

**RAJESH EXPORTS LIMITED**

**29<sup>th</sup>**  
**ANNUAL**  
**REPORT**  

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*Global presence in Gold & Diamond Jewellery*

# RAJESH EXPORTS LIMITED

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## BOARD OF DIRECTORS

**Mr. Rajesh Mehta**  
Executive Chairman

**Mr. Suresh Kumar**  
Managing Director

**Mr. Prashant Sagar**  
**Ms Vijaya Lakshmi**  
**Ms. Asha Mehta**  
Independent Directors

**Mr. Joseph T.D**  
Non Executive & Non Independent Director

## KEY MANAGERIAL PERSONNEL

**Mr. B. Vijendra Rao**  
Chief Financial Officer

**Mr. Akash Bhandari**  
Company Secretary & Compliance Officer

## SHARE TRANSFER AGENTS

M/s S. K. D. C Consultants Limited  
“Surya”, 35, Mayflower Avenue,  
Behind Senthil Nagar, Sowripalayam Road  
Coimbatore - 641 028. Phone: 0422 - 4958995;  
2539835-836; Fax: 0422 - 2539837  
E-mail: info@skdc-consultants.com

## STATUTORY AUDITORS

M/s BSD & Co.  
*Chartered Accountants*  
No, 14/3, 10th ‘C’ Main  
Jayanagar 1st Block  
Basavanagudi, Bangalore - 560 011.

## REGISTERED OFFICE

# 4, Batavia Chambers  
Kumara Krupa Road, Kumara Park East  
Bengaluru - 560 001.  
Tel: 91-80-22282216  
E-mail: compsect@rajeshindia.com  
CIN: L36911KA1995PLC017077

## CORPORATE OFFICE

Rajesh Group  
# 1, Brunton Road  
Bengaluru - 560 001.  
Tel: 91-80-40239999  
E-mail: compsect@rajeshindia.com

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## NOTICE

Notice is hereby given that the 29th Annual General Meeting of the Members of **RAJESH EXPORTS LTD** will be held **on Saturday 30-12-2023 at 12.00 Noon, through video conferencing** to transact the following business

### ORDINARY BUSINESS :

1. To receive, consider and adopt the Consolidated and Standalone Financial Statements for the year ended 31st March 2023 as at that date together with the reports of the Directors and Auditors thereon.
2. To confirm the dividend for the financial year 2022-23.
3. To appoint M/s. B S D & Co., Chartered Accountants, (Firm registration number 000312S) as Statutory Auditors of the Company for four years and to fix their remuneration and in this respect, to pass, with or without modification (s) the following resolution as an ordinary Resolution:

**RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and on the basis of recommendation of Audit Committee, M/s. B S D & Co., Chartered Accountants, (Firm registration number 000312S) as the statutory Auditors of the Company, be and is hereby appointed to hold office of Auditors from the conclusion of this Annual General Meeting (AGM) for another four years, until the conclusion of respective Annual General Meeting, subject to the approval of this AGM and the Board is hereby authorized to fix the remuneration payable to them, as may be determined by the Audit Committee, in consultation with the Auditors.

4. To appoint a director in place of Mr. Rajesh Mehta, who retires by rotation in terms of Section 152(6) of Companies Act, 2013 and being eligible offers himself for re-appointment.

### SPECIAL BUSINESS:

5. To approve the appointment of Mr. Suresh Kumar Sarojamma Linge Gowda (DIN: 08097945) as Executive Director.

**“RESOLVED THAT** pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule V of the Companies Act, 2013 and Companies (Appointment. & Remuneration of Managerial personnel) Rules, 2014 and subject to the requisite approval of the Central Government, if any required, the consent of the members be and is hereby accorded to appoint Mr. Suresh Kumar Sarojamma Linge Gowda (DIN: 08097945) as Executive Director of the Company for a term of five years starting from March 1, 2023 on the terms and conditions including remuneration set out in the Explanatory Statement annexed to the Notice convening this meeting, with the liberty and power to the Board of Directors (hereinafter referred to as ‘the Board’ which expression shall also include the Nomination and Remuneration Committee of the Board), in exercise of its discretion, to grant increments and to alter and vary from time to time the terms and conditions of the said appointment, subject to the same not exceeding the limits specified under Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, expedient or desirable to give effect to this Resolution and/or to make modification as may be deemed to be in the best interest of the Company.

6. To consider and if thought fit, to pass, with or without modification, the following Resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule V of the Companies Act, 2013 and Companies (Appointment.”

# RAJESH EXPORTS LIMITED

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& Remuneration of Managerial personnel) Rules, 2014 and subject to the requisite approval of the Central Government, if any required, the consent of the members be and is hereby accorded to appoint Mr. Suresh Kumar Sarojamma Linge Gowda (DIN: 08097945) as Managing Director of the Company for a term of five years starting from May 30, 2023 on the terms and conditions including remuneration set out in the Explanatory Statement annexed to the Notice convening this meeting, with the liberty and power to the Board of Directors (hereinafter referred to as 'the Board' which expression shall also include the Nomination and Remuneration Committee of the Board), in exercise of its discretion, to grant increments and to alter and vary from time to time the terms and conditions of the said appointment, subject to the same not exceeding the limits specified under Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, expedient or desirable to give effect to this Resolution and/or to make modification as may be deemed to be in the best interest of the Company.”

## NOTES:

1. The Company has enabled the Members to participate at the 29th AGM through the VC facility provided by NSDL Limited. The instructions for participation by Members are given in the subsequent paragraphs.
2. In line with the MCA Circulars, the notice of the 29th AGM along with the Annual Report 2022-23 are being sent only by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories. Members may please note that this Notice and Annual Report 2022-23 will also be available on the Company's website <http://www.rajeshindia.com/annual-reports/>, the website of National Securities Depository Limited (NSDL) <https://www.evoting.nsdl.com>, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively. Since the 29th AGM is being held through VC as per the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be made available for the 29th AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
3. Members who have not registered their e-mail address are requested to register the same in respect of shares held in electronic form with the Depository through their Depository Participant(s) and in respect of shares held in physical form by writing to the Company's Registrars and Transfer Agents of the Company: M/s. S.K.D.C. CONSULTANTS LIMITED, "Surya", 35, Mayflower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore 641028.
4. Members holding shares in Physical form are requested to intimate the Change of Address and their Bank Account details such as Bank Name, Branch with address and Account No. for incorporating the same in dividend warrants to the Registrars and Transfer Agents of the Company, quoting their respective Folio Number. Members holding shares in Demat form shall intimate the above details to their Depository Participants (DP's) with whom they have Demat Account.
5. In accordance with the proviso to Regulation 40(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, effective from April 1, 2019, transfers of securities of the Company shall not be processed unless the securities are held in the dematerialized form with a depository. Accordingly, shareholders holding equity shares in physical form are urged to have their shares dematerialized so as to be able to freely transfer them and participate in corporate actions.
6. The Register of Members and Share Transfer Books of the Company will remain closed from Sunday, December 23, 2023 till Saturday, December 30, 2023 (both days inclusive).
7. In case of any queries regarding the Annual Report, the Members may write to [compsect@rajeshindia.com](mailto:compsect@rajeshindia.com) to receive an email response.
8. Company has appointed Mr. Deepak Sadhu, Practising Company Secretary, to act as the Scrutinizer, to scrutinize the e-voting process in a fair and transparent manner.
9. Members are requested to address their correspondence, including share transfer matters and change of address to:

**S. K. D. C. Consultants Limited**

"Surya", 35, Mayflower Avenue, Behind Senthil Nagar, Sowripalayam Road  
Coimbatore - 641 028. Phone: 0422 - 4958995; 2539835-836; Fax: 0422 - 2539837  
E-mail: [info@skdc-consultants.com](mailto:info@skdc-consultants.com)



### **The 29th AGM through the VC facility**

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at rajeshindia.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.

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

**The remote e-voting period begins on 27.12.2023, at 9.00 A.M. and ends on 29.12.2023 at 5 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 22.12.2023, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 22.12.2023.**

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## How do I vote electronically using NSDL e-Voting system?



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

### Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"><li>Existing IDeAS user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under <b>e-Voting</b> services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li><li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li><li>Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li></ol> <div style="text-align: right;"> </div> <div style="text-align: center;"><p>NSDL Mobile App is available on</p> </div>





<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li> <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. 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 CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi 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.cdslindia.com">www.cdslindia.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>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<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. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</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 abovementioned website.

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

Login type	Helpdesk details
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>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</p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>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 22 55 33</p>

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

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

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

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

4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
- c) How to retrieve your ‘initial password’?
  - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a pdf file. Open the pdf file. The password to open the pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The pdf file contains your ‘User ID’ and your ‘initial password’.
  - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**





6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
  - a) Click on **“Forgot User Details/Password?”** (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **“Physical User Reset Password?”** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

## **Step 2: Cast your vote electronically on NSDL e-Voting system.**

### **How to cast your vote electronically on NSDL e-Voting system?**

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

### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [deepakksadhu@gmail.com](mailto:deepakksadhu@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on “Upload Board Resolution / Authority Letter” displayed under “e-Voting” tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the **“Forgot User Details/Password?”** or **“Physical User Reset Password?”** option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on: 022 - 4886 7000 and 022 - 2499 7000 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to compsect@rajeshindia.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to compsect@rajeshindia.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

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

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under "**Join General meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/ Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.



5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at compsect@rajeshindia.com. The same will be replied by the company suitably.
6. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at compsect@rajeshindia.com. The same will be replied by the company suitably.

**Explanatory statement:**

**Item No.3:**

In terms of the provisions of Section 139, 142 of Companies Act, 2013 (the “Act”), no listed company can appoint or re-appoint an audit firm as auditor for more than two terms of five consecutive years. The Act further prescribes that the Company has to comply with these provisions within three years from the commencement of the Act. M/s. B S D & Co., Chartered Accountants, as Statutory Auditors of the Company, were appointed as Statutory Auditor of the Company, last year. M/s. B S D & Co., Chartered Accountants, has completed one year and is eligible for another four years. The Audit Committee and the Board of Directors have placed on record their appreciation for the professional services rendered by M/s. B S D & Co., Chartered Accountants, during association with the Company. Pursuant to and in light of the above, the Board of Directors on the recommendation of Audit Committee has appointed M/s. B S D & Co., Chartered Accountants, (Firm registration number 000312S) as Statutory Auditor of the Company for next four years. M/s. B S D & Co., Chartered Accountants have confirmed that their appointment, if made, shall be in accordance with the limits specified under Section 141(3)(g) of the Act and that they are not disqualified to be appointed as statutory auditors in terms of the provisions of the proviso to Section 139(1), Section 141(2) and Section 141(3) of the Act and the provisions of the Companies (Audit and Auditors) Rules, 2014 (as amended). Accordingly, consent of the Members is sought to the Resolution as set out at Item No. 3 of the Notice for approval. None of the Directors, Key Managerial Personnel and their relatives are, in any way, are concerned or interested in the said resolution.

**Item No.5:**

The Board of Directors of the Company at its meeting dated 01st March 2023, approved the appointment of Mr. Suresh Kumar Sarojamma Linge Gowda (DIN: 08097945) as an Executive Director of the company with effect from dated 01st March 2023, pursuant to Section 149(6) read with Schedule IV and Section 161 of Companies Act, 2013 read with Companies (Appointment and Qualifications of Directors) Rules, 2014, to hold the office for a period of five consecutive years liable to retire by rotation subject to the approval of shareholders at the ensuing Annual General Meeting. Notice in writing has been received from shareholder of the Company, pursuant to Section 160 of the Act, signifying his intention to propose Mr. Suresh Kumar Sarojamma Linge Gowda as a candidate for the office of executive Director. Details of Director seeking confirmation of appointment at the forthcoming annual general meeting pursuant to Regulation 36(3) of The Securities and Exchange Board of India (Listing Obligation & Disclosure Requirement) Regulation, 2015 is annexed in Notice.

The Board of Directors propose the appointment of Mr. Suresh Kumar Sarojamma Linge Gowda as a Executive, Director of the company and recommend the resolution as set out in item 6 of the notice for approval of the members at this annual general meeting.

None of the Directors Key managerial personnel or their relatives are concerned or interested in the proposed resolution as set out in the notice.

**Item No. 6 of the Agenda:**

Mr. . Suresh Kumar Sarojamma Linge Gowda, is an expert in Jewellery retail business and is also known for his excellent skills of managing the affairs of the Company. In light of the above, your Directors consider it desirable and advantageous to avail the services of Mr. Suresh Kumar Sarojamma Linge Gowda as Managing Director in the interest of Company's progress.

# RAJESH EXPORTS LIMITED

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## **Remuneration:**

Salary – Rs. 1,66,800/- p.a.

## **Perquisites**

- a. Free use of Company's car and driver.
- b. Leave Travel Concession for self and family, once in year.
- c. Children's Education Allowance, as per Income Tax Rules
- d. Reimbursement of medical expenses for self and family.
- e. Fees of clubs, subject to maximum of 2 clubs.
- f. Contribution to Provident Fund to the extent it is not taxable under Income Tax Act, 1961.
- g. Gratuity payable at a rate not exceeding half a month's salary, for each completed year of service.
- h. Encashment of leave at the end of the tenure.
- i. Personal Accident Insurance Premium, as per Income Tax Rules

## **PROFILE OF RETIRING DIRECTOR WHO OFFERS HIMSELF FOR REAPPOINTMENT:**

Mr. Rajesh Mehta (DIN: 00336457), aged about 60 years, is the Founder Chairman of the Company. He is responsible for overall functioning of the company; and is in-charge of finance and marketing functions. Has experience of over thirtyfive years in functioning and management of Jewellery trade and has travelled extensively within India and overseas for establishing a strong network in the industry. He is also consulted by various Gold and Jewellery organizations including government and trade bodies for rendering advice on development of the business. Based on his invaluable contribution to the Company the Board considers it necessary to reappoint Mr. Rajesh Mehta as a Director..

## **PROFILE OF EXECUTIVE DIRECTOR AND MANAGING DIRECTOR FOR APPOINTMENT:**

Mr. Suresh Kumar Sarojamma Linge Gowda (DIN: 08097945) aged about 57 years, is a Graduate. He is an expert in Jewellery retail business. He has been involved in Jewellery retail business for last two decades and he would be an asset to the company, especially in the retail expansion program of the Company.

By the Order of the Board

Sd/-

Place : Bengaluru

Date : May 30, 2023

**RAJESH MEHTA**

*Chairman*



## DIRECTORS REPORT

To  
The Members of  
**Rajesh Export Limited**

We are delighted to present on behalf of Board of Directors the 29th Annual Report on the business and operations of the Company, for the financial year ended 31st March 2023.

### FINANCIAL RESULTS

*(Rs. in Millions)*

	CONSOLIDATED		STANDALONE	
	For the year ended 31.03.2023	For the year ended 31.03.2022	For the year ended 31.03.2023	For the year ended 31.03.2022
Profit before Depreciation	15792.62	11293.93	331.44	313.98
Less : Depreciation	1005.75	908.74	6.87	9.09
Profit after depreciation	14786.87	10385.19	324.57	304.89
Less : Provision for taxation & Deferred tax	461.74	291.45	18.41	76.43
Profit after taxation	14325.13	10093.74	306.16	228.48
Add : Balance as per last account	89933.97	80135.49	28898.50	28965.28
Profit available for appropriation	104259.10	90229.23	29204.66	29193.76
Less: Dividend	135.68	295.26	135.68	295.26
Balance surplus transferred to Balance Sheet	104123.42	89933.97	29068.98	28898.50

### OPERATIONS

Your Directors are pleased to report that your Company's total income during the period under review stood at Rs. 3396895.05 million. As a result, the net profit for the year under review, after provision for depreciation and income tax was Rs. 14325.12 million.

### DIVIDEND

The Board of Directors are pleased to recommend the payment of dividend for the year ended 31st March 2023 @ Re.1.00 per share (100 per cent) for all the shareholders whose names appear on the Register of Members as on the Book Closure date. Dividend is subject to approval of members at the ensuing Annual General Meeting (AGM) and shall be subject to deduction of tax at source.

### DISCLOSURE AS REQUIRED UNDER SECTION 22 OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has in place a Prevention of Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013. An Internal Complaints Committee has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. The Policy is available on the website of the Company i.e., [www.rajeshindia.com](http://www.rajeshindia.com)

During the year 2022-2023, no complaints were received by the Company related to sexual harassment.

# **RAJESH EXPORTS LIMITED**

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## **BOARD MEETINGS, BOARD OF DIRECTORS, KEY MANAGERIAL PERSONNEL & COMMITTEES OF DIRECTORS**

### **Board Meeting**

The Board of Directors of the Company met eight times during the financial year. The details of various Board Meetings are provided in the Corporate Governance Report. The gap intervening between two meetings of the board is as prescribed in the Companies Act, 2013 (hereinafter “the Act”).

### **BOARD COMMITTEES**

The Company has the following Committees of the Board:

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

The composition of each of the above Committees, their respective role and responsibility is as detailed in the Report of Corporate Governance.

### **DECLARATION BY INDEPENDENT DIRECTORS**

The Company has received necessary declaration from each independent director under Section 149(7) of the Companies Act, 2013, that he /she meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 and Regulation 25 of the SEBI (Listing obligation disclosure requirement), 2015.

### **BOARD EVALUATION**

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17(10) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 the Board carried out annual evaluation of its own performance, performance of its Committees and evaluation of individual director including independent directors. The independent directors carried out an annual performance of non independent directors, the Board as a whole and chairperson of the Company. Nomination and Remuneration Committee of the Board of directors evaluated the performance of every director. The performance is evaluated on the basis of number of Board and Committee meetings attended by individual directors, participation of director in the affairs of the company, duties performed by each director, targets achieved by the company during the year. The Board found the evaluation satisfactory and no observations were raised during the said evaluation in current year as well as in previous year.

### **VIGIL MECHANISM**

We have established a mechanism for employees to report concerns about unethical behavior, actual or suspected fraud or violation of our code of conduct or ethics policy. The mechanism also provides for adequate safeguards against victimization of employees who avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee in exceptional cases. The Policy is available on the website of the Company i.e. <http://www.rajeshindia.com/>

### **RELATED PARTY TRANSACTIONS**

Company did not have any related party transaction under Section 134(3)(h) read with Rule 8 of the Companies (Accounts) Rules, 2014.





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## **DEPOSITS**

In terms of the provisions of Section 73 of the Act read with the relevant Rules of the Act, the Company had no opening or closing balances and also has not accepted any fixed deposits during the year under review and as such, no amount of principal or interest was outstanding as on March 31, 2023.

## **CORPORATE GOVERNANCE**

Your Company has been practicing the principles of good corporate governance. The Company is in compliance with the provisions on corporate governance specified in the SEBI (Listing obligation disclosure requirement), 2015 of BSE and NSE. A detailed report on corporate governance is available as a separate section in this Annual Report. Certificate of the Statutory Auditors regarding compliance with the conditions stipulated in Reg. 34(3) of the SEBI (Listing obligation disclosure requirement), 2015 is provided separately under this Annual Report.

## **SHARE CAPITAL**

There is no change in Share capital (authorized and paid-up) from last financial year.

## **AUDITORS**

### **a) STATUTORY AUDITOR**

M/s. B S D & Co., Chartered Accountants, Bengaluru, were appointed as Statutory Auditors of Company in the 28th AGM up to the conclusion of next Annual General Meeting. The Audit Committee and the Board of Directors have recommended the proposal to appoint M/s. B S D & Co., Chartered Accountants, Bengaluru, as the Statutory Auditors of Company for another four years up to the conclusion of respective Annual General Meeting, and to authorize the Board of Directors and Committees thereof to fix their remuneration. The company has received a certificate from the auditor to the effect that the appointment if made, would be, in accordance with limits specified in the Act and that, they meet the criteria of independence.

### **b) SECRETARIAL AUDITORS**

Pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors has appointed Mr. Deepak Sadhu, Practicing Company Secretary, for conducting Secretarial Audit of the Company for the financial year 2022-2023.

## **AUDITOR'S REPORT AND SECRETARIAL AUDIT REPORT**

The Auditors Report and Secretarial Audit Report do not contain any qualifications, reservations or adverse remarks. The Secretarial Audit Report is annexed herewith as Annexure II.

## **DETAILS ABOUT SUBSIDIARIES/ASSOCIATES/JOINT VENTURES**

The Details on Subsidiaries/Associates/Joint Ventures is annexed herewith as Annexure III.

## **CORPORATE SOCIAL RESPONSIBILITY**

The Company has actively supported various initiatives in the areas of health, education and environment over the years. With the introduction of Section 135 of the Act, which came into effect during financial year 2014-15, the Company has constituted a Corporate Social Responsibility ("CSR") Committee. The CSR Committee decided to continue with the existing programmes and increase focus on health and education in the years ahead. The CSR Policy is available on the website of the Company i.e., [www.rajeshindia.com](http://www.rajeshindia.com)

The Annual Report on Corporate Social Responsibility Activities is annexed herewith as Annexure V.

## **Company's (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988**

# RAJESH EXPORTS LIMITED

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## CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

### CONSERVATION OF ENERGY

The Details on Conservation of energy is annexed herewith as Annexure VI.

### RESEARCH AND DEVELOPMENT AND TECHNOLOGY ABSORPTION

Your Company has the largest and one of the finest R&D units in jewellery industry. The research and development team of the Company comprises of some of the finest designers, metallurgists, chemists and senior craftsman. The Company has been instrumental in developing and introducing several widely acclaimed jewellery designs. The Company has also developed several new systems, procedures and techniques in jewellery manufacturing.

The company continues to adopt and use the latest technologies to improve the productivity and quality of its service and products.

### FOREIGN EXCHANGE EARNINGS AND OUTGO

*(Rs. in lakhs)*

Particulars	2022-23	2021-22
Foreign Exchange Earnings	-	24,706.65
Foreign Exchange Outgo	-	24,216.87

### PARTICULARS OF EMPLOYEES

During the year under review, there were no employees who were drawing remuneration in excess of Rs.60 Lakhs per annum or Rs. 5 lakhs per month, if employed for a part of the year.

### DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under section 134 of the Companies Act 2013, with respect to Directors responsibility statement, it is hereby confirmed:

1. That for compilation of annual accounts for the financial year ended 31.03.2023, the applicable accounting standards have been followed along with proper explanation relating to the material departures.
2. That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at the end of the financial year under review and of the profit of the Company for that period.
3. That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
4. That the Directors have compiled the accounts for the financial year ended 31.03.2023 on a "going concern" basis.
5. Proper internal financial controls were followed by the Company and such internal financial controls are adequate and were operating effectively;
6. Proper systems are devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### OTHERS

There are no material changes and commitments made between balance sheet date and date of directors Report.



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## **INSIDER TRADING REGULATIONS**

Based on the requirements under SEBI (Prohibition of Insider Trading) Regulations, 2016, as amended from time to time, the code of conduct for prevention of insider trading and the code for corporate disclosures (“Code”), as approved by the Board from time to time, are in force at the Company. The objective of this Code is to protect the interest of shareholders at large, to prevent misuse of any price sensitive information and to prevent any insider trading activity of dealing in shares of the Company by its Directors, designated employees and other employees. The Company also adopts the concept of Trading Window Closure, to prevent its Directors, Officers, designated employees and other employees from trading in securities of Rajesh Exports Limited at the time when there is unpublished price sensitive information. No other material changes and commitments affecting the financial position of the Company have occurred between April 1, 2023 and the date of signing of this Report. The Policy is available on the website of the Company i.e., <http://www.rajeshindia.com/>

## **INTERNAL CONTROL SYSTEMS AND ADEQUACY OF INTERNAL FINANCIAL CONTROLS**

The Company has a proper and adequate system of internal controls. This ensures that all transactions are authorised, recorded and reported correctly, and assets are safeguarded and protected against loss from unauthorized use or disposition. In addition there are operational controls and fraud risk controls, covering the entire spectrum of internal financial controls.

An extensive programme of internal audits and management review supplements the process of internal financial control framework. Properly documented policies, guidelines and procedures are laid down for this purpose. The internal financial control framework has been designed to ensure that the financial and other records are reliable for preparing financial and other statements and for maintaining accountability of assets. In addition, the Company has identified and documented the risks and controls for each process that has a relationship to financial operations and reporting.

The Company also has an Audit Committee to interact with the Statutory Auditors, Internal Auditors and Management in dealing with matters within its terms of reference. This Committee mainly deals with accounting matters, financial reporting and internal controls.

## **AUDIT COMMITTEE RECOMMENDATIONS**

During the year all recommendations of the Audit Committee were accepted by the Board. The Composition of the Audit Committee is as described in the Corporate Governance Report.

## **EXTRACT OF ANNUAL RETURN**

As required under Section 134(3)(A) of the Act, the extract of annual return is put up on the Company’s website.

## **MATERIAL SUBSIDIARIES:**

In accordance with SEBI (Listing Obligations and Disclosure Requirements), Regulation 2015, the Company has formulated a policy for determining material subsidiaries. The policy has been uploaded on the website of the Company at [https://rajeshindia-production.s3.amazonaws.com/uploads/corporate\\_governance/file/15/Material\\_Subsiadiaries.pdf](https://rajeshindia-production.s3.amazonaws.com/uploads/corporate_governance/file/15/Material_Subsiadiaries.pdf)

## **FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTOR:**

The Company has a familiarization Program for Independent Directors to familiarize them with regard to their roles, rights, responsibilities in the Company, along with industry, business operations, business model, code of conduct and policies of the Company etc. The Familiarization Program has been disclosed on the website of the Company. The company’s policy on familiarization Program is available on the following web link: [https://rajeshindia-production.s3.amazonaws.com/uploads/corporate\\_governance/file/1/familiarization\\_Program\\_for\\_independent\\_directors.pdf](https://rajeshindia-production.s3.amazonaws.com/uploads/corporate_governance/file/1/familiarization_Program_for_independent_directors.pdf).

## **MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT:**

No material changes and commitments have occurred after the closure of financial year till the date of this Report, which affect the financial position of the Company.

# RAJESH EXPORTS LIMITED

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## **PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN AND SECURITIES PROVIDED (REFERENCE SECTION 186)**

The details of the investments made by the Company are in Note No. 3 of the audited financial statements. The Company has not made any loans to any persons within the meaning of Section 186 and has also not given any guarantees within the meaning of that section.

## **RISK MANAGEMENT POLICY**

The Company has a robust Enterprise Risk Management (ERM) framework to identify, evaluate business risks and opportunities. This framework seeks to create transparency, minimize adverse impact on the business objectives and enhance the Company's competitive advantage. The business risk framework defines the risk management approach across the enterprise at various levels including documentation and reporting. The framework has different risk models which help in identifying risks trend, exposure and potential impact analysis at a Company level as also separately for business segments. The Company has identified various risks and also has mitigation plans for each risk identified. The Policy is available on the website of the Company i.e., [www.rajeshindia.com](http://www.rajeshindia.com)

## **STATEMENT ON COMPLIANCES OF APPLICABLE SECRETARIAL STANDARDS**

In requirement of para 9 of revised Secretarial Standards on the Board Meeting i.e SS-1 your Directors state that they have devised proper systems to ensure compliance with the provisions of all Secretarial Standards and that such systems are adequate and operating effectively.

## **INVESTOR EDUCATION AND PROTECTION FUND (IEPF)**

Pursuant to Section 125 of Companies Act, 2013 (corresponding to section 205C of Companies Act, 1956) all unpaid dividend due for more than seven years has to be transferred to Investor Education and Protection fund maintained by Central Government. Accordingly the company has transferred a sum of Rs. 5,11,399/- (Rupees Five Lakh Eleven Thousand Three hundred Ninety Nine only) of Interim Dividend and Rs. 67,874/- (Rupees Sixty Seven Thousand Eight hundred Seventy Four Only) of the Final Dividend, during the year to the said fund. The details of the investors whose amount is transferred is available on website of the company [www.rajeshindia.com](http://www.rajeshindia.com).

## **CODE OF CONDUCT**

Your Company has laid down a Code of Conduct ("Code") for all the Board Members and Senior Management Personnel of the Company. The Code is available on the website of the Company i.e., [https://rajeshindia-production.s3.amazonaws.com/uploads/corporate\\_governance/file/7/Code\\_of\\_Conduct.pdf](https://rajeshindia-production.s3.amazonaws.com/uploads/corporate_governance/file/7/Code_of_Conduct.pdf). All Directors and Senior Management Personnel of the Company have affirmed compliance with the Company's Code of Conduct for the financial year ended March 31, 2023. A declaration signed by the Chief Executive Officer (CEO) to this effect is attached in the Annual Report.

## **LISTING FEES**

The shares of the Company continue to be listed at the National Stock Exchange of India Ltd, Mumbai, and the Bombay Stock Exchange Ltd, Mumbai. The annual listing fees for National Stock Exchange of India Ltd. and Bombay Stock Exchange Ltd. have been paid.

## **ACKNOWLEDGEMENTS**

Your directors specially wish to place on record, their sincere appreciation to the employees of the Company for their dedication and hard work, which has resulted in overwhelming success of the Company during the year under report. Your Directors also thank all the Shareholders, Consultants, Customers, Vendors, Service providers, Government & Statutory authorities for their continued support in successful running of company's business and its continued progress.

