



**AMCO**  
**AMCO INDIA LTD.**

**CORPORATE OFFICE :**  
**C-53-54, SECTOR-57, PHASE-III,**  
**DISTT. GAUTAMBUDH NAGAR,**  
**NOIDA - 201307 ( U. P. )**  
**CIN : L74899DL1987PLC029035**

**PH. : 0120 - 4601500**  
**FAX : 4601548**  
**E-mail : amco.india@ymail.com**  
**Website : www.amcoindialimited.com**  
**Udyog Aadhar No. : UDYAM-UP-28-0009645**

**Manufacturers of PVC Films, Sheetings & Aluminium Foil**

**4<sup>th</sup> September, 2025**

**The Manager,**  
**Corporate Service Department**  
**BSE Limited,**  
**25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers,**  
**Dalal Street, Mumbai, Maharashtra - 400 001.**

Dear Sir/Madam,

**Sub.: Annual Report for the Financial Year 2024-25.**

Pursuant to the provisions of Regulation 34(1) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached a copy of Annual Report of the Company for the financial year 2024-25.

The Annual Report for the Financial Year 2024-25 is also available on the website of the Company at [www.amcoindialimited.com](http://www.amcoindialimited.com).

Kindly acknowledge the receipt of the same.

Thanking You.

Yours Faithfully  
**For Amco India Limited**

**Priyanka Beniwal**  
**Company Secretary & Compliance Officer**

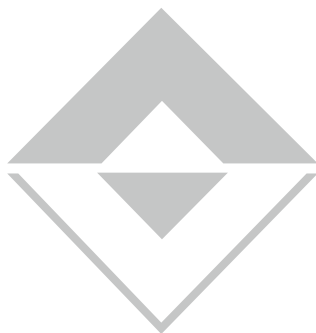
**Encl.: a/a.**



**AN ISO 9001 : 2008 COMPANY**

**REGD. OFF. : 10795 G.F.-7, REXIN BAZAR, JHANDEWALAN ROAD, NABI KAREEM, DELHI - 110055 PH. : 23636320**

**ANNUAL REPORT  
2024-25**



**AMCO INDIA LIMITED**

## CORPORATE INFORMATION

### BOARD OF DIRECTORS

Mr. Rajeev Gupta  
Mrs. Vidhu Gupta  
Mr. Naseem Ahmad  
Ms. Prarthana Gupta  
Ms. Rhea Gupta

Chairman & Managing Director  
Director  
Independent Director  
Independent Director  
Chief Financial Officer

### COMPANY SECRETARY & COMPLIANCE OFFICER

Ms. Priyanka Beniwal

### STATUTORY AUDITORS

V. V. KALE & COMPANY  
Chartered Accountants  
16A/20, W.E.A. Main Ajmal Khan Road,  
Karol Bagh, New Delhi-110005.  
Ph.: 011-25722222

### SECRETARIAL AUDITORS

MOHIT BAJAJ & ASSOCIATES  
Company Secretaries  
1905, Tower B, Emaar Digital Greens,  
Sector 61, Gurugram 122 102.

### COST AUDITORS

GURVINDER CHOPRA & CO.,  
Cost and Management Accountants  
C - 187A, Hari Nagar, Clock Tower,  
New Delhi – 110064.

### INTERNAL AUDITORS

SUMIT R KUMAR & CO.,  
Chartered Accountants  
75, Block No. 20, Dakshin Puri,  
New Delhi-110062

### REGISTRAR & SHARE TRANSFER AGENT

Beetal Financial & Computer Services Private Limited  
Beetal House, 3rd Floor, 99, Madan Gir,  
Behind Local Shopping Centre,  
Dada Harsukhdas Mandir, New Delhi - 110 062  
PH.: 011-29961281-82 Fax: 011-29961284

### BANKERS

Axis Bank Ltd.  
Yes Bank Limited  
HDFC Bank Limited

### E-MAIL ID: GENERAL

amco.india@gmail.com

### INVESTOR COMMUNICATIONS

investorcommamco@gmail.com

### WEBSITE

www.amcoindialimited.com

### REGISTERED OFFICE

10795, Shop No. 7, GF, Jhandewalan Road,  
Rexine Bazar, Nabi Karim, New Delhi - 110055  
Ph.: 011-23636320

### CORPORATE OFFICE

C-53 & 54, Sector - 57, Noida, Uttar Pradesh-201301  
Ph.: 0120-4601500  
Fax: 0120-4601548

### WORKS

#### Unit - I

C-53 & 54, Sector - 57, Noida, Uttar Pradesh -201301  
Ph.: 0120-4601500  
Fax: 0120-4601548  
Email: amco.india@gmail.com

#### Unit - II

82, EPIP Ist, Baddi, Distt. Solan,  
Himachal Pradesh 173205  
Ph.: 01795-271216  
e-mail: amcobaddi@yahoo.co.in

INDEX	
Notice of AGM	1
Board's Report	13
MDA Report-Annexure I	26
Certificate on CG Compliance-Annexure II	31
Secretarial Audit Report - Annexure III	32
Particulars of Remuneration - Annexure IV	35
Form No. AOC 2 - Annexure V	37
Corporate Governance Report	39
Declaration Regarding Compliance of Code of Conduct	54
CFO & CEO Certification	55
No Disqualification Certificate From CS in Practice	56
Independent Auditor's Report	57
Balance Sheet	64
Profit & Loss Account	66
Cash Flow Statement	69
Notes to Financial Statements	71

## NOTICE

Notice is hereby given that the 38th Annual General Meeting of the Members of Amco India Limited (CIN: L74899DL1987PLC029035) will be held on Tuesday, the 30th day of September, 2025 at 01:00 P.M. (IST) through Video Conferencing ("VC")/ Other Audio- Visual Means ("OAVM") to transact the following business(s):

### ORDINARY BUSINESS:

#### 1. Adoption of Audited Financial Statements of the Company for the Financial Year ended on 31st March, 2025:

To receive, consider and adopt the audited financial statement containing the Balance Sheet as at 31st March, 2025 and the Profit and Loss Account for the financial year ended on that date along with the Cash Flow statements, Note & Schedules appended thereto together with the Boards' Report and the Auditors' Report thereon and in this regard, to consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 134 of the Companies Act 2013, the audited financial statement containing the Balance Sheet as at 31st March, 2025 and the Profit and Loss Account ended on that date along with the Cash Flow statements, Note & Schedules appended thereto for the Financial Year ended 31st March, 2025 together with the Boards' Report and Auditors' Report thereon be and are hereby considered and adopted."

#### 2. Re-appointment of Mrs. Vidhu Gupta, Director of the Company:

To consider appointment of a director in place of Mrs. Vidhu Gupta (DIN: 00026934), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers herself for re-appointment and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** Mrs. Vidhu Gupta (DIN: 00026934) who retires by rotation, and being eligible, offers herself for re-appointment be and is hereby re-appointed as Director of the Company."

### SPECIAL BUSINESS:

#### 3. Approval for the appointment of M/s. Tripti Shakya & Company, Company Secretaries as Secretarial Auditors of the Company:

To consider and approve the appointment of M/s. Tripti Shakya & Company, Company Secretaries as Secretarial Auditors of the Company for a period of five (5) consecutive years, and if thought fit, to pass the following resolution with or without modification(s) as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 24 A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force, if any,) and based upon the recommendation of Audit Committee and the approval of the Board of Directors of the Company, the consent of the members be and is hereby accorded for the appointment of M/s. Tripti Shakya & Company, Company Secretaries, as Secretarial Auditors of the Company for a term of five (5) consecutive financial years commencing from the financial year 2025-26 to financial year 2029-30, on such fees, plus applicable taxes and other out-of-pocket expenses as may be mutually agreed upon between the Board of Directors and the Secretarial Auditors."

**"RESOLVED FURTHER THAT** any Director of the Company be and is hereby authorized for and on behalf of the Board of Directors to do all such acts, deeds, matters and things and to take all such steps as may be deemed necessary proper or incidental to give effect to the aforesaid resolution. "

#### 4. Adoption of New Set of Articles of Association of the Company:

To consider and adopt a new set of Articles of Association of the Company in accordance with the provisions of the Companies Act, 2013 and if thought fit, to pass the following resolution with or without modification(s) as a **Special Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 5, 14 and any other applicable provisions of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force, if any) the approval of the members be and is hereby accorded for adoption of a new set of Articles of Association of the Company, based on the form set out in Table F of Schedule I of the Companies Act, 2013, in total exclusion, substitution and suppression of the existing Articles of Association of the Company."

**"RESOLVED FURTHER THAT** any Director of the Company be and is hereby authorized for and on behalf of the Board to do all such act(s), deed(s), matters and things and to take all such steps as may be deemed necessary proper or incidental to give effect to the aforesaid resolution."

**5. Ratification of remuneration of Cost Auditors of the Company:**

To consider and ratify the remuneration of Cost Auditors and in this regard, to consider and if thought fit, to pass with or without modification(s), the following as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the applicable provisions of Section 148 of the Companies Act, 2013 read with Companies (Cost Records and Audit Rules) 2014 including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, if any, the remuneration of M/s. Gurminder Chopra & Co., Cost Auditors (Registration No. 100260) of the Company as decided by the Board of Directors for financial year 2025-26 be and is hereby ratified and approved."

**"RESOLVED FURTHER THAT** any Director of the Company be and is hereby authorized for and on behalf of Board of Directors to do all such acts, deeds, matters and things and take all such steps as may be deemed necessary, proper and incidental to give effect to the aforesaid resolution."

**For Amco India Limited**

sd/-

**Rajeev Gupta**

Chairman & Managing Director

DIN: 00025410

Address: C-53-54, Sector 57,

Noida, U.P.-201301

Place: Noida, U.P.

Date: 22.08.2025

**NOTES:**

1. The relative Explanatory Statement pursuant to section 102 of the Companies Act, 2013 and additional information as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and circulars issued thereunder, setting out material facts concerning the businesses mentioned in the Notice, is annexed hereto.
2. Pursuant to General Circular Nos. 14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020, 22/2020 dated 15th June 2020, 33/2020 dated 28th September 2020, 39/2020 dated 31st December 2020, 10/2021 dated 23rd June 2021, 20/2021 dated 8th December, 2021, 02/2022 dated 5th May, 2022, Circular No. 10/2022 dated 28th December, 2022, Circular No. 09/2023 dated 25th September, 2023 and Circular No. 09/2024 dated 19th September, 2024 issued by the Ministry of Corporate Affairs, Government of India, ("MCA Circulars"), permitted convening the Annual General Meeting ("AGM"/"Meeting") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without physical presence of the members at a common venue. Accordingly, the 38th Annual General Meeting of the Company will thus be held through video conferencing or other audio visual means. Hence, Members can attend and participate in the ensuing AGM through VC/ OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
3. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. **Pursuant to MCA Circular No. 14/2020 dated 8th April, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. As this AGM is being held through VC / OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with.** Accordingly, the Proxy Form and Attendance Slip are not annexed hereto.
4. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, authorized representatives of the members such as the President of India or the Governor of a State or body corporate can attend this AGM through VC/OAVM and cast their votes through e-voting. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company at [investorcommamco@gmail.com](mailto:investorcommamco@gmail.com), a certified copy of the Board Resolution before the date of 38th Annual General Meeting authorizing their representative to attend and vote on their behalf at the Meeting.

**DISPATCH OF ANNUAL REPORT THROUGH ELECTRONIC MODE:**

5. In compliance with the MCA Circulars and SEBI Circular dated 5th May, 2020 & 12th May, 2020, Notice of the AGM along with the Annual Report 2024-25 is being sent through electronic mode only to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2024-25 will also be available on the website of the Company at [www.amcoindialimited.com](http://www.amcoindialimited.com) and also on the website of BSE Limited at [www.bseindia.com](http://www.bseindia.com) and website of CDSL at [www.evotingindia.com](http://www.evotingindia.com) for the reference and download by members.
6. For receiving all communication (including Annual Report) from the Company electronically:
  - a) Members holding shares in physical mode and who have not registered / updated their email address with the Company are requested to register / update the same by writing to the Company's RTA i.e Beetal Financial & Computer Services Private Limited at [investor@beetalfinancial.com](mailto:investor@beetalfinancial.com)
  - b) Members holding shares in dematerialised mode are requested to register / update their email addresses with the relevant Depository Participant.
7. As per Regulation 40 of SEBI (LODR) Regulations, 2015 as amended, securities of listed companies can be transferred only in dematerialized form with effect from 1st April 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrar and Transfer Agents, M/s. Beetal Financial & Computer Services Private Limited for assistance in this regard.
8. The details as required under Regulation 36(3) of SEBI (LODR) Regulations, 2015 and under Secretarial Standards on General Meeting issued by the Institute of Company Secretaries of India, in respect of appointment / re-appointment of a director are provided in Annexure A of this notice.
9. The Register of Members and Share Transfer Books of the Company will be closed from Wednesday, 24th September, 2025 to Tuesday, 30th September, 2025 (both days inclusive) in connection with the 38th Annual General Meeting.

10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their Demat Accounts. Members holding shares in physical form can submit their PAN details to Company's Registrars and Transfer Agents, M/s. Beetal Financial & Computer Services Private Limited.
11. Pursuant to Section 72 of the Companies Act, 2013, shareholders holding shares in physical form may file nomination in the prescribed form SH-13 with the Company's Registrar and Share Transfer Agent. In respect of shares held in Electronic/Demat form, the nomination form may be filed with the respective Depository Participant.
12. Members holding physical shares in multiple folios in identical name are requested to send their share certificates to Company's Registrar & Share Transfer Agent, M/s. Beetal Financial & Computer Services Private Limited for consolidation.
13. In case of any query, members are requested to send the same to the Company at least 10 days before the date of the meeting so that information can be made available at the meeting.
14. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting & e-voting at meeting to its members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited [CDSL] for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of 38th Annual General Meeting of the Company will be provided by CDSL.
15. The facility of casting the votes will be provided by Central Depository Services (India) Limited [CDSL] to the members who are the members as on Tuesday, 23rd September, 2025 being the "Record Date" fixed for the purpose, to exercise their right to vote at the 38th AGM by electronic means through the e-voting platform.
16. The members are requested to note that:
  - i. if a member has exercised his voting right through remote e-voting he shall not be entitled to cast vote through e-voting system at VC/OAVM Annual General Meeting.
  - ii. once the vote on a resolution is cast by the member through remote e-voting or e-voting at AGM, the member shall not be allowed to change it subsequently or cast the vote again.
  - iii. a member may participate in the AGM via VC/OAVM even after exercising his right to vote through remote e-voting, but shall not be allowed to vote again.
17. A person who is not the member of the Company as on record/cut-off date shall treat this notice for the purpose of information only.
18. The resolutions, if passed by the requisite majority, shall be deemed to have been passed on the date of the 38th Annual General Meeting i.e. 30th September, 2025.
19. The voting rights of shareholders shall be in proportion to their share/s in the paid up equity share capital of the Company as on the cut-off date (record date) of Tuesday, 23rd September, 2025.
20. The Company has appointed M/s. Mohit Bajaj & Associates, Company Secretaries as the Scrutinizer to scrutinize the remote e-voting process & e-voting at the 38th Annual General Meeting in fair and transparent manner.
21. The Scrutinizer shall, after the conclusion of e-voting at the Meeting, scrutinize the votes cast at the Meeting and votes cast through remote e-voting, make a consolidated Scrutinizer's Report and submit the same to the Chairman. The result of e-voting will be declared within two working days from the conclusion of the Meeting and the same, along with the consolidated Scrutinizer's Report, will be placed on the website of the Company at [www.amcoindialimited.com](http://www.amcoindialimited.com) and on the website of CDSL [www.evotingindia.com](http://www.evotingindia.com). The result will simultaneously be communicated to the stock exchange i.e BSE Limited. The results will also be displayed at the Registered office and at the Corporate office of the Company.

**22. The procedure and instructions for remote e-voting & e-voting during 38th Annual General Meeting are produced hereunder for easy reference:**

**INSTRUCTION FOR REMOTE E-VOTING AND E-VOTING DURING AGM:**

- (i) The Members can join the 38th AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- (ii) The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

**INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETING ARE AS UNDER:**

- (i) The remote e-voting period begins on Saturday, 27th September, 2025 at 10:00 A.M. (IST) and ends on Monday, 29th September, 2025 at 05.00 P.M. (IST). During this period the members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Tuesday, 23rd September, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the Meeting.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in evoting process.

**Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.**

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of share-holders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon & My Easi New (Token) Tab.



	<ol style="list-style-type: none"> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website <a href="http://www.cdsiindia.com">www.cdsiindia.com</a> and click on login &amp; My Easi New (Token) Tab and then click on registration option.</li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdsiindia.com">www.cdsiindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>4) For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/ mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on <b>company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website</b> for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no.: 1800 21 09911
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at : 022 - 4886 7000 and 022 - 2499 7000

**Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.**

- (v) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.
- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
  - 2) Click on “Shareholders” module.
  - 3) Now enter your User ID
    - a. For CDSL: 16 digits beneficiary ID,
    - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
  - 4) Next enter the Image Verification as displayed and Click on Login.
  - 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
  - 6) If you are a first-time user follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
<b>PAN</b>	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
<b>Dividend Bank Details OR Date of Birth (DOB)</b>	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for Amco India Limited.

- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/ NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [investorcommamco@gmail.com](mailto:investorcommamco@gmail.com) (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

- (i) The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
- (ii) The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
- (iii) Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
- (iv) Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- (v) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- (vi) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- (vii) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **10 (ten) days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at [investorcommamco@gmail.com](mailto:investorcommamco@gmail.com). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **10 (ten) days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile

number at [investorcommamco@gmail.com](mailto:investorcommamco@gmail.com). These queries will be replied to by the company suitably by email.

- (viii) Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- (ix) Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
- (x) If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NUMBER ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

- (i) For Physical shareholders- Please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company at [investorcommamco@gmail.com](mailto:investorcommamco@gmail.com)/ RTA at [investor@beetalfinancial.com](mailto:investor@beetalfinancial.com).**
  - (ii) For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP).**
  - (iii) **For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**
23. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours (10:00 am to 06:00 pm) on all working days, upto the date of the 38th Annual General Meeting of the Company.
24. For any further details in this regard including the grievances connected with the voting by electronic means, you may contact:

i. **M/s. Beetal Financial & Computer Services Private Limited**

(RTA of the Company)  
 Beetal House, 3rd Floor, 99, Madan Gir,  
 Behind Local Shopping Centre, Dada  
 Harsukhdas Mandir, New Delhi- 110062.  
 Ph. No.: 011-29961281-82.  
 Email: [investor@beetalfinancial.com](mailto:investor@beetalfinancial.com)

ii. **M/s. Central Depository Services (India) Limited**

If you have any queries or issues or grievances regarding attending AGM & e-Voting from the CDSL e-Voting System, the same may be addressed to Mr. Rakesh Dalvi Sr. Manager [CDSL] Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai 400013 or you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free number 1800 21 09911.

**25. Investor Communications Centre:**

In order to facilitate quick and efficient service to the shareholders, the company has set up an Investor Communications Center at its Corporate Office, Noida. Shareholders may contact at the under-mentioned address for any assistance including the one connected with the voting by electronic means:

The Company Secretary,  
 Investor Communications Center,  
**Amco India Limited**  
 Corporate Office: C-53 & 54, Sector-57, Noida, U.P.- 201301  
 Tel: 0120-4601500, Fax: 0120-4601548  
 E-mail (General): [amco.india@ymail.com](mailto:amco.india@ymail.com)  
 Email: (Investor Communications): [investorcommamco@gmail.com](mailto:investorcommamco@gmail.com)

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013/ ADDITIONAL INFORMATION AS REQUIRED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

*The following statement sets out all material facts relating to Special Businesses mentioned in the accompanying Notice:*

**Item No. 3****Appointment of M/s. Tripti Shakya & Company, Company Secretaries, as Secretarial Auditors of the Company.**

The Board of Directors of the Company, at its meeting held on 22nd August, 2025, based upon the recommendation of the Audit Committee, approved the appointment of M/s. Tripti Shakya & Company, Company Secretaries, as Secretarial Auditors of the Company for a term of five (5) consecutive financial years, commencing from financial year 2025-26 up to the financial year 2029-30, to conduct Secretarial Audit of the Company for the said period. The appointment of Secretarial Auditor shall be subject to the approval by the Members at the general meeting.

The appointment of Secretarial Auditors shall be in terms of the amended Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 vide SEBI Notification dated December 12, 2024 and provisions of Section 204 of the Act and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Accordingly, the consent of the shareholders is sought for the appointment of Tripti Shakya & Company as the Secretarial Auditors of the Company.

Tripti Shakya & Company, a peer-reviewed firm of Practising Company Secretaries, is registered with the Institute of Company Secretaries of India (ICSI). The firm was established in 2020 and is based in Ghaziabad. The firm has an established track record in providing a wide spectrum of professional services in the areas of corporate laws, secretarial compliances, governance advisory, secretarial audits, corporate governance advisory, due diligence, and allied matters. Its service portfolio further extends to advisory on securities laws, SEBI compliances, representation before regulatory authorities, FEMA and RBI compliances, setting up of companies/LLPs, advisory on listing regulations, and related corporate advisory services. The firm serves a diverse clientele across various sectors.

The Company has received a consent from M/s. Tripti Shakya & Company confirming their eligibility to undertake the Secretarial Audit of the Company. The firm has further confirmed that the proposed appointment is within the prescribed limits under ICSI guidelines for undertaking maximum number of secretarial audit.

The proposed fees in connection with the secretarial audit shall be INR 60,000/- (Rupees Sixty Thousand only) plus applicable taxes and other out-of-pocket expenses. However, in case of revision in fees in any subsequent year(s) of their term, such revision/modification shall be, as may be mutually agreed between the Board of Directors and Tripti Shakya & Company. Additional fees for statutory certifications and other professional services, if availed, will be determined separately by the management, in consultation with Tripti Shakya & Company, and will be subject to approval by the Board of Directors and/or the Audit Committee.

None of the Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board of Directors recommends resolution set out at Item No. 3 of the Notice for approval by the Members by way of an Ordinary Resolution.

**Item No. 4****Adoption of new set of Articles of Association of the Company.**

In order to align the existing Articles of Association ("AOA") with the provisions of the Companies Act, 2013, the Board of Directors at its meeting held on 22nd August, 2025, subject to the approval of members of the Company at the ensuing Annual General Meeting ("AGM"), approved the proposal to adopt an entirely new set of Articles of Association based on the model form prescribed in Table F of Schedule I of the Companies Act, 2013.

The existing AOA was framed in accordance with the provisions of the erstwhile Companies Act, 1956, which has since been repealed and replaced by the Companies Act, 2013. Consequently, several provisions in the existing AOA contain references to specific sections of the Companies Act, 1956, and certain regulations are no longer consistent with the provisions of the Companies Act, 2013.

Accordingly, the approval of the Members of the Company is being sought at the ensuing AGM to adopt a new set of AOA of the Company, in substitution for and to the exclusion of the existing AOA.

In accordance with the provisions of Section 14 of the Companies Act, 2013, any alteration to the Articles of Association requires the approval of the Members by way of a Special Resolution. Accordingly, the Board recommends the Special Resolution set out at Item No. 4 of the Notice for the approval of the Members.

A copy of the draft AOA is available for inspection by the Members at the Registered Office of the Company during business hours on any working day, up to the date of the AGM.

None of the Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

**Item No. 5****Ratification of remuneration of Cost Auditors:**

The Board of Directors of the Company in their meeting held on 22nd August, 2025, based upon the recommendation of the Audit Committee appointed M/s. Gurvinder Chopra & Co., Cost Accountants (FRN: 100260) as the Cost Auditors of the Company for the financial year 2025-26, to conduct the audit of cost records maintained by the Company, at an annual remuneration of INR 70,000/- plus out of pocket expenses and applicable taxes.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit & Auditor Rules), 2014, the remuneration payable to the Cost Auditor is required to be ratified by the members of the Company. Accordingly, consent of the members is sought to ratify the remuneration payable to the Cost Auditors for the financial year 2025-26.

None of the Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board of Directors recommends the resolution set out at Item No. 5 of the Notice for approval by the Members by way of an Ordinary Resolution.

For **Amco India Limited**

sd/-

**Rajeev Gupta**

Chairman & Managing Director

DIN: 00025410

Address: C-53-54, Sector 57,  
Noida, U.P. 201301.

Place: Noida, U. P

Date: 22.08.2025

**Annexure A**

Pursuant to SEBI (LODR) Regulations, 2015 and Secretarial Standards on General Meeting the details of Director retiring by rotation & being appointed in the 38th Annual General Meeting scheduled on Tuesday, 30th September, 2025 is provided below:

<b>Particulars/ Name of Director</b>	<b>Mrs. Vidhu Gupta</b>
Date of Birth & Age	23.01.1969 (57 years)
Date of Appointment	30.07.2014
Experience	Expertise in managing the day to day affairs of Company & implementation of the Company's project.
Expertise in Specific Functional Areas	Project's Implementation
Qualification	Graduate
Board Membership of Companies as on 31st March, 2025	- Amco India Ltd. - AMC Coated Fabrics Private Limited
Chairman / member of the Committee of Directors of the Companies in which he/she is a Director as on 31st March, 2025. a. Audit Committee b. Stakeholders Relationship Committee c. Nomination & Remuneration Committee d. Other Committees	<b>Amco India Limited</b> i. Member of Nomination & Remuneration Committee; and ii. Member of Stakeholders Relationship Committee.  <b>Others - Nil</b>
Number of Shares held of Amco India Limited	1,73,053
Number of Meetings of the Board attended during the year 2024-25	9 (Nine)
Remuneration last drawn	2,00,000/- P.M. (upto 20th June, 2024)
Relationship with other directors	Relative (spouse) of Mr. Rajeev Gupta.

## BOARDS' REPORT

### THE MEMBERS,

The Directors have pleasure in presenting the 38th Annual Report on the performance of your Company for the Financial Year ended 31st March, 2025.

#### 1. STATEMENT OF COMPANY'S AFFAIRS:

##### i. Financial Summary:

The performance of the Company for the financial year ended 31st March 2025 is summarized below:

(INR in Thousands)

Particulars	2024-25	2023-24
Total Income	10,72,252.53	10,56,948.20
Total expenses	10,49,415.57	10,45,822.77
Profit before Exceptional Items & Tax	22,836.96	11,125.43
Exceptional Items	0	0
<b>Net Profit before Taxation</b>	<b>22,836.96</b>	<b>11,125.43</b>
Tax Expenses:		
Current Tax	5,608.09	2,094.26
Previous year's tax, if any	133.94	0
Earlier years tax provisions (written back)	0	0
Deferred Tax (Asset)/Liability	(1,650.09)	779.02
MAT Credit Entitlement	0	0
<b>Net Profit After Tax</b>	<b>18,745.03</b>	<b>8,252.15</b>
Other Comprehensive Income	459.56	(241.17)
Total Comprehensive Income /(Loss) for the year	19,204.58	8,010.98

##### ii. Performance Review:

During the Financial Year 2024-25, the total revenue of the Company was INR 10,72,252.53/- (in thousands) as compared to the revenue of INR 10,56,948.20/- (in thousands) earned during the previous financial year 2023-24. The Company has earned the net profit of INR 18,745.03/- (in thousands) during the year under review in comparison to the net profit of INR 8,252.15/- (in thousands) earned during the previous Financial Year.

##### iii. Transfer to Reserves:

The Company has not transferred any amount to the General Reserves during the year under review and no amount is presently proposed to be carried to the reserves.

##### iv. Dividend:

The Board has not recommended any dividend on the equity shares of the Company for the financial year ended 31st March, 2025.

##### v. Revision of Financial Statements or Board's report:

The Board of Directors of the Company has not revised the Financial Statements and Board's report of the financial year under review.

##### vi. Material changes during the financial year and commitments subsequent to the closure of financial year and upto the date of Boards Report:

The Board of Directors appointed Mr. Rajeev Gupta as Chairman & Managing Director of the Company for a period of five years w.e.f. 21st June, 2024 and his appointment was approved by the members at the 37th Annual General Meeting of the Company. Further, the members also approved the increase in remuneration of Mr. Rajeev Gupta during the year under review.



The designation of Mrs. Vidhu Gupta was changed to Non-Executive Non-Independent Director (Woman Director) w.e.f. 21st June, 2024 and her appointment was also approved by the members at the 37th Annual General Meeting.

Mr. Dharampal Aggarwal, Independent Director resigned from the directorship of the Company w.e.f. 18th July 2024, due to his other professional commitments.

The Board appointed Ms. Prarthana Gupta as an Additional Director in the capacity of Independent Director (Non-Executive) w.e.f. 22nd August, 2024. Her appointment was ratified and approved by the members in the 37th Annual General Meeting.

