

# DANGEE DUMS

**Date: September 07, 2023**

To,  
Listing Department,  
National Stock Exchange of India Limited,  
Exchange Plaza,  
Plot No C/1, G-block,  
Bandra Kurla Complex, Bandra(E)  
Mumbai-400051

**SYMBOL: DANGEE**

**Subject:** Notice of the 13<sup>th</sup> Annual General Meeting and Annual Report of the Company for the financial year 2022-23.

Dear Sir,

We would like to inform you that the 13<sup>th</sup> Annual General Meeting ("AGM") of the Company will be held on Friday, 29<sup>th</sup> September, 2023 at 1.30 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), in accordance with the applicable circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

Pursuant to Regulation 34(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Annual Report of the Company along with the Notice of AGM for the financial year 2022-23 which is being sent through electronic mode to the Members.

Kindly take the above information on your record.

Thanking You,

Yours Faithfully,

**For, DANGEE DUMS LIMITED**



**NILAM VIREN MAKWANA**  
**COMPANY SECRETARY & COMPLIANCE OFFICER**

**DANGEE DUMS LIMITED**

(Formerly Known as Aromen Hospitality Pvt Ltd)

**Registered Address :** 4/A, Ketan Society, Nr Sardar Patel Colony, Naranpura, Ahmedabad - 380014

**www.dangeedums.com | 079-2768 1878 / 98980 88885 | cs@dangeedums.com | CIN Number : L55101GJ2010PLC061983**



# DANGEE DUMS<sup>®</sup>

## ANNUAL REPORT 2022-2023



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# About Us

Dangee Dums has become a household name in Gujarat when it comes to Cakes and other Bakery products. The brand began its journey on August 13, 2010 as a boutique store of high - end chocolates. Since then, the brand has pivoted to a cakery format to best exploit available growth opportunities. The brand has found its niche in democratizing consumption of high quality cakes and pastries. The brand caught the imagination of the public with its 'Cake of the Week' campaign when it's introduced best-in-class half kg. cakes at Rs. 250/- in the city of Ahmedabad. These prices were unheard of at the time for a product of that quality and the campaign allowed the company to scorch the competition and establish its credentials.

The company keeps the customer at the centre of all its initiatives with the intention of providing best customer experience possible. With this in mind, the company maintains a rigid control of the entire supply chain right from manufacturing to the stores. The company manufactures all products and sold under its label, the company also owns all of its stores, and all this has been done to ensure that customer is delighted at each touch point.

The company has a state-of-the-art manufacturing facility at Piplaj; spread over 25,000 square feet. The factory has been designed with an objective to minimize time between making of the products and its pickup point for delivery. The company maintains the highest of standards in quality control. The company maintains the most stringent norms in the category for quality aspects like shelf-life, hygiene, stacking aesthetics, and so on. The company has its own fleet for transporting the

products from the factory to the stores, these are owns refrigerated, temperature-controlled van with GPS tracking for timely deliveries.

The company operates through a Company Owned Company Operated model (COCO) that's allows for maintenance of the highest possible quality parameters. The company regularly trains its store operation personnel to maintain rigid control over processes involving storage of raw materials, stocking of products and so on. The company has also designed a plannogram for the most optimal and easy to locate display of products.

Even at the other end of the supply chain, the company continuously monitors post purchase customer response through its in-house Customer Relationship Management (CRM) team. Through its proprietary 'Voice of Customer' program, the company makes enquire about customer responses to



product quality and we also understand our brand perception in relation to that of our competitors. Food being a very local and fluid category, the company has to be on its toes for local, national and multinational competition in the various categories that it operates in.

The company has transitioned over a period of time into a master brand with sub-brands offspring basis the format. The company currently operates across Three formats, the regular Dangee Dums stores (around 300 square feet) which is cakery format, Store in Store Format and Dangee Dums Yums (1200 square feet+) which is a dessert café format. The company currently operates through 43 COCO stores across 3 formats. Of the 43 stores, 3 stores (Panjarapole, Shahibaug and Bopal) in Ahmedabad (Gujarat) are in the Dangee Dums Yums format and also 1 store in the Dangee Dums Gourmet (Shyamal) and the other 39 are regular cakery format stores. The brand is present in four cities with 36 stores in Ahmedabad, 4 stores in Baroda, 2 stores in Anand and 1 store in Gandhinagar. In current year, the Company expanded 18 stores from its regular cakery stores to a bigger size and transformed these stores into gourmet format so that the Company can experience increase its product display basket and improve its trade items sale. Company has expanded its Two stores in another format i.e. Store in Store format. The Company has also started giving franchisee of its brand.

The Company also has a Consumer Products Group (CPG) vertical which makes packaged products for sales in its own stores. The company has launched products in chocolate, cookies and khari through this vertical. The company has also fortified its presence in the ice-cream segment by launching its signature range in two new packaging formats to target a fresh consumption occasion. The old family pack range of ice-cream has been relaunched with new flavors and packaging. The CPG product range is characterized by attractive packaging and convenient form factors. The Company is scouting for other allied categories in western dessert CPG segment to augment its portfolio. The company is scouting for opportunities to sell these products in General Trade (GT) and Modern Trade (MT) stores.

In addition to its own stores, Dangee Dums is also present on third party food delivery platforms like Swiggy and Zomato for its packaged products. Yet another touch-point in the online domain is the company's website and application. These two platforms enjoy a loyal base of followers who regularly order their favourite dessert from these touch-points. The company has also launched an innovative 'Order on Whatsapp' channel to further reduce the friction in ordering and ensure that the company's patrons never without their favourite delicacies from Dangee Dums. The company has also recently dabbled in the cloud kitchen model to aggregate demand from third party platforms in some areas, the



experiment is still in its formative stage but it presents yet another example of the company's intention of keeping its engines of innovation going. Going forward the Company will continue to invest in its own platforms while supplementing this with its presence on any third party platforms where our customer may be present.

The company's growth plans have been facilitated by dedicated management team comprising our promoters, directors and key managerial personnel. Our promoters are still passionately involved in the business and their efforts are supplemented by a growing cadre of experienced and knowledgeable management team. The company is trying to build a dedicated and talented team of experienced and young employees alike that delivers in the present and also guarantees its future. Dangee Dums operates in a dynamic category like food retail, the tastes vary not only by geography but also by time as people are exposed to newer and more innovative products and formats, our company's talented employee base and our strong group of partners and vendors is our only moat against this ever present challenge.

## ***LET'S CELEBRATE !***



# Product Portfolio

DESIGNER  
CAKE



CAKE



PASTRIES



ICE-CREAM



CUP-CAKE



CHOCOLATE



KHARI



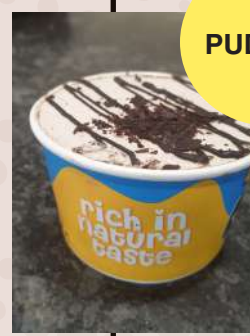
COOKIES



CREAM  
ROLL



PUDDING



SAVROY



BEVERAGES



WAFFLES



# Retail Formats

## DANGEE DUMS



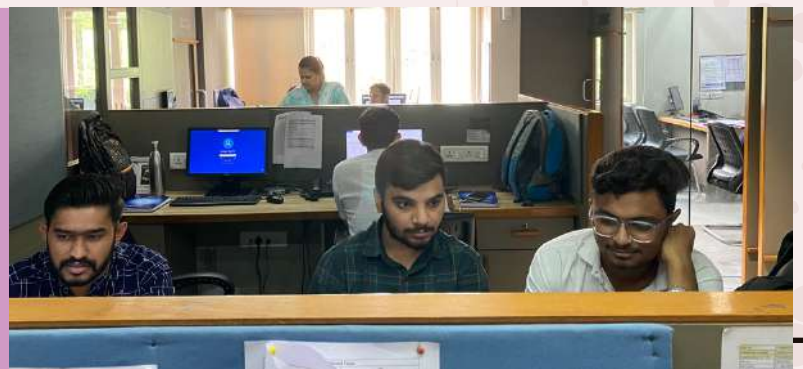
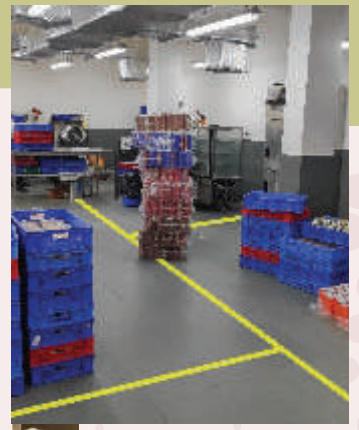
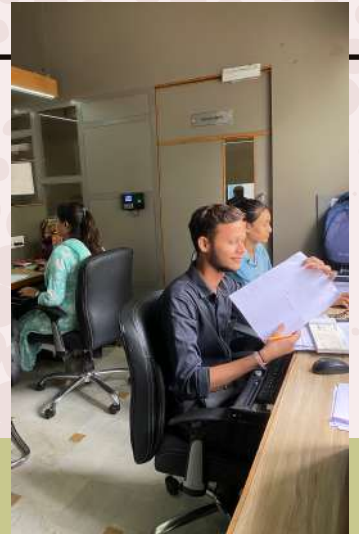
## DANGEE DUMS



## DANGEE DUMS®



# Office, Factory & Work Environment





## MESSAGE FROM THE CHAIRMAN

### Dear Esteemed Shareowners,

It is a privilege to address you in the 13th year of our formation and present you the Annual Report for the Financial Year 2022-23. When we see our business bringing happiness and smiles to people across India, we believe we are doing good work.

In furtherance of the same it gives me immense pleasure to share with you all the performance of your Company for F.Y. 2022-23. Your Company has incurred loss of Rs. 62.90 Lakh and generated a turnover of Rs. 2665.10 Lakhs. The Company has achieved to reduce the net loss and increase in turnover in comparison to previous year.

As on date of this report, your Company has in toto 43 stores across Gujarat. 3 stores (Panjarapole, Shahibaug, Bopal) in Ahmedabad (Gujarat) are in the Dangee Dums Yums format, 11 store in the Dangee Dums Gourmet Format, 2 stores are in store in store format and other 27 are in regular cakery format stores. The brand is present in four cities with 36 stores in Ahmedabad, 4 stores in Baroda, 2 stores in Anand and 1 store in Gandhinagar. Your Company has renovated more than 18 stores to improve its existing store layout to make it more customer friendly and to increase its product display basket and to improve its trade item shares.

The Company is committed to invest in product development that not only refreshes our presence in existing categories but also allows us to enter new product categories. Due to that reason, the Company witnessed drastic increase in it's trade items sale like Ice-cream, Ready to eat food, Beverages, Chocolates, Chips, cookies, snacks etc.

The Company was operating the stores at various outlets by employees, but from Financial Year 2022-23, the Company had implemented Operator model. Through this model, the Operators will manage the outlet/s allocated to them. This model has its own advantage i.e. No fixed commitment,

## MESSAGE FROM THE CHAIRMAN

variable remuneration to operators and performance basis output to operators. Hence, it ultimately enhance creativity in marketing of Company, decrease recruitment expense and time of the Company and ultimately increase revenue. The Company saw good results in this model during the year. Hence, the Company has renewed this Operator Model for the next financial year also.

In the year 2022-23, the Company has introduced a new category of product in its bucket i.e. Jain Puff in just Rs. 15/- only. Till date, Puff has become popular in all the savories items because it has caught imagination of the public with its rare price range with highest quality standards.

Moreover, The Company had launched various kinds of sandwich in a very affordable prices in its product basket in its few stores last year and looking at its high demand, the Company has launched it in all of its outlets. Aim of the Company is to increase loyal customer base and to increase student customers through this ready to eat product.

The Company continues to keep a watchful eye on emerging opportunities, by continuing to focus on building a strong brand, with improved products and reach.

All our stores are live on online delivery platforms Zomato and Swiggy. Further, we have also developed our own dedicated website for online orders and delivery.

The growth of an industry comes with its own challenges and the most important aspect of it is to expand production capacity to meet the new age demands. The Company has pursued business excellence through passion, perseverance and commitment to offer the best to its customers.

I would like to extend my gratitude for the incredible support that you all have extended throughout the journey of Dangee Dums Limited (DDL) as Gujarat's one of the leading Corporate in Cake and Bakery Sector.

I would also like to pay my sincere acknowledgement to the Government and Semi-Government Authorities, Esteemed Customers, Suppliers, Bankers, Business Associates and all the Stakeholders for their immense faith and continued support to the Company.

I assure you that we will achieve new heights in the coming years!

Thank You!