For and on behalf of the Board  
Sd/-

Place : Bengaluru  
Date : May 30, 2023

**RAJESH MEHTA**  
*Chairman*



**Disclosure in the Board's Report under Rule 5 of Companies (Appointment & Remuneration) Rules, 2014**

(i)	The Ratio of the remuneration of each director to the median remuneration of the employees of the company for the FY 2022-23	Director's Name	Ratio to mean Remuneration			
		Mr. Rajesh Mehta Mr. Suresh Kumar Mr. Prashant Sagar Ms. Vijaya Lakshmi Ms. Asha Mehta Mr. Joseph T D	1.21 : 1 1.21 : 1 1 : 0 1 : 0 1 : 0 1 : 0			
(ii)	The Percentage increase in remuneration of each Director, CFO, CEO, CS or Manager if any in the FY 2022-23 compared to 2021-22 means part of the year	Director's/CFO/CEO/CS/ Manager's Name				
		Mr. Rajesh Mehta Mr. Suresh Kumar Mr. Prashant Sagar Ms. Vijaya Lakshmi Ms. Asha Mehta Mr. Joseph T D Mr. B Vijendra Rao (CFO) Mr. Ranganatha BS (CS)	Nil Nil Nil Nil Nil Nil Nil Nil			
(iii)	Percentage increase in the median remuneration of employees in the FY 2022-23 compared to 2021-22	Nil				
(iv)	Number of permanent employees on the rolls of the company	<b>As on 31.03.2023</b> 141	As on 31.03.2022 135			
(v)	Explanation on the relationship between average increase in remuneration and the company performance	There has been very nominal increase in remuneration, the performance of the company has been satisfactory	There has been very nominal increase in remuneration, the performance of the company has been satisfactory			
(vi)	Comparison of the remuneration of the Key Managerial Personnel against the performance of the company	0.0001%	0.0001%			
(vii)	Variation in	<b>Details</b>	<b>31.03.2023</b>	<b>31.03.2022</b>		
		Market Capitalization	<b>180,138,100,986</b>	204,054,157,664		
		Price Earning Ratio (EPS)	<b>48.52</b>	34.19		
		% Increase/decrease of market quotations	<b>(11.72)</b>	41.33		
		Net worth of the Company	<b>147,236,274,484</b>	124,457,320,468		
(viii)	Average percentage increase in salaries of Employees other than managerial personnel	During 2021-22 NA	During 2022-23 5%			
(ix)	Comparison of each remuneration of the Key Managerial Personnel against the performance of the Company	Name of Key Managerial personnel	Remuneration for the year ended			Reason against performance of the Company
			31.03.2023	31.03.2022	% of Change	
		Mr. Suresh Kumar, MD Mr. Rajesh Mehta, Chairman Mr. B Vijendra Rao, CFO Mr. Ranganatha BS, CS	1,66,800 1,19,998 4,24,000 4,20,000	- 1,19,998 4,24,000 4,20,000	100% 0% 0% 0%	There has been no change in remuneration while the performance of the company has been satisfactory
(x)	Key parameter for any variable component of remuneration availed by the Directors	NA				
(xi)	Ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess the highest paid director during the year	1.21				

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

For and on behalf of the Board

Sd/-

Place : Bengaluru  
Date : May 30, 2023

**RAJESH MEHTA**  
Chairman

# RAJESH EXPORTS LIMITED

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## Annexure I

### DIVIDEND DISTRIBUTION POLICY

The Board of Directors (the “Board”) of Rajesh Exports Limited (the “Company”) at its meeting held on May 26, 2017 had adopted this Dividend Distribution Policy (the “Policy”) as required by Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

#### Objective

The objective of this Policy is to establish the parameters to be considered by the Board of Directors of the Company before declaring or recommending dividend.

The Company has consistently given dividend payout every year since listing. In future, the Company would endeavor to pay sustainable dividend keeping in view the Company’s policy of meeting the long-term growth objectives from internal cash accruals.

#### Parameters to be considered before recommending dividend

The Board of Directors of the Company shall consider the following financial / internal parameters while declaring or recommending dividend to shareholders:

- Profits earned during the financial year
- Retained Earnings
- Earnings outlook
- Expected future capital / liquidity requirements
- Any other relevant factor and material events

The Board of Directors of the Company shall consider the following external parameters while declaring or recommending dividend to shareholders:

- (i) Macro-economic environment - Significant changes in macro-economic environment materially affecting the businesses in which the Company is engaged in the geographies in which the Company operates
- (ii) Regulatory changes - Introduction of new regulatory requirements, which significantly affect the businesses in which the Company is engaged.

#### Utilisation of Retained Earnings

The Company shall endeavor to utilise the retained earnings in a manner which shall be beneficial to the interests of the Company and also its shareholders.

The Company may utilize the retained earnings for making investments for future growth and expansion plans, for the purpose of generating higher returns for the shareholders or for any other specific purpose, as approved by the Board of Directors of the Company.

#### Conflict in Policy

In the event of any conflict between this Policy and the provisions contained in the SEBI (Listing obligation disclosure requirement), 2015, the Regulations shall prevail.

#### Amendments

The Board may, from time to time, make amendments to this Policy to the extent required due to change in applicable laws and SEBI (Listing obligation disclosure requirement), 2015, any other circumstances or as deemed fit on a review. The above Dividend Distribution Policy is available on our company’s website: [https://rajeshindia-production.s3.amazonaws.com/uploads/corporate\\_governance/file/18/Dividend\\_Policy.pdf](https://rajeshindia-production.s3.amazonaws.com/uploads/corporate_governance/file/18/Dividend_Policy.pdf)

For and on behalf of the Board of Directors

**Rajesh Mehta**  
Chairman





**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED ON 31st MARCH, 2023.**

**Form No. : MR-3**

*[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,

**Rajesh Exports Limited**

4, Batavia Chambers, Kumara Krupa Road, Kumara Park East, Bengaluru-560 001

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Rajesh Exports Limited** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conduct/ statutory compliances and expressing my opinion thereon. Based on my verification of the 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 ended on 31st March 2023, complied with the statutory provisions listed hereunder and also that the Company has proper Board- processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company during the audit period 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') viz:
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee purchase scheme) Guidelines, 1999.
  - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008.
  - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
  - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- (VI) Other laws as informed and certified by the management of the Company which are specifically based on their sector/industry namely:
  - a. The Special Economic Zone Act, 2005
  - b. Foreign Trade (Development and Regulation) Act, 1992
  - c. Bureau of Indian Standards (BIS) (Hallmarking)

# RAJESH EXPORTS LIMITED

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

- i) Secretarial Standards issued by The Institute of Company Secretaries of India on Meetings of the Board of Directors and General Meeting.
- ii) SEBI (Listing Obligations and Disclosure Requirements) 2015 for the year ended 31st March 2023 with Bombay Stock Exchange Limited and National Stock Exchange of India Limited.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, SEBI (Listing obligation disclosure requirement), 2015 etc. mentioned above.

**I further report that:**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors. The appointment of Mr. Suresh Kumar Sarojamma Linge Gowda (DIN: 08097945) was noted in board meeting held on 1st March 2023 and his appointment as Managing Director was noted in board meeting held on May 30, 2023.

Resignation of CS BANAVARA SATHEESH BABU RANGANATH having membership No. 65028 with effect from 20/02/2023 was noted and appointment of CS AKASH BHANDARI having membership No. A55231 was done on 01/04/2023.

Adequate notice is given to all directors while scheduling the Board Meetings. Agenda and detailed notes on agenda were sent at least seven days in advance, a system is in place for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

The Company has obtained all necessary approvals under the various provisions of the Act;

As per Section 135 of the Companies Act, 2013 the amount of Corporate Social Responsibility (CSR) to be incurred was Rs.110.76 lakhs where as the Company has spent Rs.16.10 lakhs. The same was noted in the CSR Committee Meeting held on 31st March, 2023.

Company has submitted Cash Flow Statements on 21.06.2022 for the year ended 31st March, 2022 and waiver request has been made. Company has submitted Cash Flow Statements with 1-day delay for the half year ended 30.09.2022.

The listed entity has taken the following actions to comply with the observations made in previous reports. From the waiver requests that have been made in the Financial Year 2021-22 report, the waiver requests made by the Company is yet to be heard by the Exchange. In the meantime, Company has received the below waiver requests for the Financial Year 2020-21:

Regulation 17(1) for the quarter ending 30th Sept 2020, 31st Dec 2020;

Regulation 18(1) for the quarter ending 30th Sept 2020, 31st Dec 2020;

Regulation 19(1) and 19(2) for the quarter ending 30th Sept 2020, 31st Dec 2020

The listed entity has suitably included the conditions as mentioned in para 6(A) and 6(8) of the SEBI Circular CIR/CFD/CMD 1/114/2019 dated October 18, 2019 in terms of appointment of statutory auditor of the Listed entity.

There was no prosecution initiated and no other fines or penalties were imposed during the year under review under the Act, SEBI Act, SCRA, Depositories Act, Listing Regulations and Rules, Regulations and Guidelines framed under these Acts against / on the Company, its Directors and Officers.

The Directors have complied with the disclosure requirements in respect of their eligibility of appointment, their being independent and compliance with the Code of Business Conduct & Ethics for Directors and Management Personnel;



I further report that there are adequate systems and processes in the company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period, there were no instances of:

- (i) Public/Rights/Preferential Issue of shares/debentures/sweat equity.
- (ii) Redemption/buy-back of securities.
- (iii) Major decisions taken by the Members in pursuance to Section 180 of the Companies Act, 2013.
- (iv) Merger/amalgamation/reconstruction etc.
- (v) Foreign technical collaborations.

Place : Bengaluru

Date : 9th December, 2023

**DEEPAK SADHU**

*Practising Company Secretary*

COP No :- 14992

UDIN: A039541E002889432

Peer Review Number: 2387/2022

#### **ANNEXURE A**

**( To the Secretarial Audit Report )**

**To**

**The Members**

**Rajesh Exports Limited**

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

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

Place : Bengaluru

Date : 9th December, 2023

**DEEPAK SADHU**

*Practising Company Secretary*

COP No :- 14992

UDIN: A039541E002889432

Peer Review Number: 2387/2022

# RAJESH EXPORTS LIMITED

Annexure III

## Form No. AOC-1

As on financial year ended on 31.03.2023

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

### Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

#### Part "A": Subsidiaries

Rs. in lakhs, except percentage of share holding and exchange rate

Sl. No.	Particulars	Details
1.	Name of the subsidiary	REL Singapore Pte Ltd
2.	Reporting period	April to March
3.	Reporting currency and Exchange rate	US Dollar and 82.16
4.	Share capital	234,638.58
5.	Reserves & surplus	970,727.47
6.	Total assets	1,935,375.04
7.	Total Liabilities	1,935,375.04
8.	Investments	103,521.60
9.	Turnover	33,392,795.94
10.	Profit before taxation	144,623.05
11.	Provision for taxation	4,433.38
12.	Profit after taxation	140,189.67
13.	Proposed Dividend	Nil
14.	% of shareholding	100%

- Names of subsidiaries which are yet to commence operations : Nil
- Names of subsidiaries which have been liquidated or sold during the year : Nil

For and on behalf of the Board  
Sd/-

Place : Bengaluru  
Date : May 30, 2023

**RAJESH MEHTA**  
Chairman  
DIN : 00336457

**SURESH KUMAR**  
Managing Director  
DIN : 08097945



## MANAGEMENT DISCUSSION AND ANALYSIS

The company performed well in its business and posted an impressive profit after tax of Rs. 14,325.12 million and excellent revenues of Rs. 33,96,895.05 million in comparison to previous year revenue Rs. 2,431,279.37 million, in spite of the challenges brought by post-Covid 19 scenario and economic turmoil due to war in Europe.

Company is concentrating its efforts towards increasing its presence in the retail space to ensure increased profitability, this has yielded results. We are confident that Company will emerge as a dominant retail force in the jewellery sector in the times to come. The team of the Company will keep working towards further growth of profit margins by aggressively expanding its retail foot print and by adding more and better value added products to its global design portfolio. With its global positioning and with its innovative and relentless efforts Company will aggressively grow in the coming years both in terms of revenue and profit. We have also been launching new products across different lines and at different price points in the retail segment, regularly, so that our customers have a wide range of products to select from to suit their price points.

REL is consistently working towards its goal of being the first and the only global company, which would be seamlessly integrated from mining to consumer in a sizeable manner. Currently REL is a seamlessly integrated company with a small front end and a large middle end of the operations. REL is working towards strengthening its front end operations, wherein it would be growing its retail presence by increasing the number of its showrooms globally and by launching an E-commerce platform for global distribution of its product.

### Opportunities & Threats

There is a huge opportunity to move the gold business from unorganized to organized space in many countries including India and China. The organized segment has tremendous growth prospects. Growing consciousness of branded jewellery, increasing purchasing power in the Tier I & II locations, and increasing demand for diamond jewellery are major opportunities for the next 10 to 15 years. The major threat could be changes in government policy with regard to import and export of gold products.

### Risk & Concern

The Company has successfully been in gold business for more than three decades and has developed systems to mitigate most of the perceivable risks. The Company has ambitious expansion plans in retail to increase its profitability, these plans require large scale and meticulous execution capabilities. Even though the company has planned its execution strategy, there would always be a concern and risk of execution.

## MANAGEMENT

The Board of Directors head the Management of the Company, which also includes Whole Time Directors. The following is the composition of the Board of Directors of the Company as on 31.03.2023.

Sl. No.	Name	Designation	Profession
01.	<b>Mr. Rajesh Mehta</b>	Executive Chairman	He is responsible for the overall functioning of the company, in addition to being specifically in-charge of the finance and marketing functions. He has an experience of over 35 years in functioning and management of the jewellery trade and has traveled extensively within India and abroad for establishing a strong network in the industry. In addition to his post as Executive Chairman of REL he is a member

## RAJESH EXPORTS LIMITED

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			of the Export Trade Advisory Committee of the Bangalore Jewellers Association. He is also the president of the Karnataka Jewellery Exports Association.
02.	<b>Mr. Suresh Kumar</b>	Managing Director	He is an expert in jewellery retail business. He has been involved in jewellery retail business for last two decades, especially in the retail expansion programme of the Company.
03.	<b>Mr. Prashant Sagar</b>	Non-Executive & Independent Director	He is an expert in production of jewellery and retail business matters.
04.	<b>Ms. Vijaya Lakshmi</b>	Non-Executive & Independent Director	She has a vast experience in Human Resource Management, and is an asset to the Company on this aspect.
05.	<b>Ms. Asha Mehta</b>	Non-Executive & Independent Director	She is an expert in jewellery retail business. She has been involved in retail jewellery business for last 2 decades.
06.	<b>Joseph T. D.</b>	Non-Executive & Non-Independent Director	He has experience over 25 years in administration and management
07.	<b>Mr. Vijendra Rao</b>	Chief Financial Officer	He has an experience of over 35 years in the field of finance and accounting. He is incharge of financial policies of the Company.
08.	<b>Mr. Akash Bhandari</b>	Company Secretary	He is a qualified Company Secretary and is incharge and head of the Secretarial Department of the Company. (w.e. from April 01, 2023)

The Board of Directors are efficiently complemented in the day-to-day functioning by a team of highly qualified professionals with considerable experience and expertise in their respective fields.

### HUMAN RESOURCES

The one single major reason which can be attributed to the growth of Rajesh Exports Limited is its people. Rajesh Exports Limited recognizes the importance of its people, Rajesh Exports Limited has a unique culture of equality wherein each individual focuses on his task with utmost responsibility. The Company has a HR policy which emphasizes the need of attaining organizational goals through individual growth and development. Staff audit and performance appraisal are the key areas of the Company's HR Policy.

### DISCLAIMER

Statements made in Management Discussion and Analysis report may include forward looking statements and may differ from the actual situation. The important factors that would make a difference to the Company's operations include market factors, government regulations and policies, developments within and outside the country etc.





## ANALYSIS OF FINANCIAL PERFORMANCE

a) **Key financial Indicators:**

	2022-2023	2021-2022
Return on Net Worth	9.73%	8.11%
PAT to Sales	0.42%	0.42%
Turnover (Times)/ Fixed Assets	284.90	360.45
Sales / Total Assets (Times)	14.85	10.17

b) **Revenues:**

The business operations of Rajesh Exports Ltd. for the year 2022-23 resulted in the Company achieving total revenue of Rs. 3,396,895.05 Million as against Rs. 2,431,279.37 Million during the previous year.

(Rs. in Million)

	2022-2023	2021-2022
Operating Revenue	3,396,895.05	2,431,279.37
Other Income	242.18	402.59
Total Revenue	3,397,137.23	2,431,681.96

c) **Operating Income:**

Operating income (excluding other income) for the year 2022-23 has been Rs. 3,396,895.05 Million as compared to Rs. 2,431,279.37 Million in the previous year.

d) **Cost of Revenue:**

Cost of goods sold for 2022-23 has been Rs. 3,375,999.01 Million as compared to Rs. 2,415,096.65 Million in the previous year.

e) **Provision for Taxation:**

The provision for taxation for 2022-23 has been Rs. 461.74 Million as compared to Rs. 291.45 Million during the previous year.

f) **Debt:**

The Company is a debt free Company.

g) **Fixed Assets:**

The book value of fixed assets for the year ended 31.03.2023 after providing for depreciation has been Rs 11,923.29 Million.

h) **Loans and Advances:**

The loans and advances as on 31st March 2023 were Rs. 4,381.03 Million as compared to Rs. 5,371.47 Million during the previous year..

i) **Cash and Bank Balances:**

REL continues to be a cash positive Company. As on 31st March 2023 the Company had Rs. 20,963.51 Million (Net) as cash and bank balances.

j) **Current Liabilities:**

The current liabilities as on 31.03.2023 have been Rs. 80,392.00 Million.

For and on behalf of the Board

Sd/-

**RAJESH MEHTA**

Chairman

Place : Bengaluru  
Date : May 30, 2023

# RAJESH EXPORTS LIMITED

## REPORT ON CORPORATE GOVERNANCE

Rajesh Exports Limited recognises the ideals and importance of corporate governance and acknowledges its responsibilities towards all its shareholders, employees, customers and regulatory authorities. The Company believes that a good corporate governance process aims to achieve a balance between the shareholders' interest and corporate goals of the Company. It aims to attain the highest levels of transparency, accountability and integrity to all its shareholders by implementing transparent corporate governance, thereby enhancing the value of the shareholders and their Company.

Accountability improves decision-making and transparency helps to explain rationale behind decision-making and reinforces the shareholders' confidence in the company.

### BOARD OF DIRECTORS

The Composition of the Board of Directors

The Board of the Company is comprised of Executive and Non-Executive Directors. As on March 31, 2023, the strength of the Board was six Directors comprising of two Executive Directors, including the Chairman of the Company and four Non-Executive Directors. Sixty per cent of the Board is comprised of Independent Directors.

The details of the Board of Directors as on March 31, 2023 are given below:

Category	Name of the Directors	Number of Directors	Composition %	No. of Directorship's in other Companies	No. of Board Meetings of REL Held	No. of Board Meetings of REL Attended
<b>Executive Directors</b>		<b>2</b>	<b>33.34%</b>			
<b>Promoter Executive Chairman</b>	1. Mr. Rajesh Mehta			Nil	8	8
<b>Managing Director</b>	2. Mr. Suresh Kumar			Nil	2	2
<b>Independent &amp; Non-Executive Directors</b>		<b>3</b>	<b>50%</b>			
	1. Mr. Prashant Sagar			Nil	8	8
	2. Ms. Vijaya Lakshmi			Nil	8	8
	3. Ms. Asha Mehta			Nil	8	8
<b>Non-Independent &amp; Non-Executive Directors</b>	Joseph T D	1	16.66%		8	8

The Company has not entered into any transactions with its Directors or relatives which would affect the interest of the Company at large.



Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act along with rules framed thereunder. In terms of Regulation 25(8) of SEBI Listing Regulations, they have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations and that they are independent of the management.

## BOARD MEETINGS

During the year 2022-23, eight board meetings were held as follows and the necessary quorum was present for all the meetings.

Dates	26.04.2022	30.05.2022	13.08.2022	15.11.2022
	03.12.2022	14.02.2023	01.03.2023	18.03.2023

## COMMITTEES OF DIRECTORS

The Board has constituted Committees of Directors to deal with matters which need quick decisions and timely monitoring of the activities falling within their terms of reference. The Board Committees are as follows.

### AUDIT COMMITTEE

The Audit Committee presently comprises of one Executive Director viz Mr. Rajesh Mehta, and two non- executive Directors viz Mr. Prashant Sagar and Ms. Asha Mehta. During the year under review the Committee held five meetings.

The terms of reference of the Audit Committee are in accordance with Clause 18(i) and (ii) of SEBI (Listing obligation disclosure requirement), 2015 of the Stock Exchanges read with section 177 of CA 2013 Act which inter-alia includes the following:

- Overseeing the Company's financial reporting process and to ensure correct, adequate and credible disclosure of financial information.
- Recommending the appointment and removal of external auditors and fixing their fees.
- Reviewing the annual financial statements, with special emphasis on accounting policies and practices, compliance with accounting standards and other legal requirements concerning financial statements.
- Reviewing the adequacy of the audit and compliance function, including their policies, procedures, techniques and other regulatory requirements.

The Audit Committee of the Company met four times during the year. (30.05.22, 13.08.22, 15.11.22 & 14.02.23)

Name of the Member	Status	Category	No. of Meetings held	No. of Meetings Attended
Ms. Asha Mehta	Chairman	Independent & Non-Executive Director	4	4
Mr. Prashant Sagar	Member	Independent & Non-Executive Director	4	4
Mr. Rajesh Mehta	Member	Executive Chairman	4	4

## STAKEHOLDERS RELATIONSHIP COMMITTEE

The **Stakeholders Relationship Committee** (Shareholders and Investor Grievance Committee) presently comprises of Ms. Asha Mehta, Mr. Prashant Sagar and Mr. Rajesh Mehta. The Committee approves and monitors transfers, transmissions, redressal, splitting and consolidation of shares issued by the Company and issue of duplicate share certificates. The Committee also monitors Redressal of complaints from shareholders relating to transfer of shares, non-receipt of balance sheet, dividends etc. and reviewing the share transfers executed by S.K.D.C. Consultants Ltd.

No. of investor complaints received during the year	: 6
No. of complaints resolved	: 4
No. of complaints pending	: 2

## RAJESH EXPORTS LIMITED

The Committee is chaired by Ms. Asha Mehta, who is a non executive director. The Committee held four meetings during the year. (30.05.22, 13.08.22, 15.11.22 & 14.02.23)

Name of the Member	Status	Category	No. of Meetings held	No. of Meetings Attended
Ms. Asha Mehta	Chairman	Independent & Non-Executive Director	4	4
Mr. Prashant Sagar	Member	Independent & Non-Executive Director	4	4
Mr. Rajesh Mehta	Member	Executive Chairman	4	4

Mr. Akash Bhandari, Company Secretary, is the Secretary to the Stakeholders Relationship Committee and the Compliance Officer of the Company.

During the financial year, there were no complaints from shareholders which were pending as on March 31, 2023.

### NOMINATION AND REMUNERATION COMMITTEE

Pursuant to Reg. 19 of the SEBI (Listing obligation disclosure requirement), 2015 and Section 178 of the Act, the Board has re-constituted and renamed the Remuneration Committee as Nomination and Remuneration Committee and adopted new terms of reference.

The terms of reference for the Nomination and Remuneration Committee includes

- To formulate a Nomination and Remuneration Policy on:
  - ❖ determining qualifications, positive attributes and independence of a director.
  - ❖ guiding remuneration of Directors, Key Managerial Personnel (“KMP”) and other employees and Board diversity.
- Recommend Nomination and Remuneration Policy to the Board.
- Identify candidates who are qualified to become Directors.
- Identify persons who are qualified to become Senior Management (Senior Management of the Company means employees of the Company who are Divisional Heads and Corporate Functional Heads).
- Recommend to the Board the appointment and removal of Directors and Senior Management.
- Lay down the process for evaluation of performance of every Director on the Board.
- The Chairman of the Committee to attend the General Meeting to respond to the queries of shareholders.

During the period under review, the Nomination and Remuneration Committee met four times on 02.12.2023, 14.02.2023, 15.03.2023; 31.03.2023. The Policy on Nomination, Remuneration and Evaluation of Directors and KMP is annexed herewith as **Annexure IV**.

Constitution of the Nomination and Remuneration Committee and attendance details during the financial year ended March 31, 2023 are given below:

Name of the Member	Status	Category	No. of Meetings held	No. of Meetings Attended
Ms. Vijaya Lakshmi	Chairman	Independent & Non-Executive Director	4	4
Ms. Asha Mehta	Member	Independent & Non-Executive Director	4	4
Mr. Rajesh Mehta	Member	Executive Chairman	4	4

### RISK MANAGEMENT COMMITTEE

Evaluation of Business Risk and managing the risk has always been an ongoing process in the Company. The Company has set up a robust risk management framework to identify, monitor and minimize risk and also to identify business opportunities. The Audit Committee also functions as the Risk Management Committee. The objectives and scope of the RMC comprises of an oversight of risk management performed by



the executive management, review RMC policy and framework in line with local legal frame work and SEBI guidelines and defining framework in identification, assessment, monitoring, mitigation and reporting risks.

During the financial year under review the RMC met two times on 13.08.2022; 11.02.2023. Details of constitution and attendance details of the RMC as on March 31, 2023 are given below:

Name of the Member	Status	Category	No. of Meetings held	No. of Meetings Attended
Mr. Prashant Mehta	Chairman	Managing Director	2	1*
Ms. Asha Mehta	Member	Independent & Non-Executive Director	2	2
Ms. Vijaya Lakshmi	Member	Independent & Non-Executive Director	2	2

\*Meeting held on March 31, 2023 was chaired by Ms. Vijaya Lakshmi as Mr. Prashant Mehta resigned on 03.12.2022.

### **CORPORATE SOCIAL RESPONSIBILITY COMMITTEE**

Pursuant to Section 135 of the Act the Board constituted the CSR Committee. The CSR Committee provides guidance on various CSR activities to be undertaken by the Company and monitors its progress.

The terms of reference for the CSR Committee include:

- Formulate a CSR Policy which shall indicate activities to be undertaken by the Company.
- Recommend the CSR Policy to the Board.
- Recommend the amount of expenditure to be incurred on the activities.
- Monitor the Policy from time to time as per the CSR Policy.

During the financial year under review the CSR Committee met two times on February 14, 2023 and March 31, 2023.

Details of constitution and attendance details of the CSR Committee as on March 31, 2023 are given below:

Name of the Member	Status	Category	No. of Meetings held	No. of Meetings Attended
Mr. Rajesh Mehta	Chairman	Executive Chairman	2	2
Ms. Asha Mehta	Member	Independent & Non-Executive Director	2	2
Mr. Prashant Sagar	Member	Independent & Non-Executive Director	2	2

Annual Report on CSR activities is a part of the Directors' Report detailing the CSR projects undertaken by the Company and is annexed herewith as **Annexure V**.

### **INDEPENDENT DIRECTORS MEETING**

During the year under review, the Independent Directors met on 16.03.2023 interalia, to discuss:

1. Evaluation of the performance of Non Independent Directors and the Board of Directors as a whole;
2. Evaluation of the performance of Chairman of the Company taking into account, the views of Executive and Non Executive Directors.
3. Evaluation of the quality content and time lines of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors were present at the meeting. The terms and conditions of appointment of independent directors are disclosed in the website of the company.

### **REMUNERATION OF DIRECTORS**

The Directors' remuneration includes consolidated remuneration paid to Mr. Rajesh Mehta, Executive Chairman, and Mr. Prashant Mehta, Managing Director, amounting to Rs. 2,39,976/- per annum. Independent and non executive directors do not receive any remuneration or sitting fees from the Company.

# RAJESH EXPORTS LIMITED

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## ANNUAL GENERAL BODY MEETINGS

Details of Previous Annual General Meetings of the company held during last three years;

Last 3 AGM's	Date/Time of AGM	Venue
26th AGM	December 31, 2020 @ 12.00 Noon	Through video conferencing from Registered Office, No 4, Batavia Chambers, Kumara Krupa Road, Kumara Park East, Bengaluru,
27th AGM	December 25, 2021 @ 12.00 Noon	Through video conferencing from Registered Office, No 4, Batavia Chambers, Kumara Krupa Road, Kumara Park East, Bengaluru,
28th AGM	September 30, 2022 @ 12.00 Noon	Through video conferencing from Registered Office, No 4, Batavia Chambers, Kumara Krupa Road, Kumara Park East, Bengaluru,

No resolutions were passed through postal ballot during the last three financial years.

## DISCLOSURE

*Disclosures on materially significant related party transactions that may have potential conflict with the interest of the Company at large.*

These disclosures have been made under related party transactions in Note no. 26 to financial statements of the Company, which form part of annual report.

There was no other prosecution initiated and no other fines or penalties were imposed during the year under review under the Act, SEBI Act, SCRA, Depositories Act, Listing Regulations and Rules, Regulations and Guidelines framed under these Acts against / on the Company, its Directors and Officers.

## MEANS OF COMMUNICATION

The Company's quarterly and half yearly un-audited results and audited annual results were published in the leading print media, both in regional language and English having nation-wide circulation and also through various information notices sent to Stock Exchanges about the latest developments in the Company. Our Company's web site i.e. [www.rajeshindia.com](http://www.rajeshindia.com) is regularly updated regarding the corporate actions undertaken by the Company.

## GENERAL SHAREHOLDER INFORMATION

**Annual General Meeting** : 30th December 2023, Saturday at 12.00 Noon

## INVESTOR HELP-DESK

Share transfers, dividend payments and all other investor related activities are attended to and processed at the Office of our Registrars and Transfer Agents. For lodgment of transfer deeds and any other documents for any grievances / complaints kindly contact at the following address:-

## M/s. S.K.D.C. CONSULTANTS LIMITED

"Surya", 35, Mayflower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore - 641 006. Phone: 0422 - 4958995; 2539835-36 Fax: 0422-2539837. E-mail: [info@skdc-consultants.com](mailto:info@skdc-consultants.com).

The powers to approve share transfers and dematerialization requests have also been delegated to some of the executives of the company in order to avoid delays that may arise due to non-availability of the Members of the Stakeholders Relationship Committee.