The Board appointed M/s. Gurvinder Chopra & Co., Cost & Management Accountants as Cost Auditors of the Company for the financial year 2024-25, in its meeting held on 22nd August, 2024.

Mr. Ankit Aggarwal ceased to hold office as an Independent Director of the Company w.e.f. 28th September, 2024, upon completion of his tenure.

The Board appointed M/s. Mohit Bajaj & Associates, Company Secretaries as Secretarial Auditors and M/s. Sumit R Kumar & Co, Chartered Accountant as an Internal Auditor of the Company for the financial year 2024-25, in its meeting held on 14th February, 2025.

The Board of Directors considered and approved the appointment of M/s. Gurvinder Chopra & Co., Cost & Management Accountants as Cost Auditors of the Company for the financial year 2025-26, in their meeting held on 22nd August, 2025. Further, the Board of Directors also approved the appointment of M/s. Tripti Shakya & Company, Company Secretaries, as Secretarial Auditors of the Company for a period of five (5) years, commencing from 1st April, 2025 till 31st March, 2030 subject to the approval of members in the ensuing Annual General Meeting.

The Board of Directors in their meeting held on 22nd August, 2025 approved the proposal of adoption of new set of Articles of Association of the Company in conformity with the provisions of the Companies Act, 2013 subject to the approval of the members of the Company in the ensuing Annual General Meeting.

During the financial year 2023-24, the Company had received the details of outstanding fines payable by the Company pursuant to SEBI SOP Circulars under Regulations 27(2), 17(1), 18(1), 19(1)/ 19(2), 20(1), 23(9) and 33 of SEBI (LODR) Regulations, 2015 for the previous periods or events. Accordingly, the BSE Limited had ordered for the freezing of promoters demat account. In this regard, the Company has already provided requisite clarifications to BSE Limited and has made its representation before BSE Limited. The Company has also made the requisite compliances and already filed the waiver request to BSE Limited in December, 2023. The reply of BSE Limited is still awaited on the same.

Except this, there were no changes during the financial year under review or subsequent to the closure of financial year and up to the date of Board's Report.

**vii. Key changes in the Nature of business:**

There were no key changes in the nature of the business during the year under review.

**viii. Operations and Future Outlook during the year:**

The financial performance of the Company during the year 2024-25 was satisfactory, laying a strong foundation for future growth. The Company remains committed to setting and achieving higher milestones in the years ahead.

While the industry continues to face challenges such as heightened competition and fluctuations in raw material prices, your Company views these as opportunities to innovate and strengthen its market presence. Proactive measures are being taken to refine business strategies, leverage advanced technologies, and expand its business operations.

With these initiatives, the Company is well-positioned to enhance its competitiveness and deliver sustainable value to all stakeholders. The Board remains confident that these measures will enable the Company to achieve stronger growth and improved operational performance.

## 2. DIRECTORS:

### i. Meetings of the Board:

The Board met Nine (9) times during the Financial Year 2024-25, in respect of those meetings proper notices were given and the proceedings were properly recorded. The intervening gap between any two meetings was within the period prescribed under Companies Act, 2013, Secretarial Standards and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 on the Corporate Governance. For further details regarding number of meetings of the Board and its committees, please refer Corporate Governance Report, annexed to the Annual Report.

### ii. Changes in Board of Directors:

Mr. Rajeev Gupta was appointed as Chairman & Managing Director of the Company for a period of five years w.e.f. 21st June, 2024. His appointment was approved by the members at the 37th Annual General Meeting of the Company. Further, the designation of Mrs. Vidhu Gupta was changed to Non-Executive Non - Independent Director (Woman Director) w.e.f. 21st June, 2024. Her appointment was also approved by the members at the 37th Annual General Meeting.

Mr. Dharampal Aggarwal resigned from the position of Independent Director of the Company w.e.f. 18th July, 2024.

Ms. Prarthana Gupta was appointed as an Independent Director of the Company for a term of five (5) years w.e.f. 22nd August, 2024. Her appointment was subsequently ratified by the members at the 37th Annual General Meeting of the Company.

Upon completion of his tenure as Independent Director, Mr. Ankit Aggarwal ceased to hold office w.e.f. 28th September, 2024.

### iii. Statement regarding opinion of the Board with regard to integrity, expertise and experience (including the proficiency) of the Independent Director appointed during the year:

In the opinion of the Board, and based upon the recommendation of Nomination and Remuneration Committee, Ms. Prarthana Gupta was considered to be a person of integrity, possessing the requisite expertise and experience, and fulfilling the conditions specified under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the appointment as an Independent Director of the Company.

She has demonstrated proficiency in identifying, assessing and mitigating risks across various business functions. She also possesses significant experience and expertise in driving strategic initiatives and optimizing operational processes. Considering her deep understanding of risk management, coupled with her hands-on industry experience, the board was of view that it would be beneficial for the Company to avail of her services as an Independent Director. Further, Ms. Prarthana Gupta is not related to any other Director or Key Managerial Personnel of the Company.

### iv. Declaration by Independent Directors:

The Company has received necessary declaration from all the Independent Directors under Section 149(7) of the Companies Act, 2013 declaring that they meet the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 and under SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

### v. Training of Independent Directors:

The Company has adopted a Training Policy for training of Independent Directors which inter-alia includes the various familiarization programmes in respect of their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc. Further, the same is also taken care during the various strategy meets of the Company and different presentations in the Board/Committee meetings on the statutory Laws. The details of such familiarization programmes have also been posted on the website of the Company at <https://amcoindialimited.com/others>.

### vi. Separate Meeting of Independent Directors:

The Independent Directors were fully kept informed of the Company's activities in all its spheres. During the year under review, a separate meeting of Independent Directors was held on 10th March, 2025 and the Independent Director's reviewed the performance of:

- a) The Chairman of the Company– viz. Mr. Rajeev Gupta, Chairman & Managing Director.
- b) The Board of Directors of the Company as a whole,
- c) The Non- Independent Directors of the Company, and
- d) They also assessed the quality, quantity and timeliness of flow of information between the Company's management and the Board that are necessary for the Board to effectively and reasonably perform their duties.

**vii. Key Managerial Personnels (KMPs):**

During the year under review, Mr. Rajeev Gupta was appointed as Chairman & Managing Director of the Company w.e.f 21st June, 2024.

**viii. Performance Evaluation Criteria:**

The Securities and Exchange Board of India (Listing Obligations and Disclosures Requirement), Regulations, 2015 mandated that the Board shall monitor or review Board evaluation framework. The Companies Act, 2013 states that a formal annual evaluation needs to be made by the Board of its performance and that of Committees and of the Directors. The Schedule IV of the Companies Act, 2013 states that the performance evaluation of the Independent Directors shall also be done by the entire Board of Directors, excluding the Director being evaluated.

The evaluation of all the Directors and the Board as the whole was conducted based on the criteria and framework adopted by the Board. The Board works with the Nomination & Remuneration committee to lay down the evaluation criteria for the performance of executive/non-executive/independent directors through a peer evaluation excluding the Director being evaluated through the Board efficiency survey.

The Board's functioning was evaluated on various aspects, including inter alia degree of fulfillment of key responsibilities, Board structure and composition, establishment and delineation of responsibilities to various Committees, effectiveness of Board processes, information and functioning, information flow, relationship with the stakeholders, Company's performance & Company strategies.

The Directors were evaluated on aspects such as attendance and contribution at Board/ Committee Meetings and guidance/ support to the management outside Board/ Committee Meetings. In addition, the Chairman was also evaluated on key aspects of his role, including setting the strategic agenda of the Board, encouraging active engagement by all Board members and motivating and providing guidance to the Managing Director.

The areas on which the Committees of the Board were assessed included degree of fulfillment of key responsibilities, adequacy of Committee composition and effectiveness of meetings.

The performance evaluation of the Independent Directors was carried out based on the three key roles of the Independent Directors - governance, control & guidance. Some performance indicators based upon which the independent directors were evaluated are:

- a) Ability to contribute to corporate governance practices of the Company;
- b) Active participation in long term strategic planning;
- c) Commitment to the fulfillment of directors' obligations & fiduciary responsibility;
- d) Participation in Board and committee meetings.

The Independent Directors reviewed the performance of the Board as a whole and also carried out the performance evaluation of the Chairman and the Executive Directors.

**ix. Policy for Appointment of Directors & Remuneration:**

The policy of the Company for the appointment of Directors in place of one resigning or retiring or for some new introduction to the Board of Directors of the Company and for determining the remuneration can be viewed at the website of the Company at <https://amcoindialimited.com/policies>. The policy relating to the appointment and remuneration of directors comes under the functional area of Nomination & Remuneration Committee of the Company. The policy is concerned with the identification, ascertainment of the integrity, qualification, expertise and experience, having regard to the skills of the candidate that is to be brought to the Board/Company.

**x. Directors' Responsibility Statement:**

Pursuant to the requirement under Section 134(5) of the Companies Act, 2013, with respect to the Directors' Responsibility Statement, it is hereby confirmed that:

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

**3. BOARD COMMITTEES & RELATED INFORMATION:****i. AUDIT COMMITTEE:****Audit Committee Composition:**

The Audit Committee is composed of following as Chairman & members as on date of report:

- a) Mr. Naseem Ahmad, Chairman & Member.
- b) Ms. Prarthana Gupta, Member.
- c) Mr. Rajeev Gupta, Member.

**Recommendations of Audit Committee not accepted by the Board:**

The Board accepted all the recommendations made by the Audit committee during the year under review.

**Changes in composition of Audit Committee:**

During the year under review, there were changes in the composition of Audit Committee which are as follows:

- a) Mr. Dharampal Aggarwal ceased to be Chairman & Member w.e.f 18th July, 2024, due to his resignation from the Board of Directors.
- b) Mr. Ankit Aggarwal was appointed as the Chairman & Member w.e.f 18th July, 2024.
- c) Mr. Naseem Ahmad was appointed as the Chairman & Member w.e.f 27th September, 2024.
- d) Ms. Prarthana Gupta was appointed as a Member w.e.f 27th September, 2024.
- e) Mr. Ankit Aggarwal ceased to be the Chairman & Member w.e.f 28th September, 2024 upon completion of his tenure as Director of the Company.

**Vigil Mechanism (Whistle Blower Policy):**

The Company has adopted a Whistle Blower Policy, to provide a formal mechanism to the Directors and employees to report their concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct. It also provides for adequate safeguards against the victimization of employees who avail of the mechanism, and allows direct access to the Chairperson of the Audit Committee in exceptional cases. We further affirm that no employee has been denied access of the Audit Committee during the financial year 2024-25. The policy is placed on the website of the Company at <https://amcoindialimited.com/policies>.

**ii. NOMINATION AND REMUNERATION COMMITTEE:**

The Nomination and Remuneration Committee (NRC) of Directors reviews the composition of the Board, to ensure that there is an appropriate mix of abilities, experience and diversity to serve the interests of all shareholders and the Company.

**Nomination and Remuneration Committee Composition:**

The Nomination and Remuneration Committee is composed of following as Chairman & members as on date of report:

- a) Ms. Prarthana Gupta, Chairman & Member.
- b) Mr. Naseem Ahmad, Member.
- c) Mrs. Vidhu Gupta, Member.

**Changes in Composition of Nomination and Remuneration Committee:**

During the year under review, there were changes in the composition of Nomination and Remuneration Committee which are as follows:

- a) Mr. Dharampal Aggarwal ceased to be a Member w.e.f 18th July, 2024, consequent to his resignation from the position of Independent Director.
- b) Mrs. Vidhu Gupta was appointed as a Members w.e.f 18th July, 2024.
- c) Ms. Prarthana Gupta was appointed as the Chairman & Member w.e.f 27th September, 2024.
- d) Mr. Naseem Ahmad was appointed as a Member w.e.f 27th September, 2024.
- e) Mr. Ankit Aggarwal ceased to be a Member w.e.f 28th September, 2024, upon completion of his tenure as an Independent Director.

**Nomination & Remuneration Policy:**

The policy of the Nomination & Remuneration Committee is based on the following:

- a) to follow the process of appointment of Director / KMPs when a vacancy arises, or is expected, the NRC will identify, ascertain the integrity, qualification, appropriate expertise and experience, having regard to the skills that the candidate will bring to the Board / Company;
- b) to decide whether qualification, expertise and experience possessed by a person are sufficient / satisfactory for the concerned position;
- c) to determine the level & composition of remuneration which is reasonable & sufficient to attract, retain & motivate directors to run the Company successfully;
- d) to ensure the relationship of remuneration with the performance;
- e) to ensure that any person(s) who is/ are appointed or continues as KMP's or Independent directors shall comply with the conditions laid under the provisions of Companies Act, 2013 & SEBI (LODR) Regulations, 2015;
- f) to specify time period within which the employee shall exercise the vested options in the event of termination or resignation of an employee.

The Nomination & Remuneration Policy of the Company is uploaded on the website of the Company at <https://amcoindialimited.com/policies>.

**iii. STAKEHOLDER'S RELATIONSHIP COMMITTEE:**

The Stakeholders Relationship Committee considers the following:

- a) to consider and resolve the grievances of the security holders of the Company, including complaints related to transfer of shares, non receipt of annual report, non receipt of declared dividends, etc.
- b) to set forth the policies relating to and to oversee the implementation of the Code of Conduct for Prevention of Insider Trading and to review the concerns received under the Code of Conduct.

The Company has adopted the Code of Internal Procedures and Conduct for Prevention Regulating, Monitoring and Reporting of Insider Trading, under the SEBI (Prohibition of Insider

Trading) Regulations. The Code lays down guidelines for procedures to be followed and disclosures to be made while dealing in the shares of the Company. The Company's Code on prevention of Insider Trading also ensures timely and adequate disclosure of Price Sensitive Information, as required under the Regulations.

**iv. OTHER COMMITTEES:**

**INTERNAL COMPLAINT COMMITTEE:**

The Company has formed the Internal Complaint Committee as required under the Section 21 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 read with the relevant rules for both the plant of the Company situated at Baddi, Himachal Pradesh & Noida, Uttar Pradesh. The respective Committees met during the year and reviewed & discussed the relevant issues.

**4. CORPORATE GOVERNANCE:**

Your Company is committed to bind itself with good Corporate Governance standards. It has put in place an effective Corporate Governance System that ensures proper compliance of the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirement) Regulations, 2015 with Stock Exchange. A Corporate Governance Report, MDA Report together with the Certificate from the Auditors of the Company regarding compliance of conditions of Corporate Governance is made part of the Annual Report.

The Management's Discussion and Analysis Report for the year under review, as stipulated under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), is annexed to the Board report as **Annexure I**.

The Company has entered into the Listing Agreement with the Stock Exchange where the shares of the Company are listed in compliance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirement) Regulations, 2015.

The Company has a proper mix of Executive and Non Executive Directors on Board and a Women Director and Independent Directors appointed pursuant to the provisions of Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

The Company has framed a Code of Conduct for all its Board Members and Senior Management Personnel who have affirmed compliance thereto. The said code of conduct has been posted on the Company's website. The Declaration to this effect signed by the Chairman & Managing Director is made part of the Annual Report.

The Company has obtained the certificate from the company secretary in practice regarding compliance of the conditions of the Corporate Governance and is annexed to the Director's Report as **Annexure II**.

The statement containing additional information as required in Schedule V of the Companies Act, 2013 for payment of remuneration to Mr. Rajeev Gupta & Mrs. Vidhu Gupta is as under: (For a period 1st April, 2024 to 31st March, 2025)

Particulars/ Name of the Director	Rajeev Gupta*	Vidhu Gupta**
(i) Elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc.,	<ul style="list-style-type: none"> <li>- Salary</li> <li>- Commission</li> <li>- Medical expenses</li> <li>- Leave Travel Concession</li> <li>- Leave as per Company's rules</li> <li>- Club Membership Fees</li> <li>- Personal Insurance</li> <li>- Other benefits as may be determined by the Board.</li> </ul>	<ul style="list-style-type: none"> <li>- Salary</li> <li>- Medical expenses</li> <li>- Leave Travel Concession</li> <li>- Personal Insurance</li> <li>- Other benefits as may be determined by the Board.</li> </ul>
(ii) Details of fixed component and performance linked incentives along with the performance criteria;	Fixed Remuneration: INR 3,00,000/- p.m. till 30th September, 2024. INR 5,00,000/- p.m w.e.f 1st October, 2024. Performance linked incentives: Nil	Fixed Remuneration: INR 2,00,000/- p.m.  Performance linked incentives: Nil

(iii) Service contracts, notice period, severance fees; and	1 month notice or 1 month salary in lieu thereof	1 month notice or 1 month salary in lieu thereof
(iv) Stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable.	Nil	Nil

*\*The Remuneration of Mr. Rajeev Gupta, Chairman & Managing Director of the Company, was revised to INR 5,00,000/- p.m w.e.f 1st October, 2024.*

*\*\* Mrs. Vidhu Gupta was paid remuneration till 20th June, 2024 as Whole Time Director of the Company. Her designation was changed to Non-Executive Director w.e.f 21st June, 2024.*

## 5. RISK MANAGEMENT POLICY:

The Company's Risk Management Policy with a robust supporting risk management framework facilitates identification and assessment of new risks and review of presently identified risks. The process is based on identified risks and the risk events or factors, which require regular assessment and quick response. Based on the probability & impact of the risk, the requisite controls and action plans have been designed and implemented. The Key Risk Indicators have been identified to measure the adequacy, effectiveness and efficiency of these, controls and action plans.

The objective of risk management in the Company is to act as an enabler in maintaining its knowledge edge, sustaining and expanding the business, being competitive and ensuring execution of projects within budgeted cost and time, resulting in improved turnover and profitability. The Risk Management Policy of the Company can be viewed at the website of the Company at <https://amcoindialimited.com/policies>.

## 6. AUDITORS:

### i. Statutory Auditors:

In accordance with the provisions of Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, M/s. V. V Kale & Company, Chartered Accountants were appointed as the Statutory Auditors of the Company for a period of five years to hold office from the conclusion of 35th Annual General Meeting till the conclusion of the 40th Annual General Meeting of the Company to be held in the year 2027.

#### Board's explanation and Comments:

The Notes on Accounts read with the Auditors Report are self explanatory and therefore do not require any further comments or explanations as the Auditor's Report given by auditors of the Company doesn't contain any qualification, reservation or adverse remarks.

#### Reporting of Fraud by Statutory Auditors:

As required under Section 143 (12) of Companies Act, 2013, the Statutory Auditors have not reported to the Board any instances of fraud committed against the Company by its officers or employees. Hence, no such information is required to be mentioned in Boards Report.

### ii. Cost Auditors & Maintenance of Cost records:

As per Companies (Cost Records and Audit) Rules, 2014, issued by the Ministry of Corporate Affairs, the provisions of Cost Audit and maintenance of cost records as specified by the Central Government under Section 148(1) of the Companies Act, 2013 are applicable on the Company for financial year 2024-25. Accordingly, the Board of Directors appointed M/s. Gurvinder Chopra & Co., Cost & Management Accountants as Cost Auditors of the Company for the financial year 2024-25.

#### Board's explanation and Comments:

The Cost Audit Report given by the Cost Auditors of the Company does not contain any qualification, reservation or adverse remarks and does not require any further comments or explanations.

### iii. Internal Auditors:

In compliance with Section 138 of Companies Act, 2013 read with Rule 13 of Companies (Accounts) Rules, 2014, M/s. Sumit R Kumar & Co., Chartered Accountants were appointed as an Internal Auditors

of the Company to conduct Internal Audit for the Financial Year 2024-25.

**Board's explanation and Comments:**

The Internal Audit Report given by the Internal Auditors of the Company does not contain any qualification, reservation or adverse remarks and does not require any further comments or explanations.

**iv. Secretarial Auditors:**

In compliance with the provisions of the Section 204 of Companies Act, 2013, M/s. Mohit Bajaj & Associates, Practising Company Secretaries were appointed as the Secretarial Auditors of the Company by the Board of Directors to conduct Secretarial Audit for the Financial Year 2024-25.

**a) Secretarial Audit & Report thereupon:**

The Secretarial Audit Report as required under Section 204 of the Companies Act, 2013 for the financial year 2024-25 is annexed to this Report as **Annexure III**.

**Board's explanation and Comments:**

The Secretarial Audit report does not require any further comments or explanations as it does not contain any qualification, reservation or adverse remark.

**b) Annual Secretarial Compliance Report:**

The Company has obtained Annual Secretarial Compliance Report from M/s. Mohit Bajaj & Associates, Practising Company Secretaries, confirming compliance of SEBI Regulations / Circulars / Guidelines issued thereunder and applicable to the Company.

**Board's explanation and Comments:**

The Annual Secretarial Compliance Report does not require any further comments or explanations, as it does not contain any qualification, reservation or adverse remark.

**7. MANAGERIAL REMUNERATION:**

The remuneration paid by the Company to its Managing Director & Whole Time Directors is as per the terms of their appointment. The details of the same are enumerated below. No sitting fee is paid by the Company to the Independent Directors. In addition, the Independent Directors are not holding any shares in the Company.

The details of remuneration paid to Managing Director/Whole Time Directors for the financial year ended 31st March, 2025.

Name	Salary (Total) (P.A) (in INR)	Perquisites (P.A) (in INR)	Service Contract Details
Rajeev Gupta, Chairman & Managing Director	48,00,000/- *	12,47,569/-	Salary subject to deduction of applicable taxes Payment of Commission Perquisites: Reimbursement of Medical expenses, Leave Travel Concession, Club Membership Fees, Personal Insurance or other benefits as may be determined by the Board of Directors to be paid by the Company. Other Benefits: Company's Car alongwith the driver. Telephone & internet at residence shall be reimbursed by the Company. Reimbursement of entertainment expenses incurred for the Company's business. Provident Fund, Superannuation Fund, Gratuity, Leave Encashment.
Vidhu Gupta, Director	5,00,000/- **	Nil	Salary subject to deduction of applicable taxes Perquisites: Reimbursement of Medical expenses, Leave Travel Concession, Personal Insurance premium to be paid by the Company. Other Benefits: As may be determined by the Board of Directors. Provident Fund, Superannuation Fund, Gratuity, Leave Encashment.



*\*The Remuneration of Mr. Rajeev Gupta, Chairman & Managing Director of the Company, was revised to INR 5,00,000/- p.m w.e.f 1st October, 2024.*

*\*\*Mrs. Vidhu Gupta was paid remuneration till 20th June, 2024 as Whole Time Director of the Company. Her designation was changed to Non- Executive Director w.e.f 21st June, 2024.*

## **8. JOINT VENTURES:**

M/s. Amco India Limited has diversified its operations by entering into a Memorandum of Understanding with M/s. Krish Infrastructures Private Limited to form an Association of Persons (AOP) under the name "Krish Icons" for undertaking construction and development of housing projects in Bhiwadi. Under this arrangement, the profit-sharing ratio between Amco India Limited and Krish Infrastructures Private Limited has been fixed at 40:60, respectively. The project is currently under progress, and the Company has successfully sold certain completed units.

## **9. PARTICULARS OF EMPLOYEES:**

In terms of the provisions of Section 197(12) of the Companies Act, 2013, read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, a statement showing the names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules are provided in the Annual Report, which forms part of this Report.

Having regard to the provisions of the second proviso to Section 136(1) of the Companies Act, 2013 and as advised, the Annual Report excluding the aforesaid information is being sent to the members of the Company. The said information is available for inspection on all working days, during business hours, at the Registered Office of the Company. Any member interested in obtaining such information may write to the Company and the same will be furnished on request.

Further, the disclosures relating to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided in the Annual Report, which forms part of this Report. The said information is annexed to this Annual report as **Annexure IV**.

## **10. ANNUAL RETURN:**

In accordance with the provisions of Section 92(3) of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, the copy of the Annual Return is available on the website of the Company at <https://amcoindialimited.com/annual-reports-and-results>

## **11. PARTICULARS OF ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:**

The disclosure under Section 134(3)(m) of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 relating to foregoing matters are as follows.

### **i. Conservation of Energy:**

#### **a) Steps Taken or Impact on Conservation of Energy:**

In the past few years, the Company has tried to improve energy efficiency significantly by various measures. Steps taken to conserve energy include:

- At its plants, the Company has carried out various actions to optimize energy consumption and reduce losses.
- The periodical reviews conducted at plants have given a number of actionable ideas which are being implemented to conserve energy.
- Energy efficient motors are being installed in order to optimize use of power.
- In its plants and offices, the Company has replaced conventional light fixtures with energy efficient fixtures such as LED lights and tubes.

#### **b) Steps taken by the Company for utilizing alternate sources of Energy:**

The Company is planning to take steps for utilizing alternate sources of energy including installation of solar light panel system for street lights and other such system at its Plants.

**c) Capital Investment on Energy Conservation Equipments:**

During the year under review, the Company has made capital investment on energy conservation equipments. The equipment in which investment was made includes energy efficient motors and LED lights.

**ii. Technology Absorption:**

**a) Efforts made towards Technology Absorption:**

The Company has neither entered into any technical collaboration with any foreign country nor imported any technology from any foreign country or organization.

**b) Benefits derived like product improvement, cost reduction, product development or import substitution:**

Not applicable.

**c) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year):**

The Company has not imported any technology during the previous three financial years.

**d) Expenditure incurred on Research and Development:**

No Research & Development work has been carried out by the Company during the year under review and therefore no expenditure on this head.

**iii. Foreign Exchange Earning & Outgo:**

(INR in Thousands)

Particulars	2024-25	2023-24
Foreign Exchange Earning	2395.58	0
Foreign Exchange Outgo	582.829	1315.998

**12. PUBLIC DEPOSITS:**

During the year under review, the Company has not invited/accepted any deposits from the public and no amount on account of principal or interest were outstanding on deposits within the meaning of Companies Act, 2013 and rules made there under.

**13. LOANS, GUARANTEE & INVESTMENTS:**

The details of loans & advances given by the Company during the financial year under review can be viewed in respective notes to the Balance Sheet.

**14. CORPORATE SOCIAL RESPONSIBILITY:**

The provisions of CSR are not applicable on the Company as the Company does not fall into the prescribed criteria's provided under Section 135 of the Companies Act, 2013.

**15. CONTRACTS & ARRANGEMENTS WITH RELATED PARTY:**

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were on an arm's length basis & in the ordinary course of business. During the year, the Company had not entered into any contract / arrangement / transaction with related parties, which could be considered material in accordance with the policy of the Company on materiality of related party transactions.

There were no materially significant related party transactions, which could have potential conflict with interest of the Company at large.

The Policy on materiality of related party transactions and dealing with related party transactions as approved by the Board may be accessed on the Company's website at <https://amcoindialimited.com/policies>.

The details of the transactions with Related Parties at provided in the Form No. AOC 2 as annexed to this report as **Annexure V**.

**16. INTERNAL CONTROL SYSTEMS:**

The Company's internal audit systems are geared towards ensuring adequate internal controls commensurate

with the size and needs of the business, with the objective of efficient conduct of operations through adherence to the Company's policies, identifying areas of improvement, evaluating the reliability of Financial Statements, ensuring compliances with applicable laws and regulations and safeguarding of assets from unauthorized use. The details of the internal controls system are given in the Management Discussion and Analysis Report, which forms part of the Directors' Report.

#### **17. SECRETARIAL STANDARDS:**

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

#### **18. SHARE CAPITAL:**

The Company has only one kind of share capital i.e. Equity shares with same voting rights. The Authorised Share capital of the Company is INR 7,50,00,000/- divided into 75,00,000 shares of INR 10/- each. The Paid up share capital of the company is INR 4,11,00,000/- divided into 41,10,000 equity shares of INR 10/- each.

##### **i. Sweat Equity shares:**

The Company has not issued any sweat equity shares during the financial year under review.

##### **ii. Issue of further Share Capital:**

The Company has not issued any further shares during the financial year under review.

##### **iii. Buy back of Shares:**

During the year under review, the Company has not made any offer to buy back its shares.

#### **19. DESIGNATED PERSON FOR REPORTING BENEFICIAL INTEREST IN THE SHARES OF THE COMPANY:**

The Board of Directors has appointed Company Secretary of the Company, as designated person, who shall be responsible for furnishing, and extending co-operation for providing, information to the Registrar or any other authorised officer with respect to beneficial interest in shares of the Company as required under the Companies (Management and Administration) Second Amendment Rules, 2023.

#### **20. DETAILS OF APPLICATION MADE OR PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016:**

During the year under review no application was made nor any proceeding(s) were pending under the Insolvency and Bankruptcy Code, 2016.

#### **21. DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS/ FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF:**

There was no such instance of one-time settlement with any Bank or Financial Institution during the financial year 2024-25.

