

Sr No	Promoters Name	Promoters Shareholding as on 31.03.2023 (Face Value @ 5)	Shareholding % as on 31.03.2023	Promoters Shareholding as on 31.03.2022 (Face Value @ 5)	Shareholding % as on 31.03.2022
1	Pushpa Gupta	4080404	24.07%	3309004	19.52%
2	Jagdish Rai Gupta	3574862	21.09%	3574862	21.09%
3	Manit Gupta	824448	4.86%	824448	4.86%
4	Rattan Devi	Transmission of shares to Mrs. Pushpa Gupta	0.00%	771400	4.55%
5	Nidhi Gupta	368200	2.17%	368200	2.17%
6	Dipti Gupta	341400	2.01%	341400	2.01%
7	Saru Gupta	66254	0.39%	66254	0.39%
	Total	9255568	54.61%	9255568	54.61%

Statement of Changes in Equity

for the year ended March. 31, 2023

(a) Equity share capital

Balance as at 01.04.2022	Changes during the year*	Balance as at 31-03-2023
847.40	-	847.40

Balance as at 01.04.2021	Changes during the year*	Balance as at 31.03.2022
847.40	-	847.40

(b) Other equity

(₹ in Lakhs)

Particulars	Reserve & Surplus					Total
	Capital Reserve	Securities Premium Reserve	Retained Earnings	Other Comprehensive Income	Equity component of compound financial instruments	
Balance as at April 01, 2021	705.97	5,023.50	19,347.72	7.66	12.93	25,097.78
Profit for the year			6,110.71			6,110.71
Share of Profit/ (Loss) of associates and joint ventures			(22.10)			(22.10)
Other Comprehensive Income for the year			(0.90)			(0.90)
Other Transfers			10.46		(10.46)	
Dividend paid			-423.70			(423.70)
Balance as at March 31, 2022	705.97	5,023.50	25,022.18	7.66	2.48	30,761.79
Balance as at April 01, 2022	705.97	5,023.50	25,022.18	7.66	2.48	30,761.79
Profit for the year			9,598.02			9,598.02
Share of Profit/ (Loss) of associates and joint ventures			-			-
Deferred Government Grant (Ind As adjustment)			-			-
Other Comprehensive Income for the year			(0.27)			(0.27)
Less. Dividend paid other transfer			2.48		(2.48)	-
Balance as at March 31, 2023	705.97	5,023.50	34,622.40		-	40,359.54

Naure and purpose of other equity

Securities premium reserve:

The unutilized accumulated excess of issue price over face value on issue of shares. This reserve is utilised in accordance with the provisions of the Act.

General reserve:

This represents appropriation of profit by the Company and is available for distribution of dividend.

Remeasurements of defined benefit obligation:

Remeasurements of defined benefit obligation comprises of gains and losses on actuarial valuation on Post-employment benefits.

See accompanying notes to the financial statements

As per our report of even date attached.

For **Mittal Goel & Associates**

Chartered Accountants

CA Sandeep Kumar Goel

Partner

Membership No. 099212

Jagdish Gupta

Managing Director

Manit Gupta

Director

DATE : May 05, 2023

PLACE : Chandigarh

Kishan Nagpal

CFO

Sanjeev Kumar Sehgal

CS & Compliance Officer

Notes to the Consolidated Financial Statements

for the year ended 31st March 2023

Financial Liabilities

10.1 Long-term borrowings

(at amortised cost)

(₹ in Lakhs)

Particulars	Non-current		Current	
	As at Mar. 31, 2023	As at March 31, 2022	As at Mar. 31, 2023	As at March 31, 2022
Secured - At Amortised Cost				
From Banks				
<i>Foreign Currency Loans</i>				
Foreign Currency Loans -(1)	57.65	251.36	198.36	153.60
Foreign Currency Loans -(2)	(0.00)	298.49	314.30	444.07
Foreign Currency Loans -(3)	(0.00)	363.94	385.45	363.94
Foreign Currency Loans -(4)	-	-	-	-
Foreign Currency Loans -(5)	-	-	-	-
Foreign Currency Loans -(6)	-	-	-	-
<i>Rupee Loans</i>				
Rupee Loan -(1)	-	-	-	204.14
Rupee Loan -(4)	-	-	0.00	0.00
Rupee Loan -(5)	-	-	-	-
Vehicle Loans -(g)	-	-	-	-
Unsecured - At Amortised Cost				
<i>Rupee Loans</i>				
From Banks -(7)	-	-	-	-
From Directors -(8)	-	-	-	23.20
From Related Parties -(8)	-	-	122.00	214.40
From others -(9)	-	-	-	30.95
	57.65	913.79	1,020.12	1,434.30
The above amount includes				
Secured borrowings	57.65	913.79	898.12	1,165.75
Unsecured borrowings	-	-	122.00	268.55
Amount disclosed under the head "Other financial liabilities" (note 11.4)	-	-	(1,020.12)	(1,434.30)
Net amount	57.65	913.79	-	-

Terms of repayment of Non-Current and Current borrowings

- Foreign Currency loan amounting to ₹ 256.00 lakh (31st March 2022: ₹ 404.96 lakh) is repayable in 69 Monthly Instalments
The repayment of the loan commenced from August 2019.
- Foreign Currency loan amounting to ₹ 314.30 lakh (31st March 2022: ₹ 742.57 lakh) is repayable in 48 monthly instalments.
The repayments commenced from October 2019.
- Foreign Currency loan pertaining to External commercial Borrowing amounting to ₹ 385.45 lakh (31st March, 2022: ₹ 727.88 lakh) is repayable in 17 quarterly instalments. The repayment started from February 2020)
- Rupee term loan amounting to ₹ Nil (31st March, 2022: ₹ 204.14 Lakh) This loan was part of borrowing of Golden Chem-Tech Limited After merger the amount was transferred in the books of the company. The loan was repayable in 20 quarterly instalments. As per the terms of sanction, the loan has been fully repaid.

Terms of Security

All the loans are secured by first pari-passu charge, on movable fixed assets of the company, present and future, except vehicles, and immovable assets situated at manufacturing location of the company of 1) Industrial Area, Panchkula and ii) Manktabra, Distt, Panchkula. The security is further extended to shed in the name of Golden Chem-Tech limited at Mankya, Ramgarh, Panchkula

Notes to the Consolidated Financial Statements

for the year ended 31st March 2023

10.1 Long-term borrowings

These loans are further secured by second pari-passu on entire current assets of the company, both present and future.

The composition of property, plant and equipment and current assets as mentioned above are defined in detail in the respective financing/credit arrangements

- Interest free unsecured loan from promoters and related parties amounting to ₹ 122.00 lakh (31st March, 2022: 237.60 lakh) will be repaid back by the end of year 2024.
- Interest free Unsecured loan from others (31st March, 2022: 30.95 lakh) has been fully repaid back. this loan was initially measured at fair value using market rate of interest at the time when loan was taken.

10.2 Short-term borrowings

(₹ in Lakhs)

Particulars	Non-current		Current	
	As at Mar. 31, 2023	As at March 31, 2022	As at Mar. 31, 2023	As at March 31, 2022
Secured - At Amortised Cost				
Working Capital Loans				
From Banks				
Foreign currency loan		-	2,512.77	2,483.45
Indian rupee loan (unsecured)			-	-
Indian rupee loan from financial institutions (unsecured)				
Rupee Loans		-	1,102.44	3,110.74
Unsecured - At Amortised Cost				
Working Capital Loans				
From Banks				
Unsecured Loan	-	-	-	-
	-	-	3,615.21	5,594.19

Nature of security of Current borrowings and other terms of repayment

- Working capital facilities availed from State Bank of India, HDFC Bank Ltd and Standard Chartered Bank are secured by a first charge ranking pari-passu inter-se banks, on all current assets of the company, both present and future, wherever the same may be or be held and have a second charge ranking pari-passu on all movable and immovable fixed assets of the Company, present and future. Working capital facilities are repayable on demand.
- Working capital are availed in Indian rupees and in foreign currency which carry floating interest rate calculated in accordance with the terms of the arrangement which is a specified benchmark rate (reset at periodic intervals), adjusted for agreed spread.