Name of the Company Secretary and Compliance Officer: Mr. Ranganatha BS. Phone No: 080-22282216. E-mail: [compsect@rajeshindia.com](mailto:compsect@rajeshindia.com)





## FINANCIAL CALENDAR FOR THE YEAR 2022-23

### Financial Year April 1, 2022 to March 31, 2023

Board Meeting for considering audited accounts and recommendation of dividend for the year ended March 31, 2022	May 30, 2022
Board Meeting for considering Un-Audited Results for the First Quarter	August 13, 2022
Board Meeting for considering Un-Audited Results for the Second Quarter	November 15, 2022
Board Meeting for considering Un-Audited Results for the Third Quarter	February 14, 2023
Board Meeting for considering Audited Results for the financial year ended March 31, 2023 and recommendation of Dividend	May 30, 2023
Mailing of Annual Reports	On/Before December 09, 2023
Book Closure Date	December 23, 2023 to December 30, 2023
Date of Annual General Meeting	December 30, 2023
Probable date for dispatch of Dividend Warrants	2nd week of January, 2024

### LISTING ON STOCK EXCHANGES

National Stock Exchange of India Ltd. (Exchange Code: rajeshexpo)

Bombay Stock Exchange Ltd. (Exchange Code: 531500)

### MONTHLY HIGH AND LOW QUOTATION AND VOLUME OF SHARES TRADED FROM 01.04.2022 TO 31.03.2023

Period	Highest Quotation in Rs.		Lowest Quotation in Rs.		Volume of shares Traded		Turnover Rs. in Millions	
	NSE	BSE	NSE	BSE	NSE	BSE	NSE	BSE
@ Re. 1 / share								
April, 2022	699.40	700.00	616.00	616.35	141,298	8,13,764	97,451.32	53,01.74
May, 2022	633.00	639.00	536.00	536.45	69,384	5,94,259	43,309.81	34,55.87
June, 2022	649.60	649.45	518.50	516.05	527,699	15,14,946	336,155.19	83,58.98
July, 2022	633.30	633.55	567.35	567.50	77,936	4,64,362	48,303.23	27,53.01
August, 2022	633.50	632.50	576.00	576.00	118,981	5,72,801	74,132.75	34,83.16
September, 2022	635.00	635.00	548.30	548.60	379,867	5,85,279	234,502.82	34,15.36
October 2022	716.00	715.40	562.60	562.60	562,943	6,37,533	394,748.75	40,40.08
November, 2022	809.00	807.10	663.05	663.60	530,062	4,28,585	405,677.36	31,26.16
December, 2022	824.80	825.00	626.05	626.20	477,726	5,00,245	380,681.40	36,66.41
January, 2023	890.00	889.00	705.60	704.75	733,396	4,54,490	634,088.07	37,10.53
February, 2023	1,029.70	1,028.40	640.1	640.60	903,771	7,51,330	856,906.29	61,82.18
March, 2023	674.60	673.00	586.20	586.40	559,092	2,98,812	365,526.01	18,84.28

# RAJESH EXPORTS LIMITED

## DISTRIBUTION OF SHAREHOLDING AS ON 31st MARCH 2023

Value (in Rs.)	No. of share holders	%	Amount (Rs)	%
1 to 500	40051	96.61	2092934	0.71
5,01 to 1000	681	1.63	496746	0.17
10,01 to 2000	274	0.66	97902	0.13
2001 to 3000	149	0.36	403745	0.14
3001 to 4000	30	0.08	108869	0.04
4001 to 5000	35	0.09	164947	0.06
5001 to 10000	69	0.16	494939	0.17
10001 and above	169	0.41	291099877	98.58
<b>TOTAL</b>	<b>41458</b>	<b>100</b>	<b>295,259,959</b>	<b>100</b>

## CATEGORIES OF SHAREHOLDERS AS ON 31st MARCH 2023

Category	No of Shares	%
Indian Promoters	159583474	54.04
Foreign Institutional Investors	51609637	17.47
Private Corporate Bodies	468984	0.15
Indian Public/Mutual Fund/ Financial Institutions etc	42932750	14.58
NRI's / OCB's	40665115	13.76
<b>TOTAL</b>	<b>295,259,959</b>	<b>100</b>

## DEMATERIALIZATION OF EQUITY SHARES

The Company's shares are under compulsory dematerialization list and can be transferred only through depository system. The Company entered into tripartite agreement with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) to facilitate the dematerialization of shares. As on 31.03.2023, 99.88% shares of the Company were in electronic form.

	No. of shares	% of holding
No of shares held in CDSL	9553232	3.23
No of shares held in NSDL	285349795	96.64
Total No. of shares held in Demat form	294903027	96.64
No. of shares held in Physical form	356932	0.13
<b>GRAND TOTAL</b>	<b>295,259,959</b>	<b>100</b>

## CODE OF CONDUCT

Declaration by the Managing Director under Reg. 26 of the SEBI (Listing obligation disclosure requirement), 2015 regarding compliance with Code of Conduct in accordance with Reg. 26 of the SEBI (Listing obligation disclosure requirement), 2015 with the Stock Exchanges.

I hereby confirm that, all Board Members and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct, as applicable to them, for the financial year ended March 31, 2023.

Place: Bengaluru

Date : May 30, 2023

**SURESH KUMAR**

Managing Director



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**CHIEF EXECUTIVE OFFICER (CEO) &  
CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION**

To  
The Board of Directors  
Rajesh Exports Limited

We, the undersigned, in our respective capacities as Chief Executive Officer and Chief Financial Officer of Rajesh Exports Limited (“the Company”), to the best of our knowledge and belief certify that:

- a. We have reviewed the financial statements and the cash flow statement for the Financial Year ended 31st March, 2023 and based on our knowledge and belief, we state that
  - i. These statements do not contain any materially untrue statements or omit any material fact or contain statements that might be misleading.
  - ii. These statements together present a true and fair view of the Company’s affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. We further state that to the best of our knowledge and belief, there are no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the Company’s code of Conduct.
- c. We hereby declare that all the members of the Board of Directors and Management Committee have confirmed compliance with the Code of Conduct as adopted by the Company.
- d. We are responsible for establishing and maintaining internal controls and for evaluating the effectiveness of the same over the financial reporting of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies if any in the design or operation of such internal controls.
- e. We have indicated, based on our most recent evaluation, wherever applicable, to the Auditors and Audit Committee:
  - i. that there are no significant changes in internal control over financial reporting during the year;
  - ii. that there are no significant changes in accounting policies during the year; and
  - iii. that there are no instances of significant fraud of which we have become aware

Place: Bengaluru  
Date: May 30, 2023

**VIJENDRA RAO**  
*Chief Financial Officer*

**SURESH KUMAR**  
*Managing Director*  
DIN- 08097945

# RAJESH EXPORTS LIMITED

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## INDEPENDENT AUDITOR'S REPORT ON CORPORATE GOVERNANCE

To

### **The Members of Rajesh Exports Limited**

The report is issued in accordance with the terms of our engagement letter 1st October 2022

We have examined the compliance of conditions of Corporate Governance by Rajesh Exports Limited ('the Company'), for the year ended 31st March 2023, as per Regulations 17 to 27, clauses (b) to (i) of Regulation 46(2) and paragraphs C, D and E Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ["Listing Regulations"].

### **Management's Responsibility**

The Company's Management is Responsible for compliance of conditions of Corporate Governance requirements as stipulated under the Listing Regulations. This responsibility includes the design, implementation and maintenance of corporate governance process relevant to the compliance of the conditions. Responsibility also includes collecting, collating and validating data and designing, implementation and monitoring of Corporate Governance process suitable for ensuring compliance with the above mentioned Listing Regulations

### **Auditor's Responsibility**

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

Pursuant to the requirements of the Listing Regulations, it is our responsibility to provide a reasonable assurance whether the Company has complied with the conditions of the Corporate Governance as stipulated in Listing Regulations for the year ended 31st March 2023

We conducted our examination of the corporate governance compliance by the company as per the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) . Guidance Note on Certification of Corporate Governance both issued by Institute of Chartered Accountants of India ("ICAI") and the Standards on Auditing specified under Section 143 (10) of the Companies act 2013, in so far as applicable for the purpose of this Certificate. The Guidance Note requires that we comply with the ethical requirements of the code of Ethics issued by the ICAI.

We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Service Engagements.

### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the company has complied with the conditions of Corporate Governance as per regulations 17 to 27, clause (b) to (i) of regulations 46(2) and paragraph C, D and E of Schedule V of the listing Regulations, as applicable.

We 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 report has been solely issued for the purpose of complying with the aforesaid Listing Regulations and may not be suitable for any other purpose. Accordingly, we do not accept or assume any liability or duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come Save where expressly agreed by our prior consent in writing.

Place : Bengaluru  
Date : May 30, 2023

For **M/s. B S D & CO**  
*Chartered Accountants*  
Firm Regn. No. 000312S  
Sd/-  
**(P L VENKATADRI)**  
*Partner*  
M.No. 209054



## Annexure IV

# NOMINATION AND REMUNERATION POLICY

**Introduction :** This Policy on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Nomination and Remuneration Committee and approved by the Board of Directors. Details of the Committee and of the Policy are as under:

**Objectives of the Committee:** The Committee shall:

1. Identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal vide Section 178 of Companies Act, 2013.
2. Formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees vide Section 178 of Companies Act, 2013.

**Applicability:-** The Policy is applicable to

- Directors (Executive and Non Executive)
- Key Managerial Personnel
- Senior Management Personnel

**General Appointment Criteria:**

- i. The Company is required to appoint a MD/Manager/CEO and in their absence a WTD as one of the KMPs. The Company is also required to appoint a Company Secretary and a Chief Financial Officer. The Company may also appoint a Chief Executive Officer who may or may not be a Director.
- ii. The Committee shall consider the ethical standards of integrity and probity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and accordingly recommend to the Board his / her appointment.
- iii. The Company shall ensure that the person so appointed as Director/ Independent Director/ KMP/ Senior Management Personnel would not have been disqualified under the Companies Act, 2013, rules made thereunder, Listing Regulations or any other enactment for the time being in force.
- iv. The Director/ Independent Director/ KMP/ Senior Management Personnel shall be appointed as per the procedure laid down under the provisions of the Companies Act, 2013, rules made there under, Listing Regulations or any other enactment for the time being in force.
- v. The appointees in various designations shall be qualified for the post.
- vi. Letters of Appointment - Each Director/KMP/Senior Officials is required to sign the letter of appointment with the Company containing the terms of appointment and the role assigned in the Company.

**Additional Criteria for Appointment of Independent Directors:**

The Committee shall consider qualifications and appointment for Independent Directors as per the provisions of Clause 19 (1) and (2) of the Listing Regulations and the Companies Act, 2013.

**Remuneration:**

The Committee will recommend the remuneration to be paid to the Managing Director, Whole-Time Director, KMP and Senior Management Personnel to the Board for their approval. The level and composition of remuneration so determined by the Committee shall be reasonable and sufficient to attract, retain and motivate directors, Key Managerial Personnel and Senior Management of the quality required to run the

# RAJESH EXPORTS LIMITED

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Company successfully. The relationship of remuneration to performance should be clear and meet appropriate performance benchmarks. The remuneration should also involve a balance between fixed and incentive pay wherever considered reasonable, reflecting short and long-term performance objectives appropriate to the working of the company and its goals. Payment of bonus, contribution to Provident and other Funds, ESI etc. shall be in accordance with the regulations.

## **Constitution of the Nomination and Remuneration Committee:**

The Board has the power to constitute/ reconstitute the Committee from time to time in order to make it consistent with the Company's policy and applicable statutory requirement. At present, the Nomination and Remuneration Committee has been constituted by the Board of Directors.

## **Policy on Board diversity:**

The Board of Directors shall have the optimum combination of Directors from different areas / fields like Production, Management, Quality Assurance, Finance, Sales and Marketing, Supply chain, Research and Development, Human Resources etc. or as may be considered appropriate. The Board shall have at least one Board member who has accounting or related financial management expertise and at least three members who are financially literate.

## **Deviations and Changes to the Policy:**

The Board may vary the above policy on need basis in accordance with the applicable laws in force. The Remuneration Committee may review the above policy from time to time to cope with the changed scenario and manpower requirements and suggest suitable changes on its own or at the request of the Board.

For and on behalf of the Board  
Sd/-

Place : Bengaluru  
Date : May 30, 2023

**RAJESH MEHTA**  
*Chairman*  
DIN : 00336457

**SURESH KUMAR**  
*Managing Director*  
DIN : 08097945





## Annexure V

### CORPORATE SOCIAL RESPONSIBILITY REPORT

1. A brief outline of the company's CSR Policy, including overview of projects or programs proposed to be undertaken is available on the Company's website.

The Company will take up community and socially focused activities, with particular emphasis on the following activities, hereinafter referred to as "CSR activities":

- i. Promoting preventive and general health care, sanitation including contribution to the Swachh Bharat Kosh set up by the Central Government for the promotion of sanitation and provision of safe drinking water.
- ii. Promoting education by providing financial assistance to deserving educational institutions, meritorious students, including special education and employment enhancing vocation skills especially among children, women elderly and differently abled, promoting livelihood enhancement projects and road safety projects with special emphasis on training programmes.
- iii. Promoting gender equality, empowering women, setting up homes and hostels for women and orphans, setting up old age homes day care center and such other facilities for senior citizens.
- iv. Ensuring environmental sustain-ability, ecological balance, protection of Flora and Fauna, animal welfare, agroforestry conservation of natural resources and maintaining quality of soil, air and water including contribution to the Clean Ganga Fund set up by the Central Government for rejuvenation of the Ganga.
- v. Protection of National heritage, art and culture, including restoration of building and sites of historical importance and works of art, setting up public libraries, promotion and development of traditional arts and handicrafts.
- vi. Contribution or funds provided to technology incubators located within academic institutions which are approved by the Central Government;
- vii. Contributing to rural development projects; and
- viii. Such other activities and projects covered in Schedule VII to the Companies Act, 2013 and notifications made by the Ministry from time to time.

#### 2. Composition of the CSR Committee as on 31st March 2023

Sl No.	Name of Member	Status	Category
1	Mr. Rajesh Mehta	Chairman	Executive Chairman
2	Ms. Vijaya Lakshmi	Member	Independent Director
3	Ms. Asha Mehta	Member	Independent Director

#### 3. Average net profit of the Company on standalone basis for last three financial years u/s 135 of Companies Act 2013

Particulars	Rs. in lakhs
Net Profit for the year 2020-21	10,362.47
Net Profit for the year 2021-22	3,029.80
Net Profit for the year 2022-23	3,222.26
Average Net Profit	5,538.18

#### 4. Prescribed CSR Expenditure (two percent of the amount as in item 3 above)

2% on the Average Net Profits as stated above shall amount to Rs. 110.76 lakhs

# RAJESH EXPORTS LIMITED

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## 5. Details of CSR Expenditure in FY 2022-23

Total amount spent in the Financial Year 2022-23 is Rs.16.10 lakhs

## 6. Details of the Amounts Spent on CSR Projects during the Financial Year 2022-23

S.No.	CSR Project or activity identified	Sector in which the project is covered	Product or Programme (i) Local Area (ii) Specify state	Amount Outlay (Budget) or programme wise	Amount Spent on the projects or programme	Amount Spent directly or through Agency
1.	Education & Skill Development	Education & Skill Development	Local Area	16.10 lakhs	Rs.16.10 lakhs	Directly

## 7. 7. In case the company has failed to spend the two percent of the average net profit of the last three financial years or any part thereof, the company shall provide the reasons for not spending the amount in its Board report.

The average Net Profit of the Company on a standalone basis during the last three Financial Years amounts to Rs.5,538.18 lakhs and 2% of such average Net Profit works out to Rs. 110.76 lakhs which is the amount of CSR expenditure the Company was required to incur during the Financial Year 2022-23. As against this, the total amount spent by the Company on CSR Projects during FY 2022-23 was Rs.16.10 lakhs. The reason for the shortfall in CSR expenditure is primarily that the Company did not get adequate number of eligible projects.

## 8. A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the company.

The implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the company.

Place: Bengaluru

Date: May 30, 2023

**RAJESH MEHTA**

*Chairman, CSR Committee*



## BUSINESS RESPONSIBILITY REPORT

(As per Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

### Introduction

Our objective is to firmly establish ourselves as a global leader in the value chain of Gold. Currently in terms of revenues REL is the largest gold company in the world. REL is the only company which is fully integrated across the value chain of gold. REL has nurtured a team of professionals who are specialized in the relevant vertical of gold business. REL has built the required infrastructure and developed practices and systems to emerge as a global leader in gold business in terms of quality, innovation, revenues and profits.

### SECTION A: GENERAL INFORMATION ABOUT THE COMPANY

- Corporate Identity Number (CIN):** L36911KA1995PLC017077
- Name of the Company:** Rajesh Exports Limited
- Registered address:** #4, Batavia Chambers, Kumara Krupa Road, Kumara Park East, Bengaluru-560001
- Website:** www.rajeshindia.com
- E-mail id:** corpcomm@rajeshindia.com
- Financial Year reported:** 2022-23
- Sector(s) that the Company is engaged in (industrial activity code-wise)**  
Manufacturer of Gold and Gold Products. National Industrial Classification (NIC) Code: 321
- Three key products/services manufactured (as in balance sheet):**
  - Gold Products
- Total number of locations where business activity is undertaken:**  
Business activities of REL are spread across multiple locations in India and other parts of the world.
- Markets served by the Company:**  
REL serves markets across the world mainly in Europe, Asia, North America and Australia.

### SECTION B: FINANCIAL DETAILS OF THE COMPANY

- Paid up Capital :** Rs. 29.52 Crores
- Total Turnover :** Rs. 3,396,895.05 million
- Total profit after taxes :** Rs. 14,325.13 million
- Total spending on Corporate Social Responsibility (CSR) as percentage of PAT:** Rs. 1.61 million.
- List of activities in which expenditure has been incurred:
  - Education
  - Skill Development

# RAJESH EXPORTS LIMITED

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## SECTION C : OTHER DETAILS

1. Does the Company have any subsidiary company/ companies?

Yes.

2. Do the subsidiary company/companies participate in the BR initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s).

Each subsidiary company has its own BR initiative in its respective area of operations.

3. Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/entities? [>30%, 30-60%, < 60%]

No.

## SECTION D : BR INFORMATION

1. a. Details of Director/Directors responsible for BR implementation of the BR policy/policies

i. Name : Mr. Suresh Kumar (Mr. Prashant Mehta till 03.12.2022)

ii. DIN Number : 08097945

iii. Designation : Managing Director

iv. Telephone Number : 080-68749918

v. E-mail id : md@rajeshindia.com

b. Details of BR head

i. Name : Mr. Akash Bhandari (Mr. Ranganatha BS till 20.02.2023)

ii. Designation : BR Head

iii. Telephone Number : 080-68749951

iv. E-mail id : compsect@rajeshindia.com

2. Principle-wise (as per NVGs) BR Policy/policies (Reply in Y/N)

The National Voluntary Guidelines on Social, Environmental and Economic Responsibilities of Business released by the Ministry of Corporate Affairs has adopted nine areas of Business Responsibility. These are as follows:

<b>P1</b>	Business should conduct and govern themselves with Ethics, Transparency and Accountability
<b>P2</b>	Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle
<b>P3</b>	Businesses should promote the well-being of all employees
<b>P4</b>	Businesses should respect the interests of and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalised
<b>P5</b>	Businesses should respect and promote human rights
<b>P6</b>	Business should respect, protect and make efforts to restore the environment
<b>P7</b>	Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner
<b>P8</b>	Businesses should support inclusive growth and equitable development
<b>P9</b>	Businesses should engage with and provide value to their customers and consumers in a responsible manner



	Principle Wise Policies	P1	P2	P3	P4	P5	P6	P7	P8	P9
1	Do you have a policy/policies for:	Y	Y	Y	Y	Y	Y	Y	Y	Y
2	Has the policy being formulated in consultation with the relevant stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
3	Does the policy conform to any national/international conventions and are they captured in the policies standards? If yes, specify? (50 words)	The spirit and intent of the policies is to ensure that all applicable national and international laws as well as international conventions are captured in the policies.								
4	Has the policy been approved by the Board? If yes, has it been signed by MD/owner/CEO/appropriate Board Director?	Y	Y	Y	Y	Y	Y	Y	Y	Y
5	Does the Company have a specified committee of the Board/Director/Official to oversee the implementation of the policy?	Y	Y	Y	Y	Y	Y	Y	Y	Y
6	Indicate the link for the policy to be viewed online?	<a href="http://www.rajeshindia.com/corporate-governance">http://www.rajeshindia.com/corporate-governance</a>								
7	Has the policy been formally communicated to all relevant internal and external stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
8	Does the Company have in-house structure to implement the policy/policies.	Y	Y	Y	Y	Y	Y	Y	Y	Y
9	Does the Company have a grievance redressal mechanism related to the policy/policies to address stakeholders' grievances related to the policy/policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
10	Has the Company carried out independent audit/evaluation of the working of this policy by an internal or external agency?	Y	Y	Y	Y	Y	Y	Y	Y	Y

### 3. Governance related to BR

- i. Indicate the frequency with which the Board of Directors, Committee of the Board or CEO assess the BR performance of the Company. Within three months, 3-6 months, annually, more than 1 year:

Quarterly

- ii. Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?

The Corporate Sustainability Report for Rajesh Exports is published annually and uploaded on its website.

### SECTION E: PRINCIPLE-WISE PERFORMANCE

#### Principle 1 - Business should conduct and govern themselves with Ethics, Transparency and Accountability

1. Does the policy relating to ethics, bribery and corruption cover only the Company? (Yes/No). Does it extend to the Group/Joint Ventures/Suppliers/Contractors/ NGOs/Others?

Yes. The policy extends to the whole Group.

# RAJESH EXPORTS LIMITED

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2. **How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved? If so, provide details thereof, in about 50 words or so.**

No complaint has been received in the past financial year.

**Principle 2 - Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle**

1. **List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities.**

- **Non cadmium jewellery:** We have developed laser soldered jewellery which ensures that the jewellery is free from cadmium soldering. Removing the usage of cadmium has resulted in better environment and better health of the workers working on the jewellery.

- **No Making Charges No Wastage:** We have introduced Real Rate Per Gram to retail consumers by which we are not charging Wastage and Making Charges to the consumers, which is ensuring the stoppage of the age old practice wherein the consumers were made to pay for non existent costs like wastage and making charges. This has ensured a saving of 10 to 15% to the retail consumer.

- **Exact 22 Cts purity:** We have introduced gold jewellery of exact 22 Cts purity even upon melting the jewellery. Each one of the pieces of our jewellery is hall marked as per BIS standards, which ensures that the consumers get the correct purity of gold which they are buying. This has ensured that the customers do not pay for 22 Cts and get inferior quality.

2. **For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product (optional):**

- i. **Reduction during sourcing/production/distribution achieved since the previous year throughout the value chain?**

All the three products which are mentioned above have resulted in savings to the consumers, better working environment for the workers and have negated the harmful effect of cadmium on the environment. It is not feasible to measure the reduction of resource use in these products.

- ii. **Reduction during usage by consumers (energy, water) has been achieved since the previous year?**

Our products are gold products which are for consumer usage and investment hence there is no usage of energy or water by the consumers in our products.

3. **Does the Company have procedures in place for sustainable sourcing (including transportation)? If yes, what percentage of your inputs was sourced sustainably? Also, provide details thereof.**

Yes. 100% of the inputs were sourced sustainably.

4. **Has the Company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work? If yes, what steps have been taken to improve their capacity and capability of local and small vendors?**

Yes. Other than the basic raw material (Gold) REL procures a large part of its requirements of goods and services from local and small producers. We constantly advice and guide the local and small producers for improving their capacity and capability.

5. **Does the Company have a mechanism to recycle products and waste? If yes, what is the percentage of recycling of products and waste (separately as <5%, 5-10%, >10%). Also, provide details thereof.**

We do not produce any significant waste and all our products are recyclable because they are gold products.





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### **Principle 3 - Businesses should promote the well-being of all employees**

1. **Total number of employees:** 141
2. **Total number of employees hired on temporary/ contractual/casual basis:** NIL
3. **Number of permanent women employees:** 10
4. **Number of permanent employees with disabilities:** NIL
5. **Do you have an employee association that is recognised by management?**  
No.
6. **What percentage of your permanent employees is members of this recognised employee association?**  
N.A
7. **Please indicate the number of complaints relating to:**
  - (i) Child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year; (ii) Sexual harassment; (iii) Discriminatory employment.  
No complaints with regard to the above mentioned categories were reported in Financial Year 2022-23
8. **What percentage of your under mentioned employees were given safety and skill up-gradation training in the last year?**  
100% of our employees have been given safety training and 100% of our employees are given skill development training in their respective fields.

### **Principle 4 - Businesses should respect the interests of and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalised**

1. **Has the Company mapped its internal and external stakeholders?**  
Yes.
2. **Out of the above, has the Company identified the disadvantaged, vulnerable and marginalised stakeholders?**  
Yes.
3. **Are there any special initiatives taken by the Company to engage with the disadvantaged, vulnerable and marginalised stakeholders. If so, provide details thereof, in about 50 words or so.**  
We have provided residential facilities to all our employees who do not have their residential facility. We have ensured good education to the children of our marginalized employees and we have provided medical facilities to our marginalized employees and their children. We have also provided free canteen facility to all our employees.

### **Principle 5 - Businesses should respect and promote human rights**

1. **Does the policy of the Company on human rights cover only the Company or extend to the Group/Joint Ventures/Suppliers/Contractors/NGOs/Others?**  
Policy extends to all suppliers/contractors while their provisions also being applicable to other business partners.
2. **How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved?**  
There have been no stake holder complaints received in this category during the past financial year.

# RAJESH EXPORTS LIMITED

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## **Principle 6 - Business should respect, protect and make efforts to restore the environment**

1. **Does the policy related to Principle 6 cover only the Company or extends to the Group/Joint Ventures/ Suppliers/Contractors/NGOs/others.**

Policy extends to all suppliers/contractors while their provisions also being applicable to other business partners.

2. **Does the Company have strategies/initiatives to address global environmental issues such as climate change, global warming, etc.? Y/N. If yes, please give hyperlink for webpage etc.**

No.

3. **Does the Company identify and assess potential environmental risks?**

Yes.

4. **Does the Company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if yes, is any environmental compliance report filed?**

None of our activities damage the environment, most of our activities are environment friendly.

5. **Has the Company undertaken any other initiatives on – clean technology, energy efficiency, renewable energy, etc? Y/N. If yes, please give hyperlink for web page etc.**

No. Our activities use minimum energy and they are environment friendly.

6. **Are the emissions/waste generated by the Company within the permissible limits given by CPCB/SPCB for the financial year being reported?**

Yes.

7. **Number of show cause/legal notices received from CPCB/SPCB which are pending (i.e. not resolved to satisfaction) as on end of financial year.**

NIL

## **Principle 7 - Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner**

1. **Is your Company a member of any trade and chamber or association? If Yes, name only those major ones that your business deals with.**

Yes. REL is a member of:

- i. The Jewellers Association Bangalore (JAB)
- ii. Federation of Karnataka Chamber of Commerce and Industries (FKCCI)
- iii. Federation of Indian Export Organisation (FIEO)
- iv. Export Promotion Council for EOU's and SEZ's (EPCES)
- v. India Bullion and Jewellers Association Limited (IBJA)

2. **Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/No. If yes specify the broad areas.**

Yes. The broad areas were:

- Governance and Administration
- Economic Reforms
- Inclusive Development Policies
- Energy Security
- Sustainable Business Principles



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### **Principle 8 - Businesses should support inclusive growth and equitable development**

1. **Does the Company have specified programmes/ initiatives/projects in pursuit of the policy related to Principle 8? If yes, details thereof.**

Yes. REL focusses on responsible business practices with community centric interventions.

2. **Are the programmes/projects undertaken through in-house team/own foundation/external NGO/government structures/any other organisation?**

The programmes are undertaken through in house teams.

3. **Have you done any impact assessment of your initiative?**

No.

4. **What is your Company's direct contribution to community development projects - Amount in INR and the details of the projects undertaken?**

REL direct contribution to community development is Rs.16.10 lakhs.

This amount was spent under the broad categories of:

- a) Education
- b) Skill Development

5. **Have you taken steps to ensure that the community successfully adopts this community development initiative? Please explain in 50 words, or so.**

We have put in our efforts to provide these facilities to the respective community, the adoption of these measures is taken care of by the respective institutions to whom we have provided the funds.

### **Principle 9 - Businesses should engage with and provide value to their customers and consumers in a responsible manner**

1. **What percentage of customer complaints/consumer cases are pending as on the end of financial year**

NIL

2. **Does the Company display product information on the product label, over and above what is mandated as per local laws? Yes/No/N.A./Remarks (additional information)**

Not Applicable.

3. **Is there any case filed by any stakeholder against the Company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behaviour during the last five years and pending as on end of financial year? If so, provide details thereof, in about 50 words or so.**

There is no case filed against the Company during last five years, relating to unfair trade practices, irresponsible advertising and/or anti-competitive behaviour.

4. **Did your Company carry out any consumer survey/ consumer satisfaction trends?**

Yes consumer satisfaction trends are recorded and changes are effectively made if required.

For and on behalf of the Board

Sd/-

**RAJESH MEHTA**

*Chairman*

Place : Bengaluru

Date : May 30, 2023

# RAJESH EXPORTS LIMITED

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## INDEPENDENT AUDITOR'S REPORT

To,

The Members,  
M/S. RAJESH EXPORTS LIMITED, Bangalore

### Report on audit of financial statements

#### Opinion

We have audited the accompanying standalone financial statements of Rajesh Exports Limited ("the company"), which comprise the Balance Sheet as at 31st March 2023, the Statement of Profit and Loss (Including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and a summary of the significant accounting policies and other explanatory information. (herein after referred to as "Standalone Financial Statements")

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards and other accounting principles generally accepted in India, of the state of affairs of the company as at 31st March 2023 and its profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

#### Basis for Opinion

We conducted our audit 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 Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Key Audit Matters

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

#### Information Other than the Standalone Financial Statements and Auditors' Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholders Information but does not include the standalone financial statements and our auditors' report thereon. The Boards' Report is expected to be made available to us after the date of this auditor' report.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above when it is made available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact.