#### **22. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:**

The Company has zero tolerance for sexual harassment at workplace and has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at the Workplace, in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("POSH Act") and the rules there under. The Policy aims to provide protection to employees at the workplace and prevent and redress complaints of sexual harassment and for matters connected or incidental thereto, with the objective of providing a safe working environment, where employees feel secure. The Company has also constituted Internal Complaint Committee(s) to redress and resolve any complaints arising under the POSH Act. The details of complaint of sexual harassment during the financial year 2024-25 are as follows:

- Number of complaints of sexual harassment received in the year: Nil
- Number of complaints disposed during the year: N.A.
- No. of cases pending for more than ninety days: Nil
- Nature of action taken by the employer or District Officer: N.A.

**23. DISCLOSURE WITH RESPECT TO COMPLIANCE OF THE PROVISIONS OF MATERNITY BENEFIT ACT, 1961:**

Your Directors confirm that the Company has complied with the provisions of the Maternity Benefit Act, 1961 and the rules made thereunder. The Company provides maternity and related benefits to eligible women employees in accordance with the statutory requirements and ensures a safe, supportive, and inclusive workplace environment.

**24. INDUSTRIAL RELATIONS:**

The relation with the employees continues to be peaceful and cordial throughout the year. Your Board believes that trained and motivated people determine the future augmentation of the Company. Your Board places on record appreciation for the efforts and enthusiasm shown by employees at all levels.

**25. ACKNOWLEDGEMENTS:**

It is our strong belief that caring for our business constituents has ensured our success in the past and will do so in future. Your Directors would like to acknowledge and place on record their sincere appreciation on the co-operation and assistance extended by the various Government Authorities, Company's Bankers etc. The Directors convey their sincere thanks for the continued support given to the company by the esteemed shareholders and valued customers. The Directors also recognize and appreciate the dedication and hard work put in by the employees at all levels and their continued contribution to its progress.

Place: Noida, U.P  
Date: 22.08.2025

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

**sd/-**  
**Rajeev Gupta**  
Chairman & MD  
DIN: 00025410  
Add: C 53-54, Sector 57,  
Noida, U.P 201301.

**sd/-**  
**Vidhu Gupta**  
Director  
DIN: 00026934  
Add: C 53-54, Sector 57,  
Noida, U.P 201301.

## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

### **INTRODUCTION:**

The Management of Amco India Limited presents the Management Discussion and Analysis Report for the financial year ended 31st March, 2025, outlining the performance of the Company during the year and its outlook for the future.

The primary objective of this report is to provide the Management's perspective on key developments in the business environment, the challenges and opportunities faced by the Company, and an analysis of its operational and financial performance. The report also highlights the Company's internal control systems, risk management practices, and significant initiatives undertaken on the Human Resources front.

The future outlook presented herein is based on the Management's assessment of the prevailing business and economic environment. However, actual results, performance, or achievements may differ materially from those expressed or implied in the forward-looking statements, as these are subject to various external and internal factors which are at times beyond the Company's control.

### **1. INDUSTRY STRUCTURE AND DEVELOPMENT:**

#### **Aluminium Foil**

India is one of the leading producers of aluminium foil, catering extensively to the requirements of diverse sectors, particularly pharmaceuticals, flexible packaging, Tobacco & Confectionery Products and Industrial Applications. At a global level, aluminium foil markets were influenced by volatility in energy and raw material costs, supply chain disruptions, and international trade dynamics. However, India benefitted from its strong domestic bauxite reserves, integrated aluminium capacity, and increasing shift towards value-added foil products. In FY 2024-25, the industry also experienced a structural push towards sustainability and circular economy practices. Overall, the aluminium foil industry is poised to remain on a positive trajectory, backed by domestic consumption growth, increasing exports, and government support. The industry is also witnessing a gradual transition towards higher value-added products such as laminated foils, speciality foils for medical and dairy applications, and foil-based flexible packaging solutions. Additionally, rising awareness of eco-friendly packaging, regulatory emphasis on recyclable materials, and substitution of plastics with aluminium foils in various applications created long-term growth opportunities.

#### **PVC Films & Sheetings**

During FY 2024-25, the industry witnessed a mix of challenges and opportunities. On the demand side, growth was driven by the expansion of the packaging sector, increasing usage of PVC films in decorative and protective applications, and rising demand from healthcare and pharmaceutical packaging. The construction and infrastructure sector also contributed significantly to demand for PVC sheeting in flooring, wall coverings, and other protective applications. On the supply side, the industry faced volatility in raw material prices, particularly PVC resins, due to fluctuations in crude oil and petrochemical markets, as well as global supply chain disruptions. The industry also continued to witness pressure from imports, particularly from China and other low-cost manufacturing countries, creating a highly competitive environment for domestic manufacturers.

### **2. OPPORTUNITIES & THREATS, RISKS & CONCERNS:**

#### **Aluminium Foil:**

India continues to remain a growing market for the aluminium foil industry, driven largely by its wide application in pharmaceuticals, beverages, personal care, food, and flexible packaging. The Company expects an improvement in demand for indigenous foil in the coming years, supported by capacity expansions by pharmaceutical companies. The aluminium foil market in India is projected to record a CAGR of 7.4% through 2034, on account of the rising use of aluminium packaging in the thriving pharmaceutical sector and the growing consumption of packaged food products.

The pharmaceutical industry in India itself is anticipated to grow at a CAGR of around 10%, reaching a valuation of USD 130 billion by 2030. The increasing demand for sustainable and secure packaging solutions for pharmaceuticals is further expected to drive higher adoption of aluminium packaging in the domestic market.

### **PVC Films & Sheetings:**

PVC films and sheets, owing to their versatility, recyclability, and favorable environmental footprint, have wide applications in the packaging industry. The global PVC films and sheetings market was valued at approximately USD 28.9 billion in 2024 and is expected to grow at a steady CAGR of around 3.3% during 2025–2034. For FY 2025, the market is estimated to reach USD 29.8 billion, driven by increasing applications in packaging, construction, automotive, and consumer goods. This growth is likely to provide opportunities for the Company in expanding its product applications and market presence.

### **Risks & Concerns:**

While the long-term outlook remains positive, the industry continues to face challenges such as volatility in raw material prices, increasing competition from both domestic and international players, and regulatory changes relating to environmental norms. Currency fluctuations and global economic uncertainties may also impact input costs and export competitiveness. The Company remains focused on mitigating these risks through strategic sourcing, efficiency improvements, and exploring value-added product segments.

### **Company Outlook:**

Considering the strong growth potential in both aluminium foil and PVC film markets, the Company is well-positioned to leverage these opportunities through capacity enhancement, product diversification, and a sharper focus on quality and innovation. At the same time, proactive risk management strategies are being implemented to address industry challenges, ensuring sustainable growth and long-term value creation for stakeholders.

## **3. COMPANY'S PERFORMANCE (PRODUCT WISE):**

**ALUMINIUM FOIL:** The Company has executed orders for Packaging Industries, Pharmaceutical Industries, Automobile Industries etc. The total revenue of the Company from Aluminium Foil during the financial year under review i.e 2024-25 is INR 966,662.95/- (Rs. in thousands) as against the revenue of INR 8,96,036.32/- (Rs. in thousands) during the previous financial year 2023-24.

**PVC FILMS & SHEETINGS:** The performance in the PVC Films & Sheetings segment has shown a downfall during the year under review. The revenue from PVC films & Sheetings for the financial year 2024-25 is Nil against the revenue of the financial previous year 2023-24 which was INR 1,637.69 (Rs. in thousands).

## **4. OUTLOOK:**

Aluminium foil is increasingly recognized as a sustainable alternative to several non-biodegradable products such as polyester, LD and HD films, owing to its superior barrier and protective properties. It continues to play a critical role in the packaging sector, particularly in pharmaceuticals, where safety and product integrity are essential. India is one of the key producers of aluminium foil in the region, with established demand across flexible packaging, food, chemicals and pharmaceutical industries. In the packaging industry, aluminium foil is gradually replacing polyester due to its higher efficiency in preserving product quality. Changing consumer preferences, the rise in ready-to-eat food consumption and confectionaries, along with growing pharmaceutical requirements, are expected to drive sustained demand for aluminium foil in the years ahead.

With an improving industrial environment and supportive government policies, the Company foresees growth opportunities in both domestic and international pharmaceutical markets, which will contribute to an increase in foil consumption. The Company remains focused on consolidating its position as a reliable supplier to the pharmaceutical packaging segment and is working towards enhancing capacity in aluminium foil production and coating operations.

## **5. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:**

Amco India Limited has established a comprehensive framework of internal controls and risk management practices designed to safeguard its assets, ensure accuracy and reliability of financial reporting, and secure compliance with applicable laws and regulations. The Company's risk management framework integrates internal controls with its business processes and is aligned to the nature, scale and complexity of its operations.

The internal control systems are structured to promote operational efficiency, optimum utilization of resources, adherence to established policies, and timely identification of potential risks and opportunities. These systems also ensure that regulatory requirements are duly complied with across all business segments.

The Audit Committee of the Board periodically reviews the effectiveness of internal controls, audit plans, risk assessments, and other significant audit observations. It also evaluates the adequacy of mitigation measures

adopted by the management. The internal audit function, conducted by independent professional auditors, provides assurance on the robustness of internal processes and highlights areas for improvement. The recommendations arising from such audits are considered and addressed appropriately.

The Company recognizes the importance of a sound internal control environment in achieving its strategic objectives, safeguarding stakeholder interests, and supporting sustainable growth. Accordingly, Amco India Limited continues to strengthen its control systems to meet evolving business and regulatory requirements, ensuring transparency, accountability and long-term value creation.

#### **6. FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:**

Amco India Limited continues to emphasize maintaining adequate liquidity and ensuring timely availability of capital at an optimum risk-adjusted cost to support its business operations. The Company has aligned its financial strategy with operational requirements to ensure sustainable growth and efficient resource utilization. The detailed financial performance of the Aluminium Foil and PVC Films & Sheetings segments is presented in the Annual Report under the head Segmental Reporting.

#### **7. MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS:**

The Company firmly believes that its people are the cornerstone of its success and represent a key source of sustainable competitive advantage. The human resource philosophy of the Company is centered on attracting, developing and retaining the right talent, while fostering a culture of performance, responsiveness and accountability.

During the year under review, the Company had 72 permanent employees. The Company continued to strengthen its human resource management systems and practices by providing structured training and development opportunities, both through in-house programs and external platforms, aimed at enhancing technical competencies as well as managerial skills across functional areas.

The Company maintained a strong focus on employee engagement, performance enhancement and creating an enabling environment to drive productivity and innovation. Industrial relations during the year remained cordial and harmonious across all locations of operation. With a committed and capable workforce, the Company is well-positioned to meet future challenges and pursue its long-term growth objectives with confidence.

#### **8. SIGNIFICANT CHANGES:**

The changes in the Key Financial Ratios of the Company during the year are provided below.

Particulars	Current FY 2024-25	Previous FY 2023-24	YoY Change (%)	Reason for change
Current Ratio	1.95	1.83	6.48	There is a very nominal change.
Debtor Turnover Ratio	6.98	7.56	(7.72)	There is a very nominal change.
Inventory Turnover Ratio	8.82	8.60	2.53	There is a very nominal change.
Debt Equity Ratio	0.34	0.28	22.49	There is a very nominal change.
Return on Equity Ratio	5.13%	2.34%	118.70	This ratio has been improved due to rise in Net Profits in F.Y 2024-25.
Interest Coverage Ratio	4.14	2.57	61.19	This ratio has been improved due to rise in EBIT in FY 2024-25.
Operating Profit Margin Ratio	1.45	0.13	1049.04	This ratio has been improved due to rise in Operating profits in FY 2024-25.
Return on Net Worth	9.26	6.29	47.16	This ratio has been improved due to rise in EBIT in FY 2024-25.
Net Profit Ratio	1.79	0.76	136.31	This ratio has been improved due to rise in Net Profit in FY 2024-25.

## 9. NEW PRODUCT DEVELOPMENT:

The flexible packaging industry has witnessed increased usage of aluminium foil as a preferred material for products traditionally packed in alternative substrates, such as Gutkha and Pan Masala. Recognizing this trend, the Company has successfully positioned itself as a supplier of aluminium foil catering to diverse and high-demand applications. The Company now supplies aluminium foil to leading players in the market for use in cigarette foil packaging, milk powder packaging, and packaging of medical and surgical equipment. This diversification has strengthened the Company's product portfolio and enhanced its presence across multiple industries.

## 10. BUSINESS INITIATIVES:

Amco India Limited remains committed to delivering sustainable and superior performance in a dynamic and competitive global environment. The Company recognizes that consistent growth requires a combination of sound strategic planning and disciplined execution. In line with this vision, the Company has undertaken several new initiatives across both its business segments, namely Aluminium Foil and PVC Films/Sheetings. These initiatives are directed towards entering new markets, enhancing production capabilities, and focusing on higher value-added products to strengthen market presence, improve operational efficiency, and deliver long-term value to stakeholders.

## 11. MANAGEMENT'S PERCEPTION OF RISKS:

The Company recognizes that its operations are subject to exposure from various business, assets, and financial risks. A structured framework is in place to identify, monitor, and mitigate such risks in a timely and effective manner.

### Business Risks:

In relation to Aluminium Foil, PVC Films, and Sheetings, the Company is exposed to risks arising from market fluctuations, volatility in raw material prices, and changes in import duty structures. The Company actively monitors industry trends, supply chain dynamics, and regulatory changes to mitigate the impact of such risks.

### Assets Risks:

The Company's physical assets are exposed to potential risks such as accidents, fire, natural calamities, and other unforeseen events. To safeguard against such exposures, the Company maintains comprehensive insurance policies to ensure maximum indemnity in the event of loss. Further, it follows a system of continuous evaluation and updation of insurance coverage to ensure that conventional risks are adequately and prudently covered.

## 12. APPRECIATION & DEPRECIATION OF RUPEE AGAINST US \$:

In case of Aluminium Foil, the currency fluctuation had significant impact on the products sale in the market.

## 13. RESOURCES:

### Material:

For Aluminium Foil, India has abundant deposits of bauxite, ensuring steady availability of the primary raw material. In the case of PVC Films & Sheetings, while raw materials such as PVC resin, DOP, stabilisers and fillers are generally available, the Company has faced challenges due to fluctuations in PVC resin prices, which impact cost structures. For Non-Woven products, the primary raw materials are PP granules and PP pigments, both of which are sufficiently available without any scarcity concerns.

### Capital:

The Company continues to require additional funds to meet its working capital needs and long-term capital requirements in order to support enhanced production capacity and higher sales growth.

### PVC Films & Sheetings:

PVC Films & Sheetings enjoy wide applications across diverse industries such as automobiles, stationery, luggage, and electrical insulation. Their inherent fire-retardant properties further strengthen demand.

## 14. CAUTIONARY STATEMENT:

The Statements made in the Management Discussion and Analysis describing the Company's objectives, expectations, or projections may be "forward-looking statements" within the meaning of applicable securities laws and regulations. The actual results may differ materially from those expressed or implied due to various



factors. These include, but are not limited to, fluctuations in global and domestic demand-supply conditions impacting selling prices of finished goods, volatility in input availability and costs, changes in government policies and regulations, alterations in tax laws, economic developments within and outside the country, and other incidental factors such as litigation, industrial relations, and business environment uncertainties.

Place: Noida, U.P  
Date: 22.08.2025

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

**sd/-**  
**Rajeev Gupta**  
Chairman & MD  
DIN: 00025410  
Add: C 53-54, Sector 57,  
Noida, U.P 201301.

**sd/-**  
**Vidhu Gupta**  
Director  
DIN: 00026934  
Add: C 53-54, Sector 57,  
Noida, U.P 201301.

## AUDITORS' CERTIFICATE REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

The Members,  
**Amco India Limited**  
10795, Shop No G.F.7,  
Jhandewalan Road, Rexin Bazaar,  
Nabi Karim, New Delhi-110055.

I have examined the compliance of conditions of Corporate Governance by M/s. Amco India Limited, for the year ended 31st March, 2025 as per the Regulations 17 to 27, clauses (b) to (i) of Regulation 46(2), and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and amendments thereof.

### Management's Responsibility

The compliance of conditions of Corporate Governance is the responsibility of the Company's management. The preparation of the Corporate Governance Report is the responsibility of the management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to ensure compliance of conditions of the Corporate Governance stipulated in Listing Regulations.

### Auditor's Responsibility

Pursuant to the requirements of the Listing Regulations, my responsibility is to express a reasonable assurance in the form of an opinion as to whether the Company has complied with the conditions of corporate governance as stated in paragraph above. My responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring the compliance with the conditions of corporate governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

I have conducted my review on the basis of the relevant records and documents maintained by the Company and furnished to me for the review, and the information and explanations given to me by the Company.

### Opinion

Based on such review and to the best of my information and according to the explanations provided to me, in my opinion, the Company has complied, in all material respects, with the conditions of corporate governance as stipulated in the Listing Regulations during the year ended 31st March 2025.

I further 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.

### Restriction on use

This certificate is issued solely for the purpose of complying with the aforesaid regulations and may not be suitable for any other purpose.

Date: 17.08.2025  
Place: Gurugram

**For Mohit Bajaj & Associates**  
**(Company Secretaries)**

Sd/-  
**Mohit Bajaj**  
M. No.: A33214  
C.P. No.:15321  
P.R.C No.: 2007/2022  
UDIN: A033214G001021401

**Form No. MR-3****SECRETARIAL AUDIT REPORT****FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2025****[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,  
**Amco India Limited,**  
**CIN: L74899DL1987PLC029035**  
10795, Shop No. GF-7,  
Jhandewalan Road, Rexine Bazaar,  
Nabi Karim, New Delhi 110055.

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

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial audit, I hereby report that in my opinion, the company has during the audit period covering the financial year ended on **31st March, 2025** (Audit Period) 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 herein after:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2025, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and the amendments thereof;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 **(Not Applicable on the Company during the financial year under review)**;
  - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 **(Not Applicable on the Company during the financial year under review)**;
  - (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 **(Not Applicable on the Company during the financial year under review)**;
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 **(Not Applicable on the Company during the financial year under review)**;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 **(Not Applicable on the Company during the financial year under review)**;
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **(Not Applicable on the Company during the financial year under review)**; and

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

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

- i. Secretarial Standards with regard to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India;
- ii. Listing Agreement entered into by the Company with BSE Limited.

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

However, during financial year 2023-24, BSE Limited has shared the details of outstanding fines payable by the Company pursuant to SEBI SOP Circulars under Regulations 27(2), 17(1), 18(1), 19(1)/ 19(2), 20(1), 23(9) and 33 of SEBI (LODR) Regulations, 2015 for the previous periods or events. Accordingly, BSE Limited has ordered for the freezing of promoters demat account.

The Company has already provided requisite clarifications to BSE Limited and have made its representation before BSE Limited. The Company has also made required compliances. The Company has also raised the waiver request to BSE Limited in December, 2023. The reply of BSE Limited is still awaited on the same.

**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 Audit Period under review were carried out in compliance with the provisions of the Act.
- Adequate notice is given to all Directors to schedule the Board Meetings. The agenda and detailed notes on agenda were sent atleast seven days in advance other than those held at shorter notice, and a system exist for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation in the meeting.
- All decisions at Board Meetings and Committee meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors and Committees of the Board respectively. The circular resolutions passed by the Board of Directors of the Company were approved with requisite majority.

**I further report that** the compliances of applicable financial laws like direct and indirect tax laws and maintenance of financial records and books of accounts of the Company have not been reviewed in this Audit and the same have been subject to review by Statutory financial auditors and other designated professionals.

**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 the compliance with applicable laws, rules, regulations and guidelines.

Date: 17.08.2025  
Place: Gurugram

**For Mohit Bajaj & Associates**  
(Company Secretaries)

sd/-

**Mohit Bajaj**

M. No.: A33214

C.P. No.: 15321

P.R.C No.: 2007/2022

UDIN: A033214G001021410

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

To  
The Members,  
**Amco India Limited,**  
**CIN: L74899DL1987PLC029035**  
10795, Shop No. GF-7,  
Jhandewalan Road, Rexine Bazaar,  
Nabi Karim, New Delhi 110055.

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

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

Date: 17.08.2025  
Place: Gurugram

**For Mohit Bajaj & Associates**  
(Company Secretaries)

sd/-  
**Mohit Bajaj**  
M. No.: A33214  
C.P. No.: 15321  
P.R.C No.: 2007/2022  
UDIN: A033214G001021410

## Annexure to the Boards' Report: Annexure IV

**PARTICULARS OF REMUNERATION OF DIRECTOR IN COMPARISON TO EMPLOYEES SALARY AND OTHER DETAILS****I. Information pursuant to Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

- a) Ratio of the remuneration of each Director to the median remuneration of the Employees of the Company for the financial year:

(Explanation: (i) the expression "median" means the numerical value separating the higher half of a population from the lower half and the median of a finite list of numbers may be found by arranging all the observations from lowest value to highest value and picking the middle one; (ii) if there is an even number of observations, the median shall be the average of the two middle values).

- b) Percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary, or Manager, if any, in the financial year:

The ratio of remuneration of each Director to the Median Remuneration of all employees who were on the payroll of the Company and the percentage increase in remuneration of the Directors during the financial year 2024-25 are given below:

Name	Designation	Ratio to Median	% Increase in Remuneration
Mr. Rajeev Gupta	Managing Director	24.78:1	66.66%
Mrs. Vidhu Gupta*	Director	9.91:1	Nil
Ms. Rhea Gupta	Chief Financial Officer	12.39:1	100.00%

*\*\* Mrs. Vidhu Gupta was paid remuneration till 20th June, 2024 as Whole Time Director of the Company. Her designation was changed to Non-Executive Director w.e.f 21st June, 2024.*

The percentage increase in remuneration of the Directors & Chief Financial Officer during the financial year 2024-25 was 150%. The percentage increase in remuneration of Company Secretary during the financial year 2024-25 was Nil.

- c) Percentage increase (decrease) in the median remuneration of employees in the financial year: 11.48%
- d) Number of permanent employees on the rolls of Company: 72
- e) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

The percentage increase (decrease) in the median remuneration of employees other than the managerial personnel in the last financial year is 11.48. The appraisals given to each individual employee is based upon the employees' potential, experience as also their performance and contribution to the Company's progress over a period of time alongwith prevailing economic conditions & factors. During the financial year 2024-25 the percentage increase in remuneration of the Directors & Chief Financial Officer during the financial year 2024-25 was 150%. The percentage increase in remuneration of Company Secretary during the financial year 2024-25 was Nil.

- f) Affirmation that the remuneration is as per the Remuneration Policy of the Company:

It is affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other employees, adopted by the Company.

**II. Information pursuant to Section 197(12) read with Rules 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for the year ended on 31st March, 2025.**

- a) Details of top ten employees in terms of remuneration drawn:

In terms of the provisions of Section 197(12) of the Companies Act, 2013 read with rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement

showing the names and other particulars of top ten employees of the Company drawing remuneration can be made available on a specific request given to the Company, in writing.

**b) Name of every employee who if:**

- i. employed throughout the financial year, was in receipt of remuneration for that year which, in the aggregate, was not less than Rs. 1,02,00,000/- N.A.
- ii. employed for a part of the financial year, was in receipt of remuneration for any part of that year, at a rate which, in the aggregate, was not less than Rs. 8,50,000/- per month. N.A.
- iii. employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company. N.A.

Place: Noida, U.P  
Date: 22.08.2025

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

sd/-  
**Rajeev Gupta**  
Chairman & MD  
DIN: 00025410  
Add: C 53-54, Sector 57,  
Noida, U.P 201301.

sd/-  
**Vidhu Gupta**  
Director  
DIN: 00026934  
Add: C 53-54, Sector 57,  
Noida, U.P 201301.

**FORM NO. AOC -2**

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

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto.

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

S. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	N.A
b)	Nature of contracts/arrangements/transaction	N.A
c)	Duration of the contracts/arrangements/transaction	N.A
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	N.A
e)	Justification for entering into such contracts or arrangements or transactions'	N.A
f)	Date of approval by the Board	N.A
g)	Amount paid as advances, if any	N.A
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	N.A

2. Details of contracts or arrangements or transactions at Arm's length basis.:

S. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	Mrs. Poonam Gupta, Relative of the Directors.
b)	Nature of contracts/arrangements/transaction	Mrs. Poonam Gupta is the owner of the premises where the Registered office of the Company is situated and is paid rent for the same.
c)	Duration of the contracts/arrangements/ transaction	5 years (w.e.f 1st April, 2020 to 31st March, 2025).
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Monthly rent shall be paid for use of premises as registered office of the Company.
e)	Date of approval by the Board	11.02.2020
f)	Amount paid as advances, if any	None.

3. Details of contracts or arrangements or transactions at Arm's length basis.

S. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	M/s. Aluchem Marketing LLP Limited Liability Partnership in which Directors or Relatives are interested
b)	Nature of contracts/arrangements/transaction	Sale of Goods/ Fixed Assets and Purchase of Goods
c)	Duration of the contracts/arrangements/ transaction	No Duration
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Sale of Goods/ Fixed Assets and Purchase of Goods
e)	Date of approval by the Board	28.07.2020
f)	Amount paid as advances, if any	None.



**4. Details of contracts or arrangements or transactions at Arm's length basis.:**

S. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	M/s. Urethane Coaters Pvt. Ltd. Common Directorship
b)	Nature of contracts/arrangements/transaction	The Company has given machinery on rent to Urethane Coaters Private Limited.
c)	Duration of the contracts/arrangements/transaction	5 years (w.e.f 1st January, 2021 to 31st December, 2025).
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Rent for use of machinery of Amco India Limited by Urethane Coaters Private Limited.
e)	Date of approval by the Board	11.01.2021
f)	Amount paid as advances, if any	None.

**5. Details of contracts or arrangements or transactions at Arm's length basis.**

S. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	M/s. Nihao Marketing LLP Limited Liability Partnership in which Directors or Relatives are interested
b)	Nature of contracts/arrangements/transaction	Sale of Goods/ Fixed Assets and Purchase of Goods
c)	Duration of the contracts/arrangements/transaction	No Duration
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Sale of Goods/ Fixed Assets and Purchase of Goods
e)	Date of approval by the Board	09.04.2021
f)	Amount paid as advances, if any	None.

**6. Details of contracts or arrangements or transactions at Arm's length basis.**

S. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	Rhea Gupta Relative of Director
b)	Nature of contracts/ arrangements/ transaction	Payment of remuneration for holding position of Chief Financial Officer of the Company.
c)	Duration of the contracts/ arrangements/ transaction	No Duration
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Payment of remuneration of Rs. 2,50,000/- p.m. (including perquisites, allowances and other benefits) during her tenure as Chief Financial Officer of the Company.
e)	Date of approval by the Board	21.06.2024
f)	Amount paid as advances, if any	Nil.

Place: Noida, U.P  
 Date: 22.08.2025

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

**sd/-**  
**Rajeev Gupta**  
 Chairman & MD  
 DIN: 00025410  
 Add: C-53-54, Sector 57,  
 Noida, U.P-201301

**sd/-**  
**Vidhu Gupta**  
 Director  
 DIN: 00026934  
 Add: C-53-54, Sector 57,  
 Noida, U.P-201301

## CORPORATE GOVERNANCE REPORT

### 1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

The Company remains firmly committed to upholding the principles of sound Corporate Governance by adhering to the highest standards of transparency, trust and integrity, performance orientation, responsibility and accountability, professionalism, social responsiveness, ethical business practices and commitment to the organization as a self-discipline code for sustainable enrichment of value for stakeholders which include investors, directors, employees, suppliers, customers or the community in general. The Directors and employees have accepted a Code of Conduct that sets out the fundamental standards to be followed in all actions carried out for and on behalf of the Company.

### 2. BOARD OF DIRECTORS:

#### a) Composition:

The Board of Directors of the Company has a proper blend of Executive Directors and Non-Executive Directors including a women director. The Directors are accomplished and experienced individuals in their respective corporate fields. As on 31st March 2025, the Board of the Company consisted of four directors, one Executive Director, one Non- Executive Director (Woman Director), and two Non-Executive Independent Director. The Board has no institutional nominee director. The Company has an Executive Chairman.

- i. Mr. Rajeev Gupta: Chairman & Managing Director\*
- ii. Mrs. Vidhu Gupta: Non - Executive Director (Women Director) \*\*
- iii. Ms. Prarthana Aggarwal: Independent Non-Executive Director\*\*\*
- iv. Mr. Naseem Ahmad: Independent Non-Executive Director
- v. Mr. Dharampal Aggarwal: Independent Non- Executive Director\*\*\*\*
- vi. Mr. Ankit Aggarwal: Independent Non- Executive Director\*\*\*\*\*

\* Appointed as Chairman & Managing Director of the Company w.e.f 21st June, 2024.

\*\* Change in the designation from Whole Time Director to Non - Executive Non- Independent Director w.e.f 21st June, 2024.

\*\*\* Appointed as Independent Non- Executive Director w.e.f 22nd August, 2024.