The composition of property, plant and equipment and current assets as mentioned above are defined in detail in the respective financing/credit arrangements.

10.3 Trade payables

(₹ in Lakhs)

Particulars	Non-current		Current	
	As at Mar. 31, 2023	As at March 31, 2022	As at Mar. 31, 2023	As at March 31, 2022
Total outstanding dues of micro enterprises and small enterprises (refer note 34 for details of dues to micro and small enterprises)	-		-	-
Total outstanding dues of creditors	-	-	3,913.33	5,680.65
Total outstanding dues of creditors from MSME	-	-	71.24	123.17
Refer Note No. 33 for ageing of Trade Payable	-	-	3,984.56	5,803.83

Amount due to Micro and Small Enterprises as defined in the "The Micro, Small and Medium Enterprises (MSME) Development Act, 2006" has been determined to the extent such parties have been identified on the basis of information available with the Company. The total outstanding ₹ 71.24 lakh as at the end of the year is Principal amount due to MSME.

Notes to the Consolidated Financial Statements

for the year ended 31st March 2023

10.4 Other financial liabilities (Contd..)

(₹ in Lakhs)

Particulars	Non-current		Current	
	As at Mar. 31, 2023	As at March 31, 2022	As at Mar. 31, 2023	As at March 31, 2022
Acceptances		-		-
Financial liabilities at fair value				
Derivative not designated as hedges	-	-	-	-
Foreign exchange forward contracts	-	-	-	-
	-	-	-	-
Other financial liabilities at amortised cost				
Current maturities of long-term borrowings (note 10.1)	-	-	1,020.12	1,434.30
Security deposits received	-	-		-
Liability towards Capital vendors	-	-	-	-
Interest accrued but not due on borrowings		-	1.67	4.57
	-	-	1,021.79	1,438.87
	-	-	1,021.79	1,438.87

11. Provisions

(₹ in Lakhs)

Particulars	Non-current		Current	
	As at Mar. 31, 2023	As at March 31, 2022	As at Mar. 31, 2023	As at March 31, 2022
Provision for employee benefits				
Provision for gratuity (note 26)	181.72	159.06	23.77	15.29
Provision for compensated absences	75.67	72.95	31.98	18.27
Provision for Bonus		-	60.26	74.21
	257.38	232.01	116.01	107.77
Other provisions				
Provision towards vendors	-	-	-	-
	-	-	-	-
Total Provisions	257.38	232.01	116.01	107.77

As per the leave policy of the Company, an employee is entitled to be paid the accumulated leave balance up to 45 leaves on post retirement and rest will be encashed on yearly basis. The Company presents provision for leave salaries as current and non-current based on actuarial valuation.

12. Other liabilities

(₹ in Lakhs)

Particulars	Non-current		Current	
	As at Mar. 31, 2023	As at March 31, 2022	As at Mar. 31, 2023	As at March 31, 2022
Advance from customers	-	-	449.77	854.93
Statutory dues payable			101.59	126.31
Security Deposit received	37.49	20.60	25.00	25.00
Expenses Payable			759.83	859.58
Deferred Revenue Liability (Govt. Grant)	453.57	54.85	-	-
Total Other liabilities	491.06	75.45	1,336.19	1,865.82

Notes to the Consolidated Financial Statements

for the year ended 31st March 2023

12. Other liabilities (Contd..)

Deferred Revenue Liability (Govt Grants)

- i Deferred Revenue Liability (Govt Grants) relate to duty saved on import of capital goods and spares under the EPCG scheme. Under the scheme, the Company is committed to export prescribed times of the duty saved on import of capital goods over a specified period of time. In case such commitments are not met, the Company would be required to pay the duty saved along with interest to the regulatory authorities. Government grant related to these capital goods are recognised by deducting the grant from the carrying amount of property, plant & Equipment in which case the grants is recognised in Profit and loss account as a reduction of depreciation charged.
- ii During the year ₹ 13.97 lakh (2021-22: ₹ 644.63 lakh) was released from deferred income to the statement of profit and loss on fulfillment of export obligations.

13. Current tax liabilities

(₹ in Lakhs)

Particulars	Non-current		Current	
	As at Mar. 31, 2023	As at March 31, 2022	As at Mar. 31, 2023	As at March 31, 2022
Liabilities for income tax (net of taxes paid)	-	-	724.24	167.17
Total tax liabilities	-	-	724.24	167.17

14. Revenue from operations

(₹ in Lakhs)

Particulars	As at Mar. 31, 2023	As at March 31, 2022
Sale of products		
Export	63,844.76	42,055.28
Domestic	31,368.63	23,879.40
	95,213.39	65,934.68
	95,213.39	65,934.68

15. Other income

(₹ in Lakhs)

Particulars	As at Mar. 31, 2023	As at March 31, 2022
Profit on sale of Fixed assets	3.43	-
Insurance claims received	18.44	55.35
Government grants	13.98	644.63
Rental Income	68.05	57.60
Misc. Income	4.24	1.17
Interest income on Bank deposits	33.25	41.26
interest other	2.94	0.06
	144.33	800.07

16. Cost of raw material consumed

(₹ in Lakhs)

Particulars	As at Mar. 31, 2023	As at March 31, 2022
Inventory at the beginning of the year	9,190.16	4,602.70
Add: Purchases	53,244.30	41,642.53
Freight Inward	1,960.91	1,924.24
Less: Inventory at the end of the year	(8,987.31)	(9,190.16)
	55,408.05	38,979.31

Notes to the Consolidated Financial Statements

for the year ended 31st March 2023

17. (Increase)/Decrease in inventories

(₹ in Lakhs)

Particulars	As at Mar. 31, 2023	As at March 31, 2022
Inventory at the beginning of the year		
- Work-in-progress	320.58	260.52
- Finished goods	2,794.56	1,322.67
Add: Inventories produced during trial run		
Inventories at the end of the year		
- Work-in-progress	(774.00)	(320.58)
- Finished goods	(4,656.84)	(2,794.56)
Net (increase)/decrease in inventories	(2,315.69)	(1,531.96)

18. Employee benefit expense

(₹ in Lakhs)

Particulars	As at Mar. 31, 2023	As at March 31, 2022
Salaries, wages and bonus	6,337.53	5,043.61
Contribution to provident fund & Other funds	233.29	195.55
Gratuity expense	50.61	42.02
Compensated absences	47.14	23.92
Staff welfare expenses	206.91	173.01
	6,875.47	5,478.12

19. Other expenses

(₹ in Lakhs)

Particulars	As at Mar. 31, 2023	As at March 31, 2022
Manufacturing Expenses		
Store & Spares	702.47	767.55
Packing Stores	2,520.64	1,330.30
Electric Power, Fuel & Water	5,272.37	3,715.91
Repairs and maintenance		
- Buildings	101.59	50.80
- Plant & Machinery	408.86	465.94
Excise Duty #	-	-
	9,005.93	6,330.50
Selling & Distribution Expenses		
Business promotion expenses	732.33	504.83
Distribution Expenses - Export	6,938.09	3,961.44
Distribution Expenses - Domestic	1,393.35	629.37
Certification Expenses	58.77	32.26
	9,122.53	5,127.89

Notes to the Consolidated Financial Statements

for the year ended 31st March 2023

19. Other expenses (Contd..)

(₹ in Lakhs)

Particulars	As at Mar. 31, 2023	As at March 31, 2022
Establishment Expenses		
Professional and consultancy fees	200.70	144.49
Rent	86.31	76.10
Rates and taxes	47.45	30.32
Insurance	122.19	103.24
Travelling and conveyance expenses	449.87	257.63
Other Repairs	160.74	105.04
Audit fees	4.12	2.62
Loss on sale of Fixed Assets	-	4.81
Charity and Donation	0.21	0.13
Corporate Social Responsibility	137.15	114.88
Rebate and Discount	-	-
Miscellaneous expenses	419.46	242.00
	1,628.20	1,081.24
	19,756.66	12,539.64

20. Depreciation and amortisation expense

(₹ in Lakhs)