#### 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, including other comprehensive income, changes in equity and cash flows of the company in accordance with the Indian accounting standards and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, the 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 the management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

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

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

As part of an audit in accordance with Standards on Auditing (SAs), we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

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

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 – I' a statement on the matters specified in paragraphs 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, statement of changes

# RAJESH EXPORTS LIMITED

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in equity and the statement of Cash Flows 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 Ind AS specified under Section 133 of the Act.
- (e) On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the board of directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the Internal Financial Controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in 'Annexure – II'.
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of the 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 provision of section 197 of the Act.

- h) With respect to the other matters to be included in the Auditors 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 explanation given to us.
- i. The Company has disclosed the pending litigations on its standalone financial statements in note 26(11) of the standalone financial statements.
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There has been no delay in transferring amount, required to be transferred to the investor's education and protection fund by the company.
  - iv. (a) the Management has represented that, to the best of their knowledge and belief, other than as disclosed in the standalone financial statement, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
  - (b) The Management has represented that, to the best of their knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
  - (c) Based on the audit procedures that we have considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clauses (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
  - v. (a) The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with section 123 of the Act., as applicable.
  - (b) The company has not declared any Interim Dividend during the year.
  - (c) The Board of Directors of the Company has proposed final dividend of 100% per equity share for the year which is subject to the approval of members of ensuing Annual General Meeting. The amount of dividend proposed is in accordance with Section 123 of the act, as applicable
  - vi. Proviso to Rule 3(1) of the companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the company with effect from April, 1 2023, and accordingly, reporting under Rule 11(g) of the companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended 31 March 2023.

For **B S D & CO**  
*Chartered Accountants*  
Firm Regn. No. 000312S

Sd/-  
**(P L VENKATADRI)**  
*Partner*

M.No. 209054  
UDIN : 23209054BGTVUS3509

Place : Bengaluru  
Date : May 30, 2023





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## ANNEXURE I TO THE INDEPENDENT AUDITOR'S REPORT FOR THE YEAR ENDED 31ST MARCH 2023

**(Referred to in paragraph (1) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

- i. (a)(A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant & Equipment.  
(B) The Company has maintained proper records showing full particulars of Intangible Assets.
- (b) The Company has program of physical verification of the property, plant and equipment in a phased manner so as to cover all the assets over a period of three years which, in our opinion, is reasonable considering the size of the company and its nature of assets. Accordingly, some of the property, plant and equipment were physically verified by the management during the year. According to information and explanations given to us no material discrepancies were noticed on such verification when compared to book figures.
- (c) According to information and explanations provided and the records verified, the title deeds of immovable properties of land and buildings are held by the company in its name. In respect of immovable properties of land and building that have been taken on lease, the lease agreements are in the name of the Company.
- (d) According to the information and explanations provided to us and on the basis of our examination of the records of the Company, the Company has not revalued any of its property, plant and equipment or intangible assets during the year.
- (e) According to the information and explanation provided to us and on the basis of our examination of the records of the Company, no proceedings have been initiated during the year or are pending against the Company as at 31st March 2023, for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) as (amended in 2016) and rules thereunder.
- ii. According to the information and explanations given to us, the management has conducted physical verification of inventories at reasonable intervals and in our opinion, the coverage and procedure of such verification is appropriate considering the size and nature of the company. The discrepancies noticed on physical verification of stocks were not material in relation to operations of the company and the same have been dealt properly in the books of accounts.
- iii. According to the information and explanations given to us, the company has not made any investments except in wholly owned subsidiary, provided guarantee or security to subsidiary company during the year. The company has not given any loans or guarantees or security to any firms, Limited Liability Partnerships or any other parties during the year. Hence, Clause 3(a) and Clause 3 (c to f) are not applicable.
- iv. According to information and explanations given to us, in respect of investments, guarantees and security, the provisions of section 185 and 186 of the Act are complied with.
- v. The Company has not accepted any deposits during the year from the public within the meaning of the provisions of Section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and rules framed there under.
- vi. As per the explanation given to us, the maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.
- vii. (a) According to the information and explanation given to us, the company, in general, is regular in depositing undisputed statutory dues including goods and service tax, provident fund, employees' state insurance, income-tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues to the appropriate authorities. According to the information and

## RAJESH EXPORTS LIMITED

explanations given to us, there are no undisputed amounts payable in respect of such statutory dues which have remained outstanding as at 31st March 2023 for a period more than six months from the date they became payable.

- (b) According to the information and explanation given to us, the following statutory dues referred to above sub clause (a) which have not been deposited on account of dispute.

Particulars	Nature of due	Amount Rs. in lakhs	Period to which the amount relates	From where dispute is pending
ESI of Karnataka	ESI	89.27	2000-03	The Appeals Authority ESI, Karnataka
ESI of Karnataka	ESI	37.78	2006-07	The Appeals Authority ESI, Karnataka
Service Tax	Service Tax	367.25	2006-07	The Appellate Tribunal Service tax
Value Added Tax	VAT	84.82	2010-11	Karnataka Appellate Tribunal
Value Added Tax	VAT	325.95	2011-12	Karnataka Appellate Tribunal
Value Added Tax	VAT	241.52	2012-13	Karnataka Appellate Tribunal

- viii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, there were no transactions relating to previously unrecorded income that were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- ix. (a) The company has an ongoing litigation with Canara Bank, with regard to the correct balance payable/receivable, the matter is pending before the Hon'ble High Court of Karnataka and the DRT, however the company has disclosed the entire balance and the interest in the balance sheet, for accounting purpose which is not an admission of the balance by the company.
- (b) The Company has not been declared wilful defaulter by any bank, financial institution or any other lender.
- (c) The Company has not taken any term loans during the year.
- (d) According to the information and explanation given to us, funds raised on short term basis have not been utilized for long term purposes.
- (e) According to the information and explanation given to us, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- (f) According to information and explanations given 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.
- x. (a) The company has not raised any money by way of initial public offer or further public offer (including debt instrument) during the year.
- (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.
- xi. (a) According to the information and explanations given to us, no fraud by the company and no fraud on the company has been noticed or reported during the year under report.
- (b) No report under sub-section 12 of section 143 of the Companies Act 2013 has been filed in Form ADT-4 as prescribed under the rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year.
- (c) According to the information and explanations given to us, there were no whistle blower complaints received by the company during the year.



- xii. The Company is not a Nidhi Company.
- xiii. According to the information and explanations given to us, the Company is in compliance with Section 177 and Section 188 of the Act where applicable and the details have been disclosed in the standalone Financial Statements, etc. as required by the applicable accounting standards.
- xiv. a) On the basis examination of records and information provided to us, the Company has the Internal Audit System commensurate with the size and nature of its business.  
b) The Reports of the Internal Auditors for the period under audit have been considered by us in determining nature and extent of audit procedures.
- xv. According to the information and explanation given to us and based on our examination of the records, the company has not entered into non-cash transaction with directors and persons connected with them.
- xvi. The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and the company has not carried out any non-banking financial activities during the year. Hence reporting under sub-clauses (b) to (d) is not applicable.
- xvii. The Company has not incurred cash losses during the year covered by our audit and also in the immediately preceding financial year.
- xviii. There has been no resignation of Statutory Auditor's during the year.
- xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected date of realization of financial assets and payments of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on date of the audit report that company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the balance sheet date.
- xx. In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of section 135 of the Companies Act, 2013 pursuant to any project. Accordingly, clause 3(xx)(a) and 3(xx)(b) of the Order is not applicable.
- xxi. This report is in respect of standalone financial statements of the company, hence reporting under clause xxi is not applicable.

Place : Bengaluru  
Date : May 30, 2023

For **B S D & CO**  
*Chartered Accountants*  
Firm Regn. No. 000312S

Sd/-  
**(P L VENKATADRI)**  
*Partner*  
M.No. 209054  
UDIN : 23209054BGTVUS3509

# **RAJESH EXPORTS LIMITED**

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## **ANNEXURE II TO THE INDEPENDENT AUDITOR'S REPORT FOR THE YEAR ENDED 31ST MARCH 2023.**

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

### **Report on the Internal Financial Controls 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 M/S. Rajesh Exports Limited, ("the Company") as of 31st March 2023 in conjunction with our audit of the standalone 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, 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 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 standalone 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 standalone 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 standalone 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 2023, based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Place : Bengaluru  
Date : May 30, 2023

For **B S D & CO**  
*Chartered Accountants*  
Firm Regn. No. 000312S

Sd/-  
**(P L VENKATADRI)**  
*Partner*  
M.No. 209054  
UDIN : 23209054BGTVUS3509

# RAJESH EXPORTS LIMITED

## STANDALONE BALANCE SHEET AS AT MARCH 31, 2023

(Rs. in lakhs)

	Note No.	As on 31.03.2023	As on 31.03.2022
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
(a) Property, plant & equipment	2	5,893.88	5,962.61
(b) Capital Work-in-Progress	2	35.05	35.05
(c) Financial Assets			
(i) Investments	3	255,374.69	255,369.69
(ii) Loans	4	4,979.20	4,979.20
<b>Current Assets</b>			
(a) Inventories	5	37,793.95	39,275.96
(b) Financial Assets			
(i) Trade Receivables	6	399,050.64	489,431.51
(ii) Cash and Cash Equivalents	7(a)	3,566.93	3,540.95
(iii) Bank balances other than(ii) above	7(b)	51,175.49	52,684.03
(iv) Loans	8	37,440.72	43,771.61
(v) Other Financial Assets	9	60,704.65	60,901.82
<b>TOTAL</b>		<b>856,015.20</b>	<b>955,952.43</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity Share Capital	10	2,952.60	2,952.60
(b) Other equity	11	498,682.68	496,977.83
<b>LIABILITIES</b>			
<b>Non-Current Liabilities</b>			
(a) Financial Liabilities			
(i) Other Financial Liabilities	12	631.84	631.84
(b) Deferred tax liabilities (net)	13	375.61	413.21
(c) Provisions	14	44.84	55.93
<b>Current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	15	62,422.35	62,578.77
(ii) Trade Payables	16	289,134.62	390,520.08
(iii) Other financial Liabilities	17	746.25	505.42
(b) Other Current Liabilities	18	802.75	546.83
(c) Provisions	19	221.66	769.92
<b>TOTAL</b>		<b>856,015.20</b>	<b>955,952.43</b>

Accounting policies and other notes 1 & 26

The accompanying notes are an integral part of these standalone financial statements

For and on behalf of the Board

**RAJESH J MEHTA**  
Chairman  
DIN : 00336457

**SURESH KUMAR**  
Managing Director  
DIN : 08097945

**AKASH BHANDARI**  
Company Secretary  
M.No. A55231

As per our Report of even date  
For **B S D & CO**  
Chartered Accountants  
Firm Regn. No. 000312S  
Sd/-

**VIJAYA LAKSHMI**  
Independent Director  
DIN : 071460

**B. VIJENDRA RAO**  
Chief Financial Officer

**(P L VENKATADRI)**  
Partner  
M.No. 209054

Place: Bengaluru  
Date : May 30, 2023





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

(Rs. in lakhs)

	Note No	As on 31.03.2023	As on 31.03.2022
<b>REVENUE FROM OPERATIONS (GROSS)</b>			
Revenue from Operations	20	576,154.60	623,649.99
Other Income	21	926.28	1,188.43
<b>TOTAL REVENUE</b>		<b>577,080.88</b>	<b>624,838.42</b>
<b>EXPENSES</b>			
Cost of Materials Consumed	22	565,228.32	606,479.41
Employee Benefit Expenses	23	308.21	265.12
Selling, Administrative and Other Expenses	24	221.03	6,579.16
Finance Costs	25	8,032.33	8,393.97
Depreciation and Amortization Expenses	2	68.73	90.95
<b>TOTAL EXPENSES</b>		<b>573,858.62</b>	<b>621,808.62</b>
<b>Profit Before Tax - PBT</b>		<b>3,222.26</b>	<b>3,029.80</b>
<b>Tax expense:</b>			
Current tax expense for current year		221.66	769.92
Deferred tax expense / (income)		(37.60)	(5.62)
<b>PROFIT FOR THE YEAR</b>		<b>3,038.20</b>	<b>2,265.49</b>
<b>Other comprehensive income</b>			
(i) Items that will not be reclassified to the statement of profit and loss		23.42	19.08
(ii) Items that will be reclassified to the statement of profit and loss		-	-
Total other comprehensive income		23.42	19.08
<b>Total comprehensive income (IX+X)</b>		<b>3,061.61</b>	<b>2,284.58</b>
<b>Earning Per Share (Re. 1 Per Share for Each)</b>			
Basic		1.04	0.77
Diluted		1.04	0.77
Accounting policies and other notes	1 & 26		
The accompanying notes are an integral part of these standalone financial statements			
For and on behalf of the Board		As per our Report of even date	
<b>RAJESH J MEHTA</b> <i>Chairman</i> DIN : 00336457	<b>SURESH KUMAR</b> <i>Managing Director</i> DIN : 08097945	<b>AKASH BHANDARI</b> <i>Company Secretary</i> M.No. A55231	<b>For B S D &amp; CO</b> <i>Chartered Accountants</i> Firm Regn. No. 000312S Sd/-
<b>VIJAYA LAKSHMI</b> <i>Independent Director</i> DIN : 071460	<b>B. VIJENDRA RAO</b> <i>Chief Financial Officer</i>		<b>(P L VENKATADRI)</b> <i>Partner</i> M.No. 209054
Place: Bengaluru Date : May 30, 2023			

# RAJESH EXPORTS LIMITED

## STANDALONE CASH FLOW STATEMENT

(Rs. in lakhs)

	2022-2023	2021-2022
<b>A CASH FLOW FROM OPERATING ACTIVITIES:</b>		
<b>Profit before tax</b>	<b>3,222.26</b>	<b>3,029.80</b>
<i>Adjustments for:</i>		
Depreciation and amortisation expenses	68.73	90.95
Net (gain) / loss on sale of investments	-	-
(Profit)/Loss on fixed assets sold, scrapped, etc. (net)	-	-
Interest income	-	-
Actuarial loss/(gain) forming part of other comprehensive income	-	19.08
Bad debts/advances written off & provision made	-	-
Audit fees	-	-
Finance cost	8,018.52	8,393.97
Rent received	(129.83)	(74.64)
Profit on sale of Fixed assets	-	(41.53)
	<u>7,957.42</u>	<u>8,387.83</u>
<b>Cash Generated from operations before working capital changes</b>	<b>11,179.68</b>	<b>11,417.63</b>
<i>Adjustments for:</i>		
(Increase)/Decrease in Inventories	1,482.00	(5,312.41)
Adjustments for Decrease/(increase) in Trade and - other receivables including Loans & Advances	96,908.93	(30,118.58)
Increase/(Decrease) in Current - Non Current Liabilities & Provisions	(100,874.20)	35,115.90
	<u>(2,483.26)</u>	<u>(315.09)</u>
<b>Cash generated from operations</b>	<b>8,696.42</b>	<b>11,102.54</b>
Taxes paid (net of refunds)	(772.11)	(1,095.29)
<b>Net cash generated from operating activities - [A]</b>	<b>7,924.31</b>	<b>10,007.25</b>
<b>B CASH FLOW FROM INVESTING ACTIVITIES:</b>		
Purchase of Fixed Assets	-	-
Sale proceeds of Fixed Assets (DECREASE IN FIXED ASSETS)	-	-
(Purchase)/ Sale proceeds of Investments	(5.00)	(4,175.89)
Rent received	129.83	74.64
<b>Net cash generated/(used in) from investing activities-[B]</b>	<b>124.83</b>	<b>(4,101.25)</b>
<b>C CASH FLOW FROM FINANCING ACTIVITIES:</b>		
Increase/(Decrease) in Secured Loan	(325.76)	(7,687.63)
Increase/(Decrease) in Unsecured Loan	169.34	94.02
Interest paid	(8,018.52)	(8,393.97)
Dividends paid	(1,356.76)	(2,952.60)
<b>Net cash used in financing activities - [C]</b>	<b>(9,531.70)</b>	<b>(18,940.18)</b>
<b>Net increase/(decrease) in cash and cash equivalents - [A+B+C]</b>	<b>(1,482.56)</b>	<b>(13,034.18)</b>
Cash and cash equivalents at the beginning of the year	56,224.99	69,259.16
Cash and cash equivalents at the end of the year	54,742.42	56,224.99
<b>Cash and cash equivalents comprise of:</b>		
Cash on hand	3.46	2.90
Balances with banks:		
In current accounts	3,563.47	3,538.05
Earmarked Balances with banks	644.89	431.06
Term deposits with original maturity of More than three months	50,530.61	52,252.97
	<u>54,742.42</u>	<u>56,224.99</u>

Notes:

- The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Ind AS 7, "Cash Flow Statements"
- Cash comprises cash on hand, Current Accounts and deposits with banks. Cash equivalents are short-term balances, highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

For and on behalf of the Board

**RAJESH J MEHTA**  
Chairman  
DIN : 00336457

**SURESH KUMAR**  
Managing Director  
DIN : 08097945

**AKASH BHANDARI**  
Company Secretary  
M.No. A55231

As per our Report of even date  
For **B S D & CO**  
Chartered Accountants  
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Sd/-

**VIJAYA LAKSHMI**  
Independent Director  
DIN : 071460

**B. VIJENDRA RAO**  
Chief Financial Officer

**(P L VENKATADRI)**  
Partner  
M.No. 209054

Place: Bengaluru  
Date : May 30, 2023

# RAJESH EXPORTS LIMITED



## STATEMENT IN CHANGE OF EQUITY

(Rs. in lakhs)

	Amount
<b>a Equity share capital</b>	
Equity share of Rs. 1 each, issued, subscribed and paid up capital	<b>2,952.60</b>
<b>Balance as at 1 April 2021</b>	<b>2,952.60</b>
Changes in equity share capital during the year 2020-21	nil
<b>Balance as at 31 March 2022</b>	<b>2,952.60</b>
Changes in equity share capital during the year 2021-22	nil
<b>Balance as at 31 March 2023</b>	<b>2,952.60</b>

### b Other Equity

For the year ended 31 March 2023

(Rs. in lakhs)

Particulars	Reserves and Surplus		Security Premium	Other comprehensive Income	Total equity attributable to shareholders of the company
	General Reserve	Retained Earnings		Fair value of equity instruments	
Balance as at 1 April 2022	143,500.00	288,937.83	64,492.95	47.04	496,977.82
Profit during the year	-	3,038.20	-	-	3,038.20
Other comprehensive income during the year	-	-	-	23.42	23.42
Dividend expense	-	(1,356.76)	-	-	(1,356.76)
Corporate dividend tax	-	-	-	-	-
Realised profits of equity instruments measured at FVOCI	-	-	-	-	-
<b>Balance as at 31 March 2023</b>	<b>143,500.00</b>	<b>290,619.26</b>	<b>64,492.95</b>	<b>70.46</b>	<b>498,682.67</b>

For the year ended 31 March 2022

(Rs. in lakhs)

Particulars	Reserves and Surplus		Security Premium	Other comprehensive Income	Total equity attributable to shareholders of the company
	General Reserve	Retained Earnings		Fair value of equity instruments	
Balance as at 1 April 2021	143,500.00	289,624.94	64,492.95	27.96	497,645.85
Profit during the year	-	2,265.49	-	-	2,265.49
Other comprehensive income during the year	-	-	-	19.08	19.08
Dividend expense	-	(2,952.60)	-	-	(2,952.60)
Corporate dividend tax	-	-	-	-	-
Realised profits of equity instruments measured at FVOCI	-	-	-	-	-
<b>Balance as at 31 March 2022</b>	<b>143,500.00</b>	<b>288,937.83</b>	<b>64,492.95</b>	<b>47.04</b>	<b>496,977.82</b>

Significant accounting policies

The notes referred to above form an integral part of these standalone financial statements

For and on behalf of the Board

**RAJESH J MEHTA**  
Chairman  
DIN : 00336457

**SURESH KUMAR**  
Managing Director  
DIN : 08097945

**AKASH BHANDARI**  
Company Secretary  
M.No. A55231

As per our Report of even date  
For **B S D & CO**  
Chartered Accountants  
Firm Regn. No. 000312S  
Sd/-

Place: Bengaluru  
Date : May 30, 2023

**VIJAYA LAKSHMI**  
Independent Director  
DIN : 071460

**B. VIJENDRA RAO**  
Chief Financial Officer

**(P L VENKATADRI)**  
Partner  
M.No. 209054

# RAJESH EXPORTS LIMITED

Note No.	
1	<p data-bbox="204 394 1114 427"><b>Company Information and significant accounting Policies</b></p> <p data-bbox="204 443 512 477"><b>i. Reporting Entity:</b></p> <p data-bbox="260 488 1466 757">Rajesh Export Limited (“The Company”) is an Indian Public Company and limited by shares. Incorporated under provisions of Companies Act ,1956, the shares of the company traded on the BSE and NSE Limited. The address of the company’s registered office is # 4, Batavia Chambers, Kumara Krupa Road, Kumara park East, Bangalore-560 001. The Company is leading gold refiner and Manufacturer of all kind of Gold products. The Company export its products to various countries around the world and it also sell its products in whole sale and retail in India and also through its own retail showrooms under the brand name of SHUBH Jewellers. REL has setup various manufacturing facilities in India and other countries.</p> <p data-bbox="204 779 555 813"><b>ii. Basis of Preparation</b></p> <p data-bbox="260 824 679 857"><b>A. Statement of Compliances</b></p> <p data-bbox="304 875 1466 1077">The standalone financial Statements are prepared on accrual basis of accounting except for the statement of cash flows and comply with the Indian Accounting Standards (Ind AS) notified under the companies (Indian Accounting Standards) Rules and Companies (Indian Accounting Standards) Amendment Rules, 2016, The companies Act 2013 (to the extent notified and applicable), other relevant provisions of the Act and Guidelines issued by the Security Exchange Board of India (SEBI).</p> <p data-bbox="260 1093 632 1126"><b>B. Basis of Measurement:</b></p> <p data-bbox="304 1144 1466 1178">The Financial statements have been prepared at Historical cost except the following items</p> <ul data-bbox="304 1189 1262 1267" style="list-style-type: none"><li>• Defined benefit plan - plan assets measured at fair value.</li><li>• Certain Financial Assets and Liabilities measured at fair market value.</li></ul> <p data-bbox="304 1290 1466 1424">Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. 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.</p> <p data-bbox="260 1440 858 1473"><b>C. Functional and Presentation Currency</b></p> <p data-bbox="304 1491 1466 1581">The Financial statements are presented in Indian Rupees (INR), which is the company’s functional currency. All financial information presented in INR has been rounded off to the nearest in Lakhs.</p> <p data-bbox="260 1603 762 1637"><b>D. Use of Estimate and Judgments</b></p> <p data-bbox="304 1655 1466 1722">Estimates and underlying assumption are reviewed on an ongoing basis. Revisions to accounting estimates are recognized prospectively.</p> <p data-bbox="304 1738 464 1771"><b>Judgments</b></p> <p data-bbox="304 1789 1466 1890">Information about judgments made in applying accounting policies that have the most significant effects on the amounts recognized in the standalone financial statements is included in the following notes:</p>



Note No.	
1	<p>Note: 2 :- Lease Classification</p> <p><b>Assumption and Estimation Uncertainties</b></p> <p>Information about assumptions and estimations uncertainties that have a risk significant of resulting in material adjustments in the year ended 31st March 2023 is included in the following notes:</p> <p>Note 1 and 2: Depreciation and amortization method and useful life of items of properties, Plant &amp; Equipments and Investment properties</p> <p>Note 1 &amp; 23: Measurement of defined benefit obligations: Key actuarial assumptions</p> <p>Note 1, 19 &amp; 26: Reorganization and measurement of provisions and contingencies: Key assumptions about the likelihood and magnitude of an outflow of resources.</p> <p><b>E. Measurement of Fair Value</b></p> <p>Some of the company's accounting policies and disclosures required the measurement of fair values, for both financial and non-financial assets and liabilities.</p> <p>The Company uses valuation techniques that are appropriate in the circumstances and for which significant data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.</p> <p>Significant valuation issues are reported to the Company's audit committee. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised 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:</p> <ul style="list-style-type: none"><li>- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.</li><li>- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).</li><li>- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).</li></ul> <p>When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.</p> <p>For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy.</p> <p><b>iii. Significant accounting Policies:</b></p> <p><b>a) Property, Plant and Equipments</b></p> <p><b>Reorganization and Measurement</b></p> <p>Fixed assets are stated at historical cost less accumulated depreciation and impairment loss if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met and includes financing cost if any, relating to borrowed funds attributable to construction or acquisition of fixed assets, up to the date when the asset is ready for intended use, any trade discounts and rebates are deducted in arriving at the purchase</p>

# RAJESH EXPORTS LIMITED

Note No.																																		
<b>1</b>	<p>price. Subsequent expenditure on fixed assets after its purchase/ completion is capitalized only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.</p> <p>Intangible assets are stated at cost less accumulated amortization and impairment.</p> <p>Intangible assets are amortized over their respective individual estimated useful life on a straight-line basis, from the date that they are available for use. The estimated useful life of an identifiable intangible asset is based on number of factors including the effects of obsolescence, demand, competition and other economic factors, and the level of maintenance expenditures required to obtain the expected future cash flows from the asset. Amortization methods and useful life are reviewed periodically including at each financial year end. Expenditure on research and development eligible for capitalization is carried as intangible assets under development where such assets are not yet ready for their intended use.</p> <p><b>Work in Progress</b></p> <p>Cost of fixed assets not ready for use before the balance sheet date is disclosed under capital work-in-progress. Advances paid towards the acquisition of fixed assets outstanding as of each balance sheet date is disclosed under long term loans and advances.</p> <p><b>Depreciation :</b></p> <p>The Company has provided depreciation on straight line method over the useful lives of the assets estimated by the management as per Schedule II of the Companies Act, 2013. Depreciation on additions or extensions to existing assets is provided so as to co-terminate with the life of the original asset if it becomes internal part of the existing asset or on the useful life of the asset if it is capable of independent use.</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left;">Asset</th> <th style="text-align: center;">Management Estimate of useful life</th> <th style="text-align: center;">Useful life as per Schedule II</th> </tr> </thead> <tbody> <tr> <td>Building</td> <td style="text-align: center;">30-60 years</td> <td style="text-align: center;">30-60 years</td> </tr> <tr> <td>Plant and Machinery</td> <td style="text-align: center;">15 years</td> <td style="text-align: center;">15 years</td> </tr> <tr> <td>Generator</td> <td style="text-align: center;">15 Years</td> <td style="text-align: center;">15 years</td> </tr> <tr> <td>Furniture and Fixtures</td> <td style="text-align: center;">10 Years</td> <td style="text-align: center;">10 Years</td> </tr> <tr> <td>Office Equipment</td> <td style="text-align: center;">05 Years</td> <td style="text-align: center;">05 Years</td> </tr> <tr> <td>Weighing Scale</td> <td style="text-align: center;">15 years</td> <td style="text-align: center;">15 years</td> </tr> <tr> <td>Borewell</td> <td style="text-align: center;">30-60 years</td> <td style="text-align: center;">30-60 years</td> </tr> <tr> <td>Technical Knowhow</td> <td style="text-align: center;">8 Years</td> <td style="text-align: center;">8 Years</td> </tr> <tr> <td>Motor Vehicles</td> <td style="text-align: center;">8 Years</td> <td style="text-align: center;">8 Years</td> </tr> <tr> <td>Lease hold land</td> <td style="text-align: center;">Lease Term</td> <td style="text-align: center;">Lease Term</td> </tr> </tbody> </table> <p>Depreciation on additions (disposals) provided on prorated basis, i.e from (up to) the date on which asset is ready for use (Disposed of).</p> <p><b>b) Investment Property</b></p> <p>Investment property is property held either to earn rental income or for capital appreciation or for both, but not for sale in the ordinary course of the business, use in the production or supply of goods or services or for administrative purposes. upon initial reorganization, investment property is measured at cost. subsequent to initial reorganization, investment property is measured at cost less accumulated depreciation and accumulated impairment losses, if any</p>	Asset	Management Estimate of useful life	Useful life as per Schedule II	Building	30-60 years	30-60 years	Plant and Machinery	15 years	15 years	Generator	15 Years	15 years	Furniture and Fixtures	10 Years	10 Years	Office Equipment	05 Years	05 Years	Weighing Scale	15 years	15 years	Borewell	30-60 years	30-60 years	Technical Knowhow	8 Years	8 Years	Motor Vehicles	8 Years	8 Years	Lease hold land	Lease Term	Lease Term
Asset	Management Estimate of useful life	Useful life as per Schedule II																																
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Lease hold land	Lease Term	Lease Term																																





Note No.	
1	<p>On transition to Ind AS, the Company has elected to continue with the carrying value of all of its investment property recognised as at 1 April 2015, measured as per the previous GAAP and use that carrying value as the deemed cost of such investment property.</p> <p><b>c) Impairment of Assets</b></p> <p>Assets are tested 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 asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.</p> <p>When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward- looking information.</p> <p><b>iv. Inventories</b></p> <p>Raw materials and stores, work-in-progress, traded and finished goods are stated at the lower of cost, calculated on weighted average basis, and net realizable value. Cost of raw materials and stores comprise of cost of purchases. Cost of work-in- progress and finished goods comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity. Cost of inventories also includes all other cost incurred in bringing the inventories to their present location and condition. Costs of purchased inventory are determined after deducting rebates and discounts. Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale. Items held for use in the production of inventory are not written below cost if the finished products in which these will be incorporated are expected to be sold at or above cost.</p> <p><b>v. Revenue Recognition</b></p> <p>Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are inclusive of excise duty and net of returns, trade allowances, rebates, sales tax, value added taxes, Goods &amp; Service Tax (GST) and amounts collected on behalf of third parties.</p> <p><b>a) Revenue from sale of Goods</b></p> <p>Revenue from sale of goods is recognized when the significant risks and rewards of ownership have been transferred to the buyer, revenue can be measured reliably, the cost incurred can be measured reliably, it is probable that the economic benefits associated to the transaction will flow to the entity and there is no continuing management involvement with the goods. Transfer of risks and rewards vary depending on the individual terms of contract of sale.</p> <p><b>b) Dividend Income</b></p> <p>Dividend income on investments is accounted for when the right to receive the payment is established, which is generally when shareholders approve the dividend.</p>