\*\*\*\* resigned as Independent Non- Executive Director w.e.f 18th July, 2024, due to other professional commitment.

\*\*\*\*\* ceased to be Independent Non - Executive Director w.e.f 28th September, 2024, due to completion of tenure

#### b) Attendance of Directors in Board Meetings & Last AGM:

The Board met Nine (9) times during the year under report on 20.04.2024, 30.05.2024, 21.06.2024, 01.08.2024, 13.08.2024, 22.08.2024, 24.10.2024, 13.11.2024 and 14.02.2025. The following table gives details of composition, category of Directors, number of Board Meetings attended, last AGM attended and number of membership / chairmanship held in other boards / boards committees for the year ended on 31st March, 2025.

Name of Directors	Category of Directors	Number of Board Meetings attended	Attendance at last AGM held on 20th September, 2024	Number of other directorship held	Number of Committee Memberships (other companies)		Directorship in other listed company(ies) and category of Directorship
					Member	Chairman	
Mr. Rajeev Gupta*	Promoter Executive Director	9	Yes	Nil	Nil	Nil	Nil
Mrs. Vidhu Gupta**	Promoter Non- Executive Non- Independent Director	9	Yes	i. AMC Coated Fabrics Private Ltd.	Nil	Nil	Nil
Mr. Dharam Pal Aggarwal***	Independent Non-Executive Director	3	Yes	i. Vidya Polymer Private Limited (appointed w.e.f 10.04.2024) ii. DSK Foods Private Limited iii. Green Square Homes Private Limited iv. Greenify Prime Food Products Private Limited v. Misha Small Farmhouse Private Limited vi. Avir Agro Private Limited vii. VSD Capital Private Limited viii. Advance Films Private Limited ix. Vidya Green Ventures Private Limited x. Avir Flexible Private Limited xi. Vidya PU Foam Private Limited	Nil	Nil	Nil
Mr. Ankit Aggarwal****	Independent Non-Executive Director	3	Yes	Nil	Nil	Nil	Nil
Mr. Naseem Ahmad	Independent Non-Executive Director	9	Yes	Nil	Nil	Nil	Nil

Ms. Prarthana Gupta*****	Independent Non-Executive Director	4	Yes	i Alliance Fabrics Private Limited	Nil	Nil	Nil
--------------------------	------------------------------------	---	-----	------------------------------------	-----	-----	-----

\* Appointed as Chairman & Managing Director of the Company w.e.f 21st June, 2024.

\*\* Change in the designation from Whole Time Director to Non - Executive Non- Independent Director w.e.f 21st June, 2024.

\*\*\* Resigned from Directorship w.e.f 18th July, 2024.

\*\*\*\* Ceased to hold office upon completion of his tenure as Independent Director w.e.f 28th September, 2024.

\*\*\*\*\* appointed as Independent Non- Executive Director w.e.f 22nd August, 2024.

- The necessary quorum was present for all the meetings held during the financial year 2024-25.
- During the year 2024-25, information as mentioned in Schedule II Part A of the SEBI Listing Regulations, has been placed before the Board for its consideration.

**c) Disclosure of relationships between directors inter-se:**

The following directors of the Company are related to each other in the manner specified below:

Name of the Director	Relationship
Mr. Rajeev Gupta	Mr. Rajeev Gupta is spouse of Mrs. Vidhu Gupta.
Mrs. Vidhu Gupta	Mrs. Vidhu Gupta is spouse of Mr. Rajeev Gupta.

The other directors of the Company are not related to each other.

**d) Code of Conduct:**

The Board of Directors has adopted a Code of Conduct for all the Board Members and Senior Management including Managers of the Company and they have affirmed compliance with the code as on 31st March, 2025. The Annual Report of the Company contains a declaration to this effect signed by Managing Director & Chief Financial Officer of the Company. The above said Code of Conduct is posted on the website of the Company at <https://amcoindialimited.com/board-and-senior-management>.

**e) Familiarisation programme for Independent Directors:**

The Company has adopted the Training Policy for training of Independent Directors which inter-alia include the familiarization programmes in respect of their roles, rights, responsibilities in the Company, nature of the industry in the Company operates, business model of the Company etc. Further, the same is also taken care during the various Strategy meets of the Company. The Familiarization programme is uploaded on the website of the Company at <https://amcoindialimited.com/others>.

**f) Shares held by Non – Executive Directors:**

Mrs. Vidhu Gupta, Non- Executive Director of the Company, holds 1,73,053 equity shares of the Company.

**g) Skill/Expertise or Competence of the Board of Directors:**

The Board comprises of qualified members who possess required skills, expertise and competencies that allow them to make effective contributions to the Board and its Committees. The skills / expertise / competencies that have been identified for the effective functioning of the Company and are currently available with the Board included Leadership / Operational experience, Strategic Planning, Industry Experience, Research & Development and Innovation, Global Business, Financial, Regulatory / Legal & Risk Management, Corporate Governance.

Name of the Director	Area of Expertise
Mr. Rajeev Gupta	Leadership / Operational experience Industry Experience, Research & Development and Innovation Financial, Regulatory / Legal & Risk Management Corporate Governance
Mrs. Vidhu Gupta	Leadership / Operational experience Corporate Governance
Mr. Dharam Pal Aggarwal*	Financial, Regulatory / Legal & Risk Management Industry Experience, Research & Development and Innovation

Mr. Ankit Aggarwal**	Leadership / Operational experience Industry Experience, Research & Development and Innovation Strategic Planning Corporate Governance
Mr. Naseem Ahmad	Industry Experience, Research & Development and Innovation Leadership / Operational experience Strategic Planning Global Business
Ms. Prarthana Gupta	Identifying, assessing and mitigating risk across various business functions. Strategic Planning Optimizing Operational Processes.

\*Resigned from Directorship w.e.f 18th July, 2024.

\*\* Ceased to hold office upon completion of his tenure as Independent Director w.e.f 28th September, 2024.

#### **h) Separate Meetings of Independent Directors:**

##### **Meeting of Independent Directors**

A separate Meeting of the Independent Directors of the Company was held on 10th March, 2025, in compliance with the applicable statutory provisions. All the Independent Directors were present and participated in the said Meeting.

##### **During the Meeting, the Independent Directors:**

- Reviewed the performance of the Executive Directors, the Chairman, and the Board of Directors as a whole;
- Evaluated the quality, quantity, and timeliness of the flow of information between the management and the Board, which is necessary for the Board to perform its duties effectively; and
- Assessed their own performance as Independent Directors during the year.

After deliberations, the Independent Directors expressed their satisfaction on all the aforesaid matters.

The Board of Directors confirms that, in its opinion, all Independent Directors of the Company fulfill the conditions specified in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and are independent of the management.

##### **Changes in Independent Directors**

- Mr. Dharam Pal Aggarwal resigned from the position of Independent Director with effect from 18th July, 2024, due to other professional commitments. He has confirmed that there were no material reasons for his resignation other than those stated in the resignation letter.
- Ms. Prarthana Gupta was appointed as an Independent Director with effect from 22nd August, 2024.
- The tenure of Mr. Ankit Aggarwal, Independent Director, ended with effect from 28th September, 2024

### **3. AUDIT COMMITTEE:**

#### **a) Terms of Reference:**

The terms of reference of the Audit Committee include the matters as specified in the Listing Agreement and also as required under Section 177(4) of the Companies Act, 2013. The Committee acts as a link between the Auditors and the Board of Directors of the Company. The Board of Directors has constituted a Vigil Mechanism which is mandatory for listed Company as per sub section (9) of Section 177 of Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014.

The majority of the members of the Audit Committee are independent directors, including the Chairman and are 'financially literate' as required by Section 177 of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015. Moreover, the Chairman and members of the Audit Committee have 'accounting or related financial management expertise'.

The Committee also amended terms of reference as per Companies Act, 2013 & SEBI (LODR) Regulations, 2015 and thus scope of work shall include following matters:

Role/Scope of Audit Committee includes:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation to the Board, the fixation of Audit fees payable to Statutory Auditors of the Company;
3. Recommendation to the Board, the appointment of Cost Auditors of the Company and fixation of their cost Audit Fees;
4. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
5. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
  - a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013,
  - b. Changes, if any, in accounting policies and practices and reasons for the same,
  - c. Major accounting entries involving estimates based on the exercise of judgment by management,
  - d. Significant adjustments made in the financial statements arising out of audit findings,
  - e. Compliance with listing and other legal requirements relating to financial statements,
  - f. Disclosure of any related party transactions,
  - g. Qualifications in the draft audit report,
6. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
7. 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 a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
8. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
9. Approval or any subsequent modification of transactions of the company with related parties;
10. Scrutiny of inter-corporate loans and investments;
11. Valuation of undertakings or assets of the company, wherever it is necessary;
12. Evaluation of internal financial controls and risk management systems;
13. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
14. Reviewing the adequacy of internal audit function 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;
15. Discussion with internal auditors and/or auditors of any significant findings and follow up there on;
16. Reviewing the findings of any internal investigations by the internal auditors/auditors/agencies 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;
17. 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;
18. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of nonpayment of declared dividends) and creditors;
19. To review the functioning of the Whistle Blower mechanism;
20. To review the follow-up action on the audit observations of Audit;
21. Provide an open avenue of communication between the Independent auditor, internal auditor and the Board of Directors;

22. Review with the independent auditor the co-ordination of audit efforts to assure completeness of coverage, reduction of redundant efforts, and the effective use of all audit resources;
23. Consider and review the following with the independent auditor and the management:
  - a. The adequacy of internal controls including computerized information system controls and security, and
  - b. Related findings and recommendations of the Independent auditor and internal auditor, together with the management responses.
24. The Audit Committee shall mandatorily review the following information:
  - a. Management discussion and analysis of financial condition and results of operations;
  - b. Statement of significant related party transactions (as defined by the Audit Committee), submitted by Management;
  - c. Management letters / letters of internal control weaknesses issued by the statutory auditors;
  - d. Internal audit reports relating to internal control weaknesses;
  - e. The appointment, removal and terms of remuneration of the Chief internal auditor; and
  - f. Certification/Declaration of Financial Statements by the Chief Executive/Chief Financial Officer.
25. Review all Related Party Transactions in the Company. For this purpose, the Audit Committee may designate a member who shall be responsible for reviewing related party transactions.
26. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
27. The Audit Committee shall have additional functions/features as prescribed under Companies Act 2013 and Listing Agreement, as amended from time to time.

Explanation (i): The term “related party transactions” shall have the same meaning as provided in the SEBI (LODR) Regulations, 2015 and Companies Act 2013 read with related rules issued thereon including any statutory modifications and amendments as may be issued from time to time.

**b) Composition of Audit Committee:**

The Audit Committee consists of the following directors as its Chairman and the members as on 31st March, 2025:

1. Mr. Naseem Ahmad, Chairman & Member
2. Ms. Prarthana Gupta, Member.
3. Mr. Rajeev Gupta, Member

**c) Meetings of the committee during the year:**

The details of five (5) meetings of Audit Committee held during the year 2024-25 are as follows:

S. No.	Date	Name of Members	Category	Attendance
1.	30.05.2024	Mr. Dharam Pal Aggarwal Mr. Naseem Ahmad Mr. Rajeev Gupta	Non-Executive Independent- Chairman Non-Executive Independent Executive	Present Present Present
2.	20.06.2024	Mr. Dharam Pal Aggarwal Mr. Naseem Ahmad Mr. Rajeev Gupta	Non-Executive Independent- Chairman Non-Executive Independent Executive	Present Present Present
3.	13.08.2024	Mr. Ankit Aggarwal Mr. Naseem Ahmad Mr. Rajeev Gupta	Non-Executive Independent- Chairman Non-Executive Independent Executive	Present Present Present
4.	13.11.2024	Mr. Naseem Ahmad Ms. Prarthana Gupta Mr. Rajeev Gupta	Non- Executive Independent- Chairman Non -Executive Independent Executive	Present Present Present
5.	14.02.2025	Mr. Naseem Ahmad Ms. Prarthana Gupta Mr. Rajeev Gupta	Non- Executive Independent- Chairman Non -Executive Independent Executive	Present Present Present

Mr. Ankit Aggarwal, Chairman of Audit Committee was present in the 37th Annual General Meeting of the Company held on 20th September 2024 to answer shareholders' queries on his behalf.

**d) Related Party Transactions & the Policy on RPTs:**

The Company has formulated a policy on materiality of Related Party Transactions and also on dealing with Related Party Transactions. The same has been posted on the website of the Company at <https://amcoindia.com/policies>. The Company gives the disclosure regarding the details of all the material transactions, if any, with related parties on quarterly basis along with the compliance report on Corporate Governance. Further, suitable disclosure as required by the Accounting Standards (AS18) has been made in the notes to the Financial Statements.

**4. NOMINATION AND REMUNERATION COMMITTEE:**

**a) Terms of Reference:**

The Committee was formed to review and approve, inter-alia, the pay package, annual increments, incentives, additional perquisites, etc. of Managing Director, Whole-time Directors and other Directors of the Company. The Committee takes into consideration the best remuneration practices being followed in the industry while fixing appropriate remuneration packages. As per Companies Act, 2013, Committee may also lay down the criteria for the appointment or removal of any Director, Remuneration of Directors, Key Managerial Personnel and other employees and recommend the same to the Board.

The scope of the Nomination and Remuneration Committee is as under:

“Finalizing the salary, structure, applicable perks & allowances and deciding the annual bonus pool/ variable pay & policy for its distribution across the executives and non-unionized supervisors within prescribed limits. The Committee may also decide issues like ESOP schemes, performance incentive schemes, superannuation benefits and any other fringe benefits.”

**b) Composition of Nomination and Remuneration Committee:**

The Nomination & Remuneration committee comprises of the following members as on 31st March, 2025:

1. Ms. Prarthana Gupta, Chairman & Member.
2. Mr. Naseem Ahmad, Member
3. Mrs. Vidhu Gupta, Member.

**c) Meetings of the committee during the year:**

The Nomination & Remuneration Committee met three (3) times during the period of report on 20.06.2024, 22.08.2024 and 04.03.2025.

**d) Attendance Record of the Committee members during the year:**

The details of attendance at meeting are as follows:

S. No.	Date	Name of Members	Category	Attendance
1.	20.06.2024	Mr. Naseem Ahmad Mr. Dharam Pal Aggarwal	Non-Executive Independent- Chairman Non-Executive Independent	Present Present
2.	22.08.2024	Mr. Naseem Ahmad Mr. Ankit Aggarwal Mrs. Vidhu Gupta	Non-Executive Independent- Chairman Non-Executive Independent Non –Executive Non - Independent	Present Present Present
3.	04.03.2025	Ms. Prarthana Gupta Mr. Naseem Ahmad Mrs. Vidhu Gupta	Non-Executive Independent- Chairman Non-Executive Independent Non- Executive Non- Independent	Present Present Present

Mr. Naseem Ahmad, Chairman of the Nomination and Remuneration Committee attended the 37th Annual General Meeting of the Company was held on 20th September, 2024.

**e) Performance evaluation Criteria:**

The Corporate Governance norms mandated that the Board shall monitor or review Board evaluation framework. The Companies Act, 2013 states that a formal annual evaluation needs to be made by the Board of its performance and that of Committees and of the Directors. The Schedule IV of the Companies Act, 2013 states that the performance evaluation of the Independent Directors shall be done by the entire Board of Directors, excluding the Director being evaluated.

The evaluation of all the Directors and the Board as the whole was conducted based on the criteria and



framework adopted by the Board. The Board works with the Nomination & Remuneration committee to lay down the evaluation criteria for the performance of executive/non-executive/independent directors through a peer evaluation excluding the Director being evaluated through the Board efficiency survey. The details of the evaluation criteria are given in the Director's Report.

## 5. STAKEHOLDERS' RELATIONSHIP COMMITTEE:

In compliance with the requirements of the SEBI (LODR) Regulations, 2015 and pursuant to Section 178 of Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, the Company has constituted 'Stakeholders' Relationship Committee' to look into issues relating to shareholders including dematerialization, dividends and share transfers. The transfers are regularly approved by the Stakeholders' Relationship Committee, to whom the powers relating to the share transfer has been assigned, at its meetings held as and when required and also the investor grievances, if any, are redressed.

### a) Composition of the committee is as under:

The Stakeholders Relationship Committee comprises of the following members as on 31st March, 2025:

1. Mr. Naseem Ahmad, Chairman & Member
2. Mr. Rajeev Gupta, Member
3. Mrs. Vidhu Gupta, Member

### b) Meetings of the committee during the year:

The Shareholder's Committee met eight (8) times during the year under report on 04.04.2024, 18.07.2024, 03.09.2024, 14.10.2024, 26.10.2024, 28.11.2024, 22.01.2025 and 01.02.2025.

### c) Attendance Record of Committee members during the year:

The details of the attendance at the meetings are as follows:

S. No.	Date	Name of Members	Category	Attendance
1.	04.04.2024	Mr. Naseem Ahmad Mr. Rajeev Gupta Mrs. Vidhu Gupta	Non-Executive Independent- Chairman Executive Executive	Present Present Present
2.	18.07.2024	Mr. Naseem Ahmad Mr. Rajeev Gupta Mrs. Vidhu Gupta	Non-Executive Independent- Chairman Executive Non –Executive Non - Independent	Present Present Present
3.	03.09.2024	Mr. Naseem Ahmad Mr. Rajeev Gupta Mrs. Vidhu Gupta	Non-Executive Independent- Chairman Executive Non –Executive Non - Independent	Present Present Present
4.	14.10.2024	Mr. Naseem Ahmad Mr. Rajeev Gupta Mrs. Vidhu Gupta	Non-Executive Independent- Chairman Executive Non –Executive Non - Independent	Present Present Present
5.	26.10.2024	Mr. Naseem Ahmad Mr. Rajeev Gupta Mrs. Vidhu Gupta	Non-Executive Independent- Chairman Executive Non –Executive Non - Independent	Present Present Present
6.	28.11.2024	Mr. Naseem Ahmad Mr. Rajeev Gupta Mrs. Vidhu Gupta	Non-Executive Independent- Chairman Executive Non –Executive Non - Independent	Present Present Present
7.	22.01.2025	Mr. Naseem Ahmad Mr. Rajeev Gupta Mrs. Vidhu Gupta	Non-Executive Independent- Chairman Executive Non –Executive Non - Independent	Present Present Present
8.	01.02.2025	Mr. Naseem Ahmad Mr. Rajeev Gupta Mrs. Vidhu Gupta	Non-Executive Independent- Chairman Executive Non –Executive Non - Independent	Present Present Present

Mr. Naseem Ahmad, Chairman of the Stakeholder's Relationship Committee attended the 37th Annual General Meeting of the Company held on 20th September, 2024.

**d) Details of Complaints received, not solved to satisfaction of shareholder or pending during the year:**

During the year under review the Company has not received any complaint from the investors. No investor's complaints were pending or remained unsolved as on 31st March 2025.

A separate e-mail id has been created for better investor communications and redressal of the grievances, which is [investorcommamco@gmail.com](mailto:investorcommamco@gmail.com) for prompt services by the company to the esteemed shareholders.

**e) Compliance Officer:**

Ms. Priyanka Beniwal, Company Secretary was appointed as the Compliance officer of the Company. The Company Secretary also acts as the Secretary to the various empowered Committees of the Board.

**f) Senior Management:**

In terms of Clause 5B of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the particulars of Senior Management as on 31st March, 2025 are provided below:

S. No.	Name	Designation
Key Managerial Personnel		
1.	Ms. Rhea Gupta	Chief Financial Officer
2.	Ms. Priyanka Beniwal	Company Secretary & Compliance Officer
Senior Management		
3.	Mr. Ashish Kumar Rana	Manager (Production)
4.	Mr. Gaurav Babber	Manager (Sales & Marketing)
5.	Mr. Bharat Bhushan	Manager (Finance & Accounts)
6.	Mr. N.K Yadav	Manager (Human Resouces)

There were no changes in the senior management during the financial year under review.

**6. REMUNERATION OF DIRECTORS:**

**a) Pecuniary transactions with non-executive directors:**

During the year under review, there were no pecuniary transactions with any non-executive directors of the Company.

**b) Remuneration Policy:**

The Company's Remuneration Policy is designed to attract, retain and motivate high-caliber talent by taking into account the talent market, national and international remuneration trends, and the competitive requirements of its diverse businesses. The structure of remuneration broadly comprises fixed pay, perquisites, and performance-linked incentives. The composition of total remuneration varies across levels and is determined by industry benchmarks, the qualifications and experience of employees, responsibilities entrusted, and their individual performance.

In respect of the Managing Director and Whole-time Directors, where in any financial year the Company has no profits or inadequate profits, remuneration shall be paid strictly in accordance with Section II of Part II of Schedule V of the Companies Act, 2013, subject to requisite approvals.

**c) Remuneration to Directors:**

The remuneration paid by the Company to Managing Director & Whole Time Directors is per the terms of their appointment. The details of the same are enumerated below.

No sitting fee is paid by the Company to the Non-Executive Directors.

The details of remuneration paid to Managing Director/Whole Time Director during the year ended 31st March, 2025. (Amount in INR)

Name	Total Salary (p.a.) (in INR)	Service Contract Details
Rajeev Gupta, Chairman & Managing Director	48,00,000/- *	Salary Payment of Commission. Perquisites: Reimbursement of Medical expenses, Leave Travel Concession, Club Membership Fees, Personal Insurance or other benefits as may be determined by the Board of Directors to be paid by the Company. Other Benefits: Company's Car alongwith the driver. Telephone & internet at residence shall be reimbursed by the Company. Reimbursement of entertainment expenses incurred for the Company's business. Provident Fund, Superannuation Fund, Gratuity, Leave Encashment.
Vidhu Gupta, Director	5,00,000/- **	Salary Perquisites: Reimbursement of Medical expenses, Leave Travel Concession, Personal Insurance to be paid by the Company. Other Benefits: As may be determined by the Board of Directors. Provident Fund, Superannuation Fund, Gratuity, Leave Encashment.

\*The Remuneration of Mr. Rajeev Gupta, Chairman & Managing Director of the Company, was revised to INR 5,00,000/- p.m w.e.f 1st October, 2024.

\*\* Mrs. Vidhu Gupta was paid remuneration till 20th June, 2024 as Whole Time Director of the Company. Her designation was changed to Non- Executive Director w.e.f 21st June, 2024.

- The Company at present does not have a scheme for grant of stock options either to the Directors or Employees.
- The Company has not paid any remuneration to the Non-Executive Directors during the FY 2024-25.
- This year Company has not paid any commission to any Director.

## 7. GENERAL BODY MEETINGS:

### a) Location & time of last three AGMs:

The last three Annual General Meetings of the Company were held as under:

AGM	Financial Year	Date	Time	Location
35th	2021-22	30.09.2022	01.00 P.M	Video Conferencing ("VC")/ Other Audio- Visual Means ("OAVM")
36th	2022-23	30.09.2023	01.00 P.M	Video Conferencing ("VC")/ Other Audio- Visual Means ("OAVM")
37th	2023-24	20.09.2024	01.00 P.M	Video Conferencing ("VC")/ Other Audio- Visual Means ("OAVM")

### b) Special Resolution passed in the previous three AGMs:

AGM	Financial Year	Details of Special Resolution Passed
35th	2021-22	Nil
36th	2022-23	Nil
37th	2023-24	i. Appointment of Mr. Rajeev Gupta as Chairman and Managing Director of the Company. ii. Approval for change in the designation of Mrs. Vidhu Gupta as Non- Executive Non - Independent Director of the Company. iii. Appointment of Ms. Prarthana Gupta as an Independent Director of the Company.

### c) Special resolution through Postal Ballot:

No special resolution was passed through postal ballot in the financial year 2024-25.

### d) Special resolution proposed through postal ballot:

No special resolution is proposed to be passed through postal ballot immediately.

**8. MEANS OF COMMUNICATION:**

Quarterly Financial Results	The Company has regularly furnishes the quarterly unaudited, half yearly as well as annual audited results to the Stock Exchanges, after being approved by the Board by uploading the results on the website of the Stock Exchange (within 30 minutes of closure of the Board Meeting). The results are also uploaded on the website of the Company for the easy and quick access of the Investors group.
Newspaper where the results are published	The quarterly, half yearly and the annual Financial Results of the Company are published in the main editions of leading English & Hindi Newspaper – The Financial Express & Loksatta.
Website	The website of the Company <a href="https://www.amcoindialimited.com">https://www.amcoindialimited.com</a> contains a dedicated Functional segment called “INVESTOR” where all the Information needed by the members is available including statement of investors complaint, shareholding pattern, quarterly, half yearly and Annual Audited Results, various policies, code of Conduct for the board and Senior Management & code on Prohibition of Insider Trading, other compliances with Corporate Governance and window for Handling Investor Grievances.
Displays official news releases	Official news releases and official media releases are sent to Stock Exchanges and are also available on the website of the Company.
Annual Report	Integrated Annual Report containing, inter alia, the Report of Board of Directors, Corporate Governance Report, Additional Shareholder's Information, Management's Discussion and Analysis (MD&A), audited Financial Statements together with Auditor's Report and other important information are circulated to the Shareholders and other concerned persons. The Annual Report is also available on the website of the Company in a downloadable form.
E – mail IDs for Investors	Following designated e-mail IDs of the Compliance Officer exclusively given on the website to redress their queries: E – mail: investorcommamco@gmail.com
Letters / e-mails / SMS to Investors	The Company addressed various investor-centric letters / e-mails / SMS to its shareholders during the year.
Presentation to Institutional Investors or to analysts	The Company did not make any presentation to the institutional investors or the analysts.
BSE Listing Centre (Listing Centre)	Listing Centre is a web based application designed by BSE Limited for corporates. All periodical and other compliance filings are filed electronically on the Listing Centre.
SEBI Complaints Redress System(SCORES)	The Investor complaints, if any, are processed at SEBI in a centralized web-based complaints redress system. The salient features of this system are centralised database of all complaints, online upload of Action Taken Reports (ATRs) by concerned companies and online viewing by investors of actions taken on the complaints and their current status.

**9. GENERAL SHAREHOLDERS INFORMATION:****i. 38th Annual General Meeting:**

Date: 30th September, 2025

Day: Tuesday

Time: 01.00 P.M.

Via Video Conferencing (VC) or Other Audio Visual Means (OAVM)

**ii. Financial Year:**

1st April 2024 to 31st March, 2025

**iii. Date of Book Closure:**

Wednesday, 24th September, 2025 to Tuesday, 30th September, 2025 (both days inclusive)

**iv. Dividend Payment Date:**

No dividend declared.

**v. Listing on Stock Exchanges & Stock Code:**

Sl. No.	Name of the Stock Exchange	Stock Code
1.	BSE Limited (BSE)	530133

The Company has paid Listing fees for the Financial Year 2024-25 to BSE Limited. The Company has also made the payment of Annual Custody fees to National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for the financial year 2024-25.

**vi. Market High and Low during each month for the Financial Year 2024-25 on BSE:**

Month	High	Low
April, 2024	66.00	54.15
May, 2024	66.00	55.00
June, 2024	66.00	54.60
July, 2024	69.00	57.10
August, 2024	70.49	54.30
September, 2024	96.31	64.98
October, 2024	124.00	73.10
November, 2024	107.00	79.10
December, 2024	98.80	79.10
January, 2025	88.00	69.26
February, 2025	86.00	68.00
March, 2025	82.00	62.50

**vii. Registrar and Transfer Agent**

Beetal Financial & Computer Services Private Limited  
 Beetal House, 3rd Floor, 99, Madan Gir, Behind Local Shopping Centre,  
 Dada Harsukhdas Mandir, New Delhi-110062.  
 Ph. No.: 011-29961281, 29961282; Fax No.: 011-29961284

**viii. Share Transfer System:**

The shares of the Company are compulsorily traded in dematerialised form. Shares received in physical mode are processed and approved by the Stakeholders Relationship Committee within a period of 15 days from the date of receipt provided the documents lodged are being valid and complete in all respects.

As per SEBI Press Release bearing no. 12/2019 dated 27th March, 2019, except in case of transmission and transposition of securities, request for effecting the transfer of securities held in physical form is disallowed with effect from 1st April, 2019. However, transfer deeds once lodged prior to 1st April, 2019 and returned due to the deficiency in the document, may be re-lodged even after 1st April, 2019 with the office of the Company's Registrar and Share Transfer Agent, Beetal Financial & Computer Services Private Limited or at the Corporate Office of the Company.