Particulars	As at Mar. 31, 2023	As at March 31, 2022
Depreciation of property, plant and equipment (note 3.1)	1,999.40	2,325.55
Amortisation of intangible assets	-	-
Depreciation on Investment property	-	-
	1,999.40	2,325.55

21. Finance costs

(₹ in Lakhs)

Particulars	As at Mar. 31, 2023	As at March 31, 2022
Interest cost	303.77	289.38
Loan facility fees	27.38	22.32
Bank Charges	182.62	118.23
Exchange difference	304.81	353.10
	818.58	783.04

22. Earnings per share (EPS)

(₹ in Lakhs)

Particulars	As at Mar. 31, 2023	As at March 31, 2022
The following reflects the profit/(loss) and share data used in the basic and diluted EPS computations:		
Profit after tax as per Statement of Profit and Loss (used for both calculation of basic EPS)	9,597.74	6,110.71
Profit after tax as per Statement of Profit and Loss (used for both calculation of diluted EPS)	9,597.74	6,087.71
Weighted average number of equity shares in calculating basic and diluted EPS (in million)	1,69,48,060.00	1,69,48,060.00
Basic - Par value of ₹ 5 per share (in INR)	56.63	36.06
Diluted - Par value of ₹ 5 per share (in INR)	56.63	35.92

Notes to the Consolidated Financial Statements

for the year ended 31st March 2023

23. CONTINGENT LIABILITIES AND COMMITMENTS

I Contingent liabilities

(a) Claims against Company, disputed by the Company, not acknowledged as debt

Particulars	(₹ in Lakhs)	
	31-03-2023	31-03-2022
Income Tax	1,702.07	1,696.00
Custom Duty	2,058.72	2,058.72

(b) Guarantees

Furnished by Banks on behalf of the Company

Particulars	(₹ in Lakhs)	
	31-03-2023	31-03-2022
Sales Tax, Dehradun	0.50	0.50
GST, Punjab	4.00	4.00
Custom Ludhiana & Delhi	4.69	2.10
Tamil Nadu Small Industrial Corporation	-	-

(c) Other Money for which the Company is contingently liable

Particulars	(₹ in Lakhs)	
	31-03-2023	31-03-2022
Liability in respect of Bill discounted with Banks	392.74	107.50

2 Commitments

(a) Estimated amount of contracts remaining to be executed on capital account (net of advances)

Particulars	(₹ in Lakhs)	
	31-03-2023	31-03-2022
Others	-	-

(b) Other commitments

Particulars	(₹ in Lakhs)	
	31-03-2023	31-03-2022
Export obligation under Advance License Scheme on duty free import of specific raw materials	51,714.69	33,066.02
Export obligation under EPCG License Scheme on duty free import of Capital Goods	3,226.02	329.12

Hedging instruments

The Company uses various derivative instruments such as foreign exchange forward contracts to hedge its exposures to movement in foreign exchange rates. These instruments are not used for speculative or trading purposes.

The following are the outstanding derivative contracts entered into by the Company:

Category	Currency	Cross Currency	(₹ in Lakhs)		
			Amount (in lakh)	Buy/Sell	
Forward Contracts					
As at 31 March 2023	USD	INR	USD	27.50	Sell
	Euro	USD	Euro	52.00	Sell
As at 31 March 2022	USD	INR	USD	97.50	Sell
	Euro	USD	Euro	20.00	Sell

Mark to market profit (loss) amounting to ₹ 17.90 lakh (31 March 2022: (98.13 LAKH)) in respect of forward contract was charged to the Statement of Profit & Loss Account.

Notes to the Consolidated Financial Statements

for the year ended 31st March 2023

23. CONTINGENT LIABILITIES AND COMMITMENTS (Cont.)

Details of dues to Micro and Small Enterprises as per MSMED Act 2006

(₹ in Lakhs)

Particulars	31-03-2023	31-03-2022
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year.		
i) Principal amount due to micro and small enterprise	71.24	123.17
ii) Interest due on above	-	-
iii) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
iv) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act 2006.	-	-
v) The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
vi) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006.	-	-

24. FINANCIAL RISK MANAGEMENT

Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

The Company, through three layers of defense namely policies and procedures, review mechanism and assurance aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations. The Audit committee of the Board with top management oversee the formulation and implementation of the Risk management policies. The risk are identified at business unit level and mitigation plan are identified, deliberated and reviewed at appropriate forums.

The Company has exposure to the following risks arising from financial instruments:

- a. credit risk
- b. liquidity risk
- c. market risk

a. Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counter party to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers, loans and investments.

The carrying amount of financial assets represents the maximum credit risk exposure.

Trade receivables and other financial assets

The Company has established a credit policy under which customer is analysed individually for creditworthiness before the payment and delivery terms and conditions are offered. The Company performs an on-going assessment and monitoring of the financial position and the risk of default. Based on the aforesaid checks, monitoring and historical data, the Company does not perceive any significant credit risk on trade receivables.

In monitoring customer credit risk, customers are grouped according to their credit characteristics, including whether they are an individual or a legal entity, whether they are a institutional, dealers or end-user customer, their geographic location, industry, trade history with the Company and existence of previous financial difficulties.

The Company based on internal assessment which is driven by the historical experience/ current facts available, the management believes the strong opinion of recovery from trade receivables and where risk of default, if any, will be negligible and accordingly no provision for expected cash loss has been provided on trade receivables.

With regards to all other financial assets with contractual cash flows management believes these to be high quality assets with negligible credit risk. Thus, no provision for expected cash loss has been provided on these financial assets.

Notes to the Consolidated Financial Statements

for the year ended 31st March 2023

24. FINANCIAL RISK MANAGEMENT (Contd..)

b. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities.

The Company has mature liquidity risk management processes covering short-term, mid-term and long-term funding.

Liquidity risk is controlled through maintaining sufficient reserves, adequate amount of committed credit facilities and loan funds.

The contractual maturities of the Company's financial liabilities are presented below:-

(₹ in Lakhs)

31 March 2023	Contractual cash flows			Total
	Carrying amount	Within one year	More than one year	
Non-derivative financial liabilities				
Borrowings (including current maturities)	4,692.97	4,635.32	57.65	4,692.97
Trade payable	3,984.56	3,890.53	94.04	3,984.56
Other financial liabilities	1.67	1.67	-	1.67

(₹ in Lakhs)

31 March 2022	Contractual cash flows			Total
	Carrying amount	Within one year	More than one year	
Non-derivative financial liabilities				
Borrowings (including current maturities)	7,942.28	7,028.49	913.79	7,942.28
Trade payable	5,803.82	5,762.68	41.14	5,803.82
Other financial liabilities	4.57	4.57	-	4.57

Foreign exchange forward contracts is the difference between the booking rate and exchange rate at the balance sheet date, and not considered under financial obligation.

c. Market risk

Market risk is the risk that changes in market prices such as foreign exchange rates, interest rates that will affect the Company's income, assets, liabilities or expected cash flows. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Currency risk

The Company is exposed to currency risk to the extent that there is a mismatch between the currencies in which sales, purchases and borrowings are denominated and the functional currency of the Company. The currencies in which the Company is exposed to risk are USD and EUR

The Company follows a natural hedge driven currency risk mitigation policy to the extent possible. Any residual risk is evaluated and appropriate risk mitigating steps are taken, including but not limited to, entering into forward contracts.

Exposure to currency risk

The summary quantitative data about the Company's exposure to currency risk as reported to the management of the Company is as follows:

(₹ in Lakhs)

Particulars	31 March 2023		31 March 2022	
	USD	EUR	USD	EUR
Trade receivables	4,859.40	3,186.57	6,011.72	1,975.53
Other receivables	-	-	-	-
Trade payables	(1,186.50)	(701.64)	(2,934.47)	(1,284.60)
Borrowings	-	(3,468.53)	(2,077.89)	(2,485.10)
	3,672.90	(983.60)	999.36	(1,794.17)

Trade receivables include advance to suppliers for material and Capital advances.

Trade payables includes payable towards material and capital goods. It also includes advance from customers.