**Nikul Jagdishchandra Patel**  
**Chairman & Managing Director**



# **THE CAKE CONNOISSEUR**

## **Still Spreading Sweetness In People's Lives Since 2011**



**Cakes make life a bit more sweeter! Born out of sheer love for cakes, Dangee Dums came into existence for all candied dessert lovers! While the saga of Dangee Dums is still being written, we can give our customers a glimpse into the journey of the company into a thriving growing entity!**

# Growth Story

**2011**

- The brand 'Dangee Dum' is born under the auspices of its mother company Aromen Hospitality
- We bring on board Barry Calebout as technical advisor, he is World's leading manufacturer of high-quality chocolate and cocoa products
- We win the award of the best dessert place in Ahmedabad by Times Food Awards in the inception year itself

**2013**

- We consolidate our presence in Ahmedabad by entering key markets such as Naranpura, Prahaladnagar, Paldi and so on

**2015**

- A key milestone in the journey of the brand as we launch 'Cake of the Week' campaign in July. The campaign helped establish Dangee Dums credentials as a serious player in the cakery segment
- Dangee Dums enters the Baroda market with outlets in key markets like Manjalpur, Karelbag and Jetapur

**2016**

- We continue to consolidate our presence in Ahmedabad and Baroda with three outlets each
- Dangee Dums enters in Anand with two outlets and later in the year adds one more
- Dangee Dums enters Surat adding outlets through the year
- We reach another landmark with launch of its 50<sup>th</sup> outlet

**Journey Continues...**

# Growth Story

**2017**

- Yet another landmark is breached with the launch of the 75<sup>th</sup> outlet
- Dangee Dums enters a new category with launch of its ice cream product

**2018**

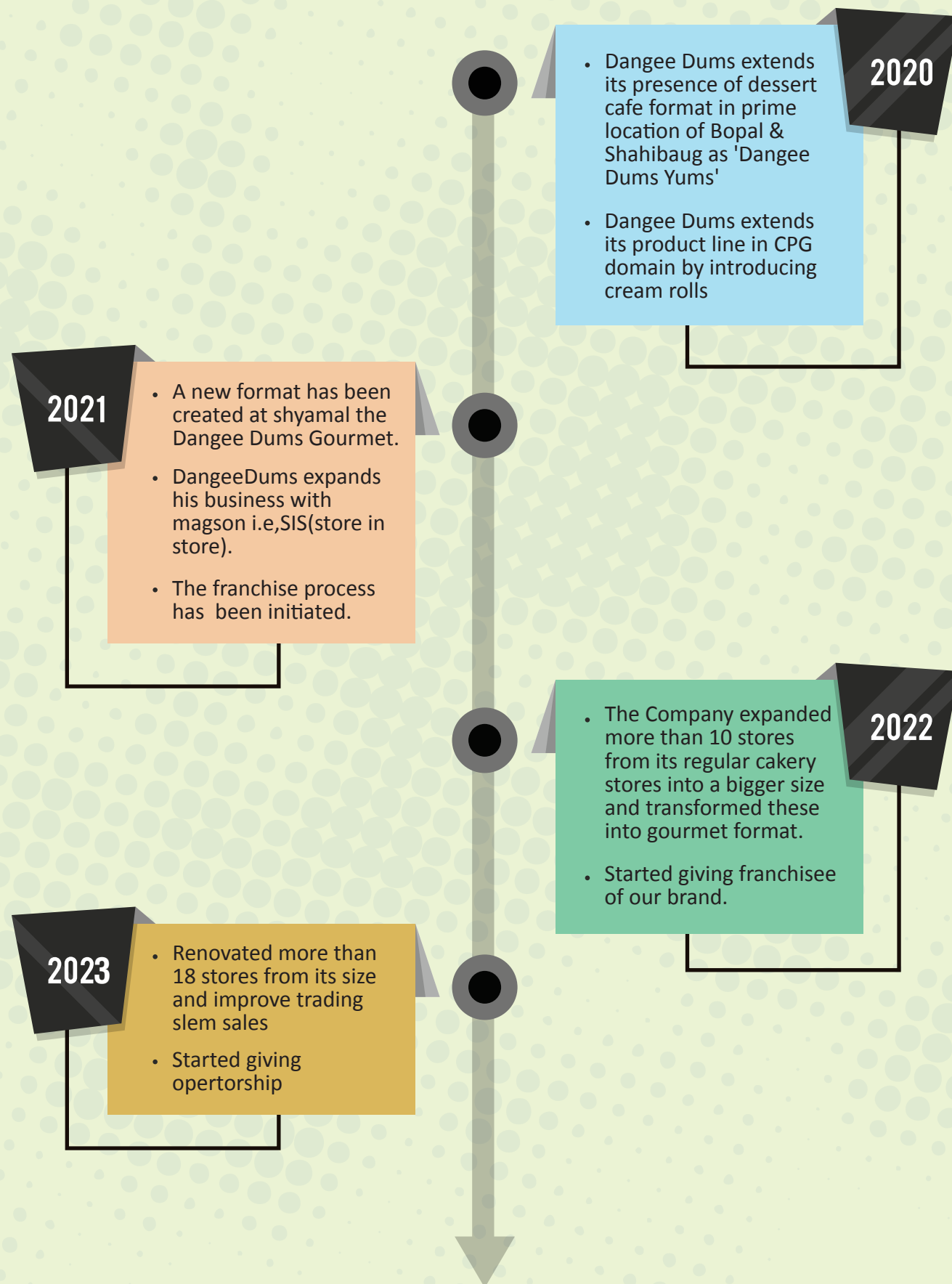
- The flagship store at Panjarapole is re-launched with much fanfare as a sit-in format with multiple dessert options beyond the regular fare at Dangee Dums
- Dangee Dums enter the packaged good segment with launch of its coated chocolate product in two flavors
- We mark a major landmark with our listing on NSE-SME Emerge platform on 3<sup>rd</sup> Sep. 2018

**2019**

- A new identity is created for our sit-in format, the store at Panjarapole is rebranded as 'Dangee Dums Yums' our sub-brand for dessert café format
- The second store of this format is launched in Shyamal
- Dangee Dum expands its Consumer Packaged Group (CPG) portfolio by re-launching its ice cream product in a new consumer friendly packaging format
- Dangee Dum makes an entry into a new category in the CPG domain with the launch of cookies

**Journey Continues...**

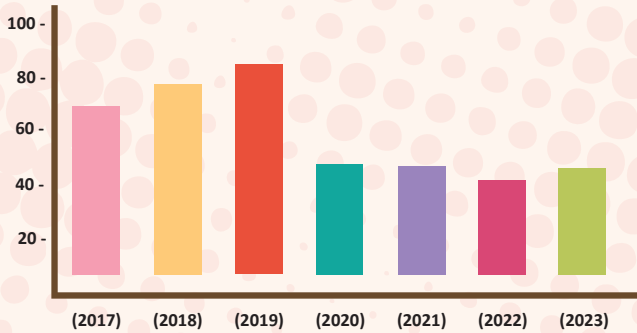
# Growth Story



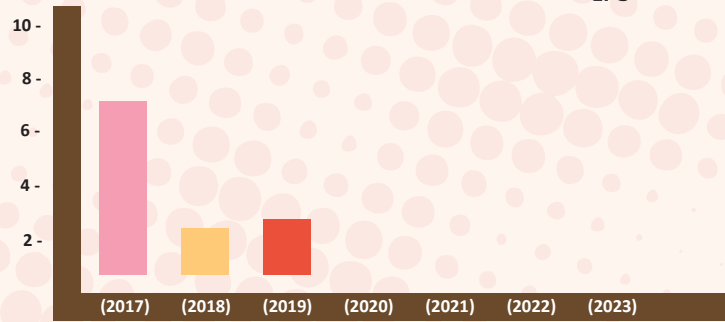
**Journey Continues...**

# Financial Highlights

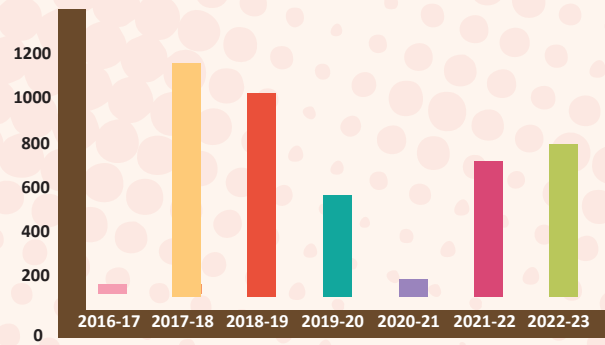
Outlet Growth



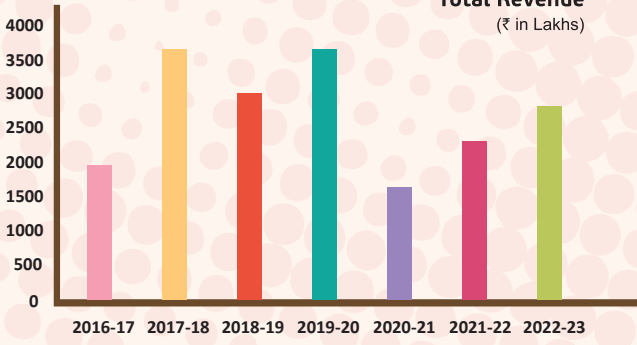
EPS



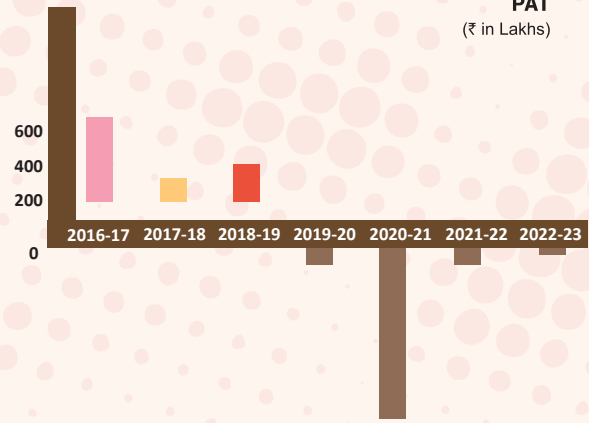
EBIDTA  
(₹ in Lakhs)



Total Revenue  
(₹ in Lakhs)



PAT  
(₹ in Lakhs)





**Mr. Nikul Jagdishchandra Patel**  
Chairman and Managing Director



**Mrs. Foram Nikul Patel**  
Non Executive Director  
● Member ● Member



**Mr. Ketan Jagdishchandra Patel**  
Non Executive-Non Independent Director  
(w.e.f 28.05.2022)



**Mr. Pratik Ashvinbhai Shah**  
Independent Director  
● Chairman ● Member

## Board of Directors



**Mr. Umang Brijmohan Saraf**  
Independent Director (upto 12.08.2023)  
● Chairman ● Member



**Mr. Atul C. Patel**  
Additional Director  
(Independent Director)(w.e.f 12.08.2023)  
● Chairman ● Member



**Mr. Suchit Amin**  
Independent Director  
● Member ● Member (w.e.f 22.03.2022)  
● Member (w.e.f. 28.05.2022)



**Mr. Dhruv Ashokbhai Patel**  
Non Executive Non independent Director  
(upto 28.05.2022)  
● Member (upto. 28.05.2022)

**\*Notes:**

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders Relationship Committee

# Corporate Information

## BOARD OF DIRECTORS

### Mr. Nikul Jagdishchandra Patel

Chairman & Managing Director  
(DIN: 01339858)

### Mrs. Foram Nikul Patel

Non Executive Director  
(DIN: 02017816)

### Mr. Umang Brijmohan Saraf

Independent Director  
(DIN: 0510800) (till 12.08.2023)

### Mr. Suchit Kandarp Amin

Independent Director  
(DIN: 05334794)

### Mr. Pratik Ashvinbhai Shah

Independent Director  
(DIN:08958012)

### Mr. Dhruv Ashokbhai Patel

Non Executive Non Independent Director  
(DIN :05270487) (till 28.05.2022)

### Mr. Ketan Jagdishchandra Patel

Non Executive Non Independent Director  
(DIN : 07408398) (w.e.f. 28.05.2022)

### Mr. Atul Chandrakantbhai Patel

Additional Director - Independent Director  
(DIN: 09796668) (w.e.f. 12.08.2023)

## Registered Office

4/A, Ketan Society, Nr. Sardar Patel Colony,  
Naranpura, Ahmedabad Gujarat 380014 India  
Tel. No.: 079-27681878  
Website: [www.dangeedums.com](http://www.dangeedums.com)  
E-mail Id: [cs@dangeedums.com](mailto:cs@dangeedums.com)  
CIN: L55101GJ2010PLC061983

## Statutory Auditors

M/s. J. T. Shah & Co.  
Chartered Accountants  
201/202 Lalita Complex, Nr. Rajkot Nagarik  
Shahkari bank, Mithakhali Six Rd, Mithakhali,  
Navrangpura, Ahmedabad, Gujarat 380009

## Chief Financial Officer

Mr. Ketan J. Patel

## Company Secretary & Compliance Officer

Mrs. Nilam Viren Makwana

## Banker

ICICI Bank Limited  
Axis Bank Limited  
Kotak Mahindra Bank

## Secretarial Auditor

Khandelwal Devesh & Associates  
Company Secretaries  
905, Sakar-V, B/h. Natraj Cinema,  
Ashram Road, Ahmedabad-380 009.