**ix. Distribution of Shareholding as on 31st March, 2025:**

The shareholding in Amco India Limited by major categories of Shareholders as at the end of 31st March, 2025 is presented hereunder:

**a) Shareholding pattern:**

Category of Shareholders	No. of Shares held	% of Total
Promoters – Individual	2243526	54.59
Promoter – Corporate	396175	9.64
Promoters – HUF	54401	1.32
Mutual Funds	200	0.00
Central Govt./ State Govt./ President of India	100000	2.43
Resident Individuals	1233709	30.02

Non- Resident Indians	37100	0.90
Non-Resident Indians - Non – Repatriable	4791	0.12
Non Resident Indians - Repatriable	922	0.02
Body Corporate /Bodies Corporate	13635	0.33
Other – HUF	25341	0.62
ESOP/ESOS/ESPS	200	0.01
<b>Total</b>	<b>4110000</b>	<b>100.00</b>

**b) Distribution Schedule:**

S. No.	Category	No. of Shareholders	% to Total Shareholders	No. of Shares	Amount (INR)	% of Total Amount
1.	Upto 5000	2952	91.99	319708	3197080	7.78
2.	5001 to 10000	123	3.83	99393	993930	2.42
3.	10001 to 20000	57	1.78	81928	819280	1.99
4.	20001 to 30000	18	0.56	46607	466070	1.13
5.	30001 to 40000	17	0.53	59697	596970	1.45
6.	40001 to 50000	9	0.28	41307	413070	1.01
7.	50001 to 100000	10	0.31	63428	634280	1.54
8.	100001 and above	23	0.72	3397932	33979320	82.67
<b>Total</b>		<b>3209</b>	<b>100.00</b>	<b>4110000</b>	<b>41100000</b>	<b>100.00</b>

**x. Dematerialisation of shares and liquidity:**

As on 31st March, 2025 a total of 39,27,472 Equity Shares of the Company which forms 95.559 % of the total Share Capital of the Company were in dematerialized form. The equity shares of Amco India Limited are traded on BSE Limited.

**xi. Outstanding GDRs/ADRs/Warrants or any convertible instruments, conversion date and likely impact on equity:**

Nil

**xii. Commodity Price Risk or Foreign Exchange Risk and Hedging activities:**

Nil

**xiii. Location of the Plants:**

S. No.	Plant	Location
1.	PVC Films / Sheetings Plant	C-53 & 54, Sector-57, Noida, Uttar Pradesh - 201301
2.	Flexible Laminated Foil Plant	82, EPIP Ist, Baddi, Distt. Solan, Himachal Pradesh -173205

**xiv. Correspondence Address:**

All correspondence relating to the shares of the Company should be sent to the Company's Registrar & Share Transfer Agents as mentioned in Item No. 9 (vii) till further communication from the Company.

**xv. Investor communications / Grievance redressal e-mail id:**

As part of the initiative to provide enhanced levels of service to the investors, the Company has designated an e-mail ID- investorcommamco@gmail.com exclusively for the purpose of addressing complaints to enable the Company to attend to such complaints on priority.

**10. OTHER DISCLOSURES:**

- There were no materially significant related party transactions i.e., transactions of material nature of the Company with its promoters, directors or the management or relatives, etc. that may have potential conflict with the interests of the company at large. The related party transactions are duly disclosed in the Notes on Accounts to the Balance Sheet.

- ii. There was delay in filings under Regulation 23(9) of SEBI (LODR) Regulations, 2015 for the previous three financial years i.e 2020-21, 2021-22 & 2022-23. Except this, there were no other capital market related matter during the last three years concerning non-compliance of regulations of SEBI, Stock Exchanges and other Statutory Authorities.
- iii. The Company has established a Vigil Mechanism/Whistle Blower Policy and no personnel have been denied access to the Audit Committee. The details of the same are also posted on the website of the Company.
- iv. To the best of the knowledge and belief, the Company is complying with all applicable laws during the year under review. The Board has reviewed Compliance Report of all laws applicable to the Company and the steps taken by the Company to rectify instances of non-compliances. The Company ensures the compliances of the non-mandatory requirements to the great extent.
- v. The Policy of the Company relating to the materiality of the related party transaction is hosted on the website of the Company at <https://amcoindialimited.com/policies>.
- vi. A certificate from a company secretary in practice that none of the directors on 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 is forming part of this Annual Report.
- vii. Statutory Auditors and their Fee: M/s V. V Kale & Co., the Chartered Accountants are the Statutory Auditors of the Company. The payment made to the Statutory Auditors during the Financial Year 2024-25, can be viewed under respective notes of Balance Sheet.
- viii. The Board of Directors had accepted all the recommendations given by the committees of the Board during the financial year.
- ix. The disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 for the Financial year ended on 31st March, 2025 are as under:
  - a) number of complaints filed during the financial year: Nil
  - b) number of complaints disposed of during the financial year: Nil
  - c) number of complaints pending as on end of the financial year: Nil
- x. The details of loans & advances given by the Company during the financial year under review to firms/companies in which directors are interested can be viewed in respective notes to the Balance Sheet.
- xi. There is no deviation in following the treatments prescribed in any Accounting Standard in preparation of financial statements of the Company during the year.

#### **11. CEO & CFO CERTIFICATION:**

The certificate from Mr. Rajeev Gupta, Chairman & Managing Director and Ms. Rhea Gupta, Chief Financial Officer of the Company, pursuant to provisions of Regulation 17(8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year under review was placed before the Board of Directors of the Company. A copy of the certificate on the Financial Statements of the Company for the Financial Year ended 31st March, 2025 is annexed along with this report.

#### **12. MANAGEMENT DISCUSSION & ANALYSIS REPORT:**

The Management Discussion and Analysis Report is provided in a separate section and forms part of the Annual Report.

#### **13. ANNUAL SECRETARIAL COMPLIANCE REPORT:**

The Company has obtained an Annual Secretarial Compliance Report from Company Secretary in practice, confirming compliance of SEBI Regulations / Circulars / Guidelines issued thereunder and applicable to the Company. There are no observations or adverse remarks in the said report.

#### **14. NO DISQUALIFICATION CERTIFICATE FROM COMPANY SECRETARY IN PRACTICE:**

A Certificate from Company Secretary in practice, confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the SEBI, Ministry of Corporate Affairs, or any such other Statutory Authority, as stipulated under Regulation 34(3) of the Listing Regulations, is attached to this Report.

**15. COMPLIANCE CERTIFICATE FROM COMPANY SECRETARY IN PRACTICE:**

A Certificate from Company Secretary in practice confirming compliance with conditions of Corporate Governance, as stipulated under Regulation 34 of the Listing Regulations, is attached to this Report.

**16. COMPLIANCES REGARDING INSIDER TRADING:**

The Company has in place a 'Code of Conduct for Prevention of Insider Trading', in accordance with the SEBI (Prohibition of Insider Trading) Regulations, 2015, read with SEBI (Prohibition of Insider Trading) Amendment Regulations, 2018.

Accordingly, the Board approved and adopted the Code of Internal Procedures and Conduct for Prevention, Regulating, Monitoring and Reporting of Insider Trading under SEBI (Prohibition of Insider Trading) Regulations, 2015 including amendments, if any. The code referred to in above is placed on the Company's website at <https://amcoindialimited.com/prevention-of-insider-trading>.

**17. DISCLOSURES WITH RESPECT TO SUSPENSE ESCROW DEMAT ACCOUNT:**

As per the Circular(s) issued by SEBI, after due verification of the investor service requests received from the Shareholders/Claimants, LOCs are issued in lieu of physical share certificate(s) by Companies/RTAs. The validity of such LOCs is 120 days from the date of issuance, within which the Shareholder/Claimant is required to make a request to the Depository Participant (DP) for dematerialising the shares covered by the LOC. In case the demat request is not submitted within the aforesaid timeline of 120 days, companies are required to transfer such shares to Suspense Escrow Demat Account (SEDA) opened by companies for this purpose. Shareholders/Claimants can claim back their shares from SEDA by submitting the required documents to the Company's RTA as per SEBI Advisory dated 30th December, 2022, as amended.

The details of shares transferred to / released from SEDA during the financial year 2024-25 are as under:

S. No.	Particulars	No. of Shareholders/Claimants	No. of Shares
i.	Shares lying in Suspense Escrow Demat Account as on 1st April, 2024	Nil	0
ii.	Shares transferred to Suspense Escrow Demat Account during financial year 2024-25	1	200
iii.	Shares claimed back from Suspense Escrow Demat Account during financial year 2024-25	Nil	0
iv.	Shares lying in Suspense Escrow Demat Account as on 31st March, 2025	1	200

The voting rights on these shares shall remain frozen till the rightful owner of the shares claims the shares. The Company has not transferred any shares to any other Suspense Account.

**18. DISCRETIONARY REQUIREMENTS:****a) The Board:**

The Chairperson of the Company is the executive director and the requirement of the non-executive Chairperson is not applicable to the Company.

**b) Modified opinion(s) in audit report:**

The Company confirms that its financial statements are with unmodified audit opinion.

**c) Reporting of internal Auditor:**

The Internal Auditor of the Company report directly to the Audit Committee for suggestions and issues, if any.

Place: Noida, U.P.  
Date: 22.08.2025

**For Amco India Limited**

sd/-  
**Rajeev Gupta**  
 Chairman & Managing Director  
 DIN: 00025410  
 Add: C-53-54, Sector-57,  
 Noida, U.P-201301



**DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR  
MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT**

***[Regulation 34(3) read with Schedule V (Part D) of the SEBI (Listing Obligations and  
Disclosure Requirements) Regulations, 2015]***

This is to confirm that the Company has adopted a Code of Conduct for its Board Members and other Senior Management Personnels.

I, Rajeev Gupta, Managing Director of M/s. Amco India Limited do hereby declare that all the Board Members and Senior Management including general managers have complied with the provisions of the Code of Conduct of Board of Directors and Senior Management of the Company during the Financial Year 2024-25.

**Place: Noida, U.P.  
Date: 22.08.2025**

**For Amco India Limited**

**Sd/-**  
**Rajeev Gupta**  
Chairman & Managing Director  
DIN: 00025410  
Add: C-53-54, Sector 57,  
Noida, U.P.-201301

## COMPLIANCE CERTIFICATE

The Compliance Certificate as per the Regulation 17(8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 by the Chief Executive Officer (CEO) & Chief Financial Officer (CFO) of the Company to the Board of Directors of the Company for financial year 2024-25.

The Board of Directors,  
**Amco India Limited**  
 10795, Shop No G.F.7,  
 Jhandewalan Road, Rexin Bazaar,  
 Nabi Karim, New Delhi-110055.

We, Mr. Rajeev Gupta, Managing Director and Ms. Rhea Gupta, Chief Financial Officer of the Company '**Amco India Limited**' do certify to the Board that:

- A.** We have reviewed financial statements and the cash flow statement for the year 2024-25 and that to the best of our knowledge and belief:
  - i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - ii. these statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B.** There are, to the best of our knowledge and belief, no transactions entered into by the listed entity during the year which are fraudulent, illegal or violative of the listed entity's code of conduct.
- C.** We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D.** We have indicated to the auditors and the Audit committee:
  - i. significant changes in internal control over financial reporting during the year;
  - ii. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements, if any; and
  - iii. 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 listed entity's internal control system over financial reporting.

**For Amco India Limited**

**Place: Noida, U.P**  
**Date: 30.05.2025**

**sd/-**  
**Rajeev Gupta**  
 Chairman & MD  
 DIN: 00025410  
 Add: C 53-54, Sector 57,  
 Noida, U.P 201301.

**sd/-**  
**Rhea Gupta**  
 Chief Financial Officer  
 PAN: BPLPG8328C  
 Add: C 53-54, Sector 57,  
 Noida, U.P 201301.

## NO DISQUALIFICATION CERTIFICATE FROM COMPANY SECRETARY IN PRACTICE

The Members,  
**Amco India Limited**  
 10795, Shop No G.F.7,  
 Jhandewalan Road, Rexin Bazaar,  
 Nabi Karim, New Delhi-110055.

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Amco India Limited having CIN: L74899DL1987PLC029035 and having its registered office at 10795, Shop No G.F.7, Jhandewalan Road, Rexine Bazaar, Nabi Karim, New Delhi-110055, India (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 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](http://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 2025, 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.

S. No.	Name of the Director	DIN	Date of Appointment
i.	Rajeev Gupta	00025410	27.08.1987
ii.	Vidhu Gupta	00026934	30.07.2014
iii.	Dharampal Aggarwal*	00096684	26.08.2002
iv.	Ankit Aggarwal**	07129392	25.03.2015
v.	Naseem Ahmad	07727154	20.04.2022
	Prarthana Gupta	08030269	22.08.2024

\* Mr. Dharampal Aggarwal resigned from the position of Independent Director w.e.f. 18th July, 2024.

\*\* Mr. Ankit Aggarwal ceased to hold office as Independent Director w.e.f. 28th September, 2024 due to completion of his tenure.

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

Date: 17.08.2025  
 Place: Gurugram, HR

**For Mohit Bajaj & Associates**  
 (Company Secretaries)

sd/-  
**Mohit Bajaj**  
 M. No.: A33214  
 C.P. No.: 15321  
 P.R.C No.: 2007/2022  
 UDIN: A033214G001021399

## Independent Auditor's Report

### To the Members of Amco India Limited

### Report on the Standalone Financial Statements

#### Opinion

We have audited the accompanying standalone financial statements of Amco India Limited ("the Company"), which comprises of the balance sheet as at 31st March 2025, and the statement of Profit and Loss (including other comprehensive income), and the Statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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 31 March 2025, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

#### Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the 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 (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the 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. Based on our audit, there are no key audit matters to be discussed.

#### Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, 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 implementation and maintenance of 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 financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

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

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

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

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

Materiality is the magnitude of misstatements in the 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 sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the order.
2. As required by Section 143 (3) of the Act, we report that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - c. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
  - d. In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

- e. On the basis of the written representations received from the directors as on 31st March 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2025 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.
- g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 read with Schedule V to the Act.
- h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. the Company has disclosed the impact, wherever necessary, of pending litigations on its financial position in its standalone financial statements;
  - ii. the Company has made provision, as required under the applicable law or Indian Accounting Standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
  - iv.
    - (a) The Management has represented that, to the best of it's knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), 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 by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
    - (b) The Management has represented, that, to the best of it's knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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 performed that have been considered reasonable and appropriate in the circumstances, nothing has come to my/our notice that has caused me/ us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material mis-statement.
  - v. The company has not declared or paid any dividend during the financial year ended 31st March, 2025 and thus the reporting requirement as per Rule 11(f) is not applicable.
  - vi. Based on our examination, the accounting software used by the Company for maintaining its books of accounts for the financial year ended 31st March 2025 has not activated audit trail feature.

For, **V.V Kale & Co**  
 Chartered Accountants  
 Firm's registration number: 000897N

**sd/-**  
**Vijay V Kale**  
 Partner  
 Membership number: 080821  
 UDIN: 25080821BMHAOA8602

Place: Noida, U.P  
 Date: 30.05.2025

### **Annexure - A to the Independent Auditors' Report**

The Annexure referred to in Paragraph (1) under the heading of "Report on Other legal and Regulatory requirements) of our report to the members of the Company for the year ended 31st March 2025, we report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- (b) As explained to us, all items of Property, Plant and Equipment have been physically verified by the management in a phased & reasonable manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. We have been explained that no material discrepancies were noticed on such verification as compared to the book records.
- (c) According to the information and explanation given to us, the title deeds of the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the company.
- (d) According to the information and explanation given to us, the Company has not revalued its property, plant and equipment (including right of use of assets) or intangible asset or both during the financial year ended 31st March, 2025;
- (e) According to the information and explanation given to us, no proceedings have been initiated or pending against company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- (ii) (a) The inventory has been physically verified at reasonable intervals by the management. As per the information and explanation given to us, the discrepancies noticed on verification between the physical stocks and the book records do not exceed 10% or more in the aggregate for each class of inventory
- (b) As per the information and explanation provided to us, in respect of working capital limits in excess of five crore rupees, quarterly returns/ monthly statements filed with the bank or financial institutions are in agreement with the books of accounts, however there are some variations (not exceeding 10% in aggregate for the financial year) in the statements filed with the books but those are not material in nature.
- (iii) (a) In our opinion and according to the information provided to us the company has made investments and provided guarantees and granted unsecured loans or advances in the nature of loans as specified below:
  - (A) To Subsidiaries, Joint Ventures and Associates  
Nil
  - (B) To Other than Subsidiaries, Joint Ventures and Associates  
Please refer Clause (f) below
- (b) The terms and conditions of investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the interest of the company.
- (c) In respect of loans and advances in the nature of loans, the schedule of repayment of principal and payment of interest are not stipulated.
- (d) The amount is not overdue, on the above loan and advances; hence this clause is not applicable;
- (e) The amount is not overdue; on the above loan and advances; hence this clause is not applicable;
- (f) In our opinion and according to the information provided to us, the company has granted loans or advances in the nature of loans to Related Parties as defined in Section 2(76) to the Companies Act, 2013 which are either repayable on demand or without specifying any terms or period of repayment.

Details of the same is as under:

Aggregate Amount of Loans Granted during the Year (in 000s)	% of total loans granted during the year	Closing Balance as on 31.03.2025 (in 000s)
28,247.61	100%	3,490.25

- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Act in relation to loans given to Companies in which directors are interested.
- (v) The Company has not accepted any deposits covered by the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under. Accordingly, the provisions of Paragraph 3(v) of the Order are not applicable to the Company.
- (vi) We have been informed that the Central Government has prescribed the maintenance of cost records under section 148(1) of the Act and such accounts and records have been so made and maintained;
- (vii) (a) According to the records of the Company examined by us, the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Value Added Tax, Central Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and other statutory dues applicable to it.
- According to the information and explanations given to us, in our opinion no undisputed amounts payable in respect of statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Value Added Tax, Central Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess, and other statutory dues applicable to it were in arrears as at the balance sheet date for a period of more than six months from the date they became payable.
- (b) According to the records of the Company, there are no dues outstanding of Sales Tax (including Value Added Tax and Central Sales Tax), Wealth Tax, Service Tax, Custom Duty, Excise Duty or Cess on account of any dispute.
- (viii) The company has not recorded any transactions in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- (ix) (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender; hence this clause is not applicable;
- (b) The company has not declared willful defaulter by any bank or financial institution or other lender, hence this clause is not applicable;
- (c) The company has applied term loans for the purpose for which it was obtained;
- (d) The company has not raised any short term fund other than overdraft facilities from bank; hence this clause is not applicable;
- (e) The company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures; hence this clause is not applicable;
- (f) As per the information/ explanation provided to us, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies; hence this clause is not applicable.
- (x) (a) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments); hence this clause is not applicable;
- (b) The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year; hence this clause is not applicable.
- (xi) (a) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (b) No report under sub-section (12) of section 143 of the Companies 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; hence this clause is not applicable.
- (xii) The Company is not a Nidhi Company, hence Paras (xii)(a), (b), (c) are not applicable to the Company.
- (xiii) According to the information and explanation given to us and based on our examination of the records of the company, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act where applicable and the details have been disclosed in the financial statements, etc., as required by the applicable accounting standards.



- (xiv) (a) According to the information and explanation provided to us, the company has an internal audit system commensurate with the size and nature of its business;
- (b) The reports of the internal audit for the period under audit were considered in forming our opinion.
- (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 as restricted in section 192 of Companies Act, 2013; hence this clause is not applicable.
- (xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934 hence clause (a), (b), (c) and (d) are not applicable to the Company.
- (xvii) The company has not incurred cash losses in the financial year and in the immediately preceding financial year.
- (xviii) There is no resignation of statutory auditors during the year; hence this clause is not applicable.
- (xix) According to the information and explanations given to us and based on our examination of the records of the Company and financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, we were in the opinion that no material uncertainty exists as on the date of the audit report. The company is capable to repayment of liabilities due within one year from the date of balance sheet date.
- (xx) As per the information and explanation provided to us, provision of section 135 of Companies Act, 2013 is not applicable to the company.

**For, V.V Kale & Co**

Chartered Accountants

Firm's registration number: 000897N

**Sd/-**
**Vijay V Kale**

Partner

Membership number: 080821

UDIN: 25080821BMHQA8602

Place: Noida, U.P

Date: 30.05.2025

**Annexure - B to the Independent Auditors' Report**
**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of Amco India Limited ("the Company") as of 31st March 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

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 judgment, including the assessment of the risks of material misstatement of the standalone Ind AS 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, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2025, 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, V.V Kale & Co**

Chartered Accountants

Firm's registration number: 000897N

**Sd/-**

**Vijay V Kale**

Partner

Membership number: 080821

UDIN: 25080821BMHQA8602

Place: Noida, U.P

Date: 30.05.2025

**BALANCE SHEET AS AT 31st MARCH, 2025**

	Note No.	As at 31-03-2025 (Rs. in thousands)	As at 31-03-2024 (Rs. in thousands)
<b>ASSETS</b>			
<b>NON-CURRENT ASSETS</b>			
(a) Property, Plant and Equipment	4.1	1,32,412.90	1,51,571.31
(b) Capital Work in Progress	4.1	13,569.81	13,498.53
(c) Investment Property	4.2	30,273.88	31,219.97
(d) Intangible Assets		0.00	0.00
(e) Financial Assets			
(i) Investments	5	0.00	0.00
(ii) Loans	6	57,218.55	73,281.33
(iii) Others		0.00	0.00
(f) Deferred Tax Assets (Net)	7	0.00	0.00
(g) Other Non-Current Assets	8	0.00	0.00
		<b>2,33,475.15</b>	<b>2,69,571.14</b>
<b>CURRENT ASSETS</b>			
(a) Inventories	9	1,43,323.29	99,929.17
(b) Financial Assets			
(i) Trade Receivables	10	1,74,225.24	1,33,180.92
(ii) Cash and Cash Equivalents	11	385.74	1,809.43
(iii) Bank Balance other than (ii) above	12	13,819.65	9,032.43
(iv) Loans	13	2,459.26	2,934.62
(v) Others			
(c) Other Current Assets	14	13,285.50	6,060.75
		<b>3,47,498.68</b>	<b>2,52,947.32</b>
<b>TOTAL ASSETS</b>		<b>5,80,973.83</b>	<b>5,22,518.46</b>
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
(a) Equity Share Capital	15	41,100.00	41,100.00
(b) Other Equity	16	3,34,162.50	3,14,957.91
		<b>3,75,262.50</b>	<b>3,56,057.91</b>
<b>LIABILITIES</b>			
<b>NON-CURRENT LIABILITIES</b>			
(a) Financial Liabilities			
(i) Borrowings	17	13,415.23	13,428.89
(ii) Other Financial Liabilities		0.00	0.00
(b) Provisions	18	3,410.52	3,322.85
(c) Deferred Tax Liabilities (Net)	7	8,461.01	10,111.10
(d) Other Non-Current Liabilities		0.00	0.00
		<b>25,286.75</b>	<b>26,862.85</b>

**CURRENT LIABILITIES**

(a) Financial Liabilities			
(i) Borrowings	19	1,13,026.10	84,765.31
(ii) Trade Payables	20	44,661.84	39,550.64
(iii) Other Financial Liabilities	21	4,047.94	4,101.96
(b) Other Current Liabilities	22	10,802.82	7,158.27
(c) Provisions	23	2,277.79	1,927.27
(d) Current Tax	24	5,608.09	2,094.26
		<u>1,80,424.58</u>	<u>1,39,597.71</u>
<b>TOTAL EQUITY &amp; LIABILITIES</b>		<u><b>5,80,973.83</b></u>	<u><b>5,22,518.46</b></u>

Corporate Information, Basis of Preparation & Significant Accounting Policies 1-3

**The accompanying notes are an integral part of the Standalone Financial Statements**

As per our report of even date attached

**For V.V. Kale & Co.**

Chartered Accountants

Firm Registration Number: 0000897N

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

Sd/-

**Vijay V. Kale**

Partner

Membership No.: 080821

UDIN: 25080821BMHAOA8602

Sd/-

**Rajeev Gupta**

Managing Director

DIN: 00025410

Add: C 53-54, Sector 57,  
Noida, U.P-201301

Sd/-

**Vidhu Gupta**

Director

DIN: 00026934

Add: C 53-54, Sector 57,  
Noida, U.P-201301

Date: 30.05.2025

Place: Noida

Sd/-

**Rhea Gupta**

CFO

PAN: BPLPG8328G

Add: C 53-54, Sector 57  
Noida, U.P-201301

Sd/-

**Priyanka Beniwal**

Company Secretary

M. No.: A40461

Add: C 53-54, Sector 57,  
Noida, U.P-201301

Date: 30.05.2025

Place: Noida

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH, 2025**

	Note No.	2024-25 (Rs. in thousands)	2023-24 (Rs. in thousands)
<b>INCOME</b>			
Revenue from operations	25	10,53,028.78	10,35,882.34
Other income	26	19,223.75	21,065.86
<b>TOTAL INCOME</b>		<b>10,72,252.53</b>	<b>10,56,948.20</b>
<b>EXPENSES</b>			
Cost of Material Consumed	27	9,56,948.57	9,32,479.36
Change in inventory of finished goods and work in process	28	-14,238.42	8,376.12
Employee benefits expense	29	33,277.11	39,364.38
Finance Costs	30	11,899.66	11,271.23
Depreciation and amortization expenses	4	12,084.46	10,964.61
Other expenses	31	49,444.18	43,367.07
<b>TOTAL EXPENSES</b>		<b>10,49,415.57</b>	<b>10,45,822.77</b>
<b>Profit/(Loss) before exceptional items and tax</b>		<b>22,836.96</b>	<b>11,125.43</b>
Exceptional items (net)		0.00	0.00
<b>Profit/(Loss) before tax</b>		<b>22,836.96</b>	<b>11,125.43</b>
Tax items			
Current tax		5,608.09	2,094.26
Previous year's tax, if any		133.94	
Earlier years tax provisions (written back)			
MAT Credit Entitlement			
Deferred tax (asset) / liability		-1,650.09	779.02
<b>Total tax items</b>		<b>4,091.93</b>	<b>2,873.28</b>
<b>Profit/(Loss) for the year</b>		<b>18,745.03</b>	<b>8,252.15</b>
<b>Other Comprehensive Income</b>			
Items that will not be classified to Profit or Loss			
Re-measurement gains/ (losses) on post employment benefit plans		459.56	-241.17
Additional depreciation on account of revaluation			
<b>Other Comprehensive Income/ (Loss) for the year</b>		<b>459.56</b>	<b>-241.17</b>
<b>Total Comprehensive Income/ (Loss) for the year</b>		<b>19,204.58</b>	<b>8,010.98</b>
Earnings Per Equity Share (Basic and Diluted)	32	4.56	2.01
<b>Corporate Information, Basis of Preparation &amp; Significant Accounting Policies</b>			
<b>The accompanying notes are an integral part of the Standalone Financial Statements</b>			

As per our report of even date attached

**For V.V. Kale & Co.**

Chartered Accountants

Firm Registration Number: 0000897N

Sd/-

**Vijay V. Kale**

Partner

Membership No.: 080821

UDIN: 25080821BMH0A8602

Date: 30.05.2025

Place: Noida

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

Sd/-

**Rajeev Gupta**

Managing Director

DIN: 00025410

 Add: C 53-54, Sector 57,  
Noida, U.P-201301

Sd/-

**Rhea Gupta**

CFO

PAN: BPLPG8328G

 Add: C 53-54, Sector 57  
Noida, U.P-201301

Date: 30.05.2025

Place: Noida

Sd/-

**Vidhu Gupta**

Director

DIN: 00026934

 Add: C 53-54, Sector 57,  
Noida, U.P-201301

Sd/-

**Priyanka Beniwal**

Company Secretary

M. No.: A40461

 Add: C 53-54, Sector 57,  
Noida, U.P-201301

**STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31st MARCH, 2025**
**(A) EQUITY SHARE CAPITAL**

For the year ended 31st March, 2025

(Rs. in Thousands, unless otherwise stated)

Balance as at 1st April, 2024	Changes during the year	Balance as at 31st March, 2025
41,100.00	0.00	41,100.00

For the year ended 31st March, 2024

(Rs. in Thousands)

Balance as at 1st April, 2023	Changes during the year	Balance as at 31st March, 2024
41,100.00	0.00	41,100.00

For the year ended 31st March, 2023

(Rs. in Thousands)

Balance as at 1st April, 2022	Changes during the year	Balance as at 31st March, 2023
41,100.00	0.00	41,100.00

**(B) OTHER EQUITY**

For the year ended 31st March, 2025

(Rs. in Thousands)

Particulars	Capital Reserve	General Reserve	Security Premium Account	Retained Earnings	FVOCI Reserve	Total Equity
Balance as at 1st April, 2024	14.00	2,096.95	26,757.23	2,88,244.32	-2,154.59	3,14,957.91
Profit/(Loss) for the year				18,745.03	459.56	19,204.58
Foreign translation gain						0.00
Transfer from / to						0.00
Other Comprehensive income/(loss) for the year						0.00
Remeasurements gain/(loss) on defined benefit plans						0.00
<b>Balance as at 31st March, 2025</b>	<b>14.00</b>	<b>2,096.95</b>	<b>26,757.23</b>	<b>3,06,989.35</b>	<b>-1,695.04</b>	<b>3,34,162.50</b>