Notes to the Consolidated Financial Statements

for the year ended 31st March 2023

24. FINANCIAL RISK MANAGEMENT (Contd..)

Sensitivity analysis

A reasonably possible strengthening /(weakening) of the EUR and USD against the functional currency at 31 March 2023 would have affected the measurement of financial exposure denominated in a foreign currency and affected equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact on forecast sales and purchases.

(₹ in Lakhs)

	Movement	Profit or Loss (before tax)	
		Strengthening	Weakening
Year ended March 31,2023			
USD	1%	36.73	(36.73)
EURO	1%	(9.84)	9.84
Year ended March 31,2022			
USD	1%	9.99	(9.99)
EURO	1%	(17.94)	17.94

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk because funds are borrowed at both fixed and floating interest rates. Interest rate risk is measured by using the cash flow sensitivity for changes in variable interest rate. The borrowings of the Company are principally denominated in rupees and US dollars with a mix of fixed and floating rates of interest. The Company has exposure to interest rate risk, arising principally on changes in base lending rate and LIBOR rates. The risk is managed by the Company by maintaining an appropriate mix between fixed and floating rate borrowings.

Exposure to interest rate risk

The interest rate profile of the Company's interest-bearing financial instruments as reported to the management of the Company is as follows:

The following table provides a break-up of the Company's fixed and floating rate borrowings:

(₹ in Lakhs)

Particulars	31-03-2023	31-03-2022
Fixed rate borrowings	570.31	2,301.21
Floating rate borrowings	4,122.67	5,645.64
Total borrowings	4,692.98	7,946.85

Sensitivity analysis

The sensitivity analysis below have been determined based on the exposure to interest rates for floating rate liabilities assuming the amount of the liability outstanding at the year-end was outstanding for the whole year.

If interest rates had been 25 basis points higher / lower and all other variables were held constant, the Company's profit before tax for the year ended 31 March 2023 would decrease / increase by ₹ 10.31 lakh (for the year ended 31 March 2022: decrease / increase by ₹ 14.11 lakh). This is mainly attributable to the Company's exposure to interest rates on its variable rate borrowings.

25. Capital Management

Risk management

The Company's objectives when managing capital are to:

- safeguard its ability to continue as a going concern, so that its can continue to provide returns for its shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.

Notes to the Consolidated Financial Statements

for the year ended 31st March 2023

25. Capital Management (Contd..)

The Company manages its capital structure and makes adjustments to it as and when required. To maintain or adjust the capital structure, the Company plan either to raise fresh debt or to repay it, to raise fresh equity or sell those assets which have little contribution in the company's overall performance, when to pay dividends etc.

Consistent with others in the industry, the Company monitors capital on the basis of the following gearing ratio:

Net debt (total borrowings net of cash and cash equivalents and other bank balances) and divided by Total 'equity' (as shown in the Balance Sheet).

Particulars	(₹ in Lakhs)	
	31-03-2023	31-03-2022
Net debt	2,022.73	7,076.74
Total equity	41,206.94	31,609.19
Net debt to equity ratio	0.05	0.22

26 Employee benefits in respect of the Company have been calculated as under:

1 Defined Contribution Plans

The Company has certain defined contribution plan such as provident fund and employee state insurance wherein specified percentage is contributed to them. During the year, the Company has contributed following amounts to

Particulars	(₹ in Lakhs)	
	31-03-2023	31-03-2022
Employer's contribution to provident fund	179.65	148.08
Employer's contribution to employee state insurance	34.47	29.64
Employer's contribution to welfare funds	3.96	5.10

2 Defined Benefit Plans

Gratuity:

The Company has a defined benefit gratuity plan as per the provisions of the Payment of Gratuity Act, 1972. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service.

In accordance with Ind AS 19 "Employee Benefits", an actuarial valuation has been carried out in respect of gratuity. The discount rate assumed is p.a. 7.42% (31 March 2022: 6.92% p.a.) which is determined by reference to market yield at the Balance Sheet date on Government bonds. The retirement age has been considered at 58 years (31 March 2022: 58 years) and mortality table is as per IALM (2012-14)Ult (31 March 2022: IALM (2012-14)).

The estimates of future salary increases, considered in actuarial valuation is 6% p.a. (31 March 2022: 6% p.a.). The rate of attrition considered in actuarial valuation is 10% (31 March 2022: 10%)

Reconciliation of opening and closing balances of the present value of the defined benefit obligation

Particulars	(₹ in Lakhs)	
	31-03-2023	31-03-2022
Present value of obligation at the beginning of the year	174.34	148.21
Current Service Cost	38.55	32.76
Interest Cost	12.06	9.26
Benefits paid	(19.83)	(17.09)
Actuarial (gain)/ loss	0.36	1.20
Present value of obligation at the end of the year	205.48	174.34

Notes to the Consolidated Financial Statements

for the year ended 31st March 2023

26 Employee benefits in respect of the Company have been calculated as under: (Contd..)

Expense recognised in the Statement of Profit and Loss under employee benefits expense:

(₹ in Lakhs)

Particulars	31-03-2023	31-03-2022
Current Service Cost	38.55	32.76
Interest Cost	12.06	9.26
Expenses recognised in the Statement of profit & loss Account	50.61	42.02

Amount recognised in the other comprehensive income:

(₹ in Lakhs)

Particulars	31-03-2023	31-03-2022
Actuarial (gain)/ loss due to experience variance	0.36	1.20
Net (Income)/ Expenses recognised in OCI	0.36	1.20

Sensitivity analysis

(₹ in Lakhs)

Assumption	31-03-2023		31-03-2023	
	Discount Rate		Future salary increase	
Sensitivity level	0.5% increase	0.5% decrease	1% increase	1% decrease
Impact on defined benefit	-6.23	6.61	13.71	-12.36

The sensitivity analysis above have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the year and may not be representative of the actual change. It is based on a change in the key assumption while holding all other assumptions constant.

Other long term benefits (compensated absences):

(₹ in Lakhs)

Particulars	31-03-2023	31-03-2022
Present value of obligation at the beginning of the year	91.23	106.94
Current Service Cost	40.26	28.75
Interest Cost	6.31	6.68
Benefits paid	(30.72)	(38.94)
Actuarial (gain)/ loss	0.57	(12.20)
Present value of obligation at the end of the year	107.65	91.23

Expense recognised in the Statement of Profit and Loss under employee benefits expense:

(₹ in Lakhs)

Particulars	31-03-2023	31-03-2022
Current Service Cost	40.26	28.75
Interest Cost	6.31	6.68
Actuarial (gain)/ loss	0.57	(12.20)
Expenses recognised in the Statement of profit & loss Account	47.14	23.23

Sensitivity Analysis

(₹ in Lakhs)

Assumption	31-03-2023		31-03-2023	
	Discount Rate		Future salary increase	
Sensitivity level	0.5% increase	0.5% decrease	1% increase	1% decrease
Impact on defined benefit	-3.12	3.25	6.63	-6.22

The sensitivity analysis above have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the year and may not be representative of the actual change. It is based on a change in the key assumption while holding all other assumptions constant.

Notes to the Consolidated Financial Statements

for the year ended 31st March 2023

27. Fair value Hierarchy

a) Financial instruments by category

(₹ in Lakhs)

Particulars	Note	Level of hierarchy	31-03-2023			31-03-2022		
			FVPI	FVOCI	Amortised Cost	FVPI	FVOCI	Amortised Cost
Financial Assets								
Loans and advances	a		-	-	162.70	-	-	149.92
Investments	b	3	-	-	114.14	-	-	114.14
Trade and other receivables	a		-	-	12,584.83	-	-	11,876.74
Cash and cash Equivalents	a		-	-	405.56	-	-	168.24
Other bank balances	a		-	-	2,266.34	-	-	697.31
Other financial assets	a		-	-	21.14	-	-	3.84
Total Financial Assets			-	-	15,554.71	-	-	13,010.20
Financial Liabilities								
Borrowings (including current maturities)	c	3	-	-	4,692.98	-	-	7,942.28
Trade payables	a		-	-	3,984.56	-	-	5,803.82
Foreign Exchange contracts	d	2	-	-	-	-	-	-
Other financial liabilities	a		-	-	1.67	-	-	4.57
Total Financial Liabilities			-	-	8,679.22	-	-	13,750.67

The shares allotted to company amounting to ₹ 114.14 lakh (31 March 2022 : ₹ 114.14 Lakh) towards settlement of dues as per direction of Singapore Court's order. These shares are listed on Singapore stock exchange but trading is suspended. Hence, these are carried at fair value when shares were so allotted.