## Registrar & share Transfer Agent

BIGSHARE SERVICES PRIVATE LIMITED  
1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis,  
Makwana Road, Marol Andheri East, Mumbai, Maharashtra  
400 059  
Tel.: 022 - 6263 8200  
Email: [admission@bigshareonline.com](mailto:admission@bigshareonline.com)  
Website: [www.bigshareonline.com](http://www.bigshareonline.com)

## Factory Location

### Ahmedabad

Plot no. 180, Shop No. G-1 to G-28, F-1 to F-28, & S-1 to  
S-28, Devraj Industrial Park, Piplaj-Pirana Road, Piplaj,  
Ahmedabad, Gujarat.

## IMPORTANT COMMUNICATION TO MEMBERS

The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliance by the companies and has issued circulars stating that service of notice / documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respects of electronic holding with the Depository through their concerned Depository Participants.

# Notice

## DANGEE DUMS LIMITED

NOTICE is hereby given that the 13<sup>th</sup> (Thirteenth) Annual General Meeting ("AGM") of the Shareholders of DANGEE DUMS LIMITED will be held on **Friday, 29<sup>th</sup> September, 2023 at 1.30 p.m.** through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following businesses:

### ORDINARY BUSINESS:

**1: To Receive, Consider and Adopt the Audited Balance Sheet as at 31<sup>st</sup> March, 2023, Statement of Profits & Loss together with Cash Flow Statement and Notes Forming part thereto ("Financial Statement") for the Year ended on 31<sup>st</sup> March, 2023 and Report of the Board of Directors and Auditors thereon.**

**2: To Appoint a Director in place of Mr. Ketan Jagdishchandra Patel (DIN: 07408398) director who retires by rotation at this meeting and being eligible offers himself for re-appointment;**

### SPECIAL BUSINESS:

**3: To consider and appoint Mr. Atulkumar Chandrakantbhai Patel (DIN:09796668) as an Independent Director of the Company:**

To consider and if thought fit, to give your assent/dissent to pass with or without modification, the following resolution as a **Special Resolution**:

**"RESOLVED THAT** pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors and pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Companies Act, 2013 (the "Act")(including any statutory modifications or re-enactments thereof for the time being in force) and Regulation 16(1)(b), 17 and other applicable provisions, if any, of Chapter IV of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Articles of Association of the Company and Nomination and Remuneration Policy of the Company, Mr. Atulkumar Chandrakantbhai Patel (DIN:09796668), who was appointed as an Additional Director on the Board of the Company with effect from August 12, 2023 pursuant to Section 161 of the Act and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, being so eligible, be and is hereby appointed as an Independent Director of the Company to hold the office for a term of five (5) years with effect from August 12, 2023 to August 11, 2028 and that he will not be liable to retire by rotation.

**RESOLVED FURTHER THAT** approval of the Members be accorded to the Board of Directors (which term shall include its duly empowered Committee(s) constituted/to be constituted by it to exercise its powers including the powers conferred by this resolution) to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard and further to execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient."

**Date: 02/09/2023**

**Place: Ahmedabad**

**Registered office:**

4/A, Ketan Society, Nr. Sardar Patel Colony,  
Naranpura, Ahmedabad-380014, Gujarat, India  
CIN: L55101GJ2010PLC061983

**By the order of the Board  
For, DangeeDums Limited**

**Nikul Jagdishchandra Patel  
Chairman & Managing Director  
(DIN:01339858)**

## Notes:

1. The Government of India, Ministry of Corporate Affairs has allowed conducting AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) and dispensed the personal presence of the members at the meeting. Accordingly, the Ministry of Corporate Affairs issued Circular No. 14/2020 dated 8th April, 2020, Circular No. 17/2020 dated 13th April, 2020 and Circular No. 20/2020 dated 5th May, 2020 and Circular No. 02/2021 dated 13th January, 2021 and Circular No. 21/2021 dated 14th December, 2021 and 02/2022 dated 5th May 2022 ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 and Circular No. SEBI/HO/DDHS/P/CIR/2022/0063 dated 13th May, 2022 and January 05, 2023 issued by the Securities Exchange Board of India ("SEBI Circular") prescribing the procedures and manner of conducting the AGM through VC/OVAM. In terms of the said circulars, the 13th AGM of the members will be held through VC/OAVM. Hence, members can attend and participate in the AGM through VC/OAVM only. The detailed procedure for participation in the meeting through VC/OAVM is as below and available at the Company's website [www.dangeedums.com](http://www.dangeedums.com).

2. 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 May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021 and May 05, 2022, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the Annual General Meeting. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited ('CDSL') for facilitating voting through electronic means as the authorized E-Voting's agency. The facility of casting votes by a member using remote e-voting as well as venue voting system on the date of the Annual General Meeting will be provided by CDSL.

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 Annual General Meeting through VC/OAVM will be made available to at least 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 Annual General Meeting without restriction on account of first come first served basis. Instructions and other information for members for attending the AGM through VC/OAVM are given in this notice.

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

5. 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 Annual General Meeting. Accordingly, the facility for appointment of proxies by the members will not be available for the Annual General Meeting and hence, the Proxy Form and Attendance Slip are not annexed to this Notice.

6. However, the Body Corporate's are entitled to appoint authorized representatives to attend the Annual General Meeting through VC/OAVM and participate thereat and cast their votes through e-voting. Body Corporate's whose authorized representatives are intending to attend the Meeting through VC/OAVM are requested to send mail to the Company at email id at [cs@dangeedums.com](mailto:cs@dangeedums.com), a certified copy of Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting and through E-Voting.

7. In line with the aforesaid Ministry of Corporate Affairs (MCA) Circulars and SEBI Circular dated May 12, 2020, the Notice of Annual General Meeting along with Annual Report for the Financial Year 2022-23 is being sent

only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Pursuant to Regulation 46 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and in line with the MCA Circulars, the Notice calling AGM and Annual Report for the Financial Year 2022-23 has been uploaded on the website of the Company at [www.dangeedums.com](http://www.dangeedums.com). The Notice can also be accessed from the website of the Stock Exchange i.e. NSE Limited at [www.nseindia.com](http://www.nseindia.com) and the Notice of Annual General Meeting is also available on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. [www.evotingindia.com](http://www.evotingindia.com).

**8.** The Annual General Meeting has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with the Ministry of Corporate Affairs issued General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 05, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 08, 2021 and General Circular No. 03/2022 dated May 05, 2022.

**9.** The helpline number regarding any query / assistance for participation in the AGM through VC/ OAVM is 1800225533.

**10.** The attendance of the Members attending the Annual General Meeting through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

**11.** Information regarding appointment/re-appointment of Director(s) to be transacted pursuant to Section 102 of the Companies Act, 2013 and/or Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed hereto.

**12.** As the Annual General Meeting of the Company is held through VC/OAVM, we therefore request the members to submit questions, if any, at least 10 days advance but not later than September 18, 2023 relating to the business specified in this Notice of AGM on the email id at [cs@dangeedums.com](mailto:cs@dangeedums.com), so as to enable the management to keep the information ready.

**13.** The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or the Registrar and Share Transfer Agent.

**14.** Members are requested to intimate changes, if any. Pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.,

**a.** For shares held electronic form: to their Depository Participants (DPs)

**b.** For shares held in physical form: to the Company/Registrar and Transfer Agent in prescribed Form ISR-1 and other forms pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated November 03, 2021.

**15.** Members are requested to notify any changes, in their address to the Company's Registrar & Share Transfer Agent.

**16.** In case of joint holders, the Members whose name appears as the first holder in the order of name as per

the Register of Members of the Company will be entitled to vote during the AGM.

**17.** As all the members held shares in demat form except 160 shares, Those Shareholders whose email ids are not registered can get their email id registered by contacting their respective Depository Participant.

**18.** Members who wish to inspect the Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and relevant documents referred to in this Notice of AGM and Explanatory Statement on the date of AGM will be available for inspection in electronic mode can send an email to [cs@dangeedums.com](mailto:cs@dangeedums.com).

**19.** Since the Annual General Meeting will be held through VC / OAVM, the Route Map is not annexed in this Notice.

#### **THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:**

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

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

**(i)** The voting period begins on **Tuesday, 26<sup>th</sup> September, 2023** (09.00 a.m. IST) and ends on **Thursday, 28<sup>th</sup> September, 2023** (05.00 p.m. IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date of Friday, 22<sup>nd</sup> September, 2023** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

**(ii)** A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the AGM and prior to the **Cut-off date i.e. Friday, 22<sup>nd</sup> September, 2023** shall be entitled to exercise his/her vote at the AGM.

Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

**(iii)** Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<p>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 URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></p> <p>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 or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> 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.</p>
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p>

	3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b>	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

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

**(vi)** Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).

2) Click on “Shareholders” module.

3) Now enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>

(vii) After entering these details appropriately, click on “SUBMIT” tab.

(viii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

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

(x) Click on the EVSN for the relevant DangeeDums Limited on which you choose to vote.

(xi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

(xiii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and

accordingly modify your vote.

**(xiv)** Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

**(xv)** You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

**(xvi)** If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

**(xvii)** There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

**(xviii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.

- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [cs@dangeedums.com](mailto:cs@dangeedums.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.

2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.

3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.

4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

6. 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.

7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **3 (three) days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at [cs@dangeedums.com](mailto:cs@dangeedums.com). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **3 (three) days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at [cs@dangeedums.com](mailto:cs@dangeedums.com). These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

9. Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.

10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

#### **PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [bssahd@bigshareonline.com](mailto:bssahd@bigshareonline.com).

2. For Demat shareholders, Please update your email id & mobile no. with your respective Depository Participant (DP).

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call toll free no. 1800 22 55 33.

**Date: 02/09/2023**

**Place: Ahmedabad**

**Registered office:**

4/A, Ketan Society, Nr. Sardar Patel Colony,  
Naranpura, Ahmedabad-380014, Gujarat, India  
CIN: L55101GJ2010PLC061983

**By the order of the Board  
For, Dangee Dums Limited**

**Nikul Jagdishchandra Patel  
Chairman & Managing Director  
(DIN:01339858)**

**CONTACT DETAILS**

<b>Company</b>	DANGEE DUMS LIMITED
<b>CIN</b>	L55101GJ2010PLC061983
<b>Registered Office</b>	4/A, Ketan Society, Nr. Sardar Patel Colony, Naranpura, Ahmedabad-380014, Gujarat, India
<b>Phone</b>	079-27681878
<b>Email</b>	cs@dangeedums.com
<b>Registrar and Share Transfer Agent</b>	<b>Bigshare Services Private Limited</b> A-802, Samudra Complex, Near Klassic Gold Hotel, Off C.G Road, Navrangpura, Ahmedabad – 380009 Phone: 079-40024135 Email : bssahd@bigshareonline.com Web: www.bigshareonline.com
<b>E-voting Agency</b>	<b>Central Depository Services (India) Limited</b> Email: helpdesk.evoting@cdslindia.com Phone: 022-22723333/8588
<b>Scrutinizer</b>	<b>Devesh Khandelwal</b> Company Secretary 905, Sakar-V, B/h.Natraj Cinema, Ashram Road, Ahmedabad-380 009. E-mail - <a href="mailto:info@csdevesh.com">info@csdevesh.com</a> FCS: 6897 COP: 4202

## **ANNEXURE TO THE NOTICE**

### **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

#### **Special Resolution:**

#### **ITEM NO. 3: TO CONSIDER AND APPOINT MR. ATULKUMAR CHANDRAKANTBHAI PATEL (DIN:09796668) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:**

Based on the recommendations of the Nomination and Remuneration Committee ("NRC"), the Board of Directors of the Company (the "Board") at its meeting held on August 12, 2023 had appointed Mr. Atulkumar Chandrakantbhai Patel (DIN:09796668) as an Additional Director (Non-Executive and Independent Director) of the Company pursuant to the provisions of Section 161 of the Companies Act, 2013 (the "Act") and Regulations 16(1)(b), 17 and other applicable provisions, if any, of Chapter IV of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the "SEBI Listing Regulations") including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and Articles of Association of the Company for a period of 5 (five) consecutive years with effect from August 12, 2023, subject to the approval of the Members of the Company.

In accordance with the provisions of Section 149 read with Schedule IV to the Act, appointment of Independent Directors requires approval of the members of the Company. Further pursuant to Regulation 17(1C) of the SEBI Listing Regulations, effective from January 01, 2022, a listed entity shall ensure that approval of Members for appointment of a person in the Board of Directors is obtained at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, the appointment of Mr. Atulkumar Chandrakantbhai Patel (DIN:09796668) would require approval of members of the Company on or before November 11, 2023.

As required under Section 160 of the Act, the Company has received a notice in writing from a member signifying the intention to propose the appointment of Mr. Atulkumar Chandrakantbhai Patel as a Director. Mr. Atulkumar Chandrakantbhai Patel has given a declaration to the Board that he meets the criteria of Independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations.

In the opinion of the Board of Directors, Mr. Atulkumar Chandrakantbhai Patel fulfills the criteria as specified in the Act, rules made there under and SEBI Listing Regulations for appointment as an Independent Director and he is not related to any of the other Directors or Key Managerial Personnel of the Company in any way and he is independent of management.