For the year ended 31st March, 2024

(Rs. in Thousands)

Particulars	Capital Reserve	General Reserve	Security Premium Account	Retained Earnings	FVOCI Reserve	Total Equity
Balance as at 1st April, 2023	14.00	2,096.95	26,757.23	2,79,992.17	-1,913.42	3,06,946.93
Profit/(Loss) for the year	0.00	0.00	0.00	8,252.15	-241.17	8,010.98
Foreign translation gain						0.00
Transfer from / to						0.00
Other Comprehensive income/(loss) for the year						0.00
Remeasurements gain/(loss) on defined benefit plans						0.00
<b>Balance as at 31st March, 2024</b>	<b>14.00</b>	<b>2,096.95</b>	<b>26,757.23</b>	<b>2,88,244.32</b>	<b>-2,154.59</b>	<b>3,14,957.91</b>

**For the year ended 31st March, 2023**

(Rs. in Thousands)

Particulars	Capital Reserve	General Reserve	Security Premium Account	Retained Earnings	FVOCI Reserve	Total Equity
Balance as at 1st April, 2022	14.00	2,096.95	26,757.23	2,74,291.86	-2,846.13	3,00,313.91
Profit/(Loss) for the year	0.00	0.00	0.00	5,700.31	932.71	6,633.02
Foreign translation gain						0.00
Transfer from / to						0.00
Other Comprehensive income/(loss) for the year						0.00
Remeasurements gain/(loss) on defined benefit plans						0.00
<b>Balance as at 31st March, 2023</b>	<b>14.00</b>	<b>2,096.95</b>	<b>26,757.23</b>	<b>2,79,992.17</b>	<b>-1,913.42</b>	<b>3,06,946.93</b>

As per our report of even date attached

**For V.V. Kale & Co.**

Chartered Accountants

Firm Registration Number: 0000897N

**For and on behalf of Board of Directors**
**Sd/-**
**Vijay V. Kale**

Partner

Membership No.: 080821

UDIN: 25080821BMHQA8602

**Sd/-**
**Rajeev Gupta**

Managing Director

DIN: 00025410

 Add: C 53-54, Sector 57,  
Noida, U.P-201301

**Sd/-**
**Vidhu Gupta**

Director

DIN: 00026934

 Add: C 53-54, Sector 57,  
Noida, U.P-201301

Date: 30.05.2025

Place: Noida

**Sd/-**
**Rhea Gupta**

CFO

PAN: BPLPG8328G

 Add: C 53-54, Sector 57  
Noida, U.P-201301

**Sd/-**
**Priyanka Beniwal**

Company Secretary

M. No.: A40461

 Add: C 53-54, Sector 57,  
Noida, U.P-201301

Date: 30.05.2025

Place: Noida

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2025**

	2024-25 (Rs. in thousands)	2023-24 (Rs. in thousands)
<b>(A) CASH FLOW FROM OPERATING ACTIVITIES</b>		
Profit/ (loss) Before Tax	22,703.03	11,125.43
Adjustments for:		
Depreciation and amortization	12,084.46	10,964.61
Interest and finance charges	11,899.66	11,271.23
Interest income	-1,416.79	-1,074.46
(Gain)/Loss on fixed assets sold/ discarded (net)	3,008.63	130.81
(Profit)/loss on investment	-1,388.47	-6,957.98
Rental Income included under investing activities	-14,345.51	-11,388.13
<b>Operating Profit before Working Capital Changes</b>	<b>32,545.01</b>	<b>14,071.51</b>
Adjustments for changes in working capital :		
(Increase)/decrease in trade receivables, loans & advances and other assets	-41,126.23	26,026.25
(Increase)/decrease in inventories	-43,394.12	45,999.89
Increase/(decrease) in trade payables, other liabilities and provisions	13,632.20	-17,296.47
<b>Cash Generated from Operations</b>	<b>-38,343.15</b>	<b>68,801.18</b>
Income taxes paid	-1,560.00	0.00
<b>Net Cashflow from Operating Activities</b>	<b>-39,903.15</b>	<b>68,801.18</b>
<b>(B) CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Property, Plant and Equipment	-1,148.68	-25,127.86
Additions in capital work in progress	-71.28	-72.80
Proceeds from sale of fixed assets	6,160.09	2,332.43
Rental Income (incl Ind AS Adjustments)	14,345.51	11,388.13
(Loss)/Profit on investment	1,388.47	6,957.98
Interest received	1,416.79	1,074.46
<b>Net Cashflow from Investing Activities</b>	<b>22,090.89</b>	<b>-3,447.66</b>
<b>(C) CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds/(repayments) from borrowings-Secured	24,756.88	-41,031.28
Proceeds/(repayments) from borrowings-Unsecured	3,490.25	-11,885.96
Interest and finance charges	-11,858.56	-11,241.80
<b>Net Cashflow from Financing Activities</b>	<b>16,388.57</b>	<b>-64,159.04</b>
<b>Net Increase/(Decrease) in Cash and Cash Equivalents</b>	<b>-1,423.69</b>	<b>1,194.49</b>
<b>Cash and cash equivalents-opening balance</b>	<b>1,809.43</b>	<b>614.94</b>
<b>Cash and cash equivalents-closing balance</b>	<b>385.74</b>	<b>1,809.43</b>

**NOTES:**

- 1) The above cash flow statement has been prepared as per the "Indirect method" set out in the Indian Accounting Standard (Ind AS) - 7 Statement of Cash Flows
- 2) Figures in bracket indicate cash outflow.
- 3) Previous year figures have been regrouped and recast wherever necessary to confirm to current year's classification.



**Cash and cash equivalents at the end of the year consist of cash on hand, cheques, draft on hand and balance with banks as follows:**

<b>DETAIL OF CASH AND CASH EQUIVALENTS</b>	<b>As at 31-03-2025 (Rs. in thousands)</b>	<b>As at 31-03-2024 (Rs. in thousands)</b>
Balances with banks		
In current accounts	65.58	1,637.75
In deposits with original maturity of less than 3 months		
Cash on hand	320.16	171.68
Cheque on hand		
	<b>385.74</b>	<b>1,809.43</b>

As per our report of even date attached

**For V.V. Kale & Co.**  
 Chartered Accountants  
 Firm Registration Number: 0000897N

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

**Sd/-**  
**Vijay V. Kale**  
 Partner  
 Membership No.: 080821  
 UDIN: 25080821BMHАОA8602

**Sd/-**  
**Rajeev Gupta**  
 Managing Director  
 DIN: 00025410  
 Add: C 53-54, Sector 57,  
 Noida, U.P-201301

**Sd/-**  
**Vidhu Gupta**  
 Director  
 DIN: 00026934  
 Add: C 53-54, Sector 57,  
 Noida, U.P-201301

Date: 30.05.2025  
 Place: Noida

**Sd/-**  
**Rhea Gupta**  
 CFO  
 PAN: BPLPG8328G  
 Add: C 53-54, Sector 57  
 Noida, U.P-201301

**Sd/-**  
**Priyanka Beniwal**  
 Company Secretary  
 M. No.: A40461  
 Add: C 53-54, Sector 57,  
 Noida, U.P-201301

Date: 30.05.2025  
 Place: Noida

**Notes Annexed to and Forming Part of the Financial Statements for the Year Ended 31st March, 2025**
**1. CORPORATE INFORMATION**

Amco India Limited ("the Company") is a public limited company domiciled in India and is listed on the Bombay Stock Exchange (BSE). The Company is engaged in manufacturing of PVC Leather cloth and aluminum foils.

**2. BASIS OF PREPARATION**

For the year ended 31st March 2025, the Company has prepared its financial statements in accordance with the Indian Accounting Standards notified under Section 133 of the Companies Act 2013, read together with Companies (Accounts) Rules 2014 (Ind AS). The financial statements have been prepared on historical cost basis, except certain financial assets and liabilities which have been measured at fair value, defined benefits plans and contingent consideration. The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year.

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

**Current versus non-current classification**

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:

- a. Expected to be realized or intended to be sold or consumed in normal operating cycle
- b. Held primarily for the purpose of trading
- c. Expected to be realized within twelve months after the reporting period, or
- d. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- a. It is expected to be settled in normal operating cycle
- b. It is held primarily for the purpose of trading
- c. It is due to be settled within twelve months after the reporting period, or
- d. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

**3. SIGNIFICANT ACCOUNTING POLICIES:**
**A) USE OF ESTIMATES:**

The preparation of financial statements in conformity with generally accepted accounting principles requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of financial statements and reported amount of revenue and expenses during the reporting period. Differences between the actual results and estimates are recognized in the period in which the results are known/ materialized.

**B) INVENTORIES:**

Basis of valuation of inventories followed is given below:

- (i) Raw materials are valued at FIFO basis net of excise duty at the lower of cost or net realizable value.
- (ii) Work- in- Process is valued at their estimated absorption cost.
- (iii) Finished goods are valued at cost of production inclusive of excise duty.

- (iv) Consumable Stores & Packing Materials are valued at cost or net realizable value whichever is lower.
- (v) Damaged, unserviceable and inert stock is suitably depreciated.

**C) DEPRECIATION:**

Depreciation on Property, Plant & Equipment is provided on Straight Line Method on the basis of useful lives given in Schedule-II to the Companies Act, 2013. Depreciation on additions / deletions to assets during the year is provided on pro-rata basis.

**D) REVENUE RECOGNITION:**

**SALES / OTHER INCOME:**

- (i) Sales are recognized at the point of dispatch of finished goods to the customers. Sale of waste is accounted for on dispatch basis.
- (ii) Processing income is recognized upon rendering of the services.
- (iii) Income from dividend on mutual fund is taken on receipt basis.
- (iv) Interest Income is recognized on the basis of accrual but subject to realization.

**E) PROPERTY, PLANT & EQUIPMENT:**

Property, Plant & Equipment are recorded in the books at cost of acquisition, which comprises of the purchase price (net of rebate, discount and Cenvat credit) freight and other incidental expenses including interest relating to acquisition and expenditure on their installation or construction. Capital work in progress comprises the cost of the assets purchased but which are not yet ready for intended use at the date of Balance Sheet.

**F) FOREIGN CURRENCY TRANSACTIONS:**

**i. Initial Recognition**

Foreign Currency transactions are recorded in the reporting currency, by applying to the foreign currency amount, the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

**ii. Conversion**

Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.

**iii. Exchange Differences**

Exchange differences arising on the settlement of monetary items or on reporting Company's monetary items at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognized as income or as expenses in the year in which they arise.

**G) INVESTMENT:**

Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments. Current investments are carried at lower of cost and fair value. Long term investments are carried at cost. However, provision for diminution in value is made to recognize other than temporary, if any, in the value of the investments.

**H) EMPLOYEE BENEFITS:**

Liability in respect of employee benefit is provided for and/or charged to the Statement of Profit & Loss as follows:

**(i) PROVIDENT FUND:**

The Company's provident fund is in the form of defined contribution plan where contribution is made to funds. The Contribution is accounted on accrual basis. Employers Contribution is charged to the Statement of Profit and Loss of the year in which the employees render the related service.

**(ii) LEAVE ENCASHMENT:**

The leave encashment liability of the employees of the Company is covered by a Master Policy taken out with the Life Insurance Corporation of India.

**(iii) GRATUITY:**

The Gratuity liability in respect of the employees of the Company is covered by a Master Policy taken out with the Life Insurance Corporation of India under the Group Gratuity Scheme.

**I) BORROWING COST:**

The cost of borrowing is capitalized to the extent term loan was utilized for the purpose of capital expenditure before the period upto which the assets were put to use for commercial production. Borrowing cost incurred post commencement of commercial production is charged to the Statement of Profit & Loss.

**J) SEGMENT REPORTING:**

Segment revenue, results, assets and liabilities have been identified to represent segments on the basis of their relationship to the operating activities of the segment.

**K) EARNINGS PER SHARE (EPS)**

The earnings considered in ascertaining the Company's Earning per Share ('EPS') comprises the net profit after tax. The number of shares used in computing the basic EPS is the weighted average number of shares outstanding during the year. The diluted EPS is calculated on the same basis as basic EPS, after adjusting for the effects of potential dilutive equity shares.

**L) TAX EXPENSE****CURRENT TAX:**

Tax on income for the current year is determined as per the provisions of the Income Tax Act, 1961.

**DEFERRED TAX:**

Deferred tax is recognized on timing differences between the accounting income and the taxable income for the year and quantified using the tax rates and laws enacted or substantively enacted as on the Balance Sheet date. Deferred tax Assets are recognized and carried forward to the extent that there is a reasonable certainty of realization, however in Case of unabsorbed tax losses and tax Depreciation are recognized only when there is a virtual certainty of their realization.

The carrying amount of deferred tax assets are reviewed at each balance sheet date. The Company writes down the carrying amount of a deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

**M) IMPAIRMENT OF ASSETS:**

Assets that are subject to amortization are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the assets' carrying amount exceeds its recoverable amount. The recoverable amount is the higher of the assets' fair value less costs to sell and value in use.

**N) PROVISIONS AND CONTINGENT LIABILITIES:**

Provisions are recognized when the Company has a present obligation as a result of past events, for which it is probable that an outflow of resources embodying economics benefits will be required to settle the obligation, and a reliable estimate can be made. When the Company expects a provision to be reimbursed, the reimbursement is recognized as a separate asset but only when reimbursement is virtually certain.

A disclosure for contingent liabilities is made where there is a possible obligation or a present obligation that may probably will not, require an outflow of resources. When there is a possible or a present obligation the likelihood of outflow of resources is remote, no provision or disclosure is made.

## **O) FINANCIAL INSTRUMENTS**

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

### **I. Financial Assets**

#### **a. Initial recognition and measurement:**

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place [regular way trades] are recognized on the settlement date, trade date, i.e., the date that the Company settle commits to purchase or sell the asset.

#### **b. Subsequent measurement:**

For purposes of subsequent measurement, financial assets are classified in four categories:

##### **i. Debt instruments at amortized cost:**

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

- The asset is held with an objective of collecting contractual cash flows
- Contractual terms of the asset give rise on specified dates to cash flows that are "solely payments of principal and interest" [SPPI] on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate [EIR] method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance income in the Statement of Profit and Loss. The losses arising from impairment are recognized in the profit or loss. This category generally applies to trade and other receivables.

##### **ii. Debt instruments at fair value through other comprehensive income [FVTOCI]:**

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- The asset is held with objective of both - for collecting contractual cash flows and selling the financial assets
- The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income [OCI]. However, the Company recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the Statement of Profit and Loss. On derecognition of the asset, cumulative gain or loss previously recognized in OCI is reclassified from the equity to Statement of Profit and Loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

##### **iii. Debt instruments, derivatives and equity instruments at fair value through profit or loss [FVTPL]:**

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

##### **iv. Equity instruments measured at fair value through other comprehensive income [FVTOCI]:**

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognized by

an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company has made such election on an instrument by- by instrument basis. The classification is made on initial recognition and is irrevocable. If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to Statement of Profit and Loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity. Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

**c. Derecognition:**

**A financial asset is primarily derecognized when:**

- i. The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either [a] the Company has transferred substantially all the risks and rewards of the asset, or [b] the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.
- ii. the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership.

**d. Impairment of financial assets:**

In accordance with Ind AS 109, the Company applies expected credit loss [ECL] model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- a. Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, deposits, trade receivables and bank balance
- b. Trade receivables or any contractual right to receive cash
- c. Financial assets that are debt instruments and are measured as at FVTOCI
- d. Lease receivables under Ind AS 17
- e. Financial guarantee contracts which are not measured as at FVTPL

The Company follows 'simplified approach' for recognition of impairment loss allowance on Point c and d provided above. The application of simplified approach requires the company to recognize the impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date. ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive [i.e., all cash shortfalls], discounted at the original EIR.

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically

observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analyzed.

ECL impairment loss allowance [or reversal] recognized during the period is recognized as income/ expense in the statement of profit and loss. The balance sheet presentation for various financial instruments is described below:

- a. Financial assets measured as at amortized cost, contractual revenue receivables and lease receivables: ECL is presented as an allowance which reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.
- b. Debt instruments measured at FVTOCI: Since financial assets are already reflected at fair value, impairment allowance is not further reduced from its value. Rather, ECL amount is presented as 'accumulated impairment amount' in the OCI.

## **II. Financial liabilities:**

### **a. Initial recognition and measurement:**

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

### **b. Subsequent measurement:**

The measurement of financial liabilities depends on their classification, as described below:

#### **i. Financial liabilities at fair value through profit or loss:**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments. Gains or losses on liabilities held for trading are recognized in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied for liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ losses are not subsequently transferred to P&L. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognized in the statement of profit or loss. The Company has not designated any financial liability as at fair value through profit and loss.

#### **ii. Loans and borrowings:**

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of profit and loss.

#### **iii. Financial guarantee contracts:**

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognized initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the

guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognized less cumulative amortization.

**c. Derecognition:**

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

**P. Reclassification of financial assets:**

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognized gains, losses [including impairment gains or losses] or interest.

**Q. Offsetting of financial instruments:**

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

**R. Fair Value Measurement**

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- a. In the principal market for the asset or liability, or
- b. In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company. The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted [unadjusted] market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable



**NOTES ANNEXED TO AND FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025**
**4.1 - PROPERTY, PLANT AND EQUIPMENT**

4.1 - PROPERTY, PLANT AND EQUIPMENT													(Rs.in Thousands)
Particulars	Leasehold land	Buildings	Plant and Equipments	Lab Equipment	Furniture & Fittings	Office Equipment	Computers	Motor Vehicles	Motor Cycle	Electric Equipment & Installation	Total	Capital Work-in progress	
Cost:													
As at 31st March, 2023	53,151.30	17,827.47	1,28,280.98	1,163.30	1,044.08	3,985.89	1,344.52	19,603.88	367.67	277.06	2,27,046.14	14,158.13	
Additions	0.00	0.00	3,996.40	42.00	0.00	113.34	0.00	20,976.13	0.00	0.00	25,127.86	72.80	
Disposals / transfers	0.00	0.00	1,530.83	2.19	8.67	4.91	3.17	2,248.54	0.00	0.00	3,798.32	732.40	
As at 31st March, 2024	53,151.30	17,827.47	1,30,746.55	1,203.11	1,035.40	4,094.32	1,341.34	38,331.46	367.67	277.06	2,48,375.68	13,498.53	
Additions	0.00	0.00	33.90	95.00	0.00	165.38	0.00	854.40	0.00	0.00	1,148.68	71.28	
Disposals / transfers	0.00	0.00	12,754.94					558.39			13,313.32	0.00	
As at 31st March, 2025	53,151.30	17,827.47	1,18,025.52	1,298.11	1,035.40	4,259.70	1,341.34	38,627.47	367.67	277.06	2,36,211.04	13,569.81	
Accumulated depreciation:													
As at 31st March, 2023	0.00	12,040.70	59,343.50	1,105.14	1,004.86	3,672.62	1,141.63	10,111.91	281.55	151.41	88,853.33	0.00	
Depreciation charged during the year	0.00	465.46	6,819.32	6.07	0.93	71.47	113.85	2,524.92	16.50	0.00	10,018.52		
Disposals / transfers	0.00	0.00	1,022.16	0.00	0.00	0.00	0.00	1,045.32	0.00	0.00	2,067.48		
As at 31st March, 2024	0.00	12,506.16	65,140.66	1,111.21	1,005.79	3,744.09	1,255.48	11,591.51	298.05	151.41	96,804.37	0.00	
Depreciation charged during the year	0.00	344.11	6,637.80	10.99	0.72	88.13	23.32	4,016.79	16.50	0.00	11,138.37		
Disposals / transfers			3,608.51					536.09			4,144.61		
As at 31st March, 2025	0.00	12,850.28	68,169.95	1,122.19	1,006.52	3,832.22	1,278.80	15,072.21	314.55	151.41	1,03,798.14	0.00	
Net book value													
As at 31st March, 2023	53,151.30	5,786.77	68,937.48	58.16	39.21	313.28	202.88	9,491.96	86.12	125.66	1,38,192.82	14,158.13	
As at 31st March, 2024	53,151.30	5,321.30	65,605.89	91.90	29.61	350.23	85.86	26,739.94	69.62	125.66	1,51,571.31	13,498.53	
As at 31st March, 2025	53,151.30	4,977.19	49,855.56	175.91	28.89	427.48	62.54	23,555.25	53.12	125.66	1,32,412.90	13,569.81	

**Notes annexed to and forming Part of the Financial Statements for the year Ended 31st March, 2025**
**Capital work-in -progress (CWIP)**

(Rs. in Thousands)

CWIP	Amount In CWIP For The Period Of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects In Progress	71.28	50.00	13,448.53	0.00	13,569.81
Projects Temporarily Suspended	0.00	0.00	0.00	0.00	0.00

For capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan, CWIP completion schedule shall be:

(Rs in Thousands)

CWIP	To be Completed in			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
Project 1	0.00	13,569.81	0.00	0.00
Project 2	0.00	0.00	0.00	0.00
Project 3	0.00	0.00	0.00	0.00
<b>Total</b>	<b>0.00</b>	<b>13,569.81</b>	<b>0.00</b>	<b>0.00</b>

**Notes annexed to and forming Part of the Financial Statements for the year Ended 31st March, 2025**
**4.2 - INVESTMENT PROPERTY**

(Rs. in Thousands)

Particulars	Land and Building at Ecotech 1 Extension Greater Noida	Total
<b>Cost:</b>		
<b>As at 31st March, 2023</b>	<b>35,802.93</b>	<b>35,802.93</b>
Additions	0.00	0.00
Disposals / transfers	0.00	
<b>As at 31st March, 2024</b>	<b>35,802.93</b>	<b>35,802.93</b>
Additions	0.00	0.00
Disposals / transfers	0.00	
<b>As at 31st March, 2025</b>	<b>35,802.93</b>	<b>35,802.93</b>
<b>Accumulated depreciation:</b>		
<b>As at 31st March, 2023</b>	<b>3,636.87</b>	<b>3,636.87</b>
Depreciation charged during the year	946.09	946.09
Disposals / transfers	0.00	0.00
<b>As at 31st March, 2024</b>	<b>4,582.96</b>	<b>4,582.96</b>
Depreciation charged during the year	946.09	946.09
Disposals / transfers	0.00	0.00
<b>As at 31st March, 2025</b>	<b>5,529.05</b>	<b>5,529.05</b>
<b>Net book value</b>		
<b>As at 31st March, 2023</b>	<b>32,166.06</b>	<b>32,166.06</b>
<b>As at 31st March, 2024</b>	<b>31,219.97</b>	<b>31,219.97</b>
<b>As at 31st March, 2025</b>	<b>30,273.88</b>	<b>30,273.88</b>
<b>Rental income recognized in the Statement of Profit &amp; Loss</b>		
During the financial year ended 31st March, 2023	9,108.86	9,108.86
During the financial year ended 31st March, 2024	9,724.67	9,724.67
During the financial year ended 31st March, 2025	10,740.00	10,740.00

**Notes:**

1. In Accordance with Ind AS 40, the company measures investment property on cost basis
2. Investment property is depreciated on straight line basis using the useful lives provided in Schedule II to the Companies Act, 2013

**5 NON - CURRENT FINANCIAL ASSETS - INVESTMENTS****(Rs. in Thousands)**

Particulars	As at 31-03-2025	As at 31-03-2024
Unquoted investments:	0	0
<b>Total</b>	<b>0.00</b>	<b>0.00</b>

**Details of Investments****(Rs. in Thousands)**

	Face value per unit in Rs. unless other- wise specified	No. of shares/ units As at 31-03-2025	Value
			As at 31-03-2024
Unquoted Investments:			
Investment in equity instruments	0.00	0.00	0.00

**6 - NON - CURRENT FINANCIAL ASSETS - LOANS****(Rs. in Thousands)**

Particulars	As at 31-03-2025	As at 31-03-2024
Unsecured, considered good, unless otherwise stated		
Security deposits	13,628.08	7,628.08
Advance to others	43,590.46	65,653.24
	<b>57,218.55</b>	<b>73,281.33</b>

**7 - TAXATION - DEFERRED TAX****I. Deferred Tax relates to the following:****(Rs. in Thousands)**

Particulars	Balance Sheet		Recognised in statement of profit or loss	
	As at 31-03-2025	As at 31-03-2024	As at 31-03-2025	As at 31-03-2024
Expense allowable on payment basis				
Unused tax losses / depreciation				
Depreciation timing difference	-8,461.01	-10,111.10	-1,650.09	779.02
<b>Deferred tax asset / (liability)</b>	<b>-8,461.01</b>	<b>-10,111.10</b>	<b>-1,650.09</b>	<b>779.02</b>
<b>Net (income) /expense</b>			<b>-1,650.09</b>	<b>779.02</b>

**8 - NON - CURRENT ASSETS - OTHERS**

(Rs. in Thousands)

Particulars	As at 31-03-2025	As at 31-03-2024
Capital advances		
Considered good	0.00	0.00
Considered doubtful	0.00	0.00
	<b>0.00</b>	<b>0.00</b>
Less: Provision for doubtful advances		
	<b>0.00</b>	<b>0.00</b>
Advance income tax (net of provision for taxation)	0.00	0.00
Minimum alternate tax (MAT) credit available	0.00	0.00
	<b>0.00</b>	<b>0.00</b>

**9 - INVENTORIES**

(Rs. in Thousands)

Particulars	As at 31-03-2025	As at 31-03-2024
(Certified as to quantity & Valued by Management)		
Raw Material	51,862.23	16,386.32
Finished Goods	4,565.09	4,553.46
Work in Process	70,593.73	56,366.95
Stores & Packing Materials	4,458.28	3,977.01
HSD/Briquettes	0.00	11.69
Stock In Transit	11,843.95	18,633.74
	<b>1,43,323.29</b>	<b>99,929.17</b>

**10 - TRADE RECEIVABLES**

(Rs. in Thousands)

Particulars	As at 31-03-2025	As at 31-03-2024
<b>Other debts</b>		
Considered good	1,74,225.24	1,33,180.92
Considered doubtful	0.00	0.00
	1,74,225.24	1,33,180.92
Less: Provision for doubtful debts	<b>0.00</b>	<b>0.00</b>
	<b>1,74,225.24</b>	<b>1,33,180.92</b>

**Trade Receivables ageing as on 31.03.2025**

Particulars	Outstanding for the following periods from due date of payments					Total
	Less than 6 months	6 months-1 years	1-2 years	2-3 years	More than 3 years	
(i)Undisputed Trade receivables - considered good	1,70,411.83	3,413.05	252.13	148.24	0.00	1,74,225.24
(ii)Undisputed Trade Receivables - considered doubtful	0.00	0.00	0.00	0.00	0.00	0.00
(iii) Disputed Trade Receivables considered good	0.00	0.00	0.00	0.00	0.00	0.00
(iv) Disputed Trade Receivables considered doubtful	0.00	0.00	0.00	0.00	0.00	0.00
	<b>1,70,411.83</b>	<b>3,413.05</b>	<b>252.13</b>	<b>148.24</b>	<b>0.00</b>	<b>1,74,225.24</b>

**Trade Receivables ageing as on 31.03.2024**

Particulars	Outstanding for the following periods from due date of payments					Total
	Less than 6 months	6 months-1 years	1-2 years	2-3 years	More than 3 years	
(i)Undisputed Trade receivables - considered good	1,26,862.68	2,312.50	2,868.37	406.30	731.07	1,33,180.92
(ii)Undisputed Trade Receivables - considered doubtful	0.00	0.00	0.00	0.00	0.00	0.00
(iii) Disputed Trade Receivables considered good	0.00	0.00	0.00	0.00	0.00	0.00
(iv) Disputed Trade Receivables considered doubtful	0.00	0.00	0.00	0.00	0.00	0.00
	<b>1,26,862.68</b>	<b>2,312.50</b>	<b>2,868.37</b>	<b>406.30</b>	<b>731.07</b>	<b>1,33,180.92</b>

**11 - CASH AND CASH EQUIVALENTS****(Rs. in Thousands)**

Particulars	As at 31-03-2025	As at 31-03-2024
Balances with banks		
In current accounts	65.58	1,637.75
In deposit accounts (maturity less than 3 months) *		
Cash in hand	320.16	171.68
Cheque in hand	0.00	0.00
	<b>385.74</b>	<b>1,809.43</b>

**12 - BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS**

(Rs. in Thousands)

Particulars	As at 31-03-2025	As at 31-03-2024
Other balances		
Earmarked balances with banks for:		
Unpaid dividends		
Bank deposits *	13,819.65	9,032.43
	<b>13,819.65</b>	<b>9,032.43</b>

There are no amounts due and outstanding to be credited to the Investor Education and Protection Fund as at 31st March, 2025

\*Includes as margin money deposit against borrowings from banks 13,819.65 9,032.43

**13 - CURRENT FINANCIAL ASSETS - LOANS**

(Rs. in Thousands)

Particulars	As at 31-03-2025	As at 31-03-2024
<b>Unsecured, considered good, unless otherwise stated</b>		
TDS Receivable	1,979.71	1,727.46
Other loans:		
Advances recoverable in cash or kind		
Advance to suppliers	209.08	939.70
Advance to others	270.46	267.46
	<b>2,459.26</b>	<b>2,934.62</b>

**14 - CURRENT ASSETS - OTHERS**

(Rs. in Thousands)

Particulars	As at 31-03-2025	As at 31-03-2024
<b>Unsecured, considered good, unless otherwise stated</b>		
Capital Advances		
Considered good	0.00	0.00
Considered doubtful	0.00	0.00
<b>Others</b>		
Prepaid expenses	921.12	892.16
Balance with Statutory Authorities	6,869.72	2,834.11
Others	5,494.67	2,334.48
	<b>13,285.50</b>	<b>6,060.75</b>

**15- SHARE CAPITAL**

(Rs. in Thousands)

Particulars	As at 31-03-2025	As at 31-03-2024
<b>Authorised:</b>		
75,00,000 Equity Shares of Rs. 10 each	<b>75,000.00</b>	<b>75,000.00</b>
(75,00,000 Equity Shares of Rs. 10 each as on 31st March 2025 and 31st March, 2024)		
<b>Issued, Subscribed and paid-up:</b>		
41,10,000 Equity Shares of Rs. 10 each fully paid up	<b>41,100.00</b>	<b>41,100.00</b>
(41,10,000 Equity Shares of Rs. 10 each as on 31st March 2025 and 31st March, 2024)		

**Notes:****(a) Reconciliation of the number of shares outstanding at the beginning at the end of the year:****(Rs. in Thousands)**

Authorized Share Capital	As at 31-03-2025		As at 31-03-2024	
	No. of shares	Rs.	No. of shares	Rs.
<b>(1) Equity Shares</b>				
Balance at the beginning of the year	75,00,000	75,000.00	75,00,000	75,000.00
Balance at the end of the year	75,00,000	75,000.00	75,00,000	75,000.00

**(Rs. in Thousands)**

Issued, subscribed and paid-up capital	As at 31-03-2025		As at 31-03-2024	
	No. of shares	Rs.	No. of shares	Rs.
<b>(1) Equity Shares</b>				
Balance at the beginning of the year	41,10,000	41,100.00	41,10,000	41,100.00
Add: Shares issued during the year	-	-	-	-
Less: Shares bought back during the year	-	-	-	-
Balance at the end of the year	41,10,000	41,100.00	41,10,000	41,100.00

**(b) Terms / rights attached to equity shares:**

The Equity Shareholders are entitled to receive dividend as and when declared, a right to vote in proportion to holding etc. and their rights, preferences and restrictions are governed by/ in terms of their issue under the provisions of the Companies Act.