- Fair valuation of financial assets and liabilities with short term maturities is considered as approximate to respective carrying amount due to the short term maturities of these instruments.
- Fair value for investments has been disclosed at fair value.
- The fair values of long term borrowings are based on discounted cash flows using current borrowing rate. They are classified as level 3 fair values in the fair value hierarchy due to the use of unobservable inputs, including own credit risk
- The fair value of forward foreign exchange contracts and principal swap is determined using forward exchange rates at the balance sheet date

There are no transfers between level 1, Level 2 and Level 3 during the year ended 31 March 2023 and 31 March 2022.

The following explains the judgements and estimates made in determining the fair values of the financial instruments that are recognised and measured at fair value. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial investments into the three levels prescribed under the accounting standard.

Notes:

Level 1 hierarchy includes financial instruments measured using quoted prices. This includes mutual funds that have quoted price and are valued using the closing NAV.

Level 2 hierarchy includes the fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) and the fair value is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3 : If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. Currently, the Company does not have any such financial instruments.

Notes to the Consolidated Financial Statements

for the year ended 31st March 2023

27. Fair value Hierarchy (Contd..)

b) Financial assets and liabilities measured at amortised cost

Fair value of financial assets and liabilities measured at amortised cost

(₹ in Lakhs)

Particulars	31-03-2023		31-03-2022	
	Carrying amount	Fair value	Carrying amount	Fair value
Financial Assets				
Loans and advances	162.70	162.70	149.92	149.92
Investments	114.14	114.14	114.14	114.14
Trade and other receivables	12,584.83	12,584.83	11,876.74	11,876.74
Cash and cash Equivalents	405.56	405.56	168.24	168.24
Other bank balances	2,266.34	2,266.34	697.31	697.31
Other financial assets	21.14	21.14	3.84	3.84
Total Financial Assets	15,554.71	15,554.71	13,010.20	13,010.20
Financial Liabilities				
Borrowings (including current maturities)	4,692.98	4,692.98	7,942.28	7,942.28
Trade payables	3,984.56	3,984.56	5,803.82	5,803.82
Other financial liabilities	1.67	1.67	4.57	4.57
Total Financial Liabilities	8,679.22	8,679.22	13,750.67	13,750.67

28. Related Party Disclosures

Key Management Personnel (KMP) and their relatives

As per Ind AS 24, the disclosures of transactions with the related parties are given below:

List of related parties where control exists and also related parties with whom transactions have taken place and relationships:

Key Managerial Personnel (KMP)

Name	Designation
Mr.Jagdish Gupta	Managing Director
Mr.Manav Gupta	Whole Time Director
Mr.Manit Gupta	Whole Time Director
Mr.Sachin Bhatla	Director- Technical
Mr.Kishan Nagpal	Chief Financial Officer
Mr. Sanjeev Kumar Sehgal	CS

Family members of Directors

Mrs.Usha Gupta	Mrs.Pushpa Gupta
Ms.Nidhi Gupta	Mrs.Saru Gupta
Ms.Dipti Gupta	Mrs.Kritika Garg
Mrs.Priyanka Kapila	

Subsidiary (where control exists)

Wholly-owned subsidiary

Name of Company	Country of Incorporation
Stylam Asia Pacific Pte Ltd* (Formed on 16th September 2019)	Singapore
Stylam Panels Limited** (Formed on 06th July 2021)	India

* Company had formed Wholly owned subsidiary (WOS) in September 2019 for the purpose of trading of laminates and allied products. The activity from WOS is yet to start with.

** Company had formed Wholly owned subsidiary (WOS) in July 2021 for the purpose of Manufacturing of Plywood and allied products. The activity from WOS is yet to start with.

Notes to the Consolidated Financial Statements

for the year ended 31st March 2023

28. Related Party Disclosures (Contd..)

Entities where Directors/ family members of Directors having control

Name of Company	%age of shares acquired
Alca Vstyle Sdn.Bhd., Malaysia (Alca)	34%

Transactions during the year with related parties

(₹ in Lakhs)

Nature of transactions	2021-23			2020-22		
	Key Managerial Personnel/ Relative	Entities where control exists**	Wholly-owned subsidiary*	Key Managerial Personnel/ Relative	Entities where control exists	Wholly-owned subsidiary
Sale of Goods	0.21	288.77	-	0.13	434.69	-
Salary Paid	641.19	-	-	467.73	-	-
Paid for expenses	-	-	-	-	-	-
Addition in Borrowings	-	-	-	-	-	-
Borrowings repaid back	115.60	-	-	30.00	-	-

(₹ in Lakhs)

Balances as at	31-03-2023	31-03-2022
Borrowings from Promoters and Related parties	122.00	237.60

29 DIVIDEND

The company has not declared any dividend during the year

30. CORPORATE SOCIAL RESPONSIBILITY

In accordance with the provisions of section 135 of the Act, the Board of Directors of the Company had constituted a CSR committee. The details for CSR activities are as follows:

(₹ in Lakhs)

Particulars	Year ended March 31,2023	Year ended March 31,2022
i) Gross amount required to be spent by the Company during the year	133.44	114.38
ii) Amount Spent During the Year	137.15	114.88
iii) Amount unspent during the year and deposited in a scheduled bank	-	-
iv) Amount spent during the year pertaining to previous year	-	-
v) Shortfall at the end of the year	N.A	N.A
vi) Reason for Shortfall	-	-
vii) Details of related party transactions in relation to CSR expenditure as per relevant Accounting Standard	-	-
Total	137.15	114.88

31. Ageing of Trade Receivables

The Ageing of Trade Receivables is as below.

(₹ in Lakhs)

Ageing	<180	>180but<360	1-2 Years	2-3 Years	Above 3 years
Gross Carrying amount as on 31-03-2023	11231.34	483.39	715.24	92.41	62.45
Impairment loss recognised as above					
Gross Carrying amount as on 31-03-2022	9712.45	750.49	780.3	574.5	59
Impairment loss recognised as above					

Notes to the Consolidated Financial Statements

for the year ended 31st March 2023

32. Ageing of Trade payable

Ageing of Trade Payable is as below.

(₹ in Lakhs)

Ageing	<1 years	1-2 Years	2-3 Years	>3 Years
Gross Carrying amount as on 31-03-2023	3890.53	57.08	10.95	26.00
Impairment loss recognised as above				
Gross Carrying amount as on 31-03-2022	5762.68	14.56	26.15	0.43
Impairment loss recognised as above				

33. Ratio Analysis

(₹ in Lakhs)

S. No	RATIOS	Numerator	Denominator	31-03-2023	31-03-2022	% Change	Reason
1	Current Ratio	Current Assets	Current Liabilities	3.22	2.04	58.05%	-
2	Inventory Turnover Ratio	Sales	Average Inventory	6.51	6.44	1.01%	-
3	Trade Receivable Turnover Ratio	Revenue from operations	Average Trade Receivable	7.78	6.07	28.17%	-
4	Trade Payable Turnover Ratio	Net credit purchases	Average Trade Payable	10.87	6.86	58.45%	-
5	Net Capital Turnover Ratio	Revenue from operations	Working Capital = (current Assets-current Liabilities)	3.96	4.25	-6.71%	-
6	Net Profit Ratio	Net Profit After Tax	Revenue From Operations	0.10	0.09	11.97%	-
7	Return on Capital Employed	Earning before interest and taxes	Capital Employed= Total Assets-Current Liabilities	0.32	0.26	21.71%	-
8	Debt Equity Ratio	Borrowings	Total Equity	0.11	0.25	-56.00%	-
9	Return on Equity Ratio	Net Profit After Tax	Average Total Equity	0.26	0.21	23.81%	-
10	Debt Service Coverage Ratio	Earning For Debt Service= Net Profit Before Tax +Non Cash Operating Expenses (Dep)+Finance Cost+ Loss/ Profit on sale of PPE	Debt Service = Interest+lease payment+principle Repayment of Long term Borrowings	11.60	4.87	138.19%	-

Notes to the Consolidated Financial Statements

for the year ended 31st March 2023

34. Segment Reporting

According to Ind AS 108, identification of operating segments is based on Chief Operating Decision Maker (CODM) approach for making decisions about allocating resources to the segment and assessing its performance. The business activity of the company falls within one broad business segment viz. "Laminates". The Gross income and profit from the other segment is below the norms prescribed in Ind AS 108. Hence, the disclosure requirement of Ind AS 108 of 'Segment Reporting' is not considered applicable.