Mr. Atulkumar Chandrakantbhai Patel has given his consent to act as the Director of the Company. Also, as per the confirmations received from him, he is not disqualified from being appointed as Director in terms of Section 164 of the Act. Mr. Atulkumar Chandrakantbhai Patel has confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

As per the provision of Section 149(13) of the Act read with explanation to Section 152(6) of the Act, the period of office of Mr. Atulkumar Chandrakantbhai Patel will not be liable to determination by retirement of directors by rotation at the Extra Ordinary General Meeting/Annual General Meeting.

The NRC has reviewed the capabilities of Mr. Atulkumar Chandrakantbhai Patel vis-a-vis the role and capabilities required as decided by the NRC based on the evaluation of balance of skills, knowledge and experience of the existing Board and considered appropriate, to recommend the appointment of Mr. Atulkumar Chandrakantbhai Patel as an Independent Director, for a term of 5 (five) consecutive years effective from August 12, 2023.

In the opinion of NRC and the Board, Mr. Atulkumar Chandrakantbhai Patel possesses appropriate skills, knowledge and expertise required for the efficient functioning of the Company more particularly in the areas of finance and business administration.

Disclosure under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 issued by the Institute of Company Secretaries of India pertaining of his qualification, brief resume, area of expertise and other details are set out in the Annexure attached to this Notice.

Accordingly, the Board recommends the Resolution as set out in the accompanying Notice in relation to appointment of Mr. Atulkumar Chandrakantbhai Patel as an Independent Director, not liable to retire by rotation, for a period of 5 (five) consecutive years with effect from August 12, 2023, for approval of the Members on the terms and conditions as specified in the draft letter of appointment.

Copy of draft letter of appointment of Mr. Atulkumar Chandrakantbhai Patel setting out the terms and conditions of appointment is available for inspection by the Members electronically. Members seeking to inspect the same can send a request to [cs@dangeedums.com](mailto:cs@dangeedums.com).

The Board commends the resolution as set out in the Notice for approval of the members as Special Resolution.

Except Mr. Atulkumar Chandrakantbhai Patel whom this resolution relates along with and his relatives (to the extent of their shareholding, if any), none of the other Directors and Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

Additional Information on Director recommended for appointment/ re-appointment at the 13th Annual General Meeting of the Company as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 on General Meeting.

<b>Name of Director</b>	<b>Ketan Jagdishchandra Patel</b>	<b>Atulkumar Chandrakantbhai Patel</b>
<b>DIN</b>	07408398	0009796668
<b>Date of Birth</b>	01 <sup>st</sup> February, 1977	22 <sup>nd</sup> May, 1982
<b>Date of Appointment</b>	28 <sup>th</sup> May, 2022	12 <sup>th</sup> August, 2023
<b>Relationship Between Directors <i>inter se</i></b>	NA	NA
<b>Expertise in Specific functional area</b>	He looks after the Accounts and financial matters of the Company. He has more than 20 of experience in this field.	He has more than 19 years of experience of working with Banking sector in a Senior profile.
<b>Brief Information of Director</b>	Mr. Ketan Jagdishchandra Patel, aged 45 years, is Non Executive - Non Independent Director and was appointed as an additional Non Executive Director on May 28, 2022. He holds a Bachelor's Degree in Commerce. He looks after the Accounts and financial matters of the Company. He has more than 20 of experience in this field.	Mr. Atulkumar Patel, aged 41 years, is Non-Executive Independent Director and was appointed as an additional director on August 12, 2023. He holds Bachelor's Degree in Commerce. He has more than 19 years of experience in working with Banking sector.
<b>Qualification</b>	Bachelor's Degree in Commerce	Bachelor's Degree in Commerce
<b>Other Board Membership*</b>	NIL	NIL
<b>Committee Membership in other public companies</b>	NIL	NIL
<b>Number of Shares held in the Company</b>	NIL	NIL

\*Excluding Pvt. Ltd. Company

# Director's Report

Dear Members,

Your Directors take pleasure in presenting their 13<sup>th</sup> Annual Report on business and operations along with the Audited financial statements and the Auditor's report of the Company for the financial year ended 31<sup>st</sup> March, 2023.

## 1. Financial Results-Company's Performance

Your Company's turnover is Rs. 2665.10 Lakh for FY 2022-23, against a turnover of Rs. 2056.23 Lakh for FY 2021-22. Further, the Company incurred Net loss of Rs. (62.90) Lakh for the FY 2022-23 as compared to Net loss of Rs. (120.26) Lakh for the FY 2021-22. The Company has achieved 25% YOY growth in the FY 2022-23. We are confident that the Company will continue to grow in future with good operational result.

The Company has achieved EBITDA of Rs. 735.68 Lakh for the FY 2022-23 as compared to EBITDA of Rs. 689.09 Lakh for the FY 2021-22.

A detailed performance analysis is provided in the Management Discussion and Analysis segment which is annexed to this report.

(Rs. in Lakh except EPS)

FINANCIAL RESULTS	F.Y. 2022-2023	F.Y. 2021-2022
Revenue from Operation	2553.44	2056.23
Total Expenditure (Excluding Depreciation)	2203.64	1940.28
<b>Profit before interest, depreciation and tax</b>	<b>735.68</b>	<b>689.09</b>
Less: Finance Costs	274.22	303.40
Less: Depreciation and amortisation	523.64	599.29
<b>Profit before Tax</b>	<b>(62.18)</b>	<b>(213.60)</b>
Less: Provision for taxation (including deferred tax)	0.72	(93.34)
<b>Profit after tax</b>	<b>(62.90)</b>	<b>(120.26)</b>
Total comprehensive Income	(58.44)	(120.17)
EPS (Basic)	(0.04)	(0.08)*
EPS (Diluted)	(0.04)	(0.08)*

\*Adjusted for issue of Bonus shares & Split during the quarter ended 30/09/2022.

## 2. Outlook for the current year

Your company has implemented "Operatorship Model" through which independent and expertise operators

will run the outlets allocated to them. It enhance creativity in marketing of Company, decrease recruitment expense and time of the Company and ultimately increase revenue.

Moreover, the Company has renovated its more than 18 stores into bigger size and increase its trading items sale.

### 3. Sub-Division/Split of shares

The Company has made subdivision of face value of Equity shares from Rs. 10/- each into smaller denomination of Re. 1/- each with effect from August 27, 2022. The capital structure after the sub-division is as under:

Particulars	No.of shares	Face value	Amount in Rs.
Authorized Share Capital	110,000,000	Re. 1/-	110,000,000
Paid up share capital	102,650,000	Re. 1/-	102,650,000
Issued share capital	102,650,000	Re. 1/-	102,650,000
Subscribed share capital	102,650,000	Re. 1/-	102,650,000

The Board of Directors of the Company, in its meeting held on 02nd August, 2022 and Shareholders in the Extra-ordinary General meeting of the Company held on 27<sup>th</sup> August, 2022 have approved Sub-Division of the Nominal value of Equity shares of the Company of Rs. 10/- each into smaller denomination of Re. 1/- each.

### 4. Bonus Shares

The Board of Directors of the Company, in its meeting held on 02nd August, 2022 and Shareholders in the Extra-ordinary General meeting of the Company held on 27th August, 2022 have recommended issue of Bonus shares in the ratio of 1:2 i.e. 1 bonus equity share of Re.1/- each for every 2 fully paid up equity shares of Re.1/- each. The capital structure after the Bonus issue is as under:

Particulars	No.of shares	Face value	Amount in Rs.
Authorised Share Capital	16,00,00,000	Re. 1/-	16,00,00,000
Paid up share capital	15,39,75,000	Re. 1/-	15,39,75,000
Issued share capital	15,39,75,000	Re. 1/-	15,39,75,000
Subscribed share capital	15,39,75,000	Re. 1/-	15,39,75,000

### 5. Share Capital

Authorized share capital as on the date of Balance sheet is Rs.16,00,00,000/- divided into 16,00,00,000 equity shares of Re. 1/- each. The paid up share capital of the Company as on date of Balance sheet is Rs. 15,39,75,000/- divided into 15,39,75,000/- equity shares of Re. 1/- each.

During the FY 2022-23, there is a change in Authorized share Capital, Issued, Subscribed and Paid-up Share Capital of the Company as per below table.

Particulars	As on 31.03.2022	As on 31.03.2023
Authorized Share Capital	11,00,00,000	16,00,00,000
Paid up share capital	10,26,50,000	15,39,75,000
Issued share capital	10,26,50,000	15,39,75,000
Subscribed share capital	10,26,50,000	15,39,75,000

#### a) Status of shares

The members are aware that Company's equity shares are compulsorily tradable in electronic form. As on March 31, 2023, the Company's paid up capital representing **15,39,74,840** shares of Re. 1/- each are in de-materialized form and **160** shares of Re. 1/- each are in Physical form.

**b) Other shares**

Your Company has not issued any equity shares with differential rights, sweat equity shares, employee stock options and did not purchase its own shares. Hence there is no information to be provided as required under Rule 4(4), Rule 8(13), Rule 12(9) and Rule 16(4) of the Companies (Share Capital and Debentures) Rules, 2014 and Section 62 of the companies Act, 2013 respectively.

**6. Dividend**

During the year, your Company has incurred loss and therefore do not recommend any dividend for the year ended March 31, 2023.

**7. Transfer of Unclaimed Dividend to Investor Education and Protection Fund**

Since there was no unpaid / unclaimed dividend, the provision of Section 125 of the Companies Act, 2013 do not apply.

**8. State of the Company's Affairs**

The state of the Company affairs forms an integral part of Management Discussion and Analysis Report and is furnished in "Annexure-A" and is attached to the report.

**9. Change in the nature of business, if any**

During the year under review, there is no change in the nature of business of the Company.

**10. Transfer to Reserves**

In accordance to the provisions of Section 134(3)(j) of the Companies Act, 2013, (hereinafter "the Act") the Company has not proposed any amount to transfer to the General reserves of the Company for the financial year 2022-23.

**11. Subsidiary, Joint Ventures and Associate Companies**

During the year under review, your Company has no subsidiaries, joint ventures or associate companies.

**12. Public Deposit**

The Company has not accepted or renewed any amount falling within the purview of provisions of Section 73 of the Companies Act, 2013 ("the Act") read with the Companies (Acceptance of Deposit) Rules, 2014 during the period under review. Hence, the requirement for furnishing the details of deposits which are not in compliance with Chapter V of the Act is not applicable.

**13. Particulars of loan, Guarantees or Investment made under Section 186**

The details of the loans, guarantees and investments are provided in the notes to the audited financial statements annexed with the Annual Report.

**14. Management's Discussion and Analysis Report**

The Management's Discussion and Analysis Report for the year under review, as stipulated under Regulation 34 (2) (e) of the Listing Regulations is given as "Annexure-A" to this report.

**15. Corporate Governance:**

Your Company has designed the corporate governance structure to ensure compliance with laws and regulations in true letter and spirit.

The Corporate Governance Report for the year under review, as stipulated under Regulation 27 of SEBI (LODR) Regulations 2015 is given as "Annexure-B" to this report.

**16. Dividend Distribution Policy:**

In accordance with Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2016, the Company is not required to prepare Dividend Distribution policy.

**17. Annual return**

Pursuant to the provisions of Section 134(3)(a) and Section 92 of the Act read with Rule 12 of the Companies (Management and Administration) Rules, 2014, Annual Return of the Company as at 31<sup>st</sup> March, 2023 is available on the website of the Company at [www.dangeedums.com](http://www.dangeedums.com).

**18. Directors & Key Management Personnel****I. Composition of Board & Board Meetings**

Our board comprises of a group of Executive, Non-Executive and Independent Directors, who between them carry deep industry expertise and knowledge. As on 31<sup>st</sup> March 2023, the Company has six Directors, of the six Directors, five are Non- Executive Directors and of which three are Independent Directors. The composition of the Board is in conformity with Regulation 17 of the Listing Regulations read with Section 149 of the Act.