# RAJESH EXPORTS LIMITED

Note No.	
1	<p><b>c) Interest Income</b></p> <p>For all financial instruments measured at amortised cost, interest income is recognized using the effective interest rate (EIR), which is the rate that exactly discounts the estimated future cash payments or receipts through the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset. Interest income is included in Other Income in the Statement of Profit and Loss.</p> <p><b>d) Rental income</b></p> <p>Rental income from property leased under operating lease is recognised in the statement of profit and loss on an actual basis over the term of the lease since the rentals are in line with the expected general inflation. Lease incentives granted are recognised as an integral part of the total rental income.</p> <p><b>vi. Leases</b></p> <p>At inception of an arrangement, company determines whether the arrangement is or contains a lease.</p> <p><b>1. Assets Held under lease</b></p> <p>Lease or property, plant and equipment that transfer to the company substantially all the risk and rewards of ownership are classified as finance lease.</p> <p>The assets held under lease don't transfer the company sustainably all risks and rewards of ownership (Operating Lease) are not considered in company's balance sheet.</p> <p><b>2. Lease Payments</b></p> <p>Payments made under operating leases are generally recognized in profit or loss on straight line basis over the term of lease. Minimum lease payment made under financial leases is apportioned between finance charge and deduction of the outstanding liability.</p> <p><b>3. Lease Income</b></p> <p>Lease income from operating leases where the group is a lessor is recognized in income on actual basis over the lease term. Since, the lease receipts are in line with general inflation rate.</p> <p><b>vii. Financial Instruments</b></p> <p><b>a) Financial Assets :</b></p> <p><b>Recognition and Initial Measurement:</b></p> <p>Trade Receivables and debt securities issued are initially recognized when they are originated. All other financial assets and financial liabilities are initially recognized when the company become the party to the contractual provisions of the instruments.</p> <p><b>Classification and Subsequent Measurement</b></p> <p><i>Financial assets at FVTPL -</i></p> <p>These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognized in profit or loss.</p> <p><i>Financial assets at amortized cost -</i></p> <p>These assets are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. interest income, foreign exchange gains and losses and impairment are recognized in profit or loss. Any gain or loss on derecognition is recognized in profit or loss.</p>



Note No.	
1	<p data-bbox="365 392 762 423"><i>Equity investments at FVOCI -</i></p> <p data-bbox="365 439 1469 560">These assets are subsequently measured at fair value. Dividends are recognized as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognized in OCI and are not reclassified to profit or loss.</p> <p data-bbox="365 575 730 607"><i>Debt investments at FVTPL-</i></p> <p data-bbox="365 622 1469 712">These assets are subsequently measured at fair value. Interest income under the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in statement of profit and loss.</p> <p data-bbox="365 728 568 759"><b>Derecognition</b></p> <p data-bbox="365 775 1469 956">The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.</p> <p data-bbox="365 972 1469 1061">If the Company enters into transactions whereby it transfers assets recognized on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.</p> <p data-bbox="309 1077 675 1108"><b>b) Financial Liabilities :</b></p> <p data-bbox="365 1124 935 1155"><b>Recognition and Initial Measurement</b></p> <p data-bbox="365 1171 1469 1232">Financial Liabilities initially recognized at fair value less transaction cost, that are directly attributable and subsequently measured at amortized cost.</p> <p data-bbox="365 1247 999 1279"><b>Classification and Subsequent Measurement</b></p> <p data-bbox="365 1294 1469 1355">Borrowings are classified as current liabilities unless the company has an unconditional right to defer settlement of the liability atleast 12 months after the reporting period.</p> <p data-bbox="365 1370 568 1402"><b>Derecognition</b></p> <p data-bbox="365 1417 1469 1478">The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expired.</p> <p data-bbox="263 1494 572 1525"><b>viii. Employee Benefits</b></p> <p data-bbox="304 1541 1469 1662">Provident Fund contributions are charged to the Statement of profit and loss of the period as and when the contribution to the respective fund is due. The Company has no obligation, other than the contribution payable under the respective scheme. Company's employees are not participated in Superannuation Schemes/ Plan.</p> <p data-bbox="304 1677 1469 1798">The company provides for gratuity a defined benefit retirement plan (the Gratuity plan) covering eligible employees. The gratuity plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on respective employee salary and tenure of employment with the company.</p> <p data-bbox="304 1814 1469 1874">Liabilities with regard to the gratuity plan or determined by actuarial valuation, performed by independent actuary, at each balance sheet date using the projected unit credit method.</p> <p data-bbox="304 1890 1469 1951">The Company does not provide leave encashment and carry forward of accumulated leave to next year to its employees.</p>

# RAJESH EXPORTS LIMITED

Note No.	
1	<p data-bbox="268 394 778 421"><b>ix. Foreign Currency Transactions :</b></p> <p data-bbox="309 443 1474 528">For its import and export transactions the company is exposed to currency fluctuations on foreign currency transactions, the company hedges its foreign exchange transactions against its own imports and exports and also by way of forward contracts with banks.</p> <p data-bbox="309 546 1326 573">Premium paid on forward contracts is recognized over the life of the contracts.</p> <p data-bbox="309 591 1474 676">The Company enters into derivative contracts in the nature of foreign currency options, forward contracts with an intention to hedge its existing assets and liabilities, firm commitments and highly probable transactions.</p> <p data-bbox="268 694 480 721"><b>x. Income Tax</b></p> <p data-bbox="309 743 1474 864">The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.</p> <p data-bbox="309 882 1474 1034">The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions, where appropriate, on the basis of amounts expected to be paid to the tax authorities</p> <p data-bbox="309 1052 1474 1232">Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.</p> <p data-bbox="309 1249 1474 1335">Deferred tax assets are recognized for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses.</p> <p data-bbox="309 1352 1474 1478">Deferred tax assets are not recognized for temporary differences between the carrying amount and tax bases of investments in subsidiaries where it is not probable that the differences will reverse in the foreseeable future and taxable profit will not be available against which the temporary difference can be utilized.</p> <p data-bbox="309 1496 1474 1644">Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.</p> <p data-bbox="309 1662 1474 1747">Current and deferred tax is recognized in profit or loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively</p> <p data-bbox="309 1765 1474 1912">Deferred Tax Assets include Minimum Alternative Tax (MAT) paid in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability. Accordingly, MAT is recognized as deferred tax asset in the Balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realized.</p>



Note No.	
1	<p data-bbox="268 394 1347 421"><b>xi. Provisions and Contingent Liabilities (Other than for employee benefit):</b></p> <p data-bbox="309 450 1469 533">Provisions are recognized when the company has a present legal and constructive obligations arising from past events, outflow of future economic benefits should be probable and it should be measured in a reliable manner.</p> <p data-bbox="309 562 1469 712">Provisions for onerous contracts i.e., contract where the expected unavoidable cost of meeting the obligation under the contract exceed the economic benefits expected to be received under it, are recognized when it is probable that an outflow of resources embodying economic benefits will be required to settle a present obligation as result of an obligating event based on a reliable estimate of such obligations</p> <p data-bbox="309 741 1469 801">Provisions are measured at the present value of management best estimates. Expenditure will be required to settle the present obligation at the end of the reporting period.</p> <p data-bbox="309 831 1469 913">Disclosures of contingent liability is present obligation as a result of past obligation events-on the basis of the evidence available, there is present obligation and an outflow of resources embodying economic benefits where settlement is probable.</p> <p data-bbox="268 943 692 969"><b>xii. Cash and cash equivalents</b></p> <p data-bbox="309 999 1469 1171">For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short- term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.</p> <p data-bbox="309 1200 1469 1261">Statement of cash flow is prepared in accordance with the indirect method prescribed in Ind AS-7 ‘Statement of cash flows.</p> <p data-bbox="268 1290 596 1317"><b>xiii.Earning Per Share :</b></p> <p data-bbox="309 1346 1469 1794">Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post-tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post-tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented.</p>

# RAJESH EXPORTS LIMITED

## NOTES ON STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31.03.2023

### Note - 2 : PROPERTY, PLANT AND EQUIPMENTS

(Rs. in lakhs)

Particulars	Gross block / Original cost				Accumulated depreciation				Net block	
	As at 31.03.2022	Additions	Disposals/ Transfers	As at 31.03.2023	As at 31.03.2022	Charge for the year	Disposals/ Transfers	As at 31.03.2023	As at 31.03.2023	As at 31.03.2022
<b>A. BUSINESS ASSETS</b>										
Land	369.24	-	-	369.24	-	-	-	-	369.24	369.24
Building	3,286.91	-	-	3,286.91	1,587.18	37.04	-	1,624.22	1,662.70	1,699.74
Plant & Machinery	866.87	-	-	866.87	723.54	17.77	-	741.30	125.57	143.34
Generator	32.95	-	-	32.95	30.46	0.24	-	30.69	2.25	2.49
Furniture & Fixtures	190.45	-	-	190.45	190.03	0.07	-	190.11	0.34	0.41
Office Equipments	84.34	-	-	84.34	72.18	2.93	-	75.11	9.23	12.16
Computer and Software	50.55	-	-	50.55	50.38	0.01	-	50.39	0.16	0.17
Weighing Scale	34.27	-	-	34.27	22.12	1.62	-	23.74	10.52	12.14
Borewell	1.48	-	-	1.48	0.46	0.02	-	0.48	1.00	1.02
Technical Knowhow	6.70	-	-	6.70	6.70	-	-	6.70	-	-
Motor Vehicle	157.53	-	-	157.53	126.91	9.03	-	135.94	21.59	30.62
	<b>5,081.29</b>	-	-	<b>5,081.29</b>	<b>2,809.96</b>	<b>68.73</b>	-	<b>2,878.69</b>	<b>2,202.60</b>	<b>2,271.33</b>
WIP Whitefield	35.05	-	-	35.05	-	-	-	-	35.05	35.05
<b>Sub Total</b>	<b>5,116.33</b>	-	-	<b>5,116.33</b>	<b>2,809.96</b>	<b>68.73</b>	-	<b>2,878.69</b>	<b>2,237.65</b>	<b>2,306.38</b>
<b>B. OTHER IMMOVABLE PROPERTIES</b>										
Sujatha Complex Building	205.05	-	-	205.05	-	-	-	-	205.05	205.05
Mohan Building	977.16	-	-	977.16	-	-	-	-	977.16	977.16
Volga Hotel Building	26.09	-	-	26.09	-	-	-	-	26.09	26.09
Land At Kumbalgod	200.23	-	-	200.23	-	-	-	-	200.23	200.23
Land At Akkupette	111.95	-	-	111.95	-	-	-	-	111.95	111.95
Property In Kerla	314.19	-	-	314.19	-	-	-	-	314.19	314.19
Property At Nandi	121.74	-	-	121.74	-	-	-	-	121.74	121.74
Land At Peenya	13.68	-	-	13.68	-	-	-	-	13.68	13.68
Jayashree Complex	131.83	-	-	131.83	-	-	-	-	131.83	131.83
Property At Commercial Street	882.64	-	-	882.64	-	-	-	-	882.64	882.64
Malleshwaram	372.13	-	-	372.13	-	-	-	-	372.13	372.13
Magadi Road Prop	40.04	-	-	40.04	-	-	-	-	40.04	40.04
Mg Road Property	294.55	-	-	294.55	-	-	-	-	294.55	294.55
	<b>3,691.28</b>	-	-	<b>3,691.28</b>	-	-	-	-	<b>3,691.28</b>	<b>3,691.28</b>
<b>TOTAL FIXED ASSETS</b>	<b>8,807.62</b>	-	-	<b>8,807.62</b>	<b>2,809.96</b>	<b>68.73</b>	-	<b>2,878.69</b>	<b>5,928.93</b>	<b>5,997.66</b>
<b>Previous Year</b>	<b>9,039.98</b>	-	<b>232.37</b>	<b>8,807.61</b>	<b>2,758.84</b>	<b>90.95</b>	<b>39.83</b>	<b>2,809.96</b>	<b>5,997.66</b>	<b>6,281.14</b>
<b>INVESTMENT PROPERTY</b>					<b>AMOUNT RECOGNISED IN PROFIT AND LOSS ACCOUNT</b>					
Particulars	<b>As at 31st March 2023</b>	<b>As a 31st March 2022</b>		<b>Particulars as on 31st March 2023</b>						
Opening balance	1,087.69	1,087.69		Particulars	<b>As at 31st March 2023</b>	<b>As a 31st March 2022</b>				
Add: Additions	-	-		Rental Income from investment property	129.83	74.64				
Less : Deletions	-	-		Direct Expenses	-	-				
Closing balance	<b>1,087.69</b>	<b>1,087.69</b>		Profit	129.83	74.64				
Accumulated Depreciations				Less : Depreciation	-	-				
Opening balance	-	-		Profit from investment properties before indirect expenses	129.83	74.64				
Add: Charged for the year	-	-								
Less: Deletion	-	-								
Closing balance	-	-								
<b>Net carrying Amount</b>	<b>1,087.69</b>	<b>1,087.69</b>								

Note : Investment property comprises of commercial property which is business property, since it is not used for business purposes, it has been leased to third party. The lease contains an initial and non cancellable period. It can be brought back to business purpose as and when required.





Note No.	Particulars	As on 31.03.2023 Rs. in lakhs	As on 31.03.2022 Rs. in lakhs
<b>3</b>	<b>INVESTMENTS</b>		
	(i) Investment in Equity instruments(Unquoted)	20,541.17	20,541.17
	(ii) Investments in Government or Trust - securities and others	22.36	22.36
	(iii) Investments in Subsidiary Firms/Companies	234,811.17	234,806.17
	<b>Total Non Current Investments</b>	<b>255,374.69</b>	<b>255,369.69</b>
	<b>Investment wise details</b>		
	<b>i. Investment in Equity Instruments(Unquoted)</b>		
	(a). Rajesh Global Solutions Ltd 3399980 shares of Rs. 10/- each fully paid up	340.00	340.00
	(b). Eaglesight media Pvt Ltd 200000 shares of Rs. 10/- each fully paid up	200.00	200.00
	(c). Sri Ashtalaxmi Mktg Pvt Ltd	1.17	1.17
	(d). Elest Private Limited 10000000 shares of Rs. 10/- each fully paid up	20,000.00	20,000.00
	<b>Total of Investment in Equity Instruments</b>	<b>20,541.17</b>	<b>20,541.17</b>
	<b>ii. Investments in Government or Trust</b>		
	Sovereign Gold Bonds	22.36	22.36
	<b>Total</b>	<b>22.36</b>	<b>22.36</b>
	<b>iii. Investments in Subsidiary Firms/Companies</b>		
	(a) Global Gold Refineries SA 250 shares of CHF 1000 each fully paid up	167.58	167.58
	(b) REL Singapore PTE Ltd 9980 shares of SGD 1 each fully paid up 77001000 shares of USD 1 each fully paid up	47,745.25	47,745.25
	(c) REL Singapore PTE Ltd - Preference Shares 323000 shares of USD 1000 each fully paid up	186,893.33	186,893.33
	(d) ACC Energy Storage Pvt Limited 50000 shares of INR 10 each fully paid up	5.00	-
	<b>Total of Investments in Subsidiary Firms/Companies</b>	<b>234,811.17</b>	<b>234,806.17</b>
<b>4</b>	<b>LOANS - NON CURRENT</b>		
	Unsecured considered good		
	Security Deposits	4,155.52	4,155.52
	<b>Secured</b>		
	Capital Advances	823.68	823.68
	<b>Total Long Term Loans and Advances</b>	<b>4,979.20</b>	<b>4,979.20</b>
<b>5</b>	<b>INVENTORIES</b>		
	(i) Raw materials	3,715.12	4,675.13
	(ii) Work In Progress	2,846.67	2,910.07
	(iii) Finished goods	31,232.15	31,690.76
	<b>Total Inventories</b>	<b>37,793.95</b>	<b>39,275.96</b>

# RAJESH EXPORTS LIMITED

Note No.	Particulars	As on 31.03.2023 Rs. in lakhs		As on 31.03.2022 Rs. in lakhs			
<b>6</b>	<b>TRADE RECEIVABLES</b>						
	a. Trade Receivables	398,488.45		488,869.32			
	b. Sundry Debtors on Interest Accrued on ICD's	562.19		562.19			
	<b>Total Trade Receivables</b>	<b>399,050.64</b>		<b>489,431.51</b>			
<b>Trade Receivables Ageing :</b>							
		Outstanding for following periods from due date of payment*					
Particulars	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	Total	
<b>As at 31st March, 2023 :</b>							
(i) Undisputed Trade Receivables - considered good	2411.24	-	182.95	396,184.90	271.55	399,050.64	
(ii) Undisputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-	
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	
(iv) Disputed Trade Receivables-considered good	-	-	-	-	-	-	
(v) Disputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-	
(vi) Disputed Trade Receivables-credit impaired	-	-	-	-	-	-	
<b>Total</b>	2411.24	-	182.95	396,184.90	271.55	399,050.64	
* Net of provision.							
		Outstanding for following periods from due date of payment*					
Particulars	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	Total	
<b>As at 31st March, 2022 :</b>							
(i) Undisputed Trade Receivables - considered good	31,561.01	28,651.33	428,770.54	448.63	-	489,431.51	
(ii) Undisputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-	
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-	
(iv) Disputed Trade Receivables-considered good	-	-	-	-	-	-	
(v) Disputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-	
(vi) Disputed Trade Receivables-credit impaired	-	-	-	-	-	-	
<b>Total</b>	<b>31,561.01</b>	<b>28,651.33</b>	<b>428,770.54</b>	<b>448.63</b>	<b>-</b>	<b>489,431.51</b>	
* Net of provision.							



Note No.	Particulars	As on 31.03.2023 Rs. in lakhs	As on 31.03.2022 Rs. in lakhs
<b>7(a)</b>	<b>CASH AND CASH EQUIVALENTS</b>		
	(i) Bank Balances in Current Accounts	3,563.47	3,538.05
	(ii) Cash on hand	3.46	2.90
	<b>Total Cash and Cash Equivalents</b>	<b><u>3,566.93</u></b>	<b><u>3,540.95</u></b>
<b>7(b)</b>	<b>Bank balances other than 7(a) above</b>		
	(i) Unpaid Dividend Bank Accounts	644.89	431.06
	(ii) Fixed Deposits with banks	50,530.61	52,252.97
	<b>Total Other Bank Balances</b>	<b><u>51,175.49</u></b>	<b><u>52,684.03</u></b>
<b>8</b>	<b>SHORT TERM LOANS AND ADVANCES</b>		
	(i) Advances Recoverable in Normal Course of Business	14,549.10	19,733.49
	(ii) Advances to employees	3.02	13.02
	(iii) Inter Corporate Deposits	22,888.60	24,025.10
	<b>Total Short term Loans and Advances</b>	<b><u>37,440.72</u></b>	<b><u>43,771.61</u></b>
<b>9</b>	<b>OTHER FINANCIAL ASSETS</b>		
	(i) Balances with Govt departments	60,664.11	60,792.66
	(ii) Other Receivables	40.54	109.15
	<b>Total Other Financial Assets</b>	<b><u>60,704.65</u></b>	<b><u>60,901.82</u></b>

# RAJESH EXPORTS LIMITED

Note No.	Particulars	As on 31.03.2023		As on 31.03.2022	
		Number	Rs. in lakhs	Number	Rs. in lakhs
<b>10</b>	<b>SHARE CAPITAL</b>				
	<b>Authorised Share Capital</b> 30,00,00,000 Equity Shares of Re.1/- each	3,000.00	3,000.00	3,000.00	3,000.00
	<b>Issued, Subscribed &amp; Paidup Share Capital</b> 295259959 equity shares of Re.1/- each	2,952.60	2,952.60	2,952.60	2,952.60
	<b>Reconciliation of number of Equity Shares and amount outstanding</b>				
	Shares outstanding at the beginning of the year	2,952.60	2,952.60	2,952.60	2,952.60
	Shares issued during the year	-	-	-	-
	<b>Total</b>	2,952.60	2,952.60	2,952.60	2,952.60
	Less : Shares issued to ESOP Trust as Treasury Stock	-	-	-	-
	<b>Shares outstanding at the end of the year</b>	2,952.60	2,952.60	2,952.60	2,952.60
<b>Number of shares held by each shareholder holding more than 5 percent of the Equity Shares of the Company are as follows:</b>					
Name of the shareholder		As at 31st March, 2023		As at 31st March, 2022	
		No. of Shares held	% of Holding	No. of Shares held	% of Holding
Mr.Rajesh J Mehta		884.92	29.97%	884.92	29.97%
Mr.Prashanth J Mehta		371.62	12.58%	371.62	12.58%
M/s.Life Insurance Corporation		325.89	11.04%	331.30	11.22%
M/s.Bridge India Fund		280.75	9.51%	284.95	9.65%
Mr.Mahesh J Mehta		240.41	8.14%	240.41	8.14%
i) Aggregate number and class of shares allotted as fully paid up pursuant to contract(s) without payment being received in cash - <b>NIL</b> (Previous Year - <b>NIL</b> )					
ii) Aggregate number and class of shares allotted as fully paid up by way of bonus shares - <b>NIL</b> (Previous Year - <b>NIL</b> )					
iii) Aggregate number and class of shares bought back - <b>NIL</b> (Previous Year - <b>NIL</b> )					
iv) Each Equity Share entitles the holder to one vote and carries an equal right to dividend.					
Note No.	Particulars	As on 31.03.2023 Rs. in lakhs		As on 31.03.2022 Rs. in lakhs	
<b>11</b>	<b>OTHER EQUITY</b>				
	<b>(A) Securities Premium Reserve</b>				
	(i) As per last Balance Sheet		64,492.95		64,492.95
	<b>Total Securities Premium Reserve</b>		<b>64,492.95</b>		<b>64,492.95</b>
	<b>(B) General Reserve:</b>				
	(i) As per last Balance Sheet		143,500.00		143,500.00
	<b>Total General Reserve</b>		<b>143,500.00</b>		<b>143,500.00</b>
	<b>(C) Surplus in Statement of Profit and Loss</b>				
	(i) As per last Balance Sheet		288,984.88		289,652.90
	(ii) Add: Profit for the year		3,061.61		2,284.58
			<b>292,046.49</b>		<b>291,937.48</b>
	<b>Less: Appropriations</b>				
	a) Dividend on equity shares		(1,356.76)		(2,952.60)
	<b>Available Surplus in Statement of Profit and Loss</b>		<b>290,689.72</b>		<b>288,984.88</b>
	<b>(D) Total Other Equity</b>		<b>498,682.68</b>		<b>496,977.83</b>



Note No.	Particulars	As on 31.03.2023 Rs. in lakhs	As on 31.03.2022 Rs. in lakhs			
<b>12</b>	<b>OTHER LONG TERM FINANCIAL LIABILITIES</b>					
	(i) Franchise Deposit Received	376.22	376.22			
	(ii) Rent Advance	255.62	255.62			
	<b>Total Other Long Term Financial Liabilities</b>	<b>631.84</b>	<b>631.84</b>			
<b>13</b>	<b>DEFERRED TAX LIABILITIES (NET)</b>					
	Deferred Tax Liabilities	375.61	413.21			
	<b>Deferred Tax Liabilities ( Net )</b>	<b>375.61</b>	<b>413.21</b>			
<b>14</b>	<b>LONG-TERM PROVISIONS</b>					
	Provision for gratuity (Refer Note 26)	44.84	55.93			
	<b>Total Long Term Provisions</b>	<b>44.84</b>	<b>55.93</b>			
<b>15</b>	<b>SHORT TERM BORROWINGS</b>					
	<b>(a) Secured</b>					
	(i) Working Capital Loans (secured against stocks, book debts, - Immoveable properties and export bills and guaranteed by Chairman and MD)	-	11,048.37			
	(ii) Loans against Company's own - - Fixed deposits with Banks	54,594.26	43,871.65			
	<b>(b) Unsecured</b>					
	(i) From Directors	9.61	144.02			
	(ii) From Others	7,818.48	7514.73			
	<b>Total Short Term Borrowings</b>	<b>62,422.35</b>	<b>62,578.77</b>			
<b>16</b>	<b>TRADE PAYABLES</b>					
	(i) Trade Payables	289,134.62	390,520.08			
	<b>Total Trade Payables</b>	<b>289,134.62</b>	<b>390,520.08</b>			
	<b>Trade Payables Ageing :</b>					
		Outstanding for following periods from due date of payment				
	Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
	<b>As at 31st March, 2023 :</b>					
	(i) MSME	-	-	-	-	-
	(ii) Others	3,423.61	2,423.57	210,926.88	72,360.56	289,134.62
	(iii) Disputed dues - MSME	-	-	-	-	-
	(iv) Disputed dues - Others	-	-	-	-	-
	<b>Total</b>	<b>3,423.61</b>	<b>2,423.57</b>	<b>210,926.88</b>	<b>72,360.56</b>	<b>289,134.62</b>

## RAJESH EXPORTS LIMITED

Note No.	Particulars	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
	<b>As at 31st March, 2022 :</b>					
	(i) MSME	-	-	-	-	-
	(ii) Others	18,941.95	204,742.84	34,662.19	132,173.10	390,520.08
	(iii) Disputed dues - MSME	-	-	-	-	-
	(iv) Disputed dues - Others	-	-	-	-	-
	<b>Total</b>	<b>18,941.95</b>	<b>204,742.84</b>	<b>34,662.19</b>	<b>132,173.10</b>	<b>390,520.08</b>
	Particulars	<b>As on 31.03.2023</b>		<b>As on 31.03.2022</b>		
		<b>Rs. in lakhs</b>		<b>Rs. in lakhs</b>		
<b>17</b>	<b>OTHER FINANCIAL LIABILITIES</b>					
	(i) Unpaid Dividend*		644.89		431.06	
	(ii) Other Payables		101.36		74.36	
	<b>Total Other Financial Liabilities</b>		<b>746.25</b>		<b>505.42</b>	
	* Unpaid dividend/ unclaimed dividend kept in separate bank accounts.					
<b>18</b>	<b>OTHER CURRENT LIABILITIES</b>					
	(i) Advance Received From Customers		802.75		546.83	
	<b>Total Other Current Liabilities</b>		<b>802.75</b>		<b>546.83</b>	
<b>19</b>	<b>SHORT-TERM PROVISIONS</b>					
	Provision for income tax		221.66		769.92	
	<b>Total Short Term Provisions</b>		<b>221.66</b>		<b>769.92</b>	
<b>20</b>	<b>REVENUE FROM OPERATIONS</b>					
	(i) Revenue from operations*		576,154.60		623,649.99	
	<b>Total Revenue from Operations</b>		<b>576,154.60</b>		<b>623,649.99</b>	
	*includes interest received on fixed deposits & Mutual Funds made for margin purposes for the sake of procurement of Raw Materials (Buyers Credit)					
<b>21</b>	<b>OTHER INCOME</b>					
	(i) Interest on ICD's		796.45		1,113.79	
	(ii) Rent received		129.83		74.64	
	<b>Total Other Income</b>		<b>926.28</b>		<b>1,188.43</b>	





Note No.	Particulars	As on 31.03.2023 Rs. in lakhs	As on 31.03.2022 Rs. in lakhs
<b>22</b>	<b>COST OF MATERIAL CONSUMED</b>		
	(i) Raw material consumed		
	Opening stock	39,275.96	33,963.55
	Add: Purchases	563,746.32	611,791.82
	Less: Closing Stock	(37,793.95)	(39,275.96)
	<b>Total Cost of Material Consumed</b>	<b>565,228.32</b>	<b>606,479.41</b>
<b>23</b>	<b>EMPLOYEE BENEFIT EXPENSES</b>		
	(i) Salaries and wages	175.47	226.52
	(ii) Contribution to Pf and ESIC	18.09	22.42
	(iii) Staff Welfare Expenses	114.65	16.18
	<b>Total Employee Benefit Expenses</b>	<b>308.21</b>	<b>265.12</b>
<b>24</b>	<b>SELLING &amp; ADMINISTRATION, OTHER EXPENSES</b>		
	Rent	7.18	37.15
	Repairs & Maintenance	14.52	3.54
	Legal, Professional and consultancy charges	42.24	48.34
	Loss on sale of property	-	41.53
	Postage, Telegrams & Telephones	1.55	4.49
	Insurance	37.06	42.69
	Rates, Taxes & Octroi Charges	13.69	19.02
	Auditors Fees	14.52	13.07
	Advertisement, Publicity and others	10.09	10.33
	Travelling and Conveyance	2.02	1.34
	Freight Charges	19.83	24.01
	Printing & Stationery	0.70	0.77
	Membership Fees	9.85	0.07
	Donation	1.61	0.89
	Commission and other Misc expenses	17.19	98.78
	Other Manufacturing and Processing Expenses	28.98	32.83
	Bad Debts	-	6,200.31
	<b>Total S&amp;A and Other Expenses</b>	<b>221.03</b>	<b>6,579.16</b>
<b>25</b>	<b>FINANCE COST</b>		
	(i) Bank charges	13.81	655.45
	(ii) Interest on working capital	8,018.52	7,738.52
	<b>Total Finance Costs</b>	<b>8,032.33</b>	<b>8,393.97</b>