**(c) Details of shareholders holding more than 5 % shares in the Company**

Particulars	As at 31-03-2025		As at 31-03-2024	
	%	No. of shares	%	No. of shares
<b>Equity Shares of INR 10/- each fully paid up</b>				
Late Mr. Surender Kumar Gupta	17.94	7,37,323	17.94	7,37,323
Mr. Rajeev Gupta	16.03	6,58,750	16.03	6,58,750
Mrs. Vijay Gupta	9.72	3,99,300	9.72	3,99,300
M/s AMC Coated Fabrics Pvt. Ltd.	9.64	3,96,175	9.64	3,96,175

**(d) Details of shares held by Promoter at the end of the year**

Particulars	No. of shares	As at 31-03-2025 %	% change during the year	No. of shares	As at 31-03-2024 %	% change during the year
<b>Equity Shares of Rs. 10 each fully paid up</b>						
Late Mr. Surender Kumar Gupta	7,37,323	17.94	0	7,37,323	17.94	0
Mr. Rajeev Gupta	6,58,750	16.03	0	6,58,750	16.03	0
Mrs. Vijay Gupta	3,99,300	9.72	0	3,99,300	9.72	0
M/s AMC Coated Fabrics Pvt. Ltd.	3,96,175	9.64	0	3,96,175	9.64	0
Mrs. Poonam Gupta	1,75,100	4.26	0	1,75,100	4.26	0
Mrs. Vidhu Gupta	1,73,053	4.21	0	1,73,053	4.21	0
M/s. Surender Kumar Gupta HUF	54,401	1.32	0	54,401	1.32	0
Ms. Rhea Gupta	50,000	1.22	0	50,000	1.22	0
Ms. Rupashi Gupta	50,000	1.22	0	50,000	1.22	0

As per records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.



**16 - OTHER EQUITY**

(Rs. in Thousands)

Particulars	As at 31-03-2025	As at 31-03-2024
<b>Capital Reserve</b>		
Opening balance	14.00	14.00
Additions during the financial year	0.00	0.00
Deductions during the financial year	0.00	0.00
Closing balance	<b>14.00</b>	<b>14.00</b>
<b>Securities Premium</b>		
Opening balance	26,757.23	26,757.23
Additions during the financial year	0.00	0.00
Deductions during the financial year	0.00	0.00
Closing balance	<b>26,757.23</b>	<b>26,757.23</b>
<b>General Reserve</b>		
Opening balance	2,096.95	2,096.95
Additions during the financial year	0.00	0.00
Adjusted to FVTOCI reserve on transition to Ind AS	0.00	0.00
Closing balance	<b>2,096.95</b>	<b>2,096.95</b>
<b>Surplus in Statement of Profit and Loss</b>		
Opening balance	2,88,244.32	2,79,992.17
Profit / (loss) during the year	18,745.03	8,252.15
<b>Adjusted to profit / (loss) on account of Ind AS</b>		
- Net effect of Ind AS opening adjustment	0.00	0.00
- FVOCI reserve - Re-measurement gains / (losses) on employee benefits	0.00	0.00
Closing balance	<b>3,06,989.35</b>	<b>2,88,244.32</b>
<b>Fair Value through Other Comprehensive Income [FVTOCI] Reserve</b>		
Opening balance	-2,154.59	-1,913.42
Adjusted from general reserve on transition to Ind AS	0.00	0.00
Additional depreciation on account of re-valuation	0.00	0.00
Adjusted from surplus in statement of profit and loss		
- Re-measurement gains / (losses) on employee benefits	459.56	-241.17
Deductions during the financial year		
Closing balance	<b>-1,695.04</b>	<b>-2,154.59</b>
<b>Total of other equity - as at 31st March 2025</b>	<b>3,34,162.50</b>	<b>3,14,957.91</b>

**17 - NON - CURRENT FINANCIAL LIABILITIES - BORROWINGS****(Rs. in Thousands)**

Particulars	As at 31-03-2025	As at 31-03-2024
<b>Secured Term Loans</b>		
From Banks	13,428.90	17,139.87
Less: Current Maturities of Long Term Debt	3,503.93	3,710.98
Less: Adjustment of transaction costs as per Ind AS 109		0.00
	<b>9,924.98</b>	<b>13,428.89</b>
<b>Unsecured Loans</b>		
From Directors	0.00	0.00
From companies under same management	3,490.25	0.00
	<b>13,415.23</b>	<b>13,428.89</b>

**Nature of security and terms of repayment for secured -borrowings:**

Particulars	Security	Repayment
Secured Loan from banks (HDFC Bank Ltd)	Vehicle	Loans should be repaid in 60 monthly equal instalments for principal amount from the date of disbursement of the loan, last instalment due in March 2029.
Secured Loan from banks (HDFC Bank Ltd)	Vehicle	Loans should be repaid in 48 monthly equal instalments for principal amount from the date of disbursement of the loan, last instalment due in March 2026.
Secured Loan from banks (HDFC Bank Ltd)	Vehicle	Loans should be repaid in 36 monthly equal instalments for principal amount from the date of disbursement of the loan, last instalment due in December 2024.
Working Capital Term Loan	Primary: Extension of 2nd Charge by way of hypothecation charge over entire current assets (Present and future) of the company. Collateral: Extension of 2nd charge by way of EM over factory land building at C 53-54, sector 57, Noida in the name of AMCO India Limited. - Extension of 2nd charge by way of EM over Residential property at B-148 B, sector 26, Noida in the name of of Surendra Kumar Gupta having market value of approx 25.00 lakhs. Personal Gurantee: NIL"	Loan for the period of 48 months including 12 months moratorium period. It will be paid in 36 monthly installment.

**(Rs. in Thousands)**

Particulars	Up to 1 year	2 to 5 years	Above 5 years	Total
<b>Secured term loans</b>				
From banks	3,503.93	9,924.98	0.00	13,428.90
From financial institution	0.00	0.00	0.00	0.00
<b>Total</b>	<b>3,503.93</b>	<b>9,924.98</b>	<b>0.00</b>	<b>13,428.90</b>

**18 - NON - CURRENT PROVISIONS**

(Rs. in Thousands)

Particulars	As at 31-03-2025	As at 31-03-2024
<b>Provision for employee benefit</b>		
Gratuity	2,685.47	2,585.38
Leave Encashment	725.05	737.47
Lease Rent Equalization		
	<b>3,410.52</b>	<b>3,322.85</b>

**19 - CURRENT FINANCIAL LIABILITIES - BORROWINGS**

(Rs. in Thousands)

Particulars	As at 31-03-2025	As at 31-03-2024
<b>Secured Term Loans</b>		
<b>From Banks</b>		
Current Maturities of Long Term Debt	3,503.93	3,710.98
Cash credit	1,09,522.18	81,054.33
	<b>1,13,026.10</b>	<b>84,765.31</b>

**Nature of security and terms of repayment for secured current financial liabilities-borrowings:**

- (a) Axis Bank Ltd -Cash credit facilities (carried interest @ 9% per annum) and is secured by Equitable Mortgage over factory land and building at C-53, 54 Sector 57, Noida in the name of Company, Personal Guarantee of Promoter Directors.

There is no continuing default in repayment of loans and interest as on 31st March, 2025

**20 - CURRENT FINANCIAL LIABILITIES - TRADE PAYABLES**

(Rs. in Thousands)

Particulars	As at 31-03-2025	As at 31-03-2024
Due to micro and small enterprises	0.00	0.00
Due to other than micro and small enterprises	44,661.84	39,550.64
	<b>44,661.84</b>	<b>39,550.64</b>

**Trade Payable ageing as on 31.03.2025**

(Rs. in Thousands)

Particulars	Outstanding for the following periods from due date of payments				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME	0.00	0.00	0.00	0.00	0.00
Others	44,661.84	0.00	0.00	0.00	44,661.84
Disputed dues- MSME	0.00	0.00	0.00	0.00	0.00
Disputed dues- others	0.00	0.00	0.00	0.00	0.00
	<b>44,661.84</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>44,661.84</b>

**Trade Payable ageing as on 31.03.2024****(Rs. in Thousands)**

Particulars	Outstanding for the following periods from due date of payments				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME	0.00	0.00	0.00	0.00	0.00
Others	39,542.14	8.50	0.00	0.00	39,550.64
Disputed dues- MSME	0.00	0.00	0.00	0.00	0.00
Disputed dues- others	0.00	0.00	0.00	0.00	0.00
	<b>39,542.14</b>	<b>8.50</b>	<b>0.00</b>	<b>0.00</b>	<b>39,550.64</b>

**DISCLOSURE UNDER MSMED ACT, 2006****(Rs. in Thousands)**

Particulars		As at 31-03-2025	As at 31-03-2024
(a)	Principal amount due to suppliers under MSMED Act, 2006	0.00	0.00
(b)	Interest accrued and due to suppliers under MSMED Act on the above amount, unpaid	0.00	0.00
(c)	Payment made to suppliers (other than interest) beyond the appointed day, during the year	0.00	0.00
(d)	Interest paid to suppliers under MSMED Act (other than Section 16)	0.00	0.00
(e)	Interest paid to suppliers under MSMED Act (Section 16)	0.00	0.00
(f)	Interest due and payable towards suppliers under MSMED Act for payments already made	0.00	0.00
(g)	Interest accrued and remaining unpaid at the end of each of the year to suppliers under	0.00	0.00

The information has been given in respect of such vendors to the extent they could be identified as micro and small enterprises on the basis of information available with the Company.

**21 - CURRENT - OTHER FINANCIAL LIABILITIES****(Rs. in Thousands)**

Particulars	As at 31-03-2025	As at 31-03-2024
Security deposits (net of Ind AS Adjustment)*	3,962.87	4,057.99
Interest accrued but not due on borrowings	85.07	43.97
Interest accrued and due on borrowing		
Others		
	<b>4,047.94</b>	<b>4,101.96</b>

\*Includes Interest free refundable security deposit against the rental agreement of Greater Noida Building

There are no amounts due for payment to Investor Education and Protection Fund under the Companies Act, 2013

**22 - OTHER CURRENT LIABILITIES**

(Rs. in Thousands)

Particulars	As at 31-03-2025	As at 31-03-2024
Advance from customers	3,192.69	995.59
Statutory liabilities	1,327.55	1,532.46
Expenses Payable	4,038.53	3,140.88
Other liabilities	2,244.05	1,489.34
	<b>10,802.82</b>	<b>7,158.27</b>

**23- SHORT TERM PROVISIONS**

(Rs. in Thousands)

Particulars	As at 31-03-2025	As at 31-03-2024
Provision for employee benefit		
Gratuity	629.87	484.68
PVDBO Leave Encashment	289.87	238.57
Leave Encashment	312.48	312.48
Bonus	1,045.56	891.54
	<b>2,277.79</b>	<b>1,927.27</b>

**24- CURRENT TAX**

(Rs. in Thousands)

Particulars	As at 31-03-2025	As at 31-03-2024
Provision for tax	5,608.09	2,094.26
	<b>5,608.09</b>	<b>2,094.26</b>

**25 - REVENUE FROM OPERATIONS**

(Rs. in Thousands)

Particulars	2024-25	2023-24
<b>Revenue from sale of goods</b>		
Aluminium Foil	9,66,662.95	8,96,036.32
PVC Film/Sheeting	0.00	1,637.69
PVC Rigid	0.00	0.00
CCF	0.00	0.00
Non Woven Fabrics\Fabrics Laminated	0.00	0.00
Export House Sale	0.00	0.00
Export Sale	2,395.58	0.00
Raw Materials (Traded)	55,729.84	1,03,132.45
Stock Transfer - Baddi/Noida	0.00	0.00
Misc. Sales	82.50	171.38
Scrap Sales	34,181.70	41,929.66
	<b>10,59,052.57</b>	<b>10,42,907.50</b>
Less: Sales return	8,108.99	9,332.99
	<b>10,50,943.58</b>	<b>10,33,574.51</b>
<b>Revenue from rendering services</b>		
Job work	2,085.20	2,307.83
Scrap		
	<b>10,53,028.78</b>	<b>10,35,882.34</b>

**26 - OTHER INCOME****(Rs. in Thousands)**

Particulars	2024-25	2023-24
Interest	1,416.79	1,074.46
Rental and Misc Income	14,345.51	11,388.13
Profit \ (Loss) on Sales of Fixed Asset	1,035.33	66.24
Profit from Insurance Claim	0.00	0.00
Bad Debts written in	288.38	728.95
Profit on investment	1,388.47	6,957.98
Foreign exchange fluctuation gain	749.27	437.70
Others	0.00	412.40
	<b>19,223.75</b>	<b>21,065.86</b>

**27 - COST OF MATERIAL CONSUMED****(Rs. in Thousands)**

Particulars	2024-25	2023-24
<b>OPENING STOCK</b>		
Raw Material	35,020.06	73,229.86
Consumable Stores	3,374.67	3,154.00
Packing Material	602.34	230.69
	<b>38,997.07</b>	<b>76,614.54</b>
<b>ADD: PURCHASE</b>		
Raw Material	9,70,461.92	8,76,327.95
Consumable Stores	11,214.13	13,305.96
Packing Material	4,439.91	5,227.97
	<b>9,86,115.97</b>	<b>8,94,861.89</b>
<b>LESS: CLOSING STOCK</b>		
Raw Material	63,706.19	35,020.06
Consumable Stores	3,706.23	3,374.67
Packing Material	752.05	602.34
	<b>68,164.46</b>	<b>38,997.07</b>
Excise duty expense		
<b>Net Consumption of Raw Material</b>	<b>9,56,948.57</b>	<b>9,32,479.36</b>

**28 - CHANGE IN INVENTORY OF FINISHED GOODS/WORK IN PROCESS****(Rs. in Thousands)**

Particulars	2024-25	2023-24
<b>CLOSING INVENTORY</b>		
Finished Goods	4,565.09	4,553.46
Work in Process	70,593.73	56,366.95
	<b>75,158.83</b>	<b>60,920.41</b>
<b>OPENING INVENTORY</b>		
Finished Goods	4,553.46	2,202.75
Work in Process	56,366.95	67,093.79
	60,920.41	69,296.53
<b>(Increase)/Decrease in Finished Goods</b>	<b>-14,238.42</b>	<b>8,376.12</b>
<b>Excise Duty Provision on Finished Goods-</b>		
Current Year	0.00	0.00
Previous Year	0.00	0.00
<b>Increase/(Decrease) in Excise Duty</b>	<b>0.00</b>	<b>0.00</b>
<b>Changes in Inventory of Finished Goods</b>	<b>-14,238.42</b>	<b>8,376.12</b>

**29 - EMPLOYEE BENEFITS EXPENSES**

(Rs. in Thousands)

Particulars	2024-25	2023-24
Wages/Manpower supply cost	427.68	2,233.29
Gratuity	894.94	744.50
Directors' Remuneration	6,547.57	14,376.51
Contribution of ESIC & PF and Others	986.84	824.61
Payment to Employees	23,958.11	20,754.35
Workmen & Staff Welfare	461.97	431.11
	<b>33,277.11</b>	<b>39,364.38</b>

**30 - FINANCE COSTS**

(Rs. in Thousands)

Particulars	2024-25	2023-24
Bank Interest	8,228.64	8,550.11
Financing Charges	1,432.63	453.35
L/c Interest & Charges	155.85	163.73
Interest- Others	449.90	639.81
Bill discounting Charges	1,632.64	1,464.24
	<b>11,899.66</b>	<b>11,271.23</b>

**31 - OTHER EXPENSES**

(Rs. in Thousands)

Particulars	2024-25	2023-24
<b>POWER &amp; FUEL EXPENSES</b>		
<b>i) HSD/Briquettes</b>		
Opening Stock	11.69	17.99
Purchase	4,599.36	4,645.91
Closing Stock	0.00	11.69
	<b>4,611.05</b>	<b>4,652.21</b>
<b>ii) Power-Electricity</b>	17,125.38	17,897.72
	<b>21,736.43</b>	<b>22,549.92</b>
<b>MANUFACTURING EXPENSES</b>		
<b>i) Repair &amp; Maintenance</b>		
Plant & Machinery	2,505.22	2,509.47
Building	0.00	724.56
	<b>2,505.22</b>	<b>3,234.02</b>

(Rs. in Thousands)

<b>ADMIN., SELLING AND DISTRIBUTION EXPENSES</b>		
Advertisement & Sales Promotion	258.39	265.03
Assets Retired	0.00	80.18
Bank Charges	179.20	19.12
Commission	35.00	45.00
Processing Charges	79.90	168.19
Auditors Remuneration	245.00	245.00
Loss on sale of Asset	4,043.96	197.05
Legal & Professional	590.83	853.38

Annual Listing Fees	325.00	325.00
Fees & Subscription	623.19	692.14
Bad Debts Written Off	5,883.85	871.33
Conveyance	135.05	138.01
Foreign Travelling Director	582.83	1,316.00
Interest on TDS ,Service Tax, Entry Tax & Duty	17.13	20.44
Interest on Income Tax	59.10	81.16
Travelling Directors	166.47	65.75
GST Exp	984.11	0.00
Travelling Others	95.95	29.77
Freight Outward	3,370.72	3,559.67
Foreign Exchange Fluctuation	0.00	0.00
Insurance	2,478.09	2,439.02
Miscellaneous Exp.	536.85	862.61
Postage & Telegram	83.63	18.27
Electricity & Water Charges	146.39	63.39
Telephone Expenses	190.53	223.39
Printing, Stationery & Periodicals	314.66	339.41
Rent	0.00	301.86
Security Service Charges	1,098.97	1,087.00
Rebate, Discount & Rejection	15.14	96.70
Repair & Maintenance General	230.41	297.35
Running, Repair & Maint. Car & Scooter	675.30	873.49
Running, Repair & Maint. Truck & Tempo	1,756.90	1,902.11
Entry\Income\Sales Tax	0.00	106.30
	<b>25,202.53</b>	<b>17,583.13</b>
	<b>49,444.18</b>	<b>43,367.07</b>

**32 - EARNINGS PER EQUITY SHARE****(Rs. in Thousands)**

<b>Particulars</b>	<b>2024-25</b>	<b>2023-24</b>
Profit/(loss) available for equity shareholders	18,745.03	8,252.15
Weighted average numbers of equity shares outstanding	4,110.00	4,110.00
Nominal value per equity share (in Rupees)	0.01	0.01
<b>Earnings /(loss) Per Equity Share- Basic and Diluted (in Rupees)</b>	<b>0.00</b>	<b>0.00</b>



### 33 - FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's financial risk management is an integral part of how to plan and execute its business strategies. The company's financial risk management policy is set by the Managing Board.

#### Market Risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, equity prices and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments and deposits, foreign currency receivables, payables and loan borrowings.

The Company manages market risk through a treasury department, which evaluates and exercises independent control over the entire process of market risk management. The treasury department recommends risk management objectives and policies, which are approved by Senior Management and the Audit Committee. The activities of this department include management of cash resources, implementing hedging strategies for foreign currency exposures, borrowing strategies, and ensuring compliance with market risk limits and policies.

#### Interest rate risk

Interest rate risk is the risk that fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. In order to optimize the company's position with regards to the interest income and interest expenses and to manage the interest rate risk, treasury performs a comprehensive corporate interest rate risk management by balancing the proportion of fixed rate and floating rate financial instruments in its total portfolio.

The company is not exposed to significant interest rate risk as at the specified reporting date.

#### Foreign currency risk

The Company operates locally, however, the nature of its operations requires it to transact in several currencies and consequently the Company is exposed to foreign exchange risk in various foreign currencies.

The Company evaluates exchange rate exposure arising from foreign currency transactions and the Company follows established risk management policies.

#### I. Foreign Currency Exposure

Refer other notes for foreign currency exposure as at March 31, 2025, March 31, 2024 respectively.

#### II. Foreign Currency Sensitivity

1% increase or decrease in foreign exchange rates will have the following impact on the profit before tax

(INR in Thousands)

Currency	2024-25		2023-24	
	1% Increase	1% Decrease	1% Increase	1% Decrease
USD	-	-	-	-
<b>Total</b>	-	-	-	-

#### Credit risk

Credit risk arises from the possibility that counter party may not be able to settle their obligations as agreed. To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of accounts receivable. Individual risk limits are set accordingly.

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is significant increase in credit risk the company compares the risk of a default occurring on the asset at the reporting date with the risk of default as the date of initial recognition. It considers reasonable and supportive forwarding-looking information such as:

- (i) Actual or expected significant adverse changes in business,
- (ii) Actual or expected significant changes in the operating results of the counterparty.
- (iii) Financial or economic conditions that are expected to cause a significant change to the counterparty's ability to meet its obligation,
- (iv) Significant increase in credit risk on other financial instruments of the same counterparty.
- (v) Significant changes in the value of the collateral supporting the obligation or in the quality of third-party guarantees or credit enhancements.

Financial assets are written off when there is no reasonable expectation of recovery, such as a debtor failing to engage in a repayment plan with the Company. The Company categorises a loan or receivable for write off when a debtor fails to make contractual payments greater than 2 years past due. Where loans or receivables have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognised in profit or loss.

### 33 - FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Cont.)

- I. Financial assets for which loss allowance is measured using 12 months Expected Credit Losses (ECL)  
(INR in Thousands)

Particulars	As at 31-03-2025	As at 31-03-2024
Non-current financial assets - Loans	57,218.55	73,281.33
Current financial assets - Loans	2,459.26	2,934.62
<b>Total (A)</b>	<b>59,677.81</b>	<b>76,215.95</b>

- II. Financial assets for which loss allowance is measured using 12 months Life Time Expected Credit Losses (ECL)  
(INR in Thousands)

Particulars	As at 31-03-2025	As at 31-03-2024
Trade Receivables- GROSS	1,74,225.24	1,33,180.92
Provision for doubtful debts	-	-
<b>Total (A)</b>	<b>1,74,225.24</b>	<b>1,33,180.92</b>

#### Liquidity risk

Liquidity Risk is defined as the risk that the company will not be able to settle or meet its obligations on time or at reasonable price. The company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the company's net liquidity position through rolling forecast on the basis of expected cash flows.

#### Maturity profile of financial liabilities

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments.

(Rs. in Thousands)

Particulars	As at 31-03-2025			As at 31-03-2024		
	Less Than 1 Year	1 to 5 Years	Total	Less Than 1 Year	1 to 5 Years	Total
Non-current financial liabilities - Borrowings	-----	15,659.27	15,659.27	-----	14,918.23	14,918.23
Non-current financial liabilities - Others	-----	----	----	-----	----	----
Current financial liabilities - Borrowings	1,13,026.10	----	1,13,026.10	84,765.31	----	84,765.31
Current financial liabilities - Trade Payables	44,661.84	----	44,661.84	39,550.64	----	39,550.64
Current financial liabilities - Others	4,047.94	----	4,047.94	4,101.95	----	4,101.95
<b>Total (A)</b>	<b>1,61,735.88</b>	<b>15,659.27</b>	<b>1,77,395.15</b>	<b>1,28,417.9</b>	<b>14,918.23</b>	<b>1,43,336.13</b>

**Capital management**

For the purposes of the Company's capital management, capital includes issued capital and all other equity reserves. The primary objective of the Company's Capital Management is to maximise shareholder value. The company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirement of the financial covenants.

The company monitors capital using gearing ratio, which is total debt divided by total capital plus debt.

Particulars	(INR in Thousands)	
	As at 31-03-2025	As at 31-03-2024
Total Debt	1,28,685.38	99,683.54
Total Equity	3,75,262.50	3,56,057.91
<b>Capital and Net Debt</b>	<b>5,03,947.88</b>	<b>4,55,741.45</b>
Gearing Ratio	34.29%	28%

**34 - DISCLOSURES AS REQUIRED BY INDIAN ACCOUNTING STANDARD (IND AS) 19 EMPLOYEE BENEFITS**

The Company has classified the various benefits provided to employees as under:-

**(a) Defined contribution plans**

The Company has recognized the following amounts in the statement of profit and loss:

Particulars	(INR in Thousands)	
	Year Ended March 31, 2025	Year Ended March 31, 2024
Employer Contribution to Provident Fund	762.54	531.847
Employer Contribution to Employee's State Insurance Fund	230.70	197.64
<b>Total</b>	<b>993.24</b>	<b>729.49</b>

**(b) Defined benefit plans**

- Gratuity
- Compensated absences - Earned leave

In accordance with Indian Accounting Standard 19, actuarial valuation was done in respect of the aforesaid defined benefit plans based on the following assumptions-

**Economic Assumptions**

The discount rate and salary increases assumed are the key financial assumptions and should be considered together; it is the difference or 'gap' between these rates which is more important than the individual rates in isolation.

**Discount Rate**

The discounting rate is based on the gross redemption yield on medium to long term risk free investments. The estimated term of the benefits/obligations works out to zero years. For the current valuation a discount rate of 6.55% p.a. (Previous Year 7.09 % p.a.) compound has been used.

**Salary Escalation Rate**

The salary escalation rate usually consists of at least three components, viz. regular increments, price inflation and promotional increases. In addition to this any commitments by the management regarding future salary increases and the Company's philosophy towards employee remuneration are also to be taken into account. Again a long-term view as to trend in salary increase rates has to be taken rather than be guided by the escalation rates experienced in the immediate past, if they have been influenced by unusual factors.