Mr. Nikul J. Patel is the Chairman & Managing Director ('CMD') of the Company. He has an enviable track record of leading the Company right from inception to its current strong market position. He manages day-to-day management of the Company, subject to the supervision and control of the Board of Directors. The independent directors on the Board are experienced in their work and qualified. The brief profile of each Director on the Board is available on the Company's official website at the web link: [https://www.dangee-dums.com/pub/media/gz/investor/images/Brief\\_Biography\\_of\\_our\\_Directors\\_28.05.2022.pdf](https://www.dangee-dums.com/pub/media/gz/investor/images/Brief_Biography_of_our_Directors_28.05.2022.pdf)

During the financial year 2022-23, the meetings of the Board of Directors were held 07 (Seven) times. Details of these meetings and other Committee/General meetings are given in this report. Board of Directors duly met 07 (Seven) times on 28.05.2022, 02.08.2022, 09.08.2022, 30.08.2022, 08.09.2022, 10.11.2022, 11.02.2023 during the year. The Composition, category and attendance of each Director as on the date of this Report at the Board and Annual General Meeting is as follows: -

Name of Director	Designation	Category	No of Board Meetings held	No of Board Meetings attended
Mr. Nikul J. Patel	Managing Director	Promoter, Executive	7	7
Mrs. Foram N. Patel	Director	Promoter, Non-Executive	7	7

Mr.Suchit Kandarp Amin	Director	Non Executive & Independent	7	7
Mr. Umang B. Saraf	Director	Non Executive & Independent	7	7
Mr. Dhruv A. Patel (till 28.05.2022)	Director	Non Executive & Non Independent	1	1
Mr. Pratik A. Shah	Director	Non Executive & Independent	7	7
Mr. Ketan J. Patel (w.e.f. 27/08/2022)	Director	Non Executive & Non Independent	6	6
Mr. Atulkumar Chandrakantbhai Patel (w.e.f. 12/08/2023)	Director	Additional Director - Non Executive & Independent	-	-

## II. Changes in the Board of Directors of the Company:

The following changes were made in the board of the Company:

### A. APPOINTMENT

1. Mr. Ketan Jagdishchandra Patel was appointed as an Additional Director - Non-Executive-Non-Independent category w.e.f. 28.05.2022 and regularized as Non-Executive-Non-Independent in the Extra Ordinary General Meeting of the Company held on 27th August, 2022.

2. Mr. Atulkumar Chandrakantbhai Patel was appointed as an Additional Director - Non Executive - Independent category w.e.f 12th August, 2023.

Moreover, the Members of the Company in the Extra Ordinary General Meeting held on 27<sup>th</sup> August, 2022, approved altering the terms of appointment of Mr. Nikul Jagdishchandra Patel in the capacity as Director by changing his category of appointment as Director of the Company from “his term of appointment of director is liable to retire by rotation” to “his term of appointment of director is not liable to retire by rotation”.

### B. RESIGNATION

1. Mr. Dhruv Ashokbhai Patel resigned as Non-Executive – Non-Independent w.e.f. 28.05.2022

### C. CESSATION

1. Mr. Umang Brijmohan saraf - Due to completion of his tenure and preoccupation and other assignments, ceased as an Independent Director w.e.f. 12.08.2023.

## III. Retirement by Rotation

In accordance with the provisions of the Companies Act, 2013 and Companies Articles of Association, Mr. Ketan Jagdishchandra Patel (DIN- 07408398) retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment. The Board recommends his re-appointment. Necessary resolution for his re-appointment is placed before the shareholder for approval.

**IV. Profile of Directors seeking appointment / reappointment**

As required under regulation 36(3) of SEBI (LODR), 2015, particulars of the Directors retiring and seeking reappointment at the ensuing Annual General Meeting is annexed to the notice convening 13th Annual General Meeting.

**V. Key Managerial Personnel**

After the end of FY 2022-23, the Nomination and Remuneration Committee and the Board of Directors at their respective meetings held on 02nd August, 2022 and Members of the Company in their Extra Ordinary General meeting of the Company held on 27th August, 2022 recommended and approved the re-appointment of Mr. Nikul Jagdishchandra Patel as a Managing Director of the Company for a further period of 3 (Three) years w.e.f. 30th August, 2022.

As on the date of this report, the following persons are the Key Managerial Personnel(s) of the Company:

a) Mr. Nikul J. Patel,  
Chairman & Managing Director

b) Mr. Ketan J. Patel,  
Director & Chief Financial Officer

c) Mrs. Nilam Viren Makwana,  
Company Secretary & Compliance Officer

**VI. Declaration from Independent Director**

All the Independent Directors of the Company have given their declarations stating that they meet the criteria of independence as prescribed under the Section 149(6) of the Companies Act, 2013 read with the rules made there under and read with Regulation 16(1)(b) of the Listing Regulations in the opinion of the Board, the Independent Directors meet the said criteria.

**VII. Independent Directors' Meeting**

During the year under review the Independent Directors duly met on March 29, 2023 without the attendance of Non-Independent Directors and members of the management and the quorum was present throughout the meeting. Pursuant to the provisions as specified in Schedule IV of the Companies Act, 2013, the Independent Directors reviewed the performance of Non-Independent Directors, the Committees and the Board as a whole along with the performance of the Chairman of the Company, taking into account the views of Executive Directors and assessed the quality, quantity and timeliness of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

**19. Committees of the Board:**

The Company has three main Committees of the Board i.e.:

- a) Audit Committee
- b) Nomination and Remuneration Committee and
- c) Stakeholders Relationship Committee

**A. Audit Committee**

The Audit Committee is duly constituted in accordance with SEBI (LODR) Regulations 2015 and Section 177 of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of the Board and its Powers) Rules, 2014 as amended from time to time. It adheres to the terms of reference which is prepared in compliance with Section 177 of the Companies Act, 2013, and SEBI (LODR) Regulations 2015. During the Financial Year 2022-23, the Committee met five (5) times as on 28.05.2022, 02.08.2022, 09.08.2022, 10.11.2022, and 11.02.2023.

The Company Secretary acts as Secretary to the Audit Committee. The Committee was reconstituted on 28.05.2022 & on 12.08.2023 due to changes in the Board of directors of the Company. The details of member's attendance at the Audit committee meeting during the year are given below:-

<b>Name Category &amp; Position</b>	<b>No of Meetings held</b>	<b>No of Meetings attended</b>
Mr. Umang B.Saraf Chairman	5	5
Mr. Pratik A. Shah Member	5	5
Mr. Dhruv A. Patel Member (till 28.05.2022)	1	1
Mr. Suchit K. Amin Member (w.e.f. 28.05.2022)	4	4
Mr. Atulkumar C. Patel Chairman (w.e.f. 12.08.2023)	-	-

The present Audit Committee comprises Mr. Atulkumar Patel as Chairman, Mr. Pratik Shah and Mr. Suchit Amin as Members.

Mr. Dhruv Ashokbhai Patel ceased as committee member and Mr. Suchit Kandarp Amin appointed as a member of the committee w.e.f. 28.05.2022.

Mr. Umang Brijmohan saraf ceased as Chairman & committee member and Mr. Atulkumar Patel appointed as a Chairman & member of the committee w.e.f. 12.08.2023.

All three members of the committee are Independent Directors and all the members are financially literate. The composition, role, functions and powers of the Audit Committee are in line with the requirements of applicable laws and regulations. The Audit Committee shall oversee financial reporting process and disclosures, review financial statements, internal audit reports, related party transactions, financial and risk management policies, auditors qualifications, compliance with Accounting Standards etc. and oversee compliance with Stock Exchanges and legal requirements concerning financial statements and fixation of audit fee as well as payment for other services etc.

## **B. Nomination and Remuneration Committee**

The Nomination and Remuneration Committee is constituted in accordance with SEBI (LODR) Regulations 2015 and Section 178 of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of the Board and its Powers) Rules, 2014 as amended from time to time. The Company Secretary acts as the Secretary to the committee and the Committee Members of the Committee met 3 (Three) times on 28.05.2022, 02.08.2022, and 30.08.2022. The Committee was reconstituted on 28.05.2022 due to changes in the Board of directors of the Company.

The details of member's attendance at the committee meeting during the year are given below:

Name Category & Position	No. of Meetings held	No. of Meetings attended
Mr. Pratik Shah Chairman	3	3
Mr. Dhruv Patel - Member (till 28.05.2022)	1	1
Mr. Suchit Amin Member	3	3
Foram Nikul Patel - Member (w.e.f. 28.05.2022)	2	2

The present Nomination and Remuneration committee comprises Mr. Pratik Shah as Chairman, Mr. Suchit Amin, Mrs. Foram Nikul Patel as Members.

Due to cessation of Mr. Dhruv Patel as member, Mrs. Foram Nikul Patel added as member w.e.f.28.05.2022.

### Policy on Directors' Appointment & Remuneration

The Board has in accordance with the provisions of sub-section (3) of Section 178 of the Companies Act, 2013, formulated the policy setting out the criteria for determining qualifications, positive attributes, independence of a Director and policy relating to remuneration of Directors, Key Managerial Personnel and other employees. The said policy is accessible on the Company's official website at the following link [https://www.dangeedums.com/pub/media/gz/investor/images/9.\\_NOMINATION\\_AND\\_REMUNERATION\\_POLICY.pdf](https://www.dangeedums.com/pub/media/gz/investor/images/9._NOMINATION_AND_REMUNERATION_POLICY.pdf)

We affirm that the remuneration paid to the Directors is as per the terms laid out in the Remuneration Policy of the Company.

### C. Stakeholders Relationship Committee

The Stakeholders Relationship Committee is constituted in compliance with the requirements of Section 178 of the Companies Act, 2013. The Company Secretary is the Compliance Officer, who acts as the Secretary to the Committee and the Committee met two (2) times on 28.05.2022 and 08.09.2022. The details of member's attendance at the committee meeting during the year are given below:

Name Category & Position	No of Meetings held	No of Meetings attended
Mr. Pratik A. Shah Chairman	2	2
Mr. Suchit K. Amin Member	2	2
Mrs. Foram N. Patel Member	2	2

The present Stakeholders Relationship committee comprises Mr. Pratik Shah as Chairman, Mr. Suchit Amin, Mrs. Foram Nikul Patel as Members.

The Stakeholders Relationship Committee looks into shareholders' complaints related to transfer of shares, non-receipts of balance sheet besides complaints from SEBI, Stock Exchanges, Court and various Investor Forums. It oversees the performance of the Registrars and Transfer Agent, and recommends measures for overall improvement in the quality of investor services. The Company is in compliance with the SCORES, which has initiated by SEBI for processing the investor complaints in a centralized web based redress system

and online redressal of all the shareholders complaints and details of the same is made accessible on the Company's official website.

## **20. Compliance Officer**

Mrs. Nilam Viren Makwana is the Compliance Officer of the Company.

## **21. Vigil Mechanism**

The Board of Directors of the Company has, pursuant to the provisions of Section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014, framed the Whistle Blower Policy for Directors and employees of the Company to provide a mechanism which ensures adequate safeguards to employees and Directors from any victimization on raising of concerns of any violations of legal or regulatory requirements, incorrect or misrepresentation of any, financial statements and reports etc.

Whistle blower policy is disclosed on the website of the Company at [www.dangeedums.com](http://www.dangeedums.com).

The following is a summary of Protected Disclosures received and disposed off during the year 2022-23:

No. of Protected Disclosures received : NIL

No of Protected Disclosures disposed off : NIL

The Board of Directors of the Company has constituted Audit Committee to oversee the Vigil Mechanism.

The employees of the Company have the right to report their concern/grievance to the Audit Committee constituted by the Board of Directors to oversee the Vigil mechanism.

The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations.

## **22. Disclosures with respect to Demat Suspense Account/Unclaimed Suspense Account:**

In terms of Regulation 39 of the Listing Regulations, None of the shares of the Company lying in the suspense account.

## **23. Statement on Formal Annual Evaluation of Board**

The Board adopted a formal mechanism for evaluating its performance and as well as that of its Committees and individual Directors, including the Chairman of the Board. The exercise was carried out through a structured evaluation process covering various aspects of the Boards functioning such as composition of the Board and Committees, experience and competencies, performance of specific duties and obligations, contribution at the meetings and otherwise, independent judgment, governance issues etc.

At the Board Meeting that followed the above mentioned meeting of the Independent Directors, the performance of the Board, its Committees, and individual Directors was also discussed. Performance evaluation of Independent Directors was done by the entire Board, excluding the Independent Director being evaluated.

The detailed policy in compliance with Section 178(3) of the Act read along with Regulation 19 of the Listing Regulations has been approved by the Board of Directors of the Company and is made accessible on the Company's official website at the following link <https://www.dangeedums.com/pub/media/gz/inves-37>

[tor/images/9. NOMINATION AND REMUNERATION POLICY.pdf](#)

**24. Declaration regarding opinion of the Board with regard to integrity, expertise and experience (including the proficiency) of the independent directors appointed during the year**

The board hereby states that the independent directors appointed during the year possess requisite expertise and experience (including the proficiency) in terms of section 150 of the Act. The Independent Directors appointed during the year have included their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment & Qualification of Directors) Rules, 2014.

**25. Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report**

There are no subsequent events between the end of the financial year and the date of this report which have a material impact on the financial of the Company.

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

During the year under review, there are no significant and material orders passed by the regulators or courts or tribunals impacting the going concerns status and Company's operations in future.

**27. Particulars of Contracts/ Arrangements with Related Parties:**

All Related Party Transactions that were entered into during the FY 2022-23 were on an arm's length basis and in the ordinary course of business. There were no materially significant Related Party Transactions made by the Company during the year that required shareholders' approval under Regulation 23 of the Listing Regulations. Prior omnibus approval from the Audit Committee is obtained for transactions which are repetitive in nature. Further, disclosures are made to the Committee on a quarterly basis. The particulars of Contracts or Arrangements made with related parties required to be furnished under section 134(3)(h) are disclosed in the prescribed form (Form AOC-2) which is attached to this Report as "Annexure C".