35. Payment to Auditors

Particulars	(₹ in Lakhs)	
	Year ended March 31,2023	Year ended March 31,2022
i) Audit Fees	3.62	2.12
ii) Tax Audit Fees	0.5	0.5
iii) For other services (includes consolidation fees, certifications etc.)	1.85	2.9
Total	5.97	5.52

As per our report of even date attached.

For **Mittal Goel & Associates**

Chartered Accountants

CA Sandeep Kumar Goel

Partner

Membership No. 099212

Jagdish Gupta

Managing Director

Manit Gupta

Director

DATE : May 05, 2023

PLACE : Chandigarh

Kishan Nagpal

CFO

Sanjeev Kumar Sehgal

CS & Compliance Officer



L A M I N A T E S

STYLAM INDUSTRIES LIMITED

Registered Office: SCO 14, Sector 7 C Madhya Marg, Chandigarh, 160019

Telephone No: +91-172-5021555/5021666

Email: cs@stylam.com website: www.stylam.com

CIN: L20211CH1991PLC011732

NOTICE OF 32nd ANNUAL GENERAL MEETING

NOTICE is hereby given that the 32nd Annual General Meeting of the members of Stylam Industries Limited will be held on Saturday 30th Day of September, 2023 at Sip 'n' Dine, SCO -16A, Madhya Marg, Sector 7-C, Chandigarh at 10:00 a.m. to consider and to transact the following Business:

Ordinary Business

1. Adoption of Audited Financial Statement

To receive, consider, and adopt the Audited Statement of Profit & Loss for the financial year ended on 31st March, 2023 and Balance Sheet as at that date together with Reports of the Auditors and Directors thereon.

2. To approve Re-appointment of Mr. Manit Gupta Whole time Director

To Re appointment of Mr. Manit Gupta (DIN 00889528) who retires by rotation and being eligible, & offers himself for re-appointment.

3. To approve Re-appointment of Mr. Sachin Bhatla Whole Time Director

To Re appointment of Mr. Sachin Bhatla (DIN 08182443) who retires by rotation and being eligible, & offers himself for re-appointment

Special Business

4. To Appoint Ms. Purva Kansal (DIN: 08205836) as a Non-Executive Independent Director of the Company for a period of 5 years'

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

“RESOLVED THAT Ms. Purva Kansal (DIN: 08205836), who was appointed as an Non executive Independent Director of the Company with effect from August 17, 2023 by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, and who holds office upto the date of this Annual General Meeting of the Company under Section 161(1) of the Companies Act, 2013 ('Act') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and Article 132 of the Articles of Association of the Company, and who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member proposing her candidature for the office of Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Act read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, the appointment of Ms. Purva Kansal, that meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and who has submitted a declaration to that effect, and who is eligible for appointment as an Independent Director of the Company, for a term of five years, i.e., from August 17, 2023 to August 16, 2028 (both days inclusive) and who would not be liable to retire by rotation, be and is hereby approved.”

NOTES:

1. The Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 in respect of special business as set out above is annexed to this Notice and forms part of the same.
2. *A Member entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and vote instead of him-self and a proxy need not be a member of the Company.* The instrument of Proxy, in order to be effective, should be deposited at the registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / letter of authority, as applicable.
3. Corporate Members intending to send their authorized representatives to attend the AGM, pursuant to Section 113 of the Companies Act, 2013, are requested to send to the Company, a certified copy of relevant Board Resolution together with the respective specimen signatures of those representative(s) authorized under the said resolution to attend and vote on their behalf at the meeting.
4. The Register of Members and Share Transfer Books of the Company will remain closed from Sunday, the 24th September, 2023 to Saturday, 30th September, 2023 (Both days inclusive)
5. Members holding shares in physical form are requested to intimate any change of address, if any, to the Company / Registrar and Share Transfer Agent (RTA). The shareholders may contact for matters relating to dematerialization of shares to RTA directly.
6. Members holding shares in demat form are requested to intimate any change in their address immediately to their Depository Participants.
7. The Securities and Exchange Board of India (SEBI) vide its circular dated 20th April, 2018 has mandated registration of Permanent Account Number (PAN) for all securities holders. Members holding shares in physical form are therefore, requested to submit their PAN to RTA / Company by sending a duly signed letter along with self-attested copy of PAN Card. Members holding shares in demat form are requested to submit the aforesaid information to their respective Depository Participant.
8. In accordance with the amendments to Regulation 40 of Listing Regulation, to be made effective later, the Securities and Exchange Board of India (SEBI) has revised the provisions relating to transfer of listed securities and has decided that requests for effecting transfer of listed securities shall not be processed unless the securities are held in dematerialized form with a Depository (National Securities Depository Limited and Central Depository Services (India) Limited). This measure is aimed at curbing fraud and manipulation risk in physical transfer of securities by unscrupulous entities. Transfer of securities only in demat form will improve ease, facilitate convenience and safety of transactions for investors.
9. Members holding shares in physical form are requested to convert their holding(s) to dematerialized form to eliminate all risks associated with physical shares.

Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with the relevant Rules made thereunder, companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository Participant(s).
10. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s), unless the Members have registered their request for the hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their e-mail address with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the Registration Counter at the AGM.
11. Members are requested to hand over the Attendance Slip, duly signed in accordance with the specimen signature(s) registered with the Company for admission to the meeting hall. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID numbers for verification.
12. Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of Listing Regulations, the Company is pleased to provide the facility to Members to exercise their right to vote on the resolutions proposed to be passed at AGM by electronic means. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Saturday **23rd September 2023**, i.e. the date prior to the commencement of book closure, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. Members may cast their votes on electronic voting system from any place other than the venue of the meeting (remote e-voting). ***The remote e-voting period will commence at 09:00 a.m. on Wednesday, 27th September, 2023 and will end at 5.00 p.m. on Friday, 29th September, 2023.*** In addition, the facility for voting through Physical voting system shall also be made available at the AGM and the Members attending the AGM who have not cast their vote by remote e-voting shall be eligible to vote at the AGM.

The Company has appointed Mr. Sanjiv Kumar Goel, Practicing Company Secretary, to act as the Scrutinizer, to scrutinize the entire e-voting process in a fair and transparent manner.

The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given hereinafter.

PROCEDURE FOR REMOTE E-VOTING

- **Log-in to e-Voting website of Link Intime India Private Limited (LIPL)**

1. Visit the e-voting system of LIPL. Open web browser by typing the following URL: <https://instavote.linkintime.co.in>.
2. Click on “Login” tab, available under ‘Shareholders’ section.
3. Enter your User ID, password and image verification code (CAPTCHA) as shown on the screen and click on “SUBMIT”.
4. Your User ID details are given below:
 - a. **Shareholders holding shares in demat account with NSDL:** Your User ID is 8 Character DP ID followed by 8 Digit Client ID

b. **Shareholders holding shares in demat account with CDSL:** Your User ID is 16 Digit Beneficiary ID

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

5. Your Password details are given below:

If you are using e-Voting system of LIPL: <https://instavote.linkintime.co.in> for the first time or if you are holding shares in physical form, you need to follow the steps given below:

Click on “Sign Up” tab available under ‘Shareholders’ section registers your details and set the password of your choice and confirm (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter).