The assumptions used are summarized in the following table:

	Gratuity		Compensated Absences Earned Leave	
	As at 31-03-2025	As at 31-03-2024	As at 31-03-2025	As at 31-03-2024
Discount rate(per annum)	6.55%	7.09%	6.55%	7.09%
Future salary increase	7.00%	7.00%	7.00%	7.00%
Expected rate of return on plan assets				
Mortality Rates	100% of IALM (2012 - 14)	100% of IALM (2012 - 14)	100% of IALM (2012 - 14)	100% of IALM (2012 - 14)
Retirement age	58 Years	58 Years	58 Years	58 Years
Withdrawal rates				
- Up to 30 years	8.00%	8.00%	8.00%	8.00%
- From 31 to 45 years	8.00%	8.00%	8.00%	8.00%
- Above 45 years	6.00%	6.00%	6.00%	6.00%

(INR in Thousands)

	Gratuity		Compensated Absences Earned Leave	
	As at 31-03-2025	As at 31-03-2024	As at 31-03-2025	As at 31-03-2024
<b>Change in present value of the defined benefit obligation during the year</b>				
Present value of obligation as at the beginning of the year	3,070.06	2,108.90	976.04	1,091.58
Interest Cost	217.67	153.74	69.20	79.58
Current Service Cost	538.79	667.42	215.64	274.80
Benefits Paid	-48.00	(117.62)	-55.81	(65.78)
Actuarial (Gain)/Loss on Obligation	-463.18	257.62	-190.15	(404.13)
Present value of obligation as at the end of the year	3,315.33	3,070.06	1,014.92	976.04
<b>Change in fair value of plan assets during the year</b>				
Fair Value of plan assets at the beginning of the year	1,617.38	1,231.47	733.82	360.26
Interest Income	114.67	89.77	52.03	26.26
Contributions by the employer	147.61	399.98	676.79	399.98
LIC Charges	-0.77	(2.67)	-0.42	(1.34)
Benefits paid	-48.00	(117.62)	-55.81	(65.78)
Actuarial (Gain)/Loss on Assets	3.62	(16.44)	-30.41	(14.44)
Fair Value of plan assets at the end of the year	1,827.27	1,617.38	1,436.83	733.82
<b>Net Liability recorded in the Balance Sheet</b>				
Present value of obligation as at the end of the year	-3,315.33	(3,070.06)	-1,014.92	(976.04)
Net Asset/ (Liability)-Current	-629.87	(484.68)	-289.87	(238.57)
Net Asset/ (Liability)-Non-Current	-2,685.47	(2,585.38)	-725.05	(737.47)

<b>Expenses recorded in the Statement of Profit &amp; Loss during the year</b>				
Interest Cost	103.00	63.97	17.17	53.31
Current Service Cost	538.79	667.42	215.64	274.80
Administration Expenses	0.77	-	0.42	-
Remeasurements	-	-	-220.56	(418.58)
Actuarial (Gain)/Loss on arising from Change in Financial Assumption	-	-	-	-
Actuarial (Gain)/Loss on arising from Experience Adjustment	-	-	-	-
Total expenses included in employee benefit expenses	642.55	731.38	12.67	(90.47)
<b>Recognized in Other Comprehensive Income during the year</b>				
Actuarial (Gain)/Loss on arising from Change in Financial Assumption	-	-	-	-
Actuarial (Gain)/Loss on arising from Change in Demographic Assumption	-	-	-	-
Actuarial (Gain)/Loss on arising from Experience Adjustment	-	-	-	-
Return On Plan Assets	-	-	-	-
Recognized in Other Comprehensive Income	-	-	-	-
<b>Analysis of Amounts Recognized in Remeasurement of Net Defined Benefit Liability /(asset) during the period</b>				
Remeasurements Due to :				
Effect of Change in Financial Assumptions	137.88	51.06	36.38	14.02
Effect of Change in Demographic Assumptions	-	-	-	-
Effect of Experience Adjustments	-601.06	206.56	-226.53	(418.15)
(Gain)/Loss on Curtailments/Settlements	-	-	-	-
Return on Plan Assets (Excluding Interest)	3.62	-16.44	-30.41	(14.44)
Changes in Asset Ceiling	-	-	-	-
Total Remeasurements Recognised (Gains) /Losses	-459.56	241.17	-220.56	(418.58)
<b>Expected Cash Flows for the Next ten years</b>				
Within 12 months	640.95	494.58	-	-
2 to 5 years	1,467.91	1,453.38	-	-
6 to 10 Years	4,373.52	4,859.57	-	-
<b>Sensitivity Analysis</b>				
Defined Benefit Obligation- Discount rate +100 Basis Points	-246.85	(240.49)	-65.28	(66.31)
Defined Benefit Obligation- Discount rate -100 Basis Points	287.85	280.77	75.30	76.53
Defined Benefit Obligation- Salary Escalation rate +100 Basis Points	283.68	278.21	74.21	75.83
Defined Benefit Obligation- Salary Escalation rate -100 Basis Points	-248.04	(242.78)	65.60	(66.95)

**NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31ST, 2025**
**1. Contingent Liabilities:**

No liability against letter of Credit in FY 2024-25 (Previous Year INR 6,988.80 Thousands) from Axis Bank Ltd, Noida. During the last year ended 31st March 2024, the company had received an intimation informing fine pursuant towards certain regulatory requirements under SOP- Reg 23(9)/33/17(1)/18(1)/19(1)/19(2) aggregating to INR 20,594.54 Thousands. The company has represented the matter before BSE and is hopeful of closure of the said intimation without material impact on the company.

**2. Capital Commitment:**

There is no estimated amount of contracts on capital accounts for FY 2024-25 (Previous year Nil) remaining to be executed, against which no amount (Previous Year Nil) have been paid as an advance.

**3. Operating Lease:**

The company's significant leasing arrangements are in respect of operating leases for office premises. The future minimum lease payments under non-cancelable operating leases in respect of the office premises, payable as per rentals stated in the agreement as follows:

(INR in Thousands)

Minimum Lease Payments	Year Ended March 31, 2025	Year Ended March 31, 2024
Not Later than 1 year	Nil	Nil
Later than 1 year but not later than 5 years	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>

4. In the opinion of the board of directors all current assets, loans & advances have a value on realization in the ordinary course of business at least equal to the amount at which they are stated in the Balance Sheet and schedules thereof and all known liabilities relating to the year have been provided for.

**5. Auditors Remuneration:**

(INR in Thousands)

Particulars	Year Ended March 31, 2025	Year Ended March 31, 2024
Statutory Audit Fee	205.00	205.00
Tax Audit fee	40.00	40.00
<b>Total (excluding GST)</b>	<b>245.00</b>	<b>245.00</b>

6. Sundry Debtors, Sundry Creditors, Loans & advances and other advances are subject to confirmation from parties.

**7. Remuneration to Managing Director and Executive Directors:**

(INR in Thousands)

Particulars	Year Ended March 31, 2025	Year Ended March 31, 2024
Directors Remuneration	5,300.00	12,000
Directors Commission on Turnover	Nil	Nil
Perquisites	1,247.57	2,376.51
<b>Total</b>	<b>6,547.57</b>	<b>14,376.51</b>

8. Disclosure of details pertaining to related party transactions entered into during the year in terms of Indian Accounting Standard-24 "Related Party Disclosures".

**List of Related Parties:**
**(I) Companies in which directors are interested:**

M/s. AMC Coated Fabrics Pvt. Ltd., M/s Suvij Foils Pvt. Limited, M/s. Urethane Coaters Pvt. Ltd.

**Previous year** (M/s AMC Coated Fabrics Pvt. Ltd., M/s Suvij Foils Pvt. Limited, M/s. Urethane Coaters Pvt. Ltd.

**(II) Key Management Personnel:**

Sh. Rajeev Gupta, Smt. Vidhu Gupta.

**Previous Year** (Late Sh. S.K. Gupta, Sh. Rajeev Gupta, Smt. Vidhu Gupta)

**(III) Entities in which Directors/their relatives are interested**

M/s. Aluchem Marketing LLP

M/s. Nihao Marketing LLP

**(IV) Details of transactions between company & the related parties during the year & the status of outstanding balance as on 31.03.2025.**

(INR in Thousands)

Transaction during the year	AMC Coated Fabrics Pvt. Ltd.	Urethane Coaters Pvt. Ltd.	Suvij Foils Private Limited	Key Mgt Personnel	Relatives of Key Mgt Personnel	Aluchem Marketing LLP	Nihao Marketing LLP
Director's Remuneration	Nil (Nil)	Nil (Nil)	Nil (Nil)	5,300.00 (12,000.00)	2,333.33 (Nil)	Nil (Nil)	Nil (Nil)
Loan Taken	3,888.783 (14,705.96)	Nil (Nil)	Nil (6,289.76)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)
Loan Given	28,247.605 (9,387.09)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)
Unpaid remuneration (transferred to loan a/c)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)
Amount received against Key man policy	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)
Loan Repayment	Nil (25,189.41)	Nil (Nil)	Nil (6,289.757)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)
Amount transferred to other income	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)
Rent	Nil (Nil)	2,242.00 (2,832.00)	Nil (Nil)	Nil (Nil)	Nil (300)	Nil (Nil)	Nil (Nil)
Interest on loans	143.231 (38.94)	Nil (Nil)	Nil (11.051)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)
Reimbursement of expenses (On Behalf of Company)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)	120.632 (Nil)	Nil (Nil)
Reimbursement of expenses (On Behalf Of Related Parties)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)
Sale of Goods/Fixed Assets	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)	436.222 (10,197.30)	Nil (17,866.81)
Processing Charges	Nil (Nil)	Nil (Nil)	Nil (759.122)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)
Purchase of Goods	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (14,727.36)	Nil (Nil)
Advance Received	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (24,604.59)	Nil (Nil)
Advance received revert back	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (24,604.59)	Nil (Nil)
Advance Given	Nil (Nil)	Nil (2,134.95)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (218.048)	Nil (130)
Other Receivable	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)
Interest Income	581.264 (331.839)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)
Advance Given Received Back	Nil (Nil)	2,612.27 (Nil)	Nil (Nil)	Nil (Nil)	Nil (Nil)	218.05 (Nil)	130.00 (Nil)

**Closing Balance as on 31.03.2025****(INR in Thousands)**

Particulars	AMC Coated Fabrics Pvt. Ltd.	Urethane Coaters Pvt. Ltd.	Suvij Foils Private Limited	Key Mgt Personnel	Relatives of Key Mgt Personnel	Aluchem Marketing LLP	Nihao Marketing LLP
Equity Contb. in Co.	3,961.75 (3,961.75)	Nil (Nil)	Nil (Nil)	15,691.26 (15,691.26)	6,744.00 (6,744.00)	Nil (Nil)	Nil (Nil)
Other	3,490.25 (9,663.61Dr)	(Nil) 2,612.27 Dr	(Nil) 9.95 Cr	1722.01Cr (1,221.71Cr)	522.03Cr (Nil)	(Nil) (251.48 Dr)	(Nil) (3,200 Dr)

\* Figures in bracket are belongs to previous year.

Payment made against opening outstanding of other then transactions has not been considered.

**9. Basic & Diluted Earning Per Share has been calculated by dividing net profit after taxation for the year as per accounts, which is attributable to Equity Shareholders by no. of Equity Shares outstanding at the end of the year:**

**(INR in Thousands)**

Calculation of EPS	Year Ended March 31, 2025	Year Ended March 31, 2024
Net profit for the year	18,745.03	8,252.15
No. of Equity Shares	41,10,000	41,10,000
Basic/ Diluted EPS	4.56	2.01
Nominal Value per Share	10	10

**10.** The Company has diversified its business, and went into a joint venture with a Real Estate Company (Krish Infrastructure Pvt. Ltd.) in the name of "Krish Icons" (Association of Person), to develop Flats and Residential Complex in Bhiwadi through a Memorandum of Understanding; dated February 5, 2013, Further the whole project will be developed and constructed by the Real Estate Company, wherein in the entire construction, developments and related cost shall be borne by Amco India Limited and Krish Infrastructure Pvt. Ltd. in 40:60 ratios respectively. As at end of the financial of the year the project is in progress.

**11.** There are no amounts due and outstanding to be credited to Investor Education and protection Fund.

**12. Disclosures required under section 22 of the Micro, Small and Medium Enterprises Development Act, 2006**

The Company has compiled this information based on the current information in its possession. The disclosure of Micro, Small and Medium Enterprises Development Act, 2006 as on 31st March 2025 has been given in Annexure 20 of Notes to Accounts.

**13. Ratio Analysis**

In accordance with the reporting requirements of Schedule III to the Companies Act 2013 as amended from time to time, the company is presenting the below ratios:

Ratio Name	Current Year	Previous Year	% Variation	Reason	Ratio indication
Current Ratio	1.95	1.83	6.48	There is a very nominal change	The current ratio indicates overall liquidity position. Current Ratio = Current Assets/ Current Liabilities
Debt-Equity Ratio	0.34	0.28	22.49	There is a very nominal change	It indicates the ratio of long term debt to Equity. It calculated as "Long Term Debt / Equity"
Debt Service Coverage Ratio	4.62	1.86	147.96	This ratio has been improved due to reduced debt payments as compare to last year.	Debt Service coverage ratio is used to analyse the firm's ability to pay-off current interest and instalments. Debt Service Coverage Ratio = Earnings available for debt service / Debt Service
Return on Equity Ratio	5.13%	2.34%	118.70	This ratio has been improved due to rise in Net Profit in FY 2024-25.	It measures the profitability of equity funds invested in the Company. The ratio reveals how profitability of the equity-holders' funds have been utilized by the Company. It also measures the percentage return generated to equity-holders. The ratio is computed as: ROE = Net Profits after taxes – Preference Dividend (if any) / Average Shareholder's Equity



Inventory Turnover Ratio	8.82	8.60	2.53	There is a very nominal change	<p>This ratio also known as stock turnover ratio and it establishes the relationship between the cost of goods sold during the period or sales during the period and average inventory held during the period.</p> <p><b>It measures the efficiency with which a Company utilizes or manages its inventory.</b></p> <p>Inventory Turnover ratio = Cost of goods sold OR sales / Average Inventory</p> <p>Average inventory is (Opening + Closing balance / 2)</p> <p>When the information opening and closing balances of inventory is not available then the ratio can be calculated by dividing COGS OR Sales by closing balance of Inventory</p>
Trade Receivables Turnover Ratio	6.98	7.56	-7.72	There is a very nominal change	<p><b>It measures the efficiency at which the firm is managing the receivables.</b></p> <p>Trade receivables turnover ratio = Net Credit Sales / Average Accounts Receivable</p> <p>Net credit sales consist of gross credit sales minus sales return. Trade receivables includes sundry debtors and bill's receivables.</p> <p>Average trade debtors = (Opening + Closing balance / 2) When the information about credit sales, opening and closing balances of trade debtors is not available then the ratio can be calculated by dividing total sales by closing balances of trade receivables.</p>
Trade Payables Turnover Ratio	23.56	19.78	19.13	There is a very nominal change	<p>It indicates the number of times sundry creditors have been paid during a period.</p> <p>It is calculated to judge the requirements of cash for paying sundry creditors. It is calculated by dividing the net credit purchases by average creditors.</p> <p>Trade payables turnover ratio = Net Credit Purchases / Average Trade Payables</p> <p>Net credit purchases consist of gross credit purchases minus purchase return</p> <p>When the information about credit purchases, opening and closing balances of trade creditors is not available then the ratio is calculated by dividing total purchases by the closing balance of trade creditors.</p>
Net Capital Turnover Ratio	6.33	9.20	-31.19	This ratio has been reduced due to improvement in the working capital of the company.	<p>It indicates a company's effectiveness in using its working capital.</p> <p>The working capital turnover ratio is calculated as follows: Net Sales divided by the average amount of working capital during the same period.</p> <p>Net capital turnover ratio = Net Sales / Average Working Capital</p> <p>Net Sales shall be calculated as total sales minus sales returns.</p> <p>Working capital shall be calculated as current assets minus current liabilities.</p>
Net Profit Ratio	1.791%	0.758%	136.31	This ratio has been improved due to rise in Net Profit in FY 2024-25.	<p><b>It measures the relationship between net profit and sales of the business.</b></p> <p><b>Net Profit Ratio = Net Profit / Net Sales</b></p> <p><b>Net profit shall be after tax.</b></p> <p>Net sales shall be calculated as total sales minus sales returns.</p>

Return on Capital Employed	6.89%	4.91%	40.26	This ratio has been improved due to rise in Net Profit in FY 2024-25.	Return on capital employed indicates the ability of a company's management to generate returns for both the debt holders and the equity holders. Higher the ratio, more efficiently is the capital being employed by the company to generate returns. ROCE = Earning before interest and taxes / Capital Employed Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability
Return on Investment	NA	NA	NA	NA	Return on investment Return on investment (ROI) is a financial ratio used to calculate the benefit an investor will receive in relation to their investment cost. The higher the ratio, the greater the benefit earned. The one of widely used method is Time Weighted Rate of Return (TWRR) and the same should be followed to calculate ROI. It adjusts the return for the timing of investment cash flows and its formula / method of calculation is commonly available. However, the same is given below for quick reference: $\text{ROI} = \frac{\{MV(T1) - MV(T0) - \text{Sum } [C(t)]\}}{\{MV(T0) + \text{Sum } [W(t) * C(t)]\}}$ where, T1 = End of time period T0 = Beginning of time period t = Specific date falling between T1 and T0 MV(T1) = Market Value at T1 MV(T0) = Market Value at T0 C(t) = Cash inflow, cash outflow on specific date W(t) = Weight of the net cash flow (i.e. either net inflow or net outflow) on day 't', calculated as $[T1 - t] / T1$ Companies may provide ROI separately for each asset class (e.g., equity, fixed income, money market, etc.).

14. The Previous Year's figures have been regrouped and/ or rearranged wherever considered necessary to make this Comparable with those of the current year.

As per our report of even date attached

**For V. V Kale & Co.,**  
 Chartered Accountants  
 Firm Registration Number: 0000897N

**Sd/-**  
**Vijay V. Kale**  
 Partner  
 Membership No.: 080821

Date: 30.05.2025  
 Place: Noida

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

**sd/-**  
**Rajeev Gupta**  
 Managing Director  
 DIN: 00025410  
 Add: C 53-54, Sector-57,  
 Noida, U.P. 201301

**sd/-**  
**Rhea Gupta**  
 CFO  
 PAN: BPLPG8328G  
 Add: C 53-54, Sector-57,  
 Noida, U.P. 201301

Date: 30.05.2025  
 Place: Noida

**sd/-**  
**Vidhu Gupta**  
 Director  
 DIN: 00026934  
 Add: C 53-54, Sector-57  
 Noida, U.P. 201301

**sd/-**  
**Priyanka Beniwal**  
 Company Secretary  
 M. No.: A40461  
 Add: C 53-54, Sector-57  
 Noida, U.P. 201301

**Segmental Reporting as Required In Indian Accounting Standard 108 is Given As Under:**

The Company has identified two reportable segments viz. PVC Films/Sheeting & Aluminium Foil. Segments have been identified and reported taking into account nature of products, the differing risks and returns and the internal business reporting systems. The accounting policies adopted for segment reporting are in line with the accounting policy of the Company with following additional policies for segment reporting. During the current financial year, the PVC Films/Sheeting segment was not operational, and no revenue or expenses have been incurred under this segment. However, the segment information for the PVC Films/Sheeting segment has been presented for comparative purposes only, based on the data reported in the previous financial year.

**(All amounts in INR 'ooo, unless otherwise stated)**

Reportable Segments (See Note below)	PVC DIVISION		FOIL DIVISION		CONSOLIDATED TOTAL	
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
<b>Segment Revenue-</b>						
<b>External Sales</b>	-	1,637.69	10,53,028.78	10,34,244.65	10,53,028.78	10,35,882.34
Inter-segment Sales	-	-	-	-	-	-
<b>Gross Sales</b>	-	1,637.69	10,53,028.78	10,34,244.65	10,53,028.78	10,35,882.34
Add:Other Income	-	-	19,223.75	21,065.86	19,223.75	21,065.86
Total Revenue	-	1,637.69	10,72,252.53	10,55,310.51	10,72,252.53	10,56,948.20
<b>RESULT-</b>						
Less: Segment expenses (including Allocated corporate expenses)	-	1,458.45	10,37,515.91	10,33,093.09	10,37,515.91	10,34,551.54
Segment Results	-	179.00	34,736.62	22,216.86	34,736.62	22,395.86
Less: Interest Expenses	-	-	11,899.66	-	11,899.66	11,271.23
<b>Profit Before Tax</b>	-	-	22,836.96	-	22,836.96	11,124.63
Less:Tax Expense-	-	-	4,091.93	-	4,091.93	2,873.28
<b>Net Profit after tax</b>	-	-	18,745.03	-	18,745.03	8,251.35
<b>OTHER INFORMATION-</b>						
Segment Assets	-	576.20	5,80,973.83	3,69,500.31	5,80,973.83	3,70,076.51
Other Assets	-	-	-	-	0.00	2,57,519.45
Segment Liabilities	-	-	2,05,711.33	39,550.64	2,05,711.33	39,550.64
Other Liabilities	-	-	-	-	0.00	1,26,909.91
Capital Expenditure	-	-	1,219.96	25,200.66	1,219.96	25,200.66
Capital Expenditure-Other	-	-	-	-	-	-
Depreciation & amortisation Exp.	-	97.09	12,084.46	10,867.52	12,084.46	10,964.61

**ADDITIONAL INFORMATION PURSUANT TO SCHEDULE III OF THE COMPANIES ACT, 2013****LICENSED CAPACITY** N.A.

	NOIDA UNIT	BADDI UNIT	CURRENT YEAR	PREVIOUS YEAR
<b>INSTALLED CAPACITY :-</b>	PVC Film & Sheeting	0.00	0.00	200 Tons
	Aluminum Foil	Aluminum Foil	5000 Tons	5000 Tons

**CLASS OF GOODS :-****NOIDA UNIT** : PVC Films / Sheeting, Textile Fabrics Lam. to PVC Sheeting .Aluminium Foil**BADDI UNIT** : Aluminium Foil

PARTICULARS OF PRODUCTION	Current Year			Previous Year	
	Unit	Quantity	Weight (Kg.)	Quantity	Weight (Kg.)
PVC Films/Sheetings (including scrap)	Mtrs.	0.00	0.00	0.00	10,498.50
	& Kg.	0.00		10,498.50	
Aluminium Foil (Incl. Scrap Sales)	Kg.	38,39,172.43	38,39,172.43	40,95,591.40	40,95,591.40

PARTICULARS OF TURNOVER	Current Year			Previous Year	
	Unit	Quantity	Amount (Rs. in Thousands)	Quantity	Amount (Rs. in Thousands)
PVC Films/Sheetings (including scrap)	Mtrs.	0.00	0.00	0.00	1,637.69
	& Kg.	0.00		10,880.40	
Aluminium Foil (Incl. Scrap Sales)	Kg.	38,41,571.73	10,03,240.23	40,86,904.00	9,37,965.98
Miscellaneous (Other Misc.Sale)	Kg.		57,897.54		1,05,611.66
<b>TOTAL</b>			<b>10,61,137.78</b>		<b>10,45,215.32</b>
Less: Sales Return			8,108.99		9,332.99
<b>TOTAL</b>			<b>10,53,028.78</b>		<b>10,35,882.34</b>

PARTICULARS OF FINISHED GOODS	Current Year			Previous Year	
	Unit	Quantity	Amount (Rs. in Thousands)	Quantity	Amount (Rs. in Thousands)
OPENING STOCK					
PVC Films/Sheetings (including scrap)	Mtrs.	0.00	0.00	0.00	47.70
	& Kg.	0.00		381.90	
Aluminium Foil (Incl. Scrap Sales)	Kg.	15,112.00	4,553.46	6,424.60	2,155.05
<b>TOTAL</b>			<b>4,553.46</b>		<b>2,202.75</b>
CLOSING STOCK					
PVC Films/Sheetings (including scrap)	Mtrs.	0.00	0.00	0.00	0.00
	& Kg.	0.00		0.00	
Aluminium Foil (Incl. Scrap )	Kg.	12,713.04	4,565.10	15,112.00	4,553.46
<b>TOTAL</b>			<b>4,565.10</b>		<b>4,553.46</b>

**PARTICULARS OF RAW MATERIAL CONSUMED DURING THE YEAR**

Particulars	2024-25		2023-24	
	QTY.(KG.)	AMOUNT (Rs. in Thousands)	QTY.(KG.)	AMOUNT (Rs. in Thousands)
<b>OPENING STOCK</b>				
PVC Compound	8,988	3,837.54	33,378	11,089.20
Aluminium Coil/Foil	36,863	10,585.68	2,19,184	58,930.45
Polyester/BOPP/ CPP Film	12,917	1,809.66	18,191	2,680.93
Paper	2,508	153.44	5,325	529.28
*Other Materials	-	3,977.01	-	3,384.69
Stock In Transit	-	18,633.74	-	0.00
<b>TOTAL 'A'</b>	<b>61,276</b>	<b>38,997.07</b>	<b>2,76,078</b>	<b>76,614.55</b>
<b>PURCHASE</b>				
PVC Compound	3,67,419	1,20,159.74	4,63,052	1,48,350.92
PVC Sheeting/CCF/Leather Cloth			10,499	1,247.19
Aluminium Foil	35,34,011	10,36,895.61	34,42,939	9,05,034.96
Polyester/Poly/BOPP/ CPP Film	3,10,954	48,594.81	3,39,488	47,629.45
Paper	67,510	9,158.59	43,236	5,583.24
*Other Materials	-	15,654.04	-	18,533.93
Stock In Transit	-	11,843.95	76,098	18,633.74
Stock transfer included in above figures	-	-2,56,190.78	-	-2,50,151.54
<b>TOTAL 'B'</b>	<b>42,79,894</b>	<b>9,86,115.97</b>	<b>43,75,312</b>	<b>8,94,861.89</b>
<b>CLOSING STOCK</b>				
PVC Compound	4,359	2,363.50	8,988	3,837.54
Aluminium Coil/Foil	1,36,723	43,344.50	36,863	10,585.68
Polyester/BOPP/ CPP Film	32,733	4,880.82	12,917	1,809.66
Paper	9,327	1,273.42	2,508	153.44
*Other Materials	-	4,458.28	-	3,977.01
Stock In Transit	37,206	11,843.95		18,633.74
<b>TOTAL 'C'</b>	<b>2,20,348</b>	<b>68,164.46</b>	<b>61,276</b>	<b>38,997.07</b>
<b>CONSUMPTION</b>				
PVC Compound	3,72,048	1,21,633.79	4,87,442	1,55,602.57
PVC Sheeting/CCF/Leather Cloth			10,499	1,247.19
Aluminium Coil/Foil	34,34,151	10,04,136.79	36,25,260	9,53,379.72
Polyester/BOPP/ CPP Film	2,91,138	45,523.65	3,44,762	48,500.72
Paper	60,691	8,038.61	46,053	5,959.09
*Other Materials	-	15,172.77	-	17,941.61
Stock In Transit	-	18,633.74	-	0.00
Stock transfer included in above figures	-	-2,56,190.78	-	-2,50,151.54
<b>NET CONSUMPTION</b>	<b>41,58,028</b>	<b>9,56,948.57</b>	<b>45,14,016</b>	<b>9,32,479.36</b>

\*Other Material includes various types of Consumables & Packing Items

**Information Pursuant to Schedule III of the Companies Act, 2013**

(a) Value of import calculated on C.I.F. basis during the Financial year in respect of

	Year Ended March 31, 2025 (INR in Thousands)			Year Ended March 31, 2024 (INR in Thousands)	
1.	Raw material	1,10,719.97		99,082.30	
(b)	Value of all imported Raw materials, Stores consumed during the year and value of all indigenous Raw Material and stores and their percentage to total consumption..				
1.	Imported	1,10,719.97	11.57%	99,082.30	6.83%
2.	Indigenous	8,46,228.61	88.43%	8,33,397.07	57.44%
(c)	Value of earning in foreign exchange on FOB basis				
1.	Export Sale	2395.58		0.00	
(d)	Value of expenditure in foreign currency				
1.	Traveling	582.829		1315.998	
(e)	Value of import on Capital Goods				
	Capital Goods	0.00		0.00	

As per our report of even date attached

**For V. V Kale & Co.,**  
 Chartered Accountants  
 Firm Registration Number: 000897N

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

**Sd/-**  
**Vijay V. Kale**  
 Partner  
 Membership Number: 080821

Date: 30.05.2025  
 Place: Noida

**sd/-**  
**Rajeev Gupta**  
 Managing Director  
 DIN: 00025410  
 Add: C 53-54, Sector-57,  
 Noida, U.P. 201301

**sd/-**  
**Vidhu Gupta**  
 Director  
 DIN: 00026934  
 Add: C 53-54, Sector-57  
 Noida, U.P. 201301

**sd/-**  
**Rhea Gupta**  
 Chief Financial Officer  
 PAN: BPLPG8328G  
 Add: C 53-54, Sector-57,  
 Noida, U.P. 201301

**sd/-**  
**Priyanka Beniwal**  
 Company Secretary  
 M. No.: A40461  
 Add: C 53-54, Sector-57  
 Noida, U.P. 201301

Date: 30.05.2025  
 Place: Noida