# RAJESH EXPORTS LIMITED

Note No.				
<b>26</b>	<b>NOTES TO FINANCIAL STATEMENT</b>			
	<b>1. Related Party Disclosure</b>			<i>(Rs. in lakhs)</i>
	Loans and advances	<b>Current Year Balance</b>	Previous Year Balance	Relationship
	<b>Outstanding - net receivables / (payables)</b>			
	Laabh Jewels Gold Pvt Ltd	18.25	18.25	Associate Entity
	Shubhlaabh Housing Pvt Ltd	379	379	Associate entity
	Valcambi SA	(2,69,117.27)	(2,40,673)	Step Down Subsidiary
	ACC Energy Storage Pvt Ltd	17.25	-	Subsidiary
	Prashanth. J. Mehta	(9.61)	(144.02)	Managing Director
	Elest Pvt Ltd	7,818.48	7,514.73	Common Director
	<b>2. Transactions with related parties</b>			<i>(Rs. in lakhs)</i>
	Name of the related party	Description of the nature of relation	Description of the nature of transaction	<b>31.03.2023</b> 31.03.2022
	Rajesh. J. Mehta	Chairman	Remuneration	1.20 1.20
	Prashanth. J. Mehta	Managing Director	Remuneration	0.60 1.20
	Bhavesh B Mehta	Relative of Director	Remuneration	1.80 1.80
	<b>3. Corporate Social Responsibilities</b>			
	As per section 135 of Companies Act, 2013, A Company meeting the applicability threshold, needs to spend at least 2% of its average net profits for the immediately preceding 3 financial years on CSR Activities. CSR Committee has been formed by the company as per the Companies Act. The funds are allocated to the activities which are specified in schedule VII of the Companies Act, 2013.			
	Particulars	For the year ending 31.03.2023 <i>(Rs. In lakhs)</i>	For the year ending 31.03.2022 <i>(Rs. In lakhs)</i>	
	Amount required to be spent during the year	110.76	379.83	
	Amount spent	16.10	15.95	



Note No.					
<b>26</b>	<b>4. Contingent Liabilities</b> <i>(Rs. in lakhs)</i>				
	Name of the Statute	Nature of the due	Amount	Period to which the amount relates	Forum where dispute is pending
	ESI of Karnataka	ESI	89.27	2000-03	The Appeals Authority ESI, Karnataka
	ESI of Karnataka	ESI	37.78	2006-07	The Appeals Authority ESI, Karnataka
	Service Tax	Service Tax	367.24	2006-07	The Appellate Tribunal Service tax
	Value Added Tax	VAT	84.82	2010-11	Karnataka Appellate Tribunal
	Value Added Tax	VAT	325.95	2011-12	Karnataka Appellate Tribunal
	Value Added Tax	VAT	241.52	2012-13	Karnataka Appellate Tribunal
	<b>5. Earnings and Expenditure in foreign currency</b>				
	Major part of foreign exchange impact is notional, being arisen from consolidation of subsidiaries' financials in parent entity, without real conversion of currency. For the export receivables, arisen from exports from manufacturing and sourcing entities to the selling entities, there is a natural hedge available due to import of raw materials.				
	Further, the Company has managed the Foreign Exchange risk with appropriate hedging activities in accordance with the policies of the Company. The Company used Forward Exchange Contracts to hedge against its Foreign Currency exposures relating to firm commitments. There were no materially uncovered exchange rate risks in the context of the Company's Foreign Exchange exposures. For more detail, please refer Management Discussion and Analysis Report, form a part of this report.				
	The details of foreign currency exposure are disclosed in Notes to the Annual Financial Statements. <i>(Rs. in lakhs)</i>				
	<b>Particulars</b>	<b>As on 31.03.2023</b>	<b>As on 31.03.2022</b>		
	Earnings (Exports of Finished goods FOB value)	-	24,706.65		
	Expenditure (Imports of Raw materials CIF value)	-	24,216.87		
	<b>6. Employee Benefits:</b> <i>(Rs. in lakhs)</i>				
	Particulars	<b>As at 31st March 2023</b>	<b>As at 31st March 2022</b>		
	Opening defined Benefit Obligation	55.93	59.84		
	Add:				
	Current Service Cost	9.56	12.44		
	Interest Cost	2.77	2.73		
	Components of actuarial gains/losses on obligations				
	a) Due to Change in financial assumptions	(1.98)	(1.34)		
	b) Due to experience adjustments				
	c) Due to change in demographic assumptions	(21.43)	(17.74)		
	Less:				
	Benefits Paid	-	-		
	Closing Defined benefit obligation	44.84	55.93		

# RAJESH EXPORTS LIMITED

Note No.			
<b>26</b>	<b>7. Deffered Tax Expenses</b>		
	<p>In Accordance with the Accounting Standards on “Income Taxes” issued by the Institute of Chartered Accountant of India, The Company has recognized the Deferred tax liabilities on account of depreciation differences. The breakup of net deferred tax liabilities recognized is furnished here under:</p> <p style="text-align: right;"><i>(Rs. in lakhs)</i></p>		
	Particulars	Current Year	Previous Year
	<b>Deferred Tax Liability</b>		
	Time Difference on account of Depreciation & Other Inadmissible Expenditure	375.61	413.21
	Less: Deferred tax asset accounted Previously	413.21	418.82
	Net Deferred tax liability Recognized during the year	(37.60)	(5.62)
	<b>8. Good and Services Tax ( GST )</b>		
	<p>Expenses and assets are recognised net of the amount of sales/ value added taxes/ goods and services tax paid, except:</p> <ul style="list-style-type: none"> <li>• When the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the tax paid is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable; and</li> <li>• When receivables and payables are stated with the amount of tax included. The net amount of tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.</li> </ul> <p>The company has regularly filed the requisite returns under GST laws. There were certain differences between books and the returns filed which needs to be reconciled. However, in the opinion of the management, the differences were not material and will not have any major effect on the profit and loss account.</p>		
	<b>9. Leases</b>		
	<b>Operating lease:</b>		
	<p>The Company has let-out and taken premises under cancellable operating lease agreements, which the Company intends to renew in the normal course of its business. The lessee cannot sublease these properties. Total lease rentals recognized as income (on cash basis) in the Profit and Loss Account for the year with respect to above is Rs. 129.83 Lakhs (Previous year Rs. 74.64 lakhs) and total lease rentals paid recognized as expenditure is Rs. 7.18 lakhs(Previous year Rs. 37.15 lakhs).</p>		
	<b>i. Capital and other commitments</b>		
	<p>Estimated amount of contracts remaining to be executed on capital account and not provided for is Nil (Previous Year is Nil).</p>		
	<b>ii. Micro and Small Enterprises dues</b>		
	<p>Based on the information / Documents available with the Company, amounts due to micro and small enterprises are NIL.</p>		



Note No.	
26	<p>10. Brief Particulars of Employees who were entitled to receive or were in receipt of emoluments aggregating to Rs.60,00,000/- or more per annum and/or Rs.500,000/- or more per month, if employed, for a part of the year is Nil (Previous Year Nil)</p> <p>11. The company has an ongoing litigation with canara bank, with regards to the correct payable /Receivable, the matter is pending before the Hon'ble High Court of Karnataka and the DRT. However company has disclosed the entire demand balance and the interest in the balance sheet (Note 15), for accounting purposes which is not an admission of the balance by the company.</p> <p><b>12. Segment reporting policies:</b></p> <p>The Company is mainly engaged in the business of gold and gold products. These, in the context of Ind AS 108 on segment reporting, issued by The Institute of Chartered Accountants of India are considered to constitute one single primary segment.</p> <p>13. Company has identified that there is no material impairment of assets and as such no provision is required as per Accounting Standards issued by the ICAI.</p> <p>14. In the opinion of the management, no provision is required against contingent liabilities.</p> <p><b>15. Financial risk management</b></p> <p>The Company's financial assets majorly comprise of trade receivables, current investments, bank deposits and cash &amp; cash equivalents. The Company's financial liabilities majorly comprises of borrowings, trade payables and other commitments.</p> <p>The Company is primarily exposed to market risk, credit risk and liquidity risk arising out of operations and the use of financial instruments. The Board of Directors have overall responsibility for establishment and review of the Company's risk management framework.</p> <p>The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions affecting business operations and the Company's activities.</p> <p><b>a. Market risk</b></p> <p>Market risk is that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three type of risk: interest rate risk, currency risk and other price risk, such as commodity risk. The exposure to currency risk and interest risk is given below:</p> <p>(a) <i>Interest rate risk</i></p> <p>Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate due to changes in market interest rates. The Company's exposure to the risk of changes in interest rates relates to short term / working capital in nature and hence are not exposed to significant interest rate risk.</p> <p>(b) <i>Foreign currency risk</i></p> <p>Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expenses is denominated in a foreign currency) and the Company's net investment in foreign subsidiaries.</p>

# RAJESH EXPORTS LIMITED

Note No.					
<b>26</b>	<b>b. Credit risk</b>				
	<p>Credit risk is the risk that the counterparty will not meet its obligation under a financial instrument or customer contract leading to financial loss. The Company's exposure to credit risk arises from its operating and financing activities. The credit risk arises primarily from trade receivables, and the maximum exposure to credit risk is equal to the carrying value of financial assets.</p> <p>In order to mitigate the credit risk on receivables, credit quality of the customer is assessed based on the credit rating scorecard and individual credit limits are defined in accordance with this assessment. Outstanding receivables are monitored on an ongoing basis to ensure timely collections and to mitigate the risk of bad debts.</p> <p>An impairment analysis is performed at each reporting date for the outstanding trade receivables and expected credit loss if any are provided for. The Company's maximum exposure to counterparty credit risk at the reporting date is the carrying value of financial assets.</p>				
	<b>c. Liquidity risk</b>				
	<p>Liquidity risk is the risk that the Company will encounter difficulty in meeting financial obligations due to shortage of funds. The Company's exposure to liquidity risk arises primarily from mismatches of the maturities in financial assets and liabilities. The Company's objective is to maintain a balance between continuity of funding and flexibility. The Company's treasury management team monitors on a daily basis the fund positions/requirements and identifies future mismatches in funds availability and reports the planned and current liquidity position to the top management and board of directors of the Company.</p> <p>The table below summarises the maturity profile of the Company's financial assets and liabilities at the end of the reporting period based on contractual undiscounted cash flows:</p>				
	<b>As at 31 March 2023 (Rs. In Lakhs)</b>				
	Particulars	One Year or Less	One to five years	Over five years	Total
	<b>Financial Assets</b>				
	Investments(Non Current)	5.00	20,022.36	235,347.34	255,347.69
	Loans(Current and Non Current)	13,073.06	14,089.51	15,257.34	42,419.91
	Trade Receivables	2,411.24	396,367.85	271.55	399,050.64
	Cash and Cash Equivalents	54,742.42	-	-	54,742.42
	Other Financial Assets	60,177.71	524.48	2.15	60,704.65
	<b>Financial Liabilities</b>				
	Borrowings	60,517.79	1,904.56	-	62,422.35
	Trade Payables	3,423.61	66,654.08	19,256.93	289,134.62





Note No.					
<b>26</b>	<b>As at 31 March 2022 (Rs. In Lakhs)</b>				
	Particulars	One Year or Less	One to five years	Over five years	Total
	<b>Financial Assets</b>				
	Investments(Non Current)	20,022.36	200.00	2,35,147.34	2,55,369.7
	Loans(Current and Non Current)	26,584.96	22,165.85	-	48,750.81
	Trade Receivables	60,212,.34	4,29,219.17	-	4,89,431.51
	Cash and Cash Equivalents	56,224.98	-	-	56,224.98
	Other Financial Assets	60,376.89	524.93	-	60,901.82
	<b>Financial Liabilities</b>				
	Borrowings	51,530.40	11,048.37	-	62,578.77
	Trade Payables	18,941.95	3,71,578.13	-	3,90,520.08
	<b>16. Transfer pricing</b>				
	The Company has imported gold from its associate enterprise within the meaning of section 92BA and 92A of the Income Tax Act, 1961 respectively. The gold has been imported based on international price and the price has been assessed and verified by the customs authorities, which clearly demonstrates that the transaction is at arms length.				
	<b>17. Earning Per Share</b>				
	<b>(a) Basic</b>				
	Basic earnings per share is calculated by dividing the net profit for the year by the weighted average number of ordinary shares outstanding during the financial year held by the Company.				
	Particulars	<b>Group</b>			
		<b>2023</b>	<b>2022</b>		
		<i>(Rs. in lakhs)</i>	<i>(Rs. in lakhs)</i>		
	Profit attributable to equity holders of the parent company	3061.61	2,284.58		
	Number of shares in issue (net of treasury shares) as at beginning of year	2,952.60	2,952.60		
	Effect of treasury shares	-	-		
	Effect of rights shares	-	-		
	Effect of warrants	-	-		
	Effect of share options	-	-		
	Weighted average number of ordinary shares in issue	2,952.60	2,952.60		
	Basic earnings per share (s)	1.04	0.77		
	<b>(b) Diluted</b>				
	For the purpose of calculating diluted earnings per share, the profit attributable to equity holders of the parent and the weighted average number of ordinary shares outstanding during				

# RAJESH EXPORTS LIMITED

Note No.					
<b>26</b>	<p>the financial year have been adjusted for the dilutive effects of all potential ordinary shares, warrants and share options granted to employees. The dilutive earning per share is calculated by dividing the profit attributable to equity holders of the parent company by the weighted average number of shares that would have been in issue upon full exercise of the remaining warrants, adjusted by the number of such shares that would have been issued at fair value as follows:</p>				
	Particulars	<b>2023</b> <i>(Rs. in lakhs)</i>	<b>Group</b> 2022 <i>(Rs. in lakhs)</i>		
	Profit attributable to equity holders of the parent company	3061.61	2284.58		
	Weighted average number of ordinary shares in issue	2952.60	2,952.60		
	Effect of dilution due to warrants	-	-		
	Adjusted weighted average number of ordinary shares	2952.60	2,952.60		
	Diluted earnings per share (s)	1.04	0.77		
	<b>18. Management Discussion and analysis</b>				
	Management discussion and analysis report forms a part of the annual report and includes on various matters.				
	<b>19. Reconciliation of Share Capital Audit</b>				
	A qualified Practicing Company Secretary carried out a share capital audit quarterly reconciled and confirmed that the total admitted equity share capital with the National Securities Depository Limited (“NSDL”), the Central Depository Services (India) Limited (“CDSL”) and shares in physical forms are in agreement with the total issued and listed equity share capital.				
	<b>20. Additional Regulatory Information:</b>				
	As per the notification issued on 24th March 2021, the Ministry of Corporate Affairs, has amended Schedule III of The Companies Act, 2013, requiring additional disclosure which are applicable to the company has been disclosed below.				
	i) There is no proceedings initiated or pending against the company for holding any Benami Property under the Benami Transactions (Prohibitions) Act, 1988 (45 of 1988) and Rules made there under during the year.				
	ii) Ratios				
	<b>Particulars</b>	<b>Numerator</b>	<b>Denominator</b>	<b>31-Mar-23</b>	<b>31-Mar-22</b>
	Current Ratio	Current Assets	Current Liabilities	1.6691	1.5159
	Debt Equity Ratio	Debt	Networth	0.7064	0.9122
	Debt Service Coverage Ratio	Profit Before Exceptional Items	Finance Cost + Principal Repayment Made For Non Current Borrowings And Non Current Lease Liabilities	0.4012	0.3609
	Return On Equity	Profit After Tax	Average Shareholder’s Funds(Total Equity)	0.0061	0.0045



Note No.					
<b>26</b>	<b>Particulars</b>	<b>Numerator</b>	<b>Denominator</b>	<b>31-Mar-23</b>	<b>31-Mar-22</b>
	Inventory Turnover Ratio	Sale of Goods	Average Inventory Of Finished Stock	14.9515	17.0304
	Trade Receivables Turnover Ratio	Sale of Goods / Service	Average Gross Trade Receivables (Before Provision)	1.2969	1.3189
	Trade Payables Turnover Ratio	Cost Of Materials Consumed+ Purchase Of Stock In Trade+Changes In Inventory Of Finished Goods +Work In Progress And Stock In Trade + Other Expenses	Average Trade Payables	1.6589	1.6414
	Net Capital Turnover Ratio	Sale Of Goods	Current Assets Less Current Liabilities (Excluding Current Maturity Of Non Current Borrowing And Non Current Lease Liabilities )	2.4461	2.6574
	Net Profit Ratio	Net Profit For The Period	Total Income	0.005	0.0037
	Return on Capital Employed	Profit Before Tax	Capital Employed	0.0064	0.0060
	Return on Investment	Return / Profit / Earnings on Investment	Investments	0.0031	0.0044
<p>iii) There is no tax assessment under The Income Tax Act, 1961 for non-disclosure or surrender of undisclosed income during the year.</p> <p>iv) The company has not traded nor invested in the Virtual Currency - Crypto Currency during the year.</p> <p><b>21.</b> The previous year's figure has been reworked, regrouped, rearranged and reclassified wherever necessary. Amounts and other disclosures for the preceding year are included as an integral part of the current year financial statements and are to be read in relation to the amounts and other disclosures relating to the current year.</p>					

For and on behalf of the Board

**RAJESH J MEHTA**  
Chairman  
DIN : 00336457

**SURESH KUMAR**  
Managing Director  
DIN : 08097945

**AKASH BHANDARI**  
Company Secretary  
M.No. A55231

**VIJAYA LAKSHMI**  
Independent Director  
DIN : 071460

**B. VIJENDRA RAO**  
Chief Financial Officer

As per our Report of even date  
For **B S D & CO**  
Chartered Accountants  
Firm Regn. No. 000312S  
Sd/-  
**(P L VENKATADRI)**  
Partner  
M.No. 209054

Place: Bengaluru  
Date : May 30, 2023

# RAJESH EXPORTS LIMITED

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## CONSOLIDATED INDEPENDENT AUDITOR'S REPORT

To,

The Members,  
M/S. RAJESH EXPORTS LIMITED, Bangalore

### Report on the Consolidated Financial Statements

#### Opinion

We have audited the accompanying consolidated financial statements of M/s. Rajesh Exports Limited ("the holding company") which comprise the Consolidated Balance Sheet as at 31st March 2023, the Consolidated Statement of Profit and Loss (including other comprehensive income), the statement of changes in equity and the statement of Consolidated Cash Flows for the year then ended, and a summary of the significant accounting policies and other explanatory information (herein after referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the 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 company's (Indian Accounting standard Rules) 2015, as amended and accounting principles generally accepted in India, of their consolidated state of affairs of the Company as at March 31, 2023 of consolidated profit, consolidated changes in equity and its consolidated cash flows for the year then ended.

#### Basis for opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company and in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI), and we have fulfilled our other ethical responsibilities in accordance with provision of the companies Act, 2013. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the consolidated 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 consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

#### Information Other than the Consolidated Financial Statements and Auditor's Report Thereon:

The holding company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, but does not include the financial statements and our auditors' report thereon. The Boards' Report is expected to be made available to us after that date.

Our opinion on the Consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated financial statements, our responsibility is to read the other information identified above when it is made available and, in doing so, consider whether the other information is materially inconsistent with the Consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

When we read the Boards' Report, if we conclude that there is a material misstatement of this other information, we are required to report that fact to those charged with governance.

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

The holding company's Board of Directors are responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the entities included in the financial statements in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act. The respective Board of Directors of the companies/entities whose financial statements/information is included in the holding company's are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of said entities and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies;



making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies/entities whose financial statements/information is included in the holding company are responsible for assessing the respective company's/entity'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 said companies/entities or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies/entities whose financial statements/information is included in the holding company's financial statement are also responsible for overseeing the financial reporting process of the companies/entities.

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

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with 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 consolidated financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls 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 and its subsidiary company which is incorporated in India, 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 ability of the companies/entities to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in

- (i) planning the scope of our audit work and in evaluating the results of our work; and
- (ii) to evaluate the effect of any identified misstatements in the financial statements.

# RAJESH EXPORTS LIMITED

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We communicate with those charged with governance of the holding company of which we are independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

## **Other Matters:-**

We have not audited the financial statements of foreign subsidiary M/s. REL Singapore PTE Ltd. REL Singapore PTE Ltd is solely a holding Company and the financials of the step down subsidiary companies which are the operating Companies have been audited by the other firm/s. A copy of financial statements of subsidiary, approved by the board of directors of Rajesh exports Ltd have been furnished to us and our report in respect of subsidiary is based solely on the board of the directors approved Financial Statements. Our opinion is not modified in respect of this matter.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the financial information certified by the management.

## **Report on Other Legal and Regulatory Requirements**

As required by Section 143(3) of the Act, based on our audit of Rajesh Exports Limited and on consideration of the financial statements/information of the entities whose financial statements/information included in these consolidated financial statements, we report, to the extent applicable that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
- (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid financial statements have been kept so far as it appears from our examination of those books.
- (c) The Consolidated Balance Sheet, Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of Consolidated Financial Statements.
- (d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
- (e) On the basis of the written representations received from the directors of the holding company as on 31st March, 2023 taken on record by the Board of Directors of the holding company incorporated in India, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of section 164(2) of the Act.
- (f) With respect to the adequacy of internal financial controls over financial reporting of the entities included in the Consolidated Financial Statement and the operating effectiveness of such controls, refer to our separate report in Annexure – I.
- (g) In our opinion and based on the consideration of the reports furnished by the management, the managerial remuneration for the year ended 31 March 2023 paid/provided to the directors is in accordance with the provision of Section 197 read with Schedule V of 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, to the best of our information and according to the explanations given to us:
  - i. The company has disclosed the impact of pending litigations on its consolidated financial statements, refer note no 26.
  - ii. The holding company did not have any material foreseeable losses on long-term contracts including derivative contracts.





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- iii. There has been no delay in transferring amount, required to be transferred to the investor's education and protection fund by the holding company.
- iv. (a) the Management has represented that, to the best of their 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 holding company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (b) the Management has represented that, to the best of their knowledge and belief, no funds have been received by the holding company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- (c) Based on the audit procedures that we have considered reasonable and appropriate in the circumstances; nothing has come to our notice that has caused us to believe that the representations under sub-clauses (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. The final dividend paid by the holding company during the year in respect of a dividend declared for the previous year is in accordance with section 123 of the Act. to the extent it applies to the payment of dividend. The Board of Directors of the holding company have proposed a dividend of Rs.1 per share for the year which is subject to the approval of members of the company at the Annual General Meeting. The dividend declared in accordance with section 123 of the Act to the extent it applies to the payment of dividend.

For **B S D & CO**  
*Chartered Accountants*  
Firm Regn. No. 000312S

Sd/-  
**(P L VENKATADRI)**  
*Partner*  
M.No. 209054  
UDIN : 23209054BGTUVUS3509

Place : Bengaluru  
Date : May 30, 2023

# RAJESH EXPORTS LIMITED

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## **ANNEXURE - I to the Independent Auditor's Report on the Consolidated Financial Statements for the year ended 31st March 2023.**

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

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

In conjunction with our audit of the consolidated financial statements of the company as of and for the year ended March 31, 2023, we have audited the internal financial controls over financial reporting of Rajesh Exports Limited ("the holding company") for the year ended on that date.

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

The respective Board of Directors of the holding company and its subsidiary company, which is a company incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the holding company and its subsidiary company, which is a company incorporated in India, based on our audit of holding company. 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, 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 consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the holding company's 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 standalone 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 Holding company's assets that could have a material effect on the Consolidated financial statements.

### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### **Opinion**

In our opinion, to the best of our information and according to the explanation given to us and based on the consideration of reports furnished by the management of the holding company, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2023, based on the internal control over financial reporting criteria established by the respective companies 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.

Place : Bengaluru  
Date : May 30, 2023

For **B S D & CO**  
*Chartered Accountants*  
Firm Regn. No. 000312S

Sd/-  
**(P L VENKATADRI)**  
*Partner*  
M.No. 209054  
UDIN : 23209054BGTVUS3509

# RAJESH EXPORTS LIMITED

## CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2023

(Rs. in lakhs)

	Note No.	As on 31.03.2023	As on 31.03.2022
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
(a) Property, plant & equipment	2	119,232.88	67,451.48
(b) Capital Work-in-Progress	2	3,818.13	582.57
(c) Intangible Assets	2	84,603.37	77,488.23
(d) Financial Assets			
(i) Investments	3	124,090.13	111,271.53
(ii) Loans	4	5,949.57	5,757.65
<b>Current Assets</b>			
(a) Inventories	5	604,871.37	766,902.20
(b) Financial Assets			
(i) Trade Receivables	6	1,035,638.58	1,070,859.51
(ii) Cash and Cash Equivalents	7(a)	101,622.33	74,019.76
(iii) Bank Fixed Deposits	7(b)	108,012.75	106,853.31
(iv) Loans	8	37,860.73	47,957.02
(v) Other Financial Assets	9	61,766.97	62,417.30
<b>TOTAL</b>		<b>2,287,466.81</b>	<b>2,391,560.55</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity Share Capital	10	2,952.60	2,952.60
(b) Other equity	11	1,469,410.15	1,241,620.61
<b>LIABILITIES</b>			
<b>Non-Current Liabilities</b>			
(a) Financial Liabilities			
(i) Other Financial Liabilities	12	631.84	631.84
(b) Deferred tax liabilities (net)	13	10,261.24	7,176.47
(c) Provisions	14	291.00	275.21
<b>Current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	15	72,329.83	81,459.85
(ii) Trade Payables	16	715,729.27	1,042,100.41
(iii) Other financial Liabilities	17	3,039.90	975.34
(b) Other Current Liabilities	18	802.75	551.38
(c) Provisions	19	12,018.24	13,816.84
<b>TOTAL</b>		<b>2,287,466.81</b>	<b>2,391,560.55</b>

Accounting policies and other notes 1 & 26

The accompanying notes are an integral part of these Consolidated financial statements

For and on behalf of the Board

As per our Report of even date

**RAJESH J MEHTA**  
Chairman  
DIN : 00336457

**SURESH KUMAR**  
Managing Director  
DIN : 08097945

**AKASH BHANDARI**  
Company Secretary  
M.No. A55231

For **B S D & CO**  
Chartered Accountants  
Firm Regn. No. 000312S

Sd/-

Place: Bengaluru  
Date : May 30, 2023

**VIJAYA LAKSHMI**  
Independent Director  
DIN : 071460

**B. VIJENDRA RAO**  
Chief Financial Officer

(**P L VENKATADRI**)  
Partner  
M.No. 209054



## CONSOLIDATED STATEMENT OF PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED MARCH 31, 2023

(Rs. in lakhs)

	Note No	As on 31.03.2023	As on 31.03.2022
<b>REVENUE FROM OPERATIONS</b>			
Revenue from Operations	20	33,968,950.55	24,312,793.66
Other Income	21	2,421.77	4,025.91
<b>TOTAL REVENUE</b>		<b><u>33,971,372.32</u></b>	<b><u>24,316,819.57</u></b>
<b>EXPENSES</b>			
Cost of Materials Consumed	22	33,759,990.14	24,150,966.54
Employee Benefit Expenses	23	21,506.30	17,589.10
Selling, Administrative and Other Expenses	24	23,877.82	26,346.60
Finance Costs	25	8,095.23	8,997.12
Depreciation and Amortization Expenses	2	10,057.51	9,087.41
<b>TOTAL EXPENSES</b>		<b><u>33,823,527.01</u></b>	<b><u>24,212,986.77</u></b>
<b>Profit Before Tax - PBT</b>		<b><u>147,845.31</u></b>	<b><u>103,832.79</u></b>
<b>Tax expense:</b>			
Current tax expense for current year		2,261.09	4,291.14
Deferred tax expense / (income)		2,356.35	(1,376.59)
<b>PROFIT FOR THE YEAR</b>		<b><u>143,227.87</u></b>	<b><u>100,918.25</u></b>
<b>Other comprehensive income</b>			
(i) Items that will not be reclassified to the statement of profit and loss		23.42	19.08
(ii) Items that will be reclassified to the statement of profit and loss		-	-
Total other comprehensive income		23.42	19.08
<b>Total comprehensive income (IX+X)</b>		<b><u>143,251.29</u></b>	<b><u>100,937.33</u></b>
<b>Earning Per Share (Re. 1 Per Share for Each)</b>			
Basic		48.52	34.19
Diluted		48.52	34.19
Accounting policies and other notes	1 & 26		
The accompanying notes are an integral part of these standalone financial statements			
For and on behalf of the Board		As per our Report of even date	
<b>RAJESH J MEHTA</b> <i>Chairman</i> DIN : 00336457	<b>SURESH KUMAR</b> <i>Managing Director</i> DIN : 08097945	<b>AKASH BHANDARI</b> <i>Company Secretary</i> M.No. A55231	<b>For B S D &amp; CO</b> <i>Chartered Accountants</i> Firm Regn. No. 000312S
	<b>VIJAYA LAKSHMI</b> <i>Independent Director</i> DIN : 071460	<b>B. VIJENDRA RAO</b> <i>Chief Financial Officer</i>	Sd/- <b>(P L VENKATADRI)</b> <i>Partner</i> M.No. 209054
Place: Bengaluru Date : May 30, 2023			

# RAJESH EXPORTS LIMITED

## CONSOLIDATED CASH FLOW STATEMENT

(Rs. in lakhs)