The Company has adopted a Policy for dealing with Related Party Transactions and is made available on the Company's official website via web link: [https://www.dangeedums.com/pub/media/gz/investor /images/Policy\\_on\\_Related\\_Party\\_Transactions\\_w.e.f.\\_19.12.2020.pdf](https://www.dangeedums.com/pub/media/gz/investor /images/Policy_on_Related_Party_Transactions_w.e.f._19.12.2020.pdf)

**28. Auditors**

**a) Statutory Auditors**

At the 12th AGM held on 28th September, 2022 the members approved Re-appointment of M/s. J. T. Shah & Co., Chartered Accountants, (Firm Registration No. 109616W) as Statutory Auditors of the Company to hold office for a second tenure of five years from the conclusion of that AGM till the conclusion of the 17th AGM which is the ensuing AGM for the FY 2026-27.

The Notes to the financial statements referred in the Auditors Report are self-explanatory. There are no qualifications or reservations or adverse remarks or disclaimers given by Statutory Auditors' of the Company and therefore do not call for any comments under Section 134 of the Companies Act, 2013. The Auditors' Report is enclosed with the financial statements in this Annual Report.

**b) Secretarial Auditor**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the rules made thereunder, the Company has appointed M/s Khandelwal Devesh & Associates, Company Secretaries, to undertake the Secretarial Audit of the Company. The Secretarial Audit Report for F.Y. 2022-23 is annexed, and forms part of this report as **"Annexure D"**.

There is one qualification or reservation or adverse remark or disclaimer as reproduce herein:

1. Violation as per regulation 3(5) & 3(6) of SEBI prohibition of Insider trading regulations, 2015 : During the year till February 07, 2023, all entries to be maintained as per the prescribed regulations and were entered into an excel format and hence is temperable in nature.

**Board clarification:**

The Board would like to clarify that initially the Company has maintained the SDD requirements into excel format and carried out all necessary entries pursuant to SEBI prohibition of Insider trading regulations, 2015 in that excel file and to maintain it's non tamperable nature, we strictly implemented a password of file. Further the Company has now already installed the SDD software, which is non tamperable, which adhere all requirements of SEBI prohibition of Insider trading regulations, 2015.

**c) Cost Auditors**

In terms of the provisions of Section 148 of the Act, the appointment of the Cost Auditors does not apply to the Company.

Further, maintenance of cost records as specified by the Central Government under sub- section (1) of section 148 of the Companies Act, 2013, is not required by the Company and accordingly such accounts and records are not made and maintained.

**d) Internal Auditor**

Pursuant to the provisions of Section 138 of the Act read with the Companies (Accounts) Rules, 2014, the Company has appointed M/s. Barkha Deshmukh & Associates, Company Secretaries as the Internal Auditor of the Company effective from 30th August, 2022.

**e) Reporting of frauds by Auditors**

During the year under review, the Statutory Auditors, Internal Auditors and Secretarial Auditor have not reported any instances of fraud committed against your Company by its officers or employees to the Audit Committee or the Board, under Section 143 (12) of the Act.

**29. Personnel**

The information required under Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided in separate Annexure forming part of this Report as **"Annexure E"**.

The statement containing particulars of employees as required under Section 197 of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 will be provided upon request. In terms of Section 136 of the Companies Act, 2013, the Report and Accounts are being sent to the Members and others entitled thereto, excluding the information on

employees' particulars which is available for inspection by the members at the Registered Office of the Company during business hours on working days of the Company. If any member is interested in obtaining a copy thereof, such Member may write to the Company Secretary in this regard.

### **30. Corporate Social Responsibility (CSR)**

The provisions of Corporate Social Responsibility (CSR) are not applicable to the Company.

### **31. Conservation of energy, technology absorption and foreign exchange earnings and outgo**

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of The Companies (Accounts) Rules, 2014, as amended from time to time is annexed to this Report as **"AnnexureF"**.

### **32. Statement regarding the development and implementation of Risk Management Policy**

The Company has not developed and implemented any risk management policy as the risk threatening the business activity carried out by the Company during the year are minimal.

### **33. Prevention of Sexual Harassment at Workplace**

As per the requirement of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and rules made thereunder, your Company has constituted Internal Complaints Committee (ICC) which is responsible for redressal of complaints related to sexual harassment.

Your directors declared and confirm that, during the year under review, there is no case filed under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Company Secretary is the Compliance Officer, who acts as the Secretary to the Committee and the Members of the Committee are:

<b>Name</b>	<b>Position</b>
Mrs. Foram Nikul Patel	Presiding Officer
Mrs. Dhara Jagdishchandra Patel	Member
Mrs. Disha Patel	Member
Mr. Ketan Jagdishchandra Patel	Member

### **34. Adequacy of Internal Financial Control**

The Company has in place adequate internal financial controls with reference to financial statements. The Board has inter alia reviewed the adequacy and effectiveness of the Company's internal financial controls relating to its financial statements.

### **35. Directors' Responsibility Statement**

In terms of Section 134 (5) of the Companies Act, 2013, the directors would like to state that:

- In the preparation of the annual accounts for the financial year ended March 31, 2023, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- The directors have selected such accounting policies and applied them consistently and made judgment and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of

the Company at the end of the financial year and of the profit and loss of the Company for that period under review.

c) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.

d) The directors have prepared the annual accounts on a going concern basis.

e) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

f) The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### **36. Registrar and Share Transfer Agent:**

Your Company has appointed M/s. Bigshare Services Private Limited as its Registrar and Share Transfer Agent.

### **37. Human resources:**

Your company considers its Human Resources as the key to achieve its objectives. Keeping this in view, your company takes utmost care to attract and retain quality employees. The employees are sufficiently empowered and such work environment propels them to achieve higher levels of performance. The unflinching commitment of the employees is the driving force behind the company's vision. Your company appreciates the spirit of its dedicated employees.

### **38. Insolvency and bankruptcy code:**

During the Financial year ended on March 31, 2023, there is no application made or any proceeding pending under the Insolvency and Bankruptcy code, 2016.

### **39. The Details of difference between amount of the Valuation done at the time of One Time Settlement and the Valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof:**

Not applicable during the year under review.

### **40. Listing**

The equity shares of the Company are listed on NSE and the Company has paid the annual listing fees for the year 2023-24.

### **41. Secretarial Standards:**

The Company has complied with Secretarial Standards issued by the Institute of Company Secretaries of India on Board Meetings and General Meetings.

### **42. Other Disclosures / Reporting:**

The Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions pertaining to these items during the year under review:

1. Details relating to deposits covered under Chapter V of the Companies Act, 2013.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares) to employees of the Company under any scheme save and except ESOPs referred to in this Report.
4. Neither the Managing Director nor the Whole-time Directors of the Company receive any remuneration or commission from any of its subsidiaries.
5. Voting rights which are not directly exercised by the employees in respect of shares for the subscription/ purchase of which loan was given by the Company (as there is no scheme pursuant to which such persons can beneficially hold shares as envisaged under section 67(3)(c) of the Companies Act, 2013).

**43. Acknowledgement:**

Your directors take this opportunity to express their sincere appreciation to the shareholders, customers, bankers, suppliers and other business associates for the excellent support and cooperation extended by them.

Your directors gratefully acknowledge the ongoing co-operation and support provided by the Central and State Governments, Stock Exchanges, SEBI, RBI and other Regulatory Bodies.

**Date: 02/09/2023****Place: Ahmedabad****Registered office:**

4/A, Ketan Society, Nr. Sardar Patel Colony,  
Naranpura, Ahmedabad-380014, Gujarat, India  
CIN: L55101GJ2010PLC061983

**For and on behalf of board of directors****Nikul J. Patel****Chairman & Managing Director****(DIN:01339858)**

**Annexure-“A”**  
**MANAGEMENT’S DISCUSSION AND ANALYSIS**

**ECONOMIC / INDUSTRY OVERVIEW**

Overview Inflation reached decade highs at the beginning of FY 2023 due to geopolitical uncertainties. However, since the second half of the year, inflation has been moderating, indicating a positive outlook. The global economy appears to be on track for a slow yet steady recovery from COVID-induced challenges and the Russia-Ukraine war. Global economic output is likely to grow gradually, owing to a stabilizing inflation trajectory that is reviving consumer sentiment and investor confidence. Emerging market and developing economies (EMDEs) are also witnessing growth across multiple sectors, fueled by government expenditures in infrastructure and manufacturing sectors.

Central banks’ monetary policies are expected to bear fruit, leading to a decline in global inflation from \*8.7% in 2022 (among the highest in decades) to 7.0% in 2023 to 4.9% in 2024. It is anticipated that the pent-up demand in numerous economies, along with a considerable reduction in inflation, will drive economic growth in 2023. The Federal Reserve raised its benchmark interest rate to their highest in 15 year.

\*Source: IMF World Economic Outlook, April 2023.

**INDIAN ECONOMY:**

Overview: Despite resilience amid slowing global growth, there are headwinds to India’s growth in F.Y. 23-24. Recent financial sector turmoil in the US and Europe could reduce appetite for emerging market assets, trigger another bout of capital flight and put pressure on the Indian rupee. Tighter global financial conditions could also weigh on the risk appetite for private investment in India. Notwithstanding external pressures, Indian banks are well capitalized, and the impact of policy tightening on bank balance sheets has been less severe in India due to the relatively modest pace of tightening. Moreover, faster-than-expected inflation due to higher food or fuel prices may also weigh on domestic demand.

These downside risks to growth could affect fiscal consolidation plans. The debt path is highly sensitive to variation in nominal growth rates and further moderation in economic growth could lead to an increase in the already high public debt-to-GDP ratio.

**UNION BUDGET FY 2023-24:**

The Budget 2022-23 sought to lay the foundation for the future of the Indian economy through projects like PM Gati Shakti, Inclusive Development, Productivity Enhancement & Investment, Sunrise Opportunities, Energy Transition and Climate Action, as well as Financing of Investments.

The capital expenditure of the Indian government expanded 35.4% from ₹5.54 lakh crore to ₹7.50 lakh crore. An outlay of ₹5.25 lakh crore was made to the Ministry of Defence (13.31% of the total Budget outlay). An announcement of nearly ₹20,000 crore was made for the PM Gati Shakti National Master Plan to catalyse the infrastructure sector. An expansion of 25,000 km was initiated for the national highways network. An allocation of ₹2.37 lakh crore was made towards the procurement of wheat and paddy under the MSP safety net. An outlay of ₹1.97 lakh crore was announced for Production Linked Incentive schemes across 13 sectors.

**GLOBAL & INDIAN BAKERY INDUSTRY OUTLOOK:**

The global bakery products market size was USD 397.90 billion in 2020. The market is projected to grow from USD 416.36 billion in 2021 to USD 590.54 billion by 2028, growing at a CAGR of 5.12% during the forecast

period (2021-2028). Alongside these predictions, India occupies a unique position in the bakery market and continues to grow.

### **FISCAL YEAR 2023 AND OUTLOOK**

During the fiscal year ended 31st March 2023, your Company has achieved a total net sale of Rs. 2553.44 lakhs and incurred loss of Rs. (62.90) lakhs. The Company has achieved progressing EBITDA of Rs. 735.68 Lakhs in the FY 22-23 in comparison to EBITDA of Rs. 689.09 Lakhs in FY 21-22.

The Company's main revenue comes from selling of bakery, confectionery and ice cream products through its outlets spread in the state of Gujarat. Further, the Company has its manufacturing facility in Ahmedabad. Moreover, the Company has implemented "Operatorship Model" through which independent and expertise operators will run the Company outlets allocated to them. It enhance creativity in marketing of Company, decrease recruitment expense and time of the Company and ultimately increase revenue.

During the year, The economy was beset by a multitude of challenges all through the year. The Indian economy appears to be on track for a slow yet steady recovery from COVID-induced challenges. However, the severe and sustained inflation in commodities, Raw materials, due to supply disruptions export restrictions in producer nations, impacted the economy and food companies severely.

Your Company was also affected by these developments and is addressing the twin challenges of rising inflation and muted consumer demand through product innovation, sustainable cost saving measures and calibrated price increases. These measures and the innate strengths of its brands, human resources and technology interventions are expected to be of significant support to the Company in expecting growth in a challenging environment, the likes of which the world has not seen in a long time.

### **BUSINESS STRATEGY**

Going forward our business strategy will rest on four pillars, the idea is to put in place a proper framework to give us the best chance to grow in the face of challenges from the competition and external events over which we may have no control. Each of tenets of our strategy is explained below:

> **Strengthen our core**

> **Exploit our expertise in western dessert products**

> **Offer newer formats**

> **Putting it all together**

While strategies often look good on paper, what often separates successful ones from the not-so-successful is their execution. Each of these pillars requires a proper structure to ensure proper planning, execution and monitoring. Your Company will invest in putting in place the right structure that ensures precise execution, the investment may vary from say putting in place a business development team or resources and tools for increasing the numbers of product development team and innovation team. While as mentioned before that of this takes us in new directions, we feel that it essential for the company to adjust, pivot and transform in order to best respond to emerging opportunities and challenges. We are confident that with the team we have in place we are on track to achieve our growth objectives.