	For Shareholders holding shares in Demat Form or Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (applicable for both demat shareholders as well as physical shareholders). <ul style="list-style-type: none"> • Members who have not updated their PAN with depository Participant or in the company record are requested to use the sequence number which is printed on Ballot Form / Attendance Slip indicated in the PAN Field.
DOB/ DOI	Enter the DOB (Date of Birth)/ DOI as recorded with depository participant or in the company record for the said demat account or folio number in dd/mm/yyyy format.
Bank Account Number	Enter the Bank Account number as recorded in your demat account or in the company records for the said demat account or folio number. <ul style="list-style-type: none"> • Please enter the DOB/ DOI or Bank Account number in order to register. If the above mentioned details are not recorded with the depository participants or company, please enter Folio number in the Bank Account number field as mentioned in instruction (iv-c).

If you are holding shares in demat form and had registered on to e-Voting system of LIPL: <https://instavote.linkintime.co.in>, and/or voted on an earlier voting of any company then you can use your existing password to login.

If Shareholders holding shares in Demat Form or Physical Form have forgotten password:

Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

Incase shareholder is having valid email address; Password will be sent to the shareholders on registered e-mail address. Else, shareholder can set the password of his/her choice by providing the information about the particulars of the Security Question & Answer, PAN, DOB/ DOI, Dividend Bank Details etc. and confirm. (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter)

NOTE: The password is to be used by demat shareholders for voting on the resolutions placed by the

company in which they are a shareholder and eligible to vote, provided that the company opts for e-voting platform of LIPL.

For shareholders holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- **Cast your vote electronically**

6. After successful login, you will be able to see the notification for e-voting on the home page of INSTA Vote. Select/ View “Event No” of the company, you choose to vote.

7. On the voting page, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.

Cast your vote by selecting appropriate option i.e. Favour/Against as desired.

Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'. You may also choose the option 'Abstain' and the shares held will not be counted under 'Favour/Against'.

8. If you wish to view the entire Resolution details, click on the 'View Resolutions' File Link.
 9. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "YES", else to change your vote, click on "NO" and accordingly modify your vote.
 10. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.
 11. You can also take the printout of the votes cast by you by clicking on "Print" option on the Voting page.
- **General Guidelines for shareholders:**
 - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on

to e-Voting system of LIIP: <https://instavote.linkintime.co.in> and register themselves as '**Custodian / Mutual Fund / Corporate Body**'.

They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the '**Custodian / Mutual Fund / Corporate Body**' login for the Scrutinizer to verify the same.

- During the voting period, shareholders can login any number of time till they have voted on the resolution(s) for a particular "Event".
- Shareholders holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.
- In case the shareholders have any queries or issues regarding e-voting, please refer the Frequently Asked Questions ("FAQs") and Instavote e-Voting manual available at <https://instavote.linkintime.co.in>, under Help section or write an email to enotices@linkintime.co.in or Call at :- Tel : 022 - 49186000.

Explanatory Statement

The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('Act'), given hereunder sets out all material facts relating to the special business mentioned at Item No. 4 of the accompanying Notice dated September 06, 2023.

ITEM NO 4 : To Appoint Ms. Purva Kansal (DIN: 08205836) as a Non-Executive Independent Director of the Company for a period of 5 years'

Based on the recommendation of the Nomination and Remuneration Committee ('NRC'), the Board appointed Ms. Purva kansal (DIN: 08205836) as an Independent Director not liable to retire by rotation, for a term of five years, i.e., from August 17, 2023 up to August 16, 2028 (both days inclusive), subject to approval by the Members.

Pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company, Ms. Purva Kansal shall hold office up to the date of this AGM and is eligible to be appointed as a Director. The Company has, in terms of Section 160(1) of the Act, received in writing notice from a Member, proposing her candidature for the office of Director. The profile and specific areas of expertise of Ms. Purva Kansal are provided as Annexure to this Notice.

Ms Purva Kansal has given his declaration to the Board, *inter alia*, that she meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations, (ii) is not restrained from acting as a Director by virtue of any Order passed by SEBI or any such authority and is eligible to be appointed as a Director in terms of Section 164 of the Act. She has also given her consent to act as a Director. In the opinion of the Board, Ms. Purva Kansal is a person of integrity, possesses relevant expertise / experience and fulfills the conditions specified in the Act and the SEBI Listing Regulations for appointment as an Independent Director and she is independent of the management. Given her experience, the Board considers it desirable and in the interest of the Company to have Ms Purva Kansal on the Board of the Company and accordingly the Board recommends her appointment as an Independent Director as proposed in the Resolution set out at Item No. 4 of the accompanying Notice for approval by the Members. on inspection of documents. Except for Ms. Purva Kansal and/or her relatives, no other Director, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said Resolution.

ANNEXURE 1

Information pursuant to Regulation 36(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 with regard to the Directors seeking appointment/re-appointment at the forthcoming Annual General Meeting

Name of Director	Ms. Purva Kansal
DIN	08205836
Designation	Independent Director
D.O.B	17.06.1975
Expertise in specific Functional areas	Purva kansal is an MBA from Himachal Pradesh University Shimla and a PhD from the University Business School, Punjab University, Chandigarh. She has also earned an FDP certification from IIMA (2013). She, has more than 15 years of experience in teaching graduate, postgraduate and doctoral classes at various Business School in area of research methodology, strategic management and marketing of services. She has worked as a faculty researcher on projects with researchers from Hankamer school of business – WACO Texas, Baylor University, USA; Terry College of business – Athens, Georgia University of Georgia, USA; Seneca College – Canada.
Inter-se relationship between -Directors -Key Managerial Personnel	No Relation
No of shares held in the Company	0
Directorship held in other Public companies	0
Position held in mandatory Committees of other Companies	Nil

STYLAM INDUSTRIES LIMITED

L2021CH1991PLC011732

32nd ANNUAL GENERAL MEETING ON SATURDAY, 30th SEPTEMBER, 2023 AT 10.00 A.M.
at Sip 'n' Dine, SCO -16A, Madhya Marg, Sector 7-C, CHANDIGARH

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19 (3) of the Companies (Management and Administration) Rules, 2014]

Name of the member(s) :	
Registered address :	
E-mail ID :	
Folio No. /DP ID & Client ID* :	
No. of shares held :	

* Applicable in case shares are held in electronic form. I/We, being the member(s) of [_____] shares of STYLAM INDUSTRIES LIMITED, hereby appoint

1. Name: _____

Address: _____

Email – ID: _____

Signature: _____, or failing him
2. Name: _____

Address: _____

Email – ID: _____

Signature: _____, or failing him
3. Name: _____

Address: _____

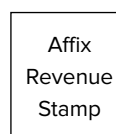
Email – ID: _____

Signature: _____, or failing him

as my / our proxy, to attend and vote for me/ us and on my / our behalf at the Annual General Meeting to be held on September 30, 2023 at 10:00 a.m. at Sip 'n' Dine, SCO -16A, Madhya Marg, Sector 7-C, Chandigarh.

Resolution No.	Resolution	Optional	
		Favour	Against
ORDINARY BUSINESS			
1	Adoption of Financial Statement, Board's Report and Auditors' Reports for the year ended March 31, 2023		
2	Approval for re-appointment of Mr. Mani Gupta, (DIN 0889528), who retires by rotation		
3	Approval for re-appointment of Mr. Sachin Bhatla, (DIN 08182443), who retires by rotation		
SPECIAL BUSINESS			
4.	Appointment of Ms. Purva Kansal (DIN: 08205836) as a Non-Executive Independent Director of the Company for a period of 5 years'		

Mark a tick mark (✓) in the appropriate box below



Signed this ___ day of _____ 2023

Signature of Shareholder(s)

Signature of Proxy Holder(s)

Notes:

1. This form in order to be effective must be duly stamped, completed and signed and must be deposited at the Registered Office of the Company, not later than 48 hours before the commencement of the meeting.
2. Please affix revenue stamp before putting signature.
3. Alterations, if any, made in the Form of Proxy should be initialed.
4. In case of multiple proxies, the Proxy later in time shall be accepted.
5. Proxy need not be shareholder of the Company.