	2022-2023	2021-2022
<b>A CASH FLOW FROM OPERATING ACTIVITIES:</b>		
<b>Profit before tax</b>	<b>147,845.31</b>	<b>103,832.79</b>
<i>Adjustments for:</i>		
Depreciation and amortisation expenses	10,057.51	9,087.41
Net (gain) / loss on sale of investments	-	-
Actuarial loss/(gain) forming part of other comprehensive income	-	19.08
Finance cost	8,095.23	8,997.12
Rent received	(129.83)	(74.64)
Profit on sale of Fixed assets	-	-
	18,022.92	18,028.98
<b>Cash Generated from operations before working capital changes</b>	<b>165,868.23</b>	<b>121,861.77</b>
<i>Adjustments for:</i>		
(Increase)/Decrease in Inventories	162,030.83	(26,159.39)
Adjustments for Decrease/(increase) in Trade and - other receivables including Loans & Advances	45,775.62	(35,708.64)
Increase/(Decrease) in Current - Non Current Liabilities & Provisions	(324,357.78)	(57,517.28)
	(116,551.33)	(119,385.31)
<b>Cash generated from operations</b>	<b>49,316.90</b>	<b>2,476.46</b>
Taxes paid (net of refunds)	(2,989.50)	(2,914.55)
<b>Net cash generated from operating activities - [A]</b>	<b>46,327.40</b>	<b>(438.09)</b>
<b>B CASH FLOW FROM INVESTING ACTIVITIES:</b>		
(Purchase)/Sale of Fixed Assets	(72,189.61)	(8,764.83)
(Purchase)/ Sale proceeds of Investments	(12,818.60)	(7,157.95)
Rent received	129.83	74.64
<b>Net cash generated/(used in) from investing activities - [B]</b>	<b>(84,878.39)</b>	<b>(15,848.15)</b>
<b>C CASH FLOW FROM FINANCING ACTIVITIES:</b>		
Increase/(Decrease) in Secured Loan	(16,814.09)	(20,730.28)
Increase/(Decrease) in Unsecured Loan	7,684.07	94.02
Finance Cost	(8,095.23)	(8,997.12)
Dividends paid	(1,356.76)	(2,952.60)
<b>Net cash used in financing activities - [C]</b>	<b>(18,582.02)</b>	<b>(32,585.98)</b>
<b>D Effect of Exchange fluctuation on translation Reserve</b>	<b>85,895.02</b>	<b>24,450.42</b>
<b>Net increase/(decrease) in cash and cash equivalents - [A+B+C+D]</b>	<b>28,762.01</b>	<b>(24,421.80)</b>
Cash and cash equivalents at the beginning of the year	180,873.07	205,294.87
Cash and cash equivalents at the end of the year	209,635.07	180,873.07
<b>Cash and cash equivalents comprise of:</b>		
Cash on hand	101.79	42.13
Balances with banks:		
In current accounts	101,520.54	73,977.62
Earmarked Balances with banks	644.89	431.06
Term deposits with original maturity of More than three months	107,367.86	106,422.25
<b>Total</b>	<b>209,635.07</b>	<b>180,873.07</b>

Notes:

- The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Indian Accounting Standard 7 (Ind AS-7), "Cash Flow Statements"
- Cash comprises cash on hand, Current Accounts and deposits with banks. Cash equivalents are short-term balances, highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

For and on behalf of the Board

**RAJESH J MEHTA**  
Chairman  
DIN : 00336457

**SURESH KUMAR**  
Managing Director  
DIN : 08097945

**AKASH BHANDARI**  
Company Secretary  
M.No. A55231

As per our Report of even date  
For **B S D & CO**  
Chartered Accountants  
Firm Regn. No. 000312S  
Sd/-

**VIJAYA LAKSHMI**  
Independent Director  
DIN : 071460

**B. VIJENDRA RAO**  
Chief Financial Officer

**(P L VENKATADRI)**  
Partner  
M.No. 209054

Place: Bengaluru  
Date : May 30, 2023





## CONSOLIDATED STATEMENT IN CHANGE OF EQUITY

(Rs. in lakhs)

	Amount
<b>a Equity share capital</b>	
Equity share of Rs. 1 each, issued, subscribed and paid up capital	2,952.60
<b>Balance as at 1 April 2021</b>	<b>2,952.60</b>
Changes in equity share capital during the year 2020-21	nil
<b>Balance as at 31 March 2022</b>	<b>2,952.60</b>
Changes in equity share capital during the year 2021-22	nil
<b>Balance as at 31 March 2023</b>	<b>2,952.60</b>

### b Other Equity

For the year ended 31 March 2023

(Rs. in lakhs)

Particulars	Reserves and Surplus		Security Premium	Other comprehensive Income	Total equity attributable to shareholders of the company
	General Reserve	Retained Earnings		Fair value of equity instruments	
Balance as at 1 April 2022	143,500.00	899,339.54	64,492.95	-	1,107,332.49
Profit during the year	-	143,251.29	-	-	143,251.29
Other comprehensive income during the year	-	-	-	-	-
Dividend expense	-	(1,356.76)	-	-	(1,356.76)
Corporate dividend tax	-	-	-	-	-
Realised profits of equity instruments measured at FVOCI	-	-	-	-	-
<b>Balance as at 31 March 2023</b>	<b>143,500.00</b>	<b>1,041,234.07</b>	<b>64,492.95</b>	-	<b>1,249,227.02</b>

For the year ended 31 March 2022

(Rs. in lakhs)

Particulars	Reserves and Surplus		Security Premium	Other comprehensive Income	Total equity attributable to shareholders of the company
	General Reserve	Retained Earnings		Fair value of equity instruments	
Balance as at 1 April 2021	143,500.00	801,354.81	64,492.95	-	1,009,347.76
Profit during the year	-	100,937.33	-	-	100,937.33
Other comprehensive income during the year	-	-	-	-	-
Dividend expense	-	(2,952.60)	-	-	(2,952.60)
Corporate dividend tax	-	-	-	-	-
Realised profits of equity instruments measured at FVOCI	-	-	-	-	-
<b>Balance as at 31 March 2022</b>	<b>143,500.00</b>	<b>899,339.54</b>	<b>64,492.95</b>	-	<b>1,107,332.49</b>

Significant accounting policies

The notes referred to above form an integral part of these standalone financial statements

For and on behalf of the Board

As per our Report of even date

**RAJESH J MEHTA**  
Chairman  
DIN : 00336457

**SURESH KUMAR**  
Managing Director  
DIN : 08097945

**AKASH BHANDARI**  
Company Secretary  
M.No. A55231

For **B S D & CO**  
Chartered Accountants  
Firm Regn. No. 000312S

Sd/-  
**(P L VENKATADRI)**

Place: Bengaluru  
Date : May 30, 2023

**VIJAYA LAKSHMI**  
Independent Director  
DIN : 071460

**B. VIJENDRA RAO**  
Chief Financial Officer

Partner  
M.No. 209054

# RAJESH EXPORTS LIMITED

Note No.	
1	<p><b>The Company Information and significant accounting Policies of the Consolidated Financial statement for the year ended 31st March 2023.</b></p> <p><b>i. Reporting Entity:</b> Rajesh Export Limited (“The Company”) is an Indian Public Company and limited by shares. incorporated under provisions of Companies Act ,1956, The share of the company traded on the BSE and NSE Limited.The address of the company’s registered office is #4, Batavia Chambers, Kumara Krupa Road, Kumara park East, Bangalore-560 001. The Company is leading gold refiner and Manufacturer of all kind of Gold products. The Company exports its products to various countries around the world and it also sell its products in whole sale and retail in India and also through its Own retail showrooms under the brand name of SHUBH Jewellers. REL has setup various manufacturing facilities in India and other countries.</p> <p><b>ii. Basis of Preparation</b></p> <p><b>A. Statement of Compliances</b> The Consolidated financial Statements are prepared on accrual basis of accounting except for the statement of cash flows and comply with the Indian Accounting Standards (Ind AS) notified under the companies (Indian Accounting Standards) Rules and Companies (Indian Accounting Standards) Amendment Rules, 2016, The companies Act 2013 (to the extent notified and applicable), other relevant provisions of the Act and Guidelines issued by the Security Exchange Board of India (SEBI).</p> <p><b>B. Basis of Measurement:</b> The Financial statements have been prepared at Historical cost except the following items</p> <ul style="list-style-type: none"> <li>• Defined benefit plan - plan assets measured at fair value.</li> <li>• Certain Financial Assets and Liabilities measured at fair market value</li> </ul> <p>Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. 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.</p> <p><b>C. Functional and Presentation Currency</b> The Financial statements are presented in Indian Rupees (INR), which is the company’s functional currency. All financial information presented in INR has been rounded off to the nearest in Lakhs.</p> <p><b>D. Use of Estimate and Judgments</b> Estimates and underlying assumption are reviewed on an ongoing basis. Revisions to accounting estimates are recognized prospectively.</p> <p><b>Judgments</b> Information about judgments made in applying accounting policies that have the most significant effects on the amounts recognized in the Consolidated financial statements is included in the following notes: Note: 2:- Lease Classification</p> <p><b>Assumption and Estimation Uncertainties</b> Information about assumptions and estimations uncertainties that have a risk significant of resulting in material adjustments in the year ended 31st March 2023 is included in following notes: Note 1 and 2: Depreciation and amortization method and useful life of items of properties, Plant &amp; Equipments and Investment properties. Note 1 &amp; 23 : Measurement of defined benefit obligations : Key actuarial assumptions. Note 1, 19 &amp; 26 :Reorganization and measurement of provisions and contingencies: Key assumptions about the likelihood and magnitude of an outflow of resources.</p>



Note No.	
1	<p><b>E. Measurement of Fair Value</b></p> <p>A number of the company's accounting policies and disclosures required the measurement of fair values, for both financial and non-financial assets and liabilities.</p> <p>The Company uses valuation techniques that are appropriate in the circumstances and for which significant data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.</p> <p>Significant valuation issues are reported to the Company's audit committee. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised 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:</p> <ul style="list-style-type: none"> <li>- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.</li> <li>- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).</li> <li>- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).</li> </ul> <p>When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.</p> <p>For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy.</p> <p><b>iii. Significant accounting Policies:</b></p> <p><b>a) Property, Plant and Equipments</b></p> <p><b>Reorganization and Measurement</b></p> <p>Fixed assets are stated at historical cost less accumulated depreciation and impairment loss if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met and includes financing cost if any, relating to borrowed funds attributable to construction or acquisition of fixed assets, up to the date when the asset is ready for intended use, any trade discounts and rebates are deducted in arriving at the purchase price. Subsequent expenditure on fixed assets after its purchase/completion is capitalized only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.</p> <p>Intangible assets are stated at cost less accumulated amortization and impairment.</p> <p>Intangible assets are amortized over their respective individual estimated useful life on a straight-line basis, from the date that they are available for use. The estimated useful life of an identifiable intangible asset is based on number of factors including the effects of obsolescence, demand, competition and other economic factors, and the level of maintenance expenditures required to obtain the expected future cash flows from the asset. Amortization methods and useful life are reviewed periodically including at each financial year end. Expenditure on research and development eligible for capitalization is carried as intangible assets under development where such assets are not yet ready for their intended use.</p> <p><b>Work in Progress</b></p> <p>Cost of fixed assets not ready for use before the balance sheet date is disclosed under capital work-in-progress. Advances paid towards the acquisition of fixed assets outstanding as of each balance sheet date is disclosed under long term loans and advances.</p>

# RAJESH EXPORTS LIMITED

Note No.																																		
<b>1</b>	<p><b>Depreciation :</b> The Company has provided depreciation on straight line method over the useful lives of the assets estimated by the management as per Schedule II of the Companies Act, 2013. Depreciation on additions or extensions to existing assets is provided so as to co-terminate with the life of the original asset if it becomes internal part of the existing asset or on the useful life of the asset if it is capable of independent use.</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left;">Asset</th> <th style="text-align: center;">Management Estimate of useful life</th> <th style="text-align: center;">Useful life as per Schedule II</th> </tr> </thead> <tbody> <tr> <td>Building</td> <td style="text-align: center;">30-60 years</td> <td style="text-align: center;">30-60 years</td> </tr> <tr> <td>Plant and Machinery</td> <td style="text-align: center;">15 years</td> <td style="text-align: center;">15 years</td> </tr> <tr> <td>Generator</td> <td style="text-align: center;">15 Years</td> <td style="text-align: center;">15 years</td> </tr> <tr> <td>Furniture and Fixtures</td> <td style="text-align: center;">10 Years</td> <td style="text-align: center;">10 Years</td> </tr> <tr> <td>Office Equipment</td> <td style="text-align: center;">05 Years</td> <td style="text-align: center;">05 Years</td> </tr> <tr> <td>Weighing Scale</td> <td style="text-align: center;">15 years</td> <td style="text-align: center;">15 years</td> </tr> <tr> <td>Borewell</td> <td style="text-align: center;">30-60 years</td> <td style="text-align: center;">30-60 years</td> </tr> <tr> <td>Technical Knowhow</td> <td style="text-align: center;">8 Years</td> <td style="text-align: center;">8 Years</td> </tr> <tr> <td>Motor Vehicles</td> <td style="text-align: center;">8 Years</td> <td style="text-align: center;">8 Years</td> </tr> <tr> <td>Lease hold land</td> <td style="text-align: center;">Lease Term</td> <td style="text-align: center;">Lease Term</td> </tr> </tbody> </table> <p>Depreciation on additions (disposals) provided on prorata basis, i.e from (up to) the date on which asset is ready for use (Disposed of)</p> <p><b>b) Investment Property</b> Investment property is property held either to earn rental income or for capital appreciation or for both, but not for sale in the ordinary course of the business, use in the production or supply of goods or services or for administrative purposes. upon initial reorganization, investment property is measured at cost. Subsequent to initial reorganization, investment property is measured at cost less accumulated depreciation and accumulated impairment losses,if any On transition to Ind AS, the Company has elected to continue with the carrying value of all of its investment property recognised as at 1 April 2015, measured as per the previous GAAP and use that carrying value as the deemed cost of such investment property.</p> <p><b>c) Impairment of Assets</b> Assets are tested 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 asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period. When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward- looking information.</p> <p><b>iv. Inventories</b> Raw materials and stores, work-in-progress, traded and finished goods are stated at the lower of cost, calculated on weighted average basis, and net realizable value. Cost of raw materials and stores comprise of cost of purchases. Cost of work-in- progress and finished goods comprises direct materials, direct labour and an appropriate proportion of variable</p>	Asset	Management Estimate of useful life	Useful life as per Schedule II	Building	30-60 years	30-60 years	Plant and Machinery	15 years	15 years	Generator	15 Years	15 years	Furniture and Fixtures	10 Years	10 Years	Office Equipment	05 Years	05 Years	Weighing Scale	15 years	15 years	Borewell	30-60 years	30-60 years	Technical Knowhow	8 Years	8 Years	Motor Vehicles	8 Years	8 Years	Lease hold land	Lease Term	Lease Term
Asset	Management Estimate of useful life	Useful life as per Schedule II																																
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Technical Knowhow	8 Years	8 Years																																
Motor Vehicles	8 Years	8 Years																																
Lease hold land	Lease Term	Lease Term																																



Note No.	
1	<p>and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity. Cost of inventories also includes all other cost incurred in bringing the inventories to their present location and condition. Costs of purchased inventory are determined after deducting rebates and discounts. Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale. Items held for use in the production of inventory are not written below cost if the finished products in which these will be incorporated are expected to be sold at or above cost.</p> <p><b>v. Revenue Recognition</b></p> <p>Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are inclusive of excise duty and net of returns, trade allowances, rebates, sales tax, value added taxes, Goods &amp; Service Tax (GST) and amounts collected on behalf of third parties.</p> <p><b>a) Revenue from sale of Goods</b></p> <p>Revenue from sale of goods is recognized when the significant risks and rewards of ownership have been transferred to the buyer, revenue can be measured reliably, the cost incurred can be measured reliably, it is probable that the economic benefits associated to the transaction will flow to the entity and there is no continuing management involvement with the goods. Transfer of risks and rewards vary depending on the individual terms of contract of sale.</p> <p><b>b) Dividend Income</b></p> <p>Dividend income on investments is accounted for when the right to receive the payment is established, which is generally when shareholders approve the dividend.</p> <p><b>c) Interest Income</b></p> <p>For all financial instruments measured at amortised cost, interest income is recognized using the effective interest rate (EIR), which is the rate that exactly discounts the estimated future cash payments or receipts through the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset. Interest income is included in Other Income in the Statement of Profit and Loss.</p> <p><b>d) Rental income</b></p> <p>Rental income from property leased under operating lease is recognised in the statement of profit and loss on an actual basis over the term of the lease since the rentals are in line with the expected general inflation. Lease incentives granted are recognised as an integral part of the total rental income.</p> <p><b>vi. Leases</b></p> <p>At inception of an arrangement, company determines whether the arrangement is or contains a lease</p> <p><b>1. Assets Held under lease</b></p> <p>Lease or property, plant and equipment that transfer to the company substantially all the risk and rewards of ownership are classified as finance lease. The assets held under lease don't transfer the company's sustainably all risks and rewards of ownership (Operating Lease) are not considered in company's balance sheet.</p> <p><b>2. Lease Payments</b></p> <p>Payments made under operating leases are generally recognized in profit or loss on straight line basis over the term of lease. Minimum lease payment made under financial leases is apportioned between finance charge and deduction of the outstanding liability.</p> <p><b>3. Lease Income</b></p> <p>Lease income from operating leases where the group is a lessor is recognized in income on actual basis over the lease term. Since the lease receipts are in line with general inflation rate.</p>

# RAJESH EXPORTS LIMITED

Note No.	
1	<p><b>vii. Financial Instruments</b></p> <p><b>a) Financial Assets :</b></p> <p><b>Recognition and Initial Measurement:</b> Trade Receivables and debt securities issued are initially recognized when they are originated. All other financial assets and financial liabilities are initially recognized when the company becomes the party to the contractual provisions of the instruments.</p> <p><b>Classification and Subsequent Measurement</b></p> <p><i>Financial assets at FVTPL -</i> These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognized in profit or loss</p> <p><i>Financial assets at amortized cost -</i> These assets are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognized in profit or loss. Any gain or loss on derecognition is recognized in profit or loss.</p> <p><i>Equity investments at FVOCI -</i> These assets are subsequently measured at fair value. Dividends are recognized as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognized in OCI and are not reclassified to profit or loss.</p> <p><i>Debt investments at FVTPL-</i> These assets are subsequently measured at fair value. Interest income under the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in statement of profit and loss.</p> <p><b>Derecognition</b> The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset. If the Company enters into transactions whereby it transfers assets recognized on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.</p> <p><b>b) Financial Liabilities :</b></p> <p><b>Recognition and Measurement</b> Financial Liabilities initially recognized at fair value less transaction cost, that are directly attributable and subsequently measured at amortized cost</p> <p><b>Classification and Subsequent Measurement</b> Borrowings are classified as current liabilities unless the company has an unconditional right to defer settlement of the liability atleast 12 months after the reporting period.</p> <p><b>Derecognition</b> The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expired.</p> <p><b>viii. Employee Benefits</b> Provident Fund contributions are charged to the Statement of profit and loss of the period as and when the contribution to the respective fund is due. The Company has no obligation,</p>





Note No.	
1	<p>other than the contribution payable under the respective scheme. Company's employees are not participated in Superannuation Schemes/ Plan.</p> <p>The company provides for gratuity a defined benefit retirement plan (the Gratuity plan) covering eligible employees. The gratuity plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on respective employee salary and tenure of employment with the company.</p> <p>Liabilities with regard to the gratuity plan or determined by actuarial valuation, performed by independent actuary, at each balance sheet date using the projected unit credit method.</p> <p>The Company does not provide leave encashment and carry forward of accumulated leave to next year to its employees.</p> <p><b>ix. Foreign Currency Transactions :</b></p> <p>For its import and export transactions the company is exposed to currency fluctuations on foreign currency transactions, the company hedges its foreign exchange transactions against its own imports and exports and also by way of forward contracts with banks.</p> <p>Premium paid on forward contracts is recognized over the life of the contracts.</p> <p>The Company enters into derivative contracts in the nature of foreign currency options, forward contracts with an intention to hedge its existing assets and liabilities, firm commitments and highly probable transactions.</p> <p><b>x. Income Tax</b></p> <p>The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.</p> <p>The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions, where appropriate, on the basis of amounts expected to be paid to the tax authorities</p> <p>Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.</p> <p>Deferred tax assets are recognized for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses.</p> <p>Deferred tax assets are not recognized for temporary differences between the carrying amount and tax bases of investments in subsidiaries where it is not probable that the differences will reverse in the foreseeable future and taxable profit will not be available against which the temporary difference can be utilized.</p> <p>Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.</p> <p>Current and deferred tax is recognized in profit or loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively</p>

# RAJESH EXPORTS LIMITED

Note No.	
1	<p>For operations carried out in Special Economic Zones which are entitled to tax holiday under the Income tax Act, 1961 no deferred tax is recognized in respect of timing differences which reverse during the tax holiday period, to the extent company's gross total income is subject to the deduction during the tax holiday period. Deferred tax in respect of timing differences which reverse after the tax holiday period is recognized in the year in which timing difference originate.</p> <p>Deferred Tax Assets include Minimum Alternative Tax (MAT) paid in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability. Accordingly, MAT is recognized as deferred tax asset in the Balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realized.</p> <p><b>xi. Provisions and Contingent Liabilities (Other than for employee benefit):</b></p> <p>Provisions are recognized when the company has a present legal and constructive obligations arising from past events, outflow of future economic benefits should be probable and it should be measured in a reliable manner.</p> <p>Provisions for onerous contracts i.e., contract where the expected unavoidable cost of meeting the obligation under the contract exceed the economic benefits expected to received under it, are recognized when it is probable that an outflow of resources embodying economic benefits will be required to settle a present obligation as result of an obligating event based on a reliable estimate of such obligations</p> <p>Provisions are measured at the present value of management best estimates. Expenditure will be required to settle the present obligation at the end of the reporting period.</p> <p>Disclosures of contingent liability is present obligation as a result of past obligation events-on the basis of the evidence available , there is present obligation and an outflow of resources embodying economic benefits where settlement is probable.</p> <p><b>xii. Cash and cash equivalents</b></p> <p>For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short- term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet</p> <p>Statement of cash flow is prepared in accordance with the indirect method prescribed in Ind AS-7 'Statement of cash flows.</p> <p><b>xiii. Earning Per Share :</b></p> <p>Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post-tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post-tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented.</p>



## NOTES ON CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31.03.2023

### Note - 2 : PROPERTY, PLANT AND EQUIPMENTS

(Rs. in lakhs)

Particulars	Gross block / Original cost				Accumulated depreciation				Net block	
	As at 31.03.2022	Additions/ Exchange	Disposals/ Transfers	As at 31.03.2023	As at 31.03.2022	Charge for the year & Exchange	Disposals/ Transfers	As at 31.03.2023	As at 31.03.2023	As at 31.03.2022
<b>A. BUSINESS ASSETS</b>										
Land	3,348.43	289.47	-	3,637.90	-	-	-	-	3,637.90	3,348.43
Building	54,185.27	18,272.52	(1,080.49)	71,377.31	32,746.65	8,841.36	(847.56)	40,740.45	30,636.87	17,989.13
Plant & Machinery	99,633.28	51,009.64	(1,005.15)	1,49,637.77	52,933.74	19,182.29	(767.69)	71,348.34	78,289.43	39,726.66
Generator	32.95	-	-	32.95	30.46	0.24	-	30.69	2.25	2.49
Furniture & Fixtures	699.31	296.07	-	995.38	583.68	257.85	(109.32)	732.21	263.17	50.02
Office Equipments	3,886.65	440.82	(10.68)	4,316.79	2,344.83	567.20	(186.20)	2,725.83	1,590.96	1,586.29
Computer and Software	1,640.75	274.10	(61.69)	1,853.16	936.71	9.55	-	946.26	906.91	948.31
Weighing Scale	34.27	-	-	34.27	22.12	1.62	-	23.74	10.52	12.14
Borewell	1.48	-	-	1.48	0.46	0.02	-	0.48	1.00	1.02
Technical Knowhow	6.70	-	-	6.70	6.70	-	-	6.70	-	-
Motor Vehicle	618.23	187.46	-	805.69	464.51	138.58	-	603.09	202.60	95.69
	<b>1,64,087.32</b>	<b>70,770.09</b>	<b>(2,158.00)</b>	<b>2,32,699.40</b>	<b>90,069.86</b>	<b>28,998.69</b>	<b>(1,910.76)</b>	<b>1,17,157.79</b>	<b>1,15,541.61</b>	<b>63,760.19</b>
Work in Progress	582.57	3,510.54	(274.98)	3,818.13	-	-	-	-	3,818.13	582.57
<b>SUB TOTAL</b>	<b>1,64,669.89</b>	<b>74,280.63</b>	<b>(2,432.98)</b>	<b>2,36,517.53</b>	<b>90,069.86</b>	<b>28,998.69</b>	<b>(1,910.76)</b>	<b>1,17,157.79</b>	<b>1,19,359.74</b>	<b>64,342.76</b>
<b>B. OTHER IMMOVABLE PROPERTIES</b>										
Sujatha Complex Building	205.05	-	-	205.05	-	-	-	-	205.05	205.05
Mohan Building	977.16	-	-	977.16	-	-	-	-	977.16	977.16
Volga Hotel Building	26.09	-	-	26.09	-	-	-	-	26.09	26.09
Land At Kumbalgod	200.23	-	-	200.23	-	-	-	-	200.23	200.23
Land At Akkuppette	111.95	-	-	111.95	-	-	-	-	111.95	111.95
Property In Kerla	314.19	-	-	314.19	-	-	-	-	314.19	314.19
Property At Nandi	121.74	-	-	121.74	-	-	-	-	121.74	121.74
Land At Peenya	13.68	-	-	13.68	-	-	-	-	13.68	13.68
Jayashree Complex	131.83	-	-	131.83	-	-	-	-	131.83	131.83
Property At										
Commercial Street	882.64	-	-	882.64	-	-	-	-	882.64	882.64
Malleshwaram	372.13	-	-	372.13	-	-	-	-	372.13	372.13
Magadi Road Prop	40.04	-	-	40.04	-	-	-	-	40.04	40.04
Mg Road Property	294.55	-	-	294.55	-	-	-	-	294.55	294.55
	<b>3,691.28</b>	<b>-</b>	<b>-</b>	<b>3,691.28</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>3,691.28</b>	<b>3,691.28</b>
<b>TOTAL FIXED ASSETS</b>	<b>1,68,361.17</b>	<b>74,280.63</b>	<b>(2,432.98)</b>	<b>2,40,208.81</b>	<b>90,069.86</b>	<b>28,998.69</b>	<b>(1,910.76)</b>	<b>1,17,157.79</b>	<b>1,23,051.02</b>	<b>68,034.04</b>
<b>Previous Year</b>	<b>161706.85</b>	<b>8392.15</b>	<b>(1737.83)</b>	<b>168361.17</b>	<b>90018.74</b>	<b>11375.68</b>	<b>(1067.30)</b>	<b>100327.12</b>	<b>68034.05</b>	<b>72985.02</b>
<b>INVESTMENT PROPERTY</b>					<b>AMOUNT RECOGNISED IN PROFIT AND LOSS ACCOUNT</b>					
Particulars	As at 31st March 2023	As a 31st March 2022		Particulars as on 31st March 2023						
Opening balance	1,087.69	1,087.69		Particulars	As at 31st March 2023	As a 31st March 2022				
Add: Additions	-	-		Rental Income from investment property	129.83	74.64				
Less : Deletions	-	-		Direct Expenses	-	-				
Closing balance	1,087.69	1,087.69		Profit	129.83	74.64				
<b>Accumulated Depreciations</b>				Less : Depreciation	-	-				
Opening balance	-	-		Profit from investment properties before indirect expenses	129.83	74.64				
Add: Charged for the year	-	-								
Less: Deletion	-	-								
Closing balance	-	-								
<b>Net carrying Amount</b>	<b>1,087.69</b>	<b>1,087.69</b>								

Note : Investment property comprises of commercial property which is business property, since it is not used for business purposes, it has been leased to third party. The lease contains an initial and non cancellable period. It can be brought back to business purpose as and when required.