### **OUR COMPETITIVE STRENGTHS**

We derive our strengths from following factors:

1. Brand Name and Image
3. Skilled and Experienced staff/employee base
4. Expertise in western dessert products
5. Trade items portfolio in bucket

**Emerging Opportunities:**

1. India's strong consumption fundamentals
2. Acceptance of western dessert items in gifting
3. The third place i.e. a hangout place for all purpose for our customers
4. Diet trends

**Threats:**

1. Shifts in customer tastes away from the Company's products
2. Emergence of substitute products.
3. Change in modus-operandi
4. The arrival of third party marketplaces
5. Unforeseen government regulation / Force Majeure conditions
6. Increased trade barriers

**KEY RISKS AND CONCERNS**

The Company is exposed to business risks which may be internal as well as external and the growth of our Industries is linked to the overall economic growth. Primary risk to the business will be on account of adverse changes to the economy. Volatility in commodity prices is the other significant risk.

**FINANCIAL AND OPERATIONAL PERFORMANCE**

The key standalone financial are as under:

(Rs. in Lakh)

Particulars for the year ended	March 31, 2023	March 31, 2022
Revenue form Operation	2553.44	2056.23
Profit before Tax	(62.18)	(213.60)
Profit after tax	(62.90)	(120.26)

## DISCLOSURE OF KEY CHANGES IN FINANCIAL INDICATORS - KEY FINANCIAL RATIOS:

Particular	F.Y. ended March 31, 2023	F.Y. ended March 31, 2022
Debtor Turnover Ratio (times)	138.27	22.10
Inventory Turnover Ratio (times)	17.16	14.99
Interest Coverage Ratio (times)	0.77	0.30
Current Ratio (times)	0.26	0.23
Debt Equity Ratio (times)	0.83	1.70
Operating Profit Margin (%)	8.30	4.37
Net Profit Margin (%)	(2.33)	(9.18)
Return on Networth (%)	(3.63)	(12.05)

## INTERNAL CONTROL SYSTEMS AND ADEQUACY

Your Company's Internal Control Systems are commensurate with the nature, size and complexity of its business and ensure proper safeguarding of assets, maintaining proper accounting records and providing reliable financial information.

The Directors have laid down internal financial controls to be followed by the Company and such policies and procedures have been adopted by the Company 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.

Some Key Features of the Company's internal controls system are:

- > The Company uses ERP system to record data for accounting, consolidation and management information purposes and connects to different locations for efficient exchange of information.
- > Preparation & monitoring of Annual Budgets through monthly review for all operating & service functions.
- > Adequate documentation of Policies & Guidelines.
- > The Company has a well-defined delegation of power with authority limits for approving revenue & capex expenditure which is reviewed and suitably amended on an annual basis.
- > The Company has a compliance management system.
- > Internal Audit is carried out in accordance with auditing standards to review design effectiveness of internal control system & procedures to manage risks, operation of monitoring control, compliance with relevant policies & procedure and recommend improvement in processes and procedure.

The Audit Committee of the Board of Directors regularly reviews execution of Audit Plan, the adequacy & effectiveness of internal audit systems, and monitors implementation of internal audit recommendations including those relating to strengthening of company's risk management policies & systems. Internal Audit provides assurance on functioning and quality of internal controls along with adequacy and effectiveness through periodic reporting.

## **HUMAN RESOURCES AND INDUSTRIAL RELATIONS**

The industrial relations remained cordial throughout the year and we believe that our employees are key contributors to our business success. We focus on attracting and retaining the best possible talent. Our company looks for specific skill-sets, interests and background that would be an asset for our business. Our business model comprises of senior level executives, professionals, experienced, qualified and semi qualified personnel. Our company has HR department which recruits and manages this division and ensures that personnel required are made available in time, train them and make them ready according to their job profile. The Company continued to make significant progress on strengthening HR Processes and Practices to build organization for current as well as future sustainability during the year.

Our Company work processes and skilled/ semi-skilled/ unskilled resources together with our strong management team have enabled us to successfully implement our growth plans.

## **CAUTIONARY STATEMENT**

Statements in this Management Discussion and Analysis describing the Company's objectives, expectations or predictions may be forward looking within the meaning of applicable laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to your Company's operations include raw material availability and prices, cyclical demand and pricing in the Company's principal markets, competitive actions, changes in Government regulations, tax regimes, economic developments in India and in countries in which the Company conducts business and other incidental factors.

**Date: 02/09/2023**  
**Place: Ahmedabad**

**By Order of The Board**  
**For, DANGEE DUMS LIMITED**  
**Sd/-**  
**NIKUL JAGDISHCHANDRA PATEL**  
**CHAIRMAN & MANAGING DIRECTOR**  
**(DIN: 01339858)**

**ANNEXURE B**  
**To the Director's Report**

**CORPORATE GOVERNANCE REPORT**

**> Statement on Company's Philosophy on Code of Governance:**

Dangee Dums Limited is of the firm conviction that Corporate Governance in essence refers to the rules, procedures, values, systems or laws by which businesses are operated, regulated, and controlled. Your Company has been upholding fair and ethical business and corporate practices and transparency in its dealings.

Dangee Dums Limited believes in the highest level of accountability towards its stakeholders and actively promotes fair, transparent and ethical Corporate Governance practices. The Company is committed to maintain the highest standards of Corporate Governance and continue to improve the same from time to time. The Company has adopted the best practices of corporate governance over a period of time as per the provisions of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013. It is also committed to sound Corporate Governance principles and practices. Stakeholders' interests are considered, before making any business decision.

Corporate governance is essential for the growth, profitability and stability of any business. Aligning itself to this philosophy, the Company has placed Corporate Governance on a high priority. Thus, the Company, through its Board, Committees and Senior Managerial Personnel endeavour to strike and deliver the highest governing standards for the benefits of its Stakeholders. A report on compliance with principles of corporate governance as prescribed by SEBI in Chapter IV read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is given below:

**> Board of directors**

The Board is composed of eminent persons with considerable professional experience in diverse fields.

Your Company's Composition of Board of Directors is in conformity with Regulation 17 of SEBI (LODR), 2015 and SEBI (LODR) (Amendment) Regulations, 2018 and the Companies Act, 2013. The Board of your Company has an appropriate mix of Executive and Non – Executive Directors to maintain its independence. The Board periodically evaluates the need for change in its composition and size.

**Composition of Board as on 31st March, 2023:**

As on March 31, 2023, the Board of Directors of the Company comprised of 6 (Six) Members i.e. Mr. Nikul Jagdishchandra Patel is the Chairman & Managing Director – Executive Director of your Company, Mrs. Forum Nikul Patel - Non Executive Non Independent Director, Mr. Ketan Jagdishchandra Patel - Non Executive Non Independent Director, Mr. Umang Brijmohan Saraf, Mr. Pratik Ashvinbhai Shah and Mr. Suchit Kandarpar Amin are Independent Directors of your Company having professionalism and experience in corporate fields which enable them to contribute effectively to your Company and enhance the quality of Board's decision-making process.

None of the Directors on the Board hold directorships in more than 10 Public Companies (as specified in Section 165 of the Companies Act, 2013 ("the Act") or act as an Independent Director in more than 7 listed companies or 3 listed companies in case he/she serves as a Whole-Time Director in any listed Company (as specified in Regulation 25 of SEBI LODR). Further, none of the Directors on the Board is a member of more than 10 committees and chairman of more than 5 committees (as specified in Regulation 26 of SEBI LODR), across all the Indian public limited companies in which he/ she is a Director. Necessary disclosures regarding Committee positions in other public companies as on March 31, 2023 have been made by the Directors.

**> Independent Directors:**

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 Companies Act, 2013. All the Independent Directors have confirmed that they meet the criteria as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Companies Act, 2013. The maximum tenure of Independent Directors is in compliance with the Act. The Company has on its Board, experienced Independent Directors who have brought in independent judgment to Board's deliberations including issues of strategy, risk management and overall governance. They have played a pivotal role in safeguarding the interests of all stakeholders. The terms and conditions for appointment of the Independent Directors are disclosed on the website of the Company.

**> Board Procedures and flow of information:**

The Agenda for the meetings of the Board and its Committees are circulated in advance to the Directors to ensure enough time is provided to Director to prepare for the meetings. The Company Secretary attends all the meetings of the Board and its Committees and is, inter alia, responsible for recording the minutes of such meetings. The draft minutes of the Board and its Committees are sent to the members for their comments in accordance with the Secretarial Standards and then, the minutes are entered in the minutes book within 30 (thirty) days of the conclusion of the meetings, subsequent to incorporation of the comments, if any, received from the Directors. The Company adheres to the provisions of the Companies Act, 2013 read with the Rules issued thereunder, Secretarial Standards and Listing Regulations with respect to convening and holding the meetings of the Board of Directors and its Committees.

Apart from Board Members and the Company Secretary, the Board and Committee Meeting(s) are also attended by the Chief Financial Officer. The Company Secretary plays a key role in ensuring that the Board (including Committees thereof) procedures are followed and regularly reviewed. The Company Secretary is primarily responsible to assist and advise the Board in the conduct of affairs of the Company, to ensure compliance with applicable statutory requirements, to provide guidance to Directors, to facilitate convening of Meetings and acts as interface between the Management and Regulatory Authorities for Governance related matters of the Company.

**> Number of other board of directors or committees in which a directors is a member or chairperson as on March 31, 2023:**

Name	Category	Number of Board Membership	Number of Membership in Committees	Number of Chairmanship in Committees
Nikul Jagdishchandra Patel	Managing Director Executive	2	2	0
Foram Nikul Patel	Non Executive & Non Independent	1	2	0
Umang Brijmohan Saraf (till 12.08.2023)	Non Executive & Independent	1	1	1
Pratik Ashvinbhai Shah	Non Executive & Independent	1	3	2

Dhruv Ashokbhai Patel (till 28.05.2023)	Non Executive & Non Independent	1	2	0
Suchit Kandarp Amin	Non Executive & Independent	1	3	0
Ketan Jagdishchandra Patel (w.e.f. 28.05.2023)	Non Executive & Non Independent	1	0	0
Atul Chandrakantbhai Patel (w.e.f. 12.08.2023)	Additional Director - Non Executive & Independent	1	0	0

> Disclosure of Relationship between Directors inter-se:

Name of Director	Category	Relationship between the Directors
Nikul Jagdishchandra Patel	Managing Director - Executive	Mr. Nikul Jagdishchandra Patel is a husband of Mrs. Foram Nikul Patel
Foram Nikul Patel	Non Executive & Non Independent	Mrs. Foram Nikul Patel is a wife of Mr. Nikul Jagdishchandra Patel.
Umang Brijmohan Saraf (till 12.08.2023)	Non Executive & Independent	Mr. Umang Brijmohan Saraf is not related to any of the Directors on the Board.
Pratik Ashvinbhai Shah	Non Executive & Independent	Mr. Pratik Ashvinbhai Shah is not related to any of the Directors on the Board.
Dhruv Ashokbhai Patel (till 28.05.2022)	Non Executive & Non Independent	Dhruv Ashokbhai Patel is not related to any of the Directors on the Board.
Ketan Jagdishchandra Patel (w.e.f. 28.05.2022)	Non Executive & Independent	Ketan Jagdishchandra Patel is not related to any of the Directors on the Board.
Suchit Kandarp Amin	Non Executive & Non Independent	Suchit Kandarp Amin is not related to any of the Directors on the Board.
Atulkumar Chandrakantbhai Patel (w.e.f. 12.08.2023)	Non Executive & Independent	Atul Chandrakantbhai Patel is not related to any of the Directors on the Board.

## &gt; Number of shares and convertible instruments held by Non-Executive Directors:

Name of Director	Category	Number of Shares held	% of Shareholding
Nikul Jagdishchandra Patel	Managing Director - Executive	3,19,200	0.21%
Foram Nikul Patel	Non Executive & Non Independent	7,15,51,525 (as on 28.06.2023)	46.47%
Umang Brijmohan Saraf (till 12.08.2023)	Non Executive & Independent	Nil	Nil
Pratik Ashvinbhai Shah	Non Executive & Independent	Nil	Nil
Dhruv Ashokbhai Patel (till 28.05.2022)	Non Executive & Non Independent	Nil	Nil
Ketan Jagdishchandra Patel (w.e.f.28.05.2022)	Non Executive & Independent	Nil	Nil
Suchit Kandarp Amin	Non Executive & Non Independent	2,10,000	0.13%
Atulkumar Chandrakantbhai Patel (w.e.f. 12.08.2023)	Non Executive & Independent	Nil	Nil

## &gt; The details of attendance at Board Meetings held during the financial year 2022-23 and at the Annual General Meeting (AGM) &amp; Extra Ordinary General Meeting (EOGM) of the Company are detailed below.