STYLAM INDUSTRIES LIMITED

L20211CH1991PLC011732

**32nd ANNUAL GENERAL MEETING ON SATURDAY, 30th SEPTEMBER, 2023 AT 10.00 A.M.
AT SIP 'N' DINE, SCO -16A, MADHYA MARG, SECTOR 7-C, CHANDIGARH**

ATTENDANCE SLIP

I/ We hereby record my/ our presence at the **32nd ANNUAL GENERAL MEETING** of the Company at Sip 'n' Dine, SCO -16A, Madhya Marg, Sector 7-C, Chandigarh, on Saturday, the 30th September 2023 at 10.00 a.m

Member's Folio No.	Member's/ Proxy's Name (in Block Letters)	Member's/ Proxy's DP ID-Client ID No

Notes:

1. Only Member/ Proxy-holder can attend the Meeting.
2. Please fill in the attendance slip and hand it over at the entrance of the Meeting Hall. Joint Shareholder(s) may obtain additional attendance slip at the venue of the meeting.

Voting through Electronic means

For Members opting to vote through electronic means, instead of voting at the Annual General Meeting, facility is available at the web link: <https://www.instavote.linkintime.co.in>

Particulars for electronic voting are as under:

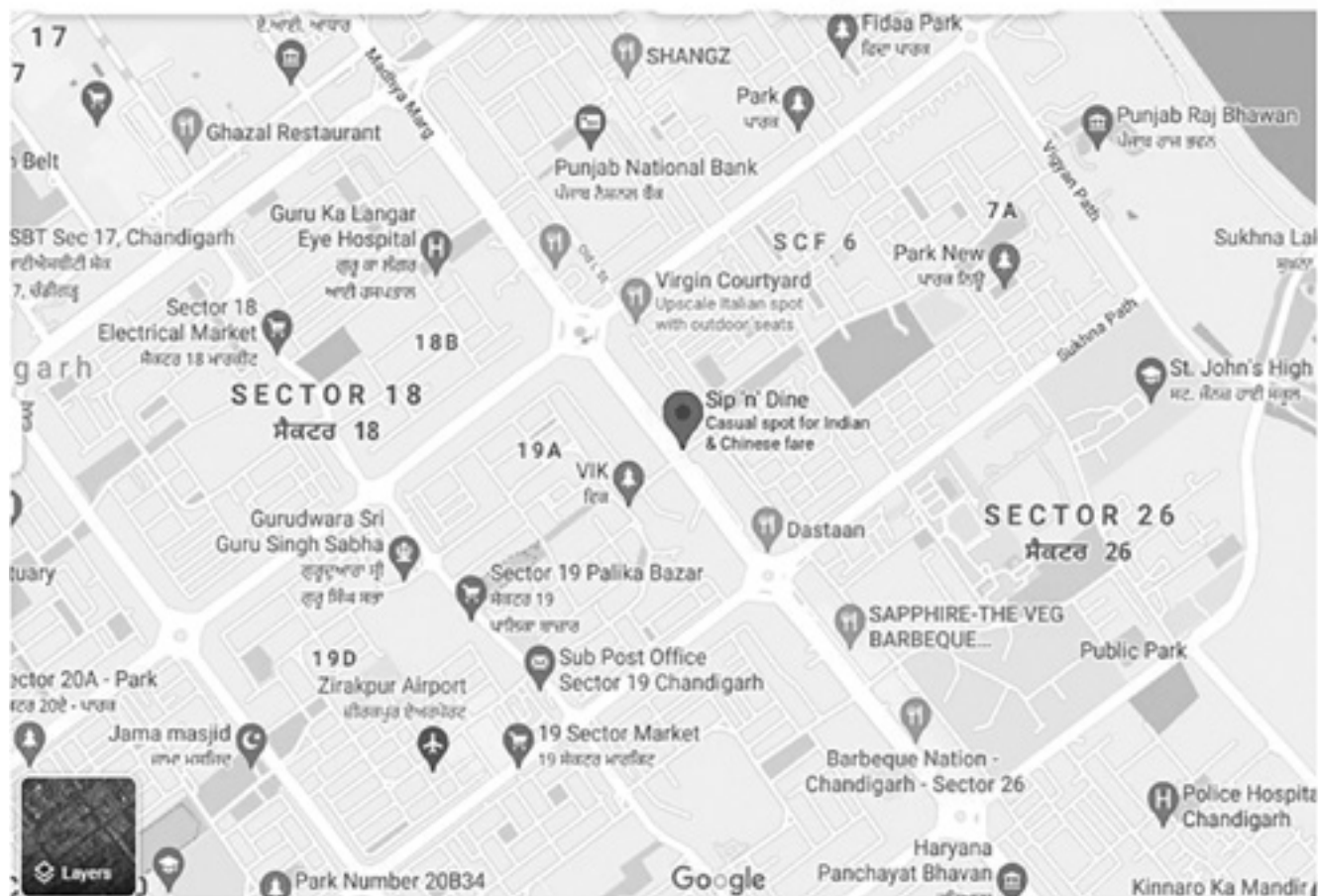
EVEN (E-Voting Event Number)	User ID	Password

Note:

1. Please refer to the instructions printed above **PROCEDURE FOR REMOTE E-VOTING**
2. The e-voting period starts from 09:00 am on Wednesday 27th September, 2023 and will end at 5:00 pm on Friday, 29th September, 2023.
3. The voting module shall be disabled by link intime for voting thereafter.

ROAD MAP FOR ANNUAL GENERAL MEETING VENUE OF STYLAM INDUSTRIES LIMITED (FROM SECTOR 17 BUS STAND TO CHANDIGARH CLUB)

GOOGLE MAP



Corporate Information

Board Of Directors

Mr. Jagdish Rai Gupta

Managing Director

Mr. Manit Gupta

Whole Time Director

Mr. Manav Gupta

Whole Time Director

Mr. Sachin Bhatla

Whole Time Director

Mr. Satpal Garg

Independent Director

Mr. Vinod Kumar

Independent Director

Ms. Renu Sood

Independent Director

Key Managerial Personnel

Chief Financial Officer

Mr. Kishan Nagpal

Company Secretary and Compliance Officer

Mr. Sanjeev Kumar Sehgal

Committees

Audit Committee

Mr. Satpal Garg
Mr. Jagdish Rai Gupta
Ms. Renu Sood

Nomination and Remuneration Committee

Mr. Vinod Kumar
Mr. Satpal Garg
Ms. Renu Sood

Stakeholder Relationship Committee

Mr. Satpal Garg
Mr. Jagdish Rai Gupta
Ms. Renu Sood

Corporate Social Responsibility Committee

Mr. Jagdish Rai Gupta
Mr. Satpal Garg
Mr. Manit Gupta

Risk Management Committee

Mr. Satpal Garg
Mr. Vinod Kumar
Mr. Jagdish Rai Gupta

Auditors

Statutory Auditors: M/s Mittal Goel & Associates Chartered Accountants, SCO 40-41, Sector - 17A, Chandigarh - 160017

Registrar and Share Transfer Agent

Link Intime India Pvt. Ltd Noble Heights, 1st Floor, Plot No. NH 2, LSC, C-1 Block, Near Savitri Market, Janakpuri, New Delhi-110058 Tel: +91 11 49411000 email: sunil.mishra@linkintime.co.in

Secretarial Auditors

Sanjiv Kumar Goel, Company Secretary, SCO 154-155, 1st Floor, Sector17-C, Chandigarh, 160017

Stock Code

National Stock Exchange : STYLAMIND
Bombay Stock Exchange Limited - 526951 ISIN Detail - INE239C01020

Banker

HDFC Bank Ltd
Federal Bank
State Bank of India
Standard Chartered Bank Ltd

Registered Office

SCO 14, Sector 7-C, Madhya Marg, Chandigarh - 160019(INDIA)
Tel: +91-172-5021555,5021666
Website: www.stylam.com



Stylam Industries Ltd.

S.C.O. 14, Sector 7-C,
Madhya Marg, Chandigarh (UT)
INDIA - 160 019
Tel: +91-172-502 1666
Fax: +91-172-5021495
E-info@stylam.com
www.stylam.com