## RAJESH EXPORTS LIMITED

Note No.	Particulars	As on 31.03.2023 Rs. in lakhs	As on 31.03.2022 Rs. in lakhs
<b>3</b>	<b>INVESTMENTS</b>		
	(i) Investment in Equity instruments(Unquoted)	20,541.17	20,541.17
	(ii) Investments in Government or Trust - securities and others	22.36	- 22.36
	(iii) Other Non- Current Investments	103,526.60	90,708.00
	<b>Total Non Current Investments</b>	<b>124,090.13</b>	<b>111,271.53</b>
<b>4</b>	<b>LOANS</b>		
	Security Deposits Furnished	4,155.52	4,933.97
	Capital Advances	1,794.05	823.68
	<b>Total Long Term Loans and Advances</b>	<b>5,949.57</b>	<b>5,757.65</b>
<b>5</b>	<b>INVENTORIES</b>		
	Raw materials	43,142.23	70,002.39
	Work In Progress	389,282.49	466,800.49
	Finished goods	172,446.65	230,099.32
	<b>Total Inventories</b>	<b>604,871.37</b>	<b>766,902.20</b>
<b>6</b>	<b>TRADE RECEIVABLES</b>		
	Unsecured,		
	a. Trade receivables	1,035,076.39	1,070,297.32
	b. Sundry Debtors on Interest Accrued on ICD's	562.19	562.19
	<b>Total Trade Receivables</b>	<b>1,035,638.58</b>	<b>1,070,859.51</b>



Note No.	<b>Trade Receivables Ageing :</b>						
	Particulars	Outstanding for following periods from due date of payment*					Total
Less than 6 months		6 months-1 year	1-2 years	2-3 years	More than 3 years		
	<b>As at 31st March, 2023 :</b>						
	(i) Undisputed Trade Receivables - considered good	334,108.29	353,715.63	225,710.24	108,777.71	13,326.71	1,035,638.58
	(ii) Undisputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-
	(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-
	(iv) Disputed Trade Receivables-considered good	-	-	-	-	-	-
	(v) Disputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-
	(vi) Disputed Trade Receivables-credit impaired	-	-	-	-	-	-
	<b>Total</b>	<b>334,108.29</b>	<b>353,715.63</b>	<b>225,710.24</b>	<b>108,777.71</b>	<b>13,326.71</b>	<b>1,035,638.58</b>
	* Net of provision.						
	<b>As at 31st March, 2022 :</b>						
	(i) Undisputed Trade Receivables - considered good	580,634.98	103,679.03	364,195.79	8,006.41	14,343.30	1,070,859.51
	(ii) Undisputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-
	(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-
	(iv) Disputed Trade Receivables-considered good	-	-	-	-	-	-
	(v) Disputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-
	(vi) Disputed Trade Receivables-credit impaired	-	-	-	-	-	-
	<b>Total</b>	<b>580,634.98</b>	<b>103,679.03</b>	<b>364,195.79</b>	<b>8,006.41</b>	<b>14,343.30</b>	<b>1,070,859.51</b>
	* Net of provision.						
	Particulars	<b>As on 31.03.2023</b>			<b>As on 31.03.2022</b>		
		<b>Rs. in lakhs</b>			<b>Rs. in lakhs</b>		
<b>7(a)</b>	<b>CASH AND CASH EQUIVALENTS</b>						
	(i) Bank Balances in Current Accounts	101,520.54			73,977.62		
	(ii) Cash on hand	101.79			42.13		
	<b>Total Cash and Cash Equivalents</b>	<b>101,622.33</b>			<b>74,019.76</b>		

# RAJESH EXPORTS LIMITED

Note No.	Particulars	As on 31.03.2023 Rs. in lakhs	As on 31.03.2022 Rs. in lakhs
<b>7(b)</b>	<b>Bank balances other than 7(a) above</b>		
	(i) Unpaid Dividend Bank Accounts	644.89	431.06
	(ii) Fixed Deposits with banks	107,367.86	106,422.25
	<b>Total Cash and Cash Equivalents</b>	<b>108,012.75</b>	<b>106,853.31</b>
<b>8</b>	<b>SHORT TERM LOANS AND ADVANCES</b>		
	(i) Advances Recoverable In Normal Course Of Business	14,969.11	23,918.90
	(ii) Advances to employees	3.02	13.02
	(iii) Inter Corporate Deposits	22,888.60	24,025.10
	<b>Total Short term Loans and Advances</b>	<b>37,860.73</b>	<b>47,957.02</b>
<b>9</b>	<b>OTHER FINANCIAL ASSETS</b>		
	(i) Balances with Govt. departments	60,664.11	60,792.66
	(ii) Other Receivables	1,102.86	1,624.64
	<b>Total Other Financial Assets</b>	<b>61,766.97</b>	<b>62,417.30</b>

Note No.	Particulars	As on 31.03.2023		As on 31.03.2022	
		Number	Rs. in lakhs	Number	Rs. in lakhs
<b>10</b>	<b>SHARE CAPITAL</b>				
	<b>Authorised Share Capital</b> 30,00,00,000 Equity Shares of Re.1/- each	3,000.00	3,000.00	3,000.00	3,000.00
	<b>Issued, Subscribed &amp; Paidup Share Capital</b> 295259959 equity shares of Re.1/- each	2,952.60	2,952.60	2,952.60	2,952.60
	<b>Reconciliation of number of Equity Shares and amount outstanding</b>				
	Shares outstanding at the beginning of the year	2,952.60	2,952.60	2,952.60	2,952.60
	Shares issued during the year	-	-	-	-
	<b>Total</b>	<b>2,952.60</b>	<b>2,952.60</b>	<b>2,952.60</b>	<b>2,952.60</b>
	Less : Shares issued to ESOP Trust as Treasury Stock	-	-	-	-
	<b>Shares outstanding at the end of the year</b>	<b>2,952.60</b>	<b>2,952.60</b>	<b>2,952.60</b>	<b>2,952.60</b>

**Number of shares held by each shareholder holding more than 5 percent of the Equity Shares of the Company are as follows:**

Name of the shareholder	As at 31st March, 2023		As at 31st March, 2022	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Mr.Rajesh J Mehta	884.92	29.97%	884.92	29.97%
Mr.Prashanth J Mehta	371.62	12.58%	371.62	12.58%
M/s.Life Insurance Corporation	325.89	11.04%	331.30	11.22%
M/s.Bridge India Fund	280.75	9.51%	284.95	9.65%
Mr.Mahesh J Mehta	240.41	8.14%	240.41	8.14%

- i) Aggregate number and class of shares allotted as fully paid up pursuant to contract(s) without payment being received in cash - **NIL** (Previous Year - **NIL**)  
ii) Aggregate number and class of shares allotted as fully paid up by way of bonus shares - **NIL** (Previous Year - **NIL**)  
iii) Aggregate number and class of shares bought back - **NIL** (Previous Year - **NIL**)  
iv) Each Equity Share entitles the holder to one vote and carries an equal right to dividend.





Note No.	Particulars	As on 31.03.2023 Rs. in lakhs	As on 31.03.2022 Rs. in lakhs
<b>11</b>	<b>OTHER EQUITY</b>		
	<b>(A) Securities Premium Reserve</b>		
	(i) As per last Balance Sheet	64,492.95	64,492.95
	<b>Total Securities Premium Reserve</b>	<b>64,492.95</b>	<b>64,492.95</b>
	<b>(B) General Reserve:</b>		
	(i) As per last Balance Sheet	143,500.00	143,500.00
	<b>Total General Reserve</b>	<b>143,500.00</b>	<b>143,500.00</b>
	<b>(C) Surplus in Statement of Profit and Loss</b>		
	(i) As per last Balance Sheet	899,339.54	801,354.81
	(ii) Add: Profit for the year	143,251.29	100,937.33
		<b>1,042,590.83</b>	<b>902,292.14</b>
	<b>Less: Appropriations</b>		
	a) Dividend Paid	(1,356.76)	(2,952.60)
	<b>Available Surplus in Statement of Profit and Loss</b>	<b>1,041,234.06</b>	<b>899,339.54</b>
	<b>(D) FCTR</b>		
	a) FCTR	220,183.13	134,288.11
	<b>Total FCTR</b>	<b>220,183.13</b>	<b>134,288.11</b>
	<b>(E) Total Other Equity</b>	<b>1,469,410.15</b>	<b>1,241,620.61</b>
<b>12</b>	<b>OTHER FINANCIAL LIABILITIES</b>		
	(i) Franchise Deposit Received	376.22	376.22
	(ii) Rent Advance	255.62	255.62
	<b>Total Other Financial Liabilities</b>	<b>631.84</b>	<b>631.84</b>
<b>13</b>	<b>DEFERRED TAX LIABILITIES (NET)</b>		
	Deferred Tax Liabilities	10,261.24	7,176.47
	<b>Deferred Tax liabilities ( Net )</b>	<b>10,261.24</b>	<b>7,176.47</b>

# RAJESH EXPORTS LIMITED

Note No.	Particulars	As on 31.03.2023 Rs. in lakhs				As on 31.03.2022 Rs. in lakhs
<b>14</b>	<b>LONG-TERM PROVISIONS</b>					
	(i) Other Provisions	246.15				219.29
	(ii) Provision for gratuity	44.84				55.93
	<b>Total Long Term Provisions</b>	<b>291.00</b>				<b>275.21</b>
<b>15</b>	<b>SHORT TERM BORROWINGS</b>					
	<b>(a) Secured</b>					
	(i) Working Capital Loans (secured against stocks, book debts, - - Immoveable properties and export bills)	-				11,048.37
	(ii) Loans against Company's own - - Fixed deposits with Banks	64,501.74				43,871.65
	(iii) Bank Borrowing	-				18,881.08
	<b>(b) Unsecured</b>					
	(i) From Directors	9.61				144.02
	(ii) From Others	7,818.48				7,514.73
	<b>Total Short Term Borrowings</b>	<b>72,329.83</b>				<b>81,459.85</b>
<b>16</b>	<b>TRADE PAYABLES</b>					
	(i) Trade Payables	715,729.27				1,042,100.41
	<b>Total Trade Payables</b>	<b>715,729.27</b>				<b>1,042,100.41</b>
<b>Trade Payables Ageing :</b>						
		Outstanding for following periods from due date of payment				
Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total	
<b>As at 31st March, 2023 :</b>						
(i) MSME	-	-	-	-	-	
(ii) Others	497,162.68	129,241.83	89,234.18	90.58	715,729.27	
(iii) Disputed dues - MSME	-	-	-	-	-	
(iv) Disputed dues - Others	-	-	-	-	-	
<b>Total</b>	<b>497,162.68</b>	<b>129,241.83</b>	<b>89,234.18</b>	<b>90.58</b>	<b>715,729.27</b>	
		Outstanding for following periods from due date of payment				
Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total	
<b>As at 31st March, 2022 :</b>						
(i) MSME	-	-	-	-	-	
(ii) Others	832,302.37	208,849.19	760.42	188.43	1,042,100.41	
(iii) Disputed dues - MSME	-	-	-	-	-	
(iv) Disputed dues - Others	-	-	-	-	-	
<b>Total</b>	<b>832,302.37</b>	<b>208,849.19</b>	<b>760.42</b>	<b>188.43</b>	<b>1,042,100.41</b>	



Note No.	Particulars	As on 31.03.2023 Rs. in lakhs	As on 31.03.2022 Rs. in lakhs
<b>17</b>	<b>OTHER FINANCIAL LIABILITIES</b>		
	(i) Unpaid Dividend*	644.89	431.06
	(ii) Other Payables	2,395.02	544.28
	<b>Total Other Current Liabilities</b>	<b>3,039.90</b>	<b>975.34</b>
	*Unclaimed Dividend kept in separate bank accounts		
<b>18</b>	<b>OTHER CURRENT LIABILITIES</b>		
	(i) VAT	-	4.55
	(ii) Advance Received From Customers	802.75	546.83
	<b>Total Other Current Liabilities</b>	<b>802.75</b>	<b>551.38</b>
<b>19</b>	<b>SHORT-TERM PROVISIONS</b>		
	(i) Provision for income tax	6,974.72	8,925.91
	(ii) Short term provisions	5,043.52	4,890.92
	<b>Total Short Term Provisions</b>	<b>12,018.24</b>	<b>13,816.84</b>
<b>20</b>	<b>REVENUE FROM OPERATIONS</b>		
	Revenue from operations*	33,968,950.55	24,312,793.66
	<b>Total Revenue from Operations</b>	<b>33,968,950.55</b>	<b>24,312,793.66</b>
	*includes interest received on fixed deposits & Mutual Funds made for margin purposes for the sake of procurement of Raw Materials (Buyers Credit)		
<b>21</b>	<b>OTHER INCOME</b>		
	(i) Interest on ICD's	796.45	1113.79
	(ii) Other Miscellaneous income	1,495.49	2837.48
	(iii) Rent received	129.83	74.64
	<b>Total Other Income</b>	<b>2,421.77</b>	<b>4,025.91</b>
<b>22</b>	<b>COST OF MATERIAL CONSUMED</b>		
	(i) Raw material consumed		
	Opening stock	766,902.20	740,742.81
	Add: Purchases	33,597,959.31	24,177,125.93
	Less: Closing Stock	(604,871.37)	(766,902.20)
	<b>Total Cost of Material Consumed</b>	<b>33,759,990.14</b>	<b>24,150,966.54</b>

## RAJESH EXPORTS LIMITED

Note No.	Particulars	As on 31.03.2023 Rs. in lakhs	As on 31.03.2022 Rs. in lakhs
<b>23</b>	<b>EMPLOYEE BENEFIT EXPENSES</b>		
	(i) Salaries and wages	18,450.07	15,010.86
	(ii) Contribution to PF, ESIC and gratuity	18.09	22.42
	(iii) Staff Welfare Expenses	3,038.14	2,555.82
	<b>Total Employee Benefit Expenses</b>	<b>21,506.30</b>	<b>17,589.10</b>
<b>24</b>	<b>SELLING &amp; ADMINISTRATION, OTHER EXPENSES</b>		
	Rent	285.96	275.85
	Repairs & Maintenance	1,831.27	1466.78
	Legal, Professional and consultancy charges	1,109.78	1066.64
	Loss on sale of property	-	41.53
	Postage & Telegrams & Telephones	46.81	43.31
	Insurance	4,235.35	3044.41
	Rates, Taxes & Octrai Charges	42.81	51.59
	Auditors Fees	227.15	219.24
	Advertisement, Publicity and others	353.15	359.13
	Travelling and Conveyance	251.17	106.30
	Hedging fees and Charges	4,845.24	4823.78
	Freight Charges	1,965.44	1048.68
	Printing & Stationery	7.94	19.01
	Membership Fees	207.13	385.68
	Donation	52.79	43.73
	Commission and other Misc expenses	5,343.10	4576.42
	Other Manufacturing and Processing Expenses	2,746.52	2328.30
	Bad debts written off	326.22	6446.22
	<b>Total S&amp;A and Other Expenses</b>	<b>23,877.82</b>	<b>26,346.60</b>
<b>25</b>	<b>FINANCE COST</b>		
	(i) Bank charges	71.40	695.27
	(ii) Interest on working capital	8,023.84	8,301.85
	<b>Total Finance Costs</b>	<b>8,095.23</b>	<b>8,997.12</b>



Note No.				
<b>26</b>	<b>NOTES TO FINANCIAL STATEMENT</b>			
	<b>1. Related Party Disclosure</b>			<i>(Rs. in lakhs)</i>
	Loans and advances	<b>Current Year Balance</b>	Previous Year Balance	Relationship
	<b>Outstanding - net receivables / (payables)</b>			
	Laabh Jewels Gold Pvt Ltd	18.25	18.25	Associate Entity
	Shubhlaabh Housing Pvt Ltd	379	379	Associate entity
	Valcambi SA	(2,69,117.27)	(2,40,672.50)	Step Down Subsidiary
	ACC Energy Storage Pvt Ltd	17.25	-	Subsidiary
	Prashanth. J. Mehta	(9.61)	(144.02)	Managing Director
	Elest Pvt Ltd	7,818.48	7,514.73	Common Director
	<b>2. Transactions with related parties</b>			<i>(Rs. in lakhs)</i>
	Name of the related party	Description of the nature of relation	Description of the nature of transaction	<b>31.03.2023</b> 31.03.2022
	Rajesh. J. Mehta	Chairman	Remuneration	1.20 1.20
	Prashanth. J. Mehta	Managing Director	Remuneration	0.60 1.20
	Bhavesh B Mehta	Relative of Director	Remuneration	1.80 1.80
	<b>3. Corporate Social Responsibilities</b>			
	As per section 135 of Companies Act, 2013, A Company meeting the applicability threshold, needs to spend at least 2% of its average net profits for the immediately preceding 3 financial years on CSR Activities. CSR Committee has been formed by the company as per the Companies Act. The funds are allocated to the activities which are specified in schedule VII of the Companies Act, 2013.			
	Particulars	For the year ending 31.03.2023 <i>(Rs. In lakhs)</i>	For the year ending 31.03.2022 <i>(Rs. In lakhs)</i>	
	Amount required to be spent during the year	110.76	379.83	
	Amount spent	16.10	15.95	

# RAJESH EXPORTS LIMITED

Note No.					
26	<b>4. Contingent Liabilities</b>				<i>(Rs. in lakhs)</i>
	Name of the Statute	Nature of the due	Amount	Period to which the amount relates	Forum where dispute is pending
	ESI of Karnataka	ESI	89.27	2000-03	The Appeals Authority ESI, Karnataka
	ESI of Karnataka	ESI	37.78	2006-07	The Appeals Authority ESI, Karnataka
	Service Tax	Service Tax	367.24	2006-07	The Appellate Tribunal Service tax
	Value Added Tax	VAT	84.82	2010-11	Karnataka Appellate Tribunal
	Value Added Tax	VAT	325.95	2011-12	Karnataka Appellate Tribunal
	Value Added Tax	VAT	241.52	2012-13	Karnataka Appellate Tribunal
	<b>5. Earnings and Expenditure in foreign currency</b>				
	<p>Major part of foreign exchange impact is notional, being arisen from consolidation of subsidiaries' financials in parent entity, without real conversion of currency. For the export receivables, arisen from exports from manufacturing and sourcing entities to the selling entities, there is a natural hedge available due to import of raw materials. Further, working capital from banks in foreign currencies also provides a natural hedge against export receivables.</p> <p>Further, the Company has managed the Foreign Exchange risk with appropriate hedging activities in accordance with the policies of the Company. The Company used Forward Exchange Contracts to hedge against its Foreign Currency exposures relating to firm commitments. There were no materially uncovered exchange rate risks in the context of the Company's Foreign Exchange exposures. For more detail, please refer Management Discussion and Analysis Report, form a part of this report.</p> <p>The details of foreign currency exposure are disclosed in Notes to the Annual Financial Statements.</p>				
					<i>(Rs. in lakhs)</i>
	<b>Particulars</b>		<b>As on 31.03.2023</b>	<b>As on 31.03.2022</b>	
	Earnings (Exports of Finished goods FOB value)		-	24,706.65	
	Expenditure (Imports of Raw materials CIF value)		-	24,216.87	
	<b>6. Employee Benefits:</b>				
					<i>(Rs. in lakhs)</i>
	<b>Particulars</b>		<b>As at 31st March 2023</b>	<b>As at 31st March 2022</b>	
	Opening defined Benefit Obligation		55.93	59.84	
	Add:				
	Current Service Cost		9.56	12.44	
	Interest Cost		2.77	2.73	
	Components of actuarial gains/losses on obligations				
	a) Due to Change in financial assumptions		(1.98)	(1.34)	
	b) Due to experience adjustments				
	c) Due to change in demographic assumptions		(21.43)	(17.74)	
	Less:				
	Benefits Paid		-	-	
	Closing Defined benefit obligation		44.84	55.93	





Note No.			
<b>26</b>	<b>7. Deffered Tax Expenses</b>		
	<p>In Accordance with the Accounting Standards on “Income Taxes” issued by the Institute of Chartered Accountant of India, The Company has recognized the Deferred tax liabilities on account of depreciation differences. The breakup of net deferred tax liabilities recognized is furnished here under:</p> <p style="text-align: right;"><i>(Rs. in lakhs)</i></p>		
	Particulars	Current Year	Previous Year
	<b>Deferred Tax Liability</b>		
	Time Difference on account of Depreciation & Other Inadmissible Expenditure	375.61	413.21
	Less: Deferred tax asset accounted Previously	413.21	418.82
	Net Deferred tax liability Recognized during the year	(37.60)	(5.62)
	<b>8. Goods and Services Tax ( GST )</b>		
	<p>Expenses and assets are recognised net of the amount of sales/ value added taxes/ goods and services tax paid, except:</p> <ul style="list-style-type: none"> <li>• When the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the tax paid is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable; and</li> <li>• When receivables and payables are stated with the amount of tax included. The net amount of tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.</li> </ul> <p>The company has regularly filed the requisite returns under GST laws. There were certain differences between books and the returns filed which needs to be reconciled. However, in the opinion of the management, the differences were not material and will not have any major effect on the profit and loss account.</p>		
	<b>9. Leases</b>		
	<b>Operating lease:</b>		
	<p>The Company has let-out and taken premises under cancellable operating lease agreements, which the Company intends to renew in the normal course of its business. The lessee cannot sublease these properties. Total lease rentals recognized as income (on cash basis) in the Profit and Loss Account for the year with respect to above is Rs. 129.83 Lakhs (Previous year Rs. 74.64 lakhs) and total lease rentals paid recognized as expenditure is Rs. 7.18 lakhs(Previous year Rs. 37.15 lakhs).</p>		
	<b>i. Capital and other commitments</b>		
	<p>Estimated amount of contracts remaining to be executed on capital account and not provided for is Nil (Previous Year is Nil).</p>		
	<b>ii. Micro and Small Enterprises dues</b>		
	<p>Based on the information / Documents available with the Company, amounts due to micro and small enterprises are NIL.</p>		
	<b>10. Brief Particulars of Employees who were entitled to receive or were in receipt of emoluments aggregating to Rs.60,00,000/- or more per annum and/or Rs.500,000/- or more per month, if employed, for a part of the year is Nil (Previous Year Nil)</b>		

# RAJESH EXPORTS LIMITED

Note No.	
26	<p>11. The company has an ongoing litigation with canara bank, with regards to the correct payable /Receivable, the matter is pending before the Hon'ble High Court of Karnataka and the DRT, company has disclosed the entire demand balance and the interest in the balance sheet (Note 15), for accounting purposes which is not an admission of the balance by the company.</p> <p><b>12. Segment reporting policies:</b></p> <p>The Company is mainly engaged in the business of gold and gold products. These, in the context of Ind AS 108 on segment reporting, issued by The Institute of Chartered Accountants of India are considered to constitute one single primary segment.</p> <p>13. Company has identified that there is no material impairment of assets and as such no provision is required as per Accounting Standards issued by the ICAI.</p> <p>14. In the opinion of the management, no provision is required against contingent liabilities.</p> <p><b>15. Financial risk management</b></p> <p>The Company's financial assets majorly comprise of trade receivables, current investments, deposits with banks and cash &amp; cash equivalents. The Company's financial liabilities majorly comprises of borrowings, trade payables and other commitments.</p> <p>The Company is primarily exposed to market risk, credit risk and liquidity risk arising out of operations and the use of financial instruments. The Board of Directors have overall responsibility for establishment and review of the Company's risk management framework.</p> <p>The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions affecting business operations and the Company's activities.</p> <p><b>a. Market risk</b></p> <p>Market risk is that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three type of risk: interest rate risk, currency risk and other price risk, such as commodity risk. The exposure to currency risk and interest risk is given below:</p> <p>(a) <i>Interest rate risk</i></p> <p>Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate due to changes in market interest rates. The Company's exposure to the risk of changes in interest rates relates to short term / working capital in nature and hence are not exposed to significant interest rate risk.</p> <p>(b) <i>Foreign currency risk</i></p> <p>Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expenses is denominated in a foreign currency) and the Company's net investment in foreign subsidiaries.</p>



Note No.					
<b>26</b>	<b>b. Credit risk</b>				
	<p>Credit risk is the risk that the counterparty will not meet its obligation under a financial instrument or customer contract leading to financial loss. The Company's exposure to credit risk arises from its operating and financing activities. The credit risk arises primarily from trade receivables, and the maximum exposure to credit risk is equal to the carrying value of financial assets.</p> <p>In order to mitigate the credit risk on receivables, credit quality of the customer is assessed based on the credit rating scorecard and individual credit limits are defined in accordance with this assessment. Outstanding receivables are monitored on an ongoing basis to ensure timely collections and to mitigate the risk of bad debts.</p> <p>An impairment analysis is performed at each reporting date for the outstanding trade receivables and expected credit loss if any are provided for. The Company's maximum exposure to counterparty credit risk at the reporting date is the carrying value of financial assets.</p>				
	<b>c. Liquidity risk</b>				
	<p>Liquidity risk is the risk that the Company will encounter difficulty in meeting financial obligations due to shortage of funds. The Company's exposure to liquidity risk arises primarily from mismatches of the maturities in financial assets and liabilities. The Company's objective is to maintain a balance between continuity of funding and flexibility. The Company's treasury management team monitors on a daily basis the fund positions/requirements and identifies future mismatches in funds availability and reports the planned and current liquidity position to the top management and board of directors of the Company.</p> <p>The table below summarises the maturity profile of the Company's financial assets and liabilities at the end of the reporting period based on contractual undiscounted cash flows:</p>				
	<b>As at 31 March 2023 (Rs. In Lakhs)</b>				
	Particulars	One Year or Less	One to five years	Over five years	Total
	<b>Financial Assets</b>				
	Investments(Non Current)	5.00	122,642.92	1,442.21	124,090.13
	Loans(Current and Non Current)	13,818.75	14,734.21	15,257.34	43,810.30
	Trade Receivables	687,823.92	347,543.11	271.55	1,035,638.58
	Cash and Cash Equivalents	209,635.08	-	-	209,635.08
	Other Financial Assets	61,239.21	625.61	2.15	61,766.97
	<b>Financial Liabilities</b>				
	Borrowings	70,020.60	2,309.23	-	72,329.83
	Trade Payables	497,162.68	218,476.01	90.58	715,729.27

# RAJESH EXPORTS LIMITED

Note No.					
26	<b>As at 31 March 2022 (Rs. In Lakhs)</b>				
	Particulars	One Year or Less	One to five years	Over five years	Total
	<b>Financial Assets</b>				
	Investments(Non Current)	20,022.36	90,908.00	341.17	111,271.53
	Loans(Current and Non Current)	31,212.18	22,502.49	-	53,714.67
	Trade Receivables	684,314.01	386,545.50	-	1,070,859.51
	Cash and Cash Equivalents	180,873.07	-	-	180,873.07
	Other Financial Assets	61,892.37	524.93	-	62,417.30
	<b>Financial Liabilities</b>				
	Borrowings	70,411.48	11,048.37	-	81,459.85
Trade Payables	832,302.38	209,798.03	-	1,042,100.41	
<b>16. Transfer pricing</b>					
<p>The Company has imported gold from its associate enterprise within the meaning of section 92BA and 92A of the Income Tax Act, 1961 respectively. The gold has been imported based on international price and the price has been assessed and verified by the customs authorities, which clearly demonstrates that the transaction is at arms length.</p>					
<b>17. Earning Per Share</b>					
<b>(a) Basic</b>					
<p>Basic earnings per share is calculated by dividing the net profit for the year by the weighted average number of ordinary shares outstanding during the financial year held by the Company.</p>					
		<b>Group</b>			
Particulars	<b>2023</b>		2022		
	<i>(Rs. in lakhs)</i>		<i>(Rs. in lakhs)</i>		
Profit attributable to equity holders of the parent company	1,43,251.29		1,00,937.33		
Number of shares in issue (net of treasury shares) as at beginning of year	2,952.60		2,952.60		
Effect of treasury shares	-		-		
Effect of rights shares	-		-		
Effect of warrants	-		-		
Effect of share options	-		-		
Weighted average number of ordinary shares in issue	2,952.60		2,952.60		
Basic earnings per share (s)	48.52		34.19		
<b>(b) Diluted</b>					
<p>For the purpose of calculating diluted earnings per share, the profit attributable to equity holders of the parent and the weighted average number of ordinary shares outstanding during</p>					



Note No.					
<b>26</b>	<p>the financial year have been adjusted for the dilutive effects of all potential ordinary shares, warrants and share options granted to employees. The dilutive earning per share is calculated by dividing the profit attributable to equity holders of the parent company by the weighted average number of shares that would have been in issue upon full exercise of the remaining warrants, adjusted by the number of such shares that would have been issued at fair value as follows:</p>				
	Particulars	<b>Group</b>			
		<b>2023</b>	<b>2022</b>		
		<i>(Rs. in lakhs)</i>	<i>(Rs. in lakhs)</i>		
	Profit attributable to equity holders of the parent company	1,43,251.29	1,00,937.33		
	Weighted average number of ordinary shares in issue	2952.60	2952.60		
	Effect of dilution due to warrants	-	-		
	Adjusted weighted average number of ordinary shares	2952.60	2952.60		
	Diluted earnings per share (s)	48.52	34.19		
	<b>18. Management Discussion and analysis</b>				
	Management discussion and analysis report forms a part of the annual report and includes on various matters.				
	<b>19. Reconciliation of Share Capital Audit</b>				
	A qualified Practicing Company Secretary carried out a share capital audit quarterly reconciled and confirmed that the total admitted equity share capital with the National Securities Depository Limited (“NSDL”), the Central Depository Services (India) Limited (“CDSL”) and shares in physical forms are in agreement with the total issued and listed equity share capital.				
	<b>20. Additional Regulatory Information:</b>				
	As per the notification issued on 24th March 2021, the Ministry of Corporate Affairs, has amended Schedule III of The Companies Act, 2013, requiring additional disclosure which are applicable to the company has been disclosed below.				
	i) There is no proceedings initiated or pending against the company for holding any Benami Property under the Benami Transactions (Prohibitions) Act, 1988 (45 of 1988) and Rules made there under during the year.				
	ii) Ratios				
	<b>Particulars</b>	<b>Numerator</b>	<b>Denominator</b>	<b>31-Mar-23</b>	<b>31-Mar-22</b>
	Current Ratio	Current Assets	Current Liabilities	2.4253	1.8693
	Debt Equity Ratio	Debt	Networth	0.5536	0.9216
	Debt Service Coverage Ratio	Profit Before Tax and Exceptional Items	Finance Cost + Principal Repayment made for Non Current Borrowings and Non Current Lease Liabilities	18.2633	11.5407
	Return on Equity	Profit After Tax	Average Shareholder’s Funds (Total Equity)	0.0973	0.0853

# RAJESH EXPORTS LIMITED

Note No.					
26	Particulars	Numerator	Denominator	31-Mar-23	31-Mar-22
	Inventory Turnover Ratio	Sale of Goods	Average Inventory of Finished Stock	49.5256	32.2527
	Trade Receivables Turnover Ratio	Sale of Goods / Service	Average Gross Trade Receivables (Before Provision)	32.2516	23.0917
	Trade Payables Turnover Ratio	Cost Of Materials Consumed+ Purchase of Stock in Trade+Changes in Inventory of Finished Goods +Work in Progress and Stock in Trade + Other Expenses	Average Trade Payables	32.0532	22.5548
	Net Capital Turnover Ratio	Sale of Goods	Current Assets Less Current Liabilities (Excluding Current Maturity of Non Current Borrowing and Non Current Lease Liabilities )	31.8068	24.5558
	Net Profit Ratio	Net Profit for the Period	Total Income	0.0042	0.0042
	Return on Capital Employed	Profit Before Tax	Capital Employed	0.0997	0.0829
	Return on Investment	Return / Profit / Earnings on Investment	Investments	0.0064	0.0100
<p>iii) There is no tax assessment under The Income Tax Act, 1961 for non-disclosure or surrender of undisclosed income during the year.</p> <p>iv) The company has not traded nor invested in the Virtual Currency - Crypto Currency during the year.</p> <p><b>21.</b> The previous year's figure has been reworked, regrouped, rearranged and reclassified wherever necessary. Amounts and other disclosures for the preceding year are included as an integral part of the current year financial statements and are to be read in relation to the amounts and other disclosures relating to the current year.</p>					

For and on behalf of the Board

**RAJESH J MEHTA**  
Chairman  
DIN : 00336457

**SURESH KUMAR**  
Managing Director  
DIN : 08097945

**AKASH BHANDARI**  
Company Secretary  
M.No. A55231

**VIJAYA LAKSHMI**  
Independent Director  
DIN : 071460

**B. VIJENDRA RAO**  
Chief Financial Officer

As per our Report of even date  
For **B S D & CO**  
Chartered Accountants  
Firm Regn. No. 000312S  
Sd/-

**(P L VENKATADRI)**  
Partner  
M.No. 209054

Place: Bengaluru  
Date : May 30, 2023