Name	No.of Board Meeting held	Meeting Attended	Whether attended last AGM held on September 28, 2022	Whether attended last EOGM held on August 27, 2022
Nikul Jagdishchandra Patel	7	7	Yes	Yes
Foram Nikul Patel	7	7	Yes	Yes
Umang Brijmohan Saraf	7	7	Yes	Yes
Ketan Jagdishchandra Patel	6	6	Yes	Yes
Pratik Ashvinbhai Shah	7	7	Yes	Yes
Dhruv Ashokbhai Patel	1	1	No	No
Suchit Kandarp Amin	7	7	Yes	Yes

The necessary quorum was present for all the meetings held during the Financial Year 2022-23.

**> The details of attendance at Independent Directors' Meeting held during the financial year 2022-23:**

During the year, one meeting of the Independent Directors was held on March 29, 2023 and all the all three Independent Directors were present in the said meeting namely, Mr. UmangSaraf, Mr.Suchit Amin and Mr. Pratik Shah.

**> Details of directors seeking appointment / re-appointment as required under regulation 36 of the SEBI (Listing Obligations And Disclosure Requirements) regulations 2015 :**

Details of directors seeking appointment / re-appointment as required under regulation 36 of the SEBI (Listing Obligations And Disclosure Requirements) regulations, 2015 are attached with the Notice of Annual General Meeting dated **02/09/2023**.

**> Resignation of Independent Director:**

Mr. Umang Brijmohan Saraf had resigned from the office of Independent Director of the Company w.e.f August 12, 2023 due to cessation of his tenure and pre-occupation in other personal commitments, he was unable to devote his time and efforts in discharging his duties towards the Management of the Company as an Independent Director. Further, He had also confirmed that there are no other material reasons for his resignation as an Independent Director of the Company other than as stated in the Resignation Letter provided by him to the Company.

**> Senior Management:**

Mr. Ketan Jagdishchandra Patel is a Chief Financial Officer of the Company and Mrs. Nilam Viren Makwana is a Company Secretary and Compliance Officer of the Company.

During the year, there is no change in the Senior Management of the Company.

**> REMUNERATION TO DIRECTORS:**

**A. Remuneration Policy:**

Your Company has a well-defined Policy for Remuneration of the Directors, Key Managerial Personnel and other Employees. This Policy is available on the website of the Company at [www.dangeedums.com](http://www.dangeedums.com).

The Nomination and Remuneration Committee ("NRC") while deciding the basis for determining the compensation, both fixed and variable to the Non-Executive Directors, takes into consideration various factors such as Director's participation in Board and Committee Meetings during the year, other responsibilities undertaken, such as Membership or Chairmanship of Committees, time spent in carrying out other duties, role and functions as envisaged in Schedule IV of the Act and Listing Regulations.

The elements of remuneration package of Executive Directors include salary, benefits, etc. and is decided based on the individual performance as well as performance of the Company. The Non-Executive Directors are paid remuneration in the form of sitting fees for attending the meetings of the Board of Directors or any Committee thereof, as approved by the Board of Directors.

**B. Remuneration to Non-Executive Directors for the year ended March 31, 2023:**

Pursuant to the approval granted by the Members of the Company, the eligible Non-Executive Directors are

paid NIL sitting fees for the year ended March 31, 2023. The Non-Executive Directors were not granted stock options during the year under review.

### C. Remuneration paid/payable to the Whole Time Directors for the year ended March 31, 2023:

Remuneration to the Whole-time Directors is fixed by NRC and the approval of the Board of Directors and Shareholders at a General Meeting. The Company had paid the remuneration to the Whole-time Directors during the year ended March 31, 2023.

### > Committee Meetings of the Board:

The Company has three main Committees of the Board i.e.:

- A. Audit Committee
- B. Nomination and Remuneration Committee and
- C. Stakeholders Relationship Committee

### A. Audit Committee:

The Audit Committee is duly constituted in accordance with SEBI (LODR) Regulations 2015 and Section 177 of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of the Board and its Powers) Rules, 2014 as amended from time to time. It adheres to the terms of reference which is prepared in compliance with Section 177 of the Companies Act, 2013, and SEBI (LODR) Regulations 2015. During the financial year 2022-23, the Committee met five (5) times as on 28/05/2022, 02/08/2022, 09/08/2022, 10/11/2022 and 11/02/2023.

The Company Secretary acts as Secretary to the Audit Committee and no personnel has been denied access to the Audit Committee.

The Committee was reconstituted on 28.05.2022 due to changes in the Board of directors of the Company. Mr. Dhruv Ashokbhai Patel ceased as committee member and Mr. Suchit Kandarp Amin appointed as a member of the committee w.e.f. 28.05.2022.

Again the Committee was reconstituted on 12.08.2023 due to changes in the Board of directors of the Company. Mr. Umang Brijmohan Saraf ceased as Chairman and Mr. Atul Chandrakantbhai Patel appointed as a member of the committee w.e.f. 12.08.2023.

The details of Members attendance at the Audit committee meeting during the year are given below:-

Name Category & Position	No of Meetings held	No of Meetings attended
Mr. Umang B.Saraf Chairman (till 12.08.2023)	5	5
Mr. Pratik A. Shah Member	5	5
Mr. Dhruv A. Patel Member (till 28.05.2022)	1	1
Mr. Suchit K. Amin Member(w.e.f. 28.05.2022)	4	4
Mr. Atul Chandrakantbhai Patel (w.e.f. 12.08.2023)	-	-

## B. Nomination and Remuneration Committee

The Nomination and Remuneration Committee is constituted in accordance with SEBI (LODR) Regulations 2015 and Section 178 of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of the Board and its Powers) Rules, 2014 as amended from time to time. The Company Secretary acts as the Secretary to the committee and the Committee Members the Committee met 3 (Three times) on 28/05/2022, 02/08/2022, and 30/08/2022.

The Committee was reconstituted on 28.05.2022 due to changes in the Board of directors of the Company. The details of member's attendance at the committee meeting during the year are given below:

Name Category & Position	No of Meetings held	No of Meetings attended
Mr. Pratik Shah Chairman	3	3
Mr. Dhruv Patel Member (till 28.05.2022)	1	1
Mr. Suchit Amin Member	3	3
Foram Nikul Patel Member (w.e.f.28.05.2022)	2	2

Due to cessation of Mr. Dhruv Patel, Mrs. Foram Nikul Patel appointed as member w.e.f.28.05.2022.

## C. Stakeholders Relationship Committee

The Stakeholders Relationship Committee is constituted in compliance with the requirements of Section 178 of the Companies Act, 2013. The Company Secretary is the Compliance Officer, who acts as the Secretary to the Committee and the Committee met two (2) times on 28/05/2022 and 08/09/2022. The details of Stakeholders Relationship Committee alongwith the meetings and attendance of members are as follows:

Name Category & Position	No of Meetings held	No of Meetings attended
Mrs. Foram N. Patel Member	2	2
Mr. Suchit K. Amin Member	2	2
Mr. Pratik A. Shah Chairman	2	2

Particulars	Complaints
number of shareholders' complaints received during the financial year	0
number of complaints not solved to the satisfaction of shareholders	0
number of pending complaints	0

• **Chart or a Matrix setting out the Skills/Expertise/Competence of the Board of Directors:**

The Company's Board is a skills/expertise based Board comprising of Directors who collectively have the skills, knowledge and experience to effectively govern and direct the Company. The Board has identified the skills and attributes required from the Board which can be broadly categorized as follows:

- i) Knowledge of Company's business (i.e. Cake and Bakery Industry), policies, major risks/threats and potential opportunities, technical /professional skills and specialized knowledge of Company's business
- ii) Sales & Marketing skills,
- iii) Business strategy & Analytics, Critical & Innovative thinking
- iv) Corporate Management and Corporate Governance,
- v) Financial and Management skills, administration
- vi) Leadership and decision making
- vii) Behavioral skills - Attributes and competencies to use knowledge and skills for effective contribution to Company's growth
- viii) Risk identification - Legal, Human Resource and Regulatory compliance.

Based on the above skill matrix, the skills which are currently available with the Board have been mapped below:

<b>Name of Director</b>	<b>Nikul Jagdishchandra Patel</b>	<b>Foram Nikul Patel</b>	<b>Ketan Jagdishchandra Patel (w.e.f. 28.05.2022)</b>	<b>Umang Brijmohan Saraf</b>	<b>Pratik Ashvinbhai Shah</b>	<b>Dhruv Ashokbhai Patel (till 28.05.2022)</b>	<b>SuchitKandarp Amin</b>
Risk identification	•	•		•	•		
Behavioral skills	•	•	•	•	•	•	•
Leadership and decision making	•	•					
Financial and Management skills, administration	•	•	•	•	•	•	•
Corporate Management and Corporate Governance	•	•	•	•			
Business strategy & Analytics, Critical & Innovative thinking	•	•	•	•		•	
Sales & Marketing skills	•	•					
Knowledge of Company's business	•	•	•	•	•	•	•

**> General Body Meetings:****A. Annual General Meetings**

The date, time and venue of Annual General Meetings (AGMs) & Extra Ordinary General Meeting (EOGM) held during the last three years and the Special Resolutions passed thereat are as follows:

Financial Year	AGM/EOGM	Day & Date	Venue	Time	No. of Special resolutions passed
2019-20	AGM	September 28, 2020, Monday	Through Video Conferencing and other audio/video means ("VC/OAVM")	2:00 PM	-
2020-21	AGM	September 29, 2021, Wednesday	Through Video Conferencing and other audio/video means ("VC/OAVM")	3:00 PM	2
2021-22	EOGM	August 27, 2022 Saturday	Through Video Conferencing and other audio/video means ("VC/OAVM")	12:00 PM	1
2021-22	AGM	September 28, 2022, Wednesday	Through Video Conferencing and other audio/video means ("VC/OAVM")	2:30 PM	-

**B. Special Resolution(s) passed through Postal Ballot**

No Special Resolution was passed through Postal Ballot during the Financial year 2022-23

**C. Special Resolutions proposed to be passed in ensuing Annual General Meeting**

One (1) Special Resolution proposed to be passed in the ensuing Annual General Meeting to be held on 29th September, 2023.

**D. Procedure for Postal Ballot**

The Compliance of prescribed procedure for postal ballot as per the provisions contained in this behalf in the Companies Act, 2013 read with the rules made thereunder as amended from time to time for passing resolutions through postal ballot does not arise, as there was no Postal Ballot held during the FY 2022-23.

**> Means of Communication:****Financial Results:**

Company's Results are published in daily newspapers viz. Financial Express (English & Gujarati language), and are also displayed on Company's Website i.e. [www.dangeedums.com](http://www.dangeedums.com). All Periodical Compliance filings are electronically filed on NEAPS (Listing Portal of National Stock Exchange of India Limited) & on new Digital exchange portal of National Stock Exchange. The investor complaints are processed in a centralized web based complaints redressal system. Centralized database of all complaints received, online upload of the Action Taken Reports (ATRs) by the Company and online viewing by investors of actions taken on the complaint and its current status are updated / resolved electronically in the SEBI SCORES system.

**General Shareholders Information:**
**A. Company Registration Details**

The Company is registered in the state of Gujarat, India. The Corporate Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs (MCA) is L55101GJ2010PLC061983.

**B. Annual General Meeting:**

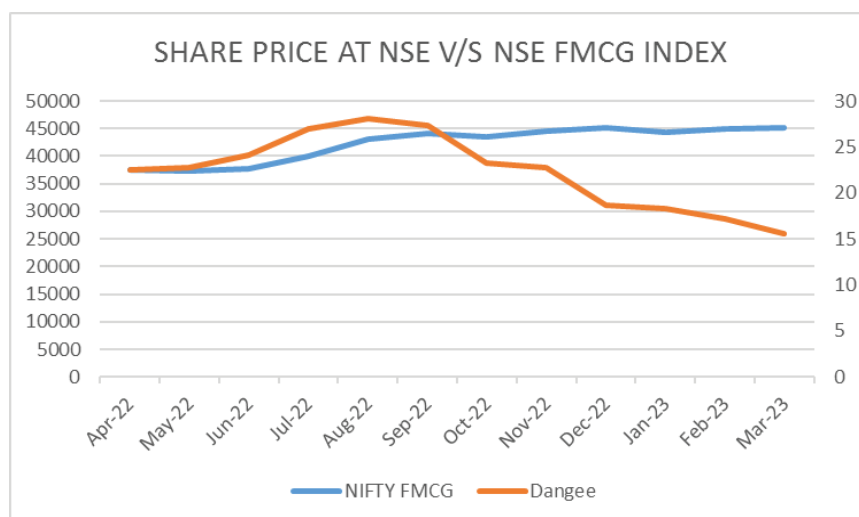
<b>CIN</b>	L55101GJ2010PLC061983
<b>Registered Address</b>	4/A, Ketan Society, Nr. Sardar Patel Colony, Naranpura, Ahmedabad Gujarat 380014 India
<b>Factory/Plant Location</b>	Plot no. 180, Shop No. G-1 To G-28, F-1 To F- 28 & S-1 To S-28, Devraj Industrial Park, Piplaj - Pirana Road, Piplaj, Ahmedabad, Gujarat - 382405, India.
<b>Website address</b>	www.dangeedums.com
<b>SCRIP Code</b>	DANGEE
<b>Designated Stock exchange</b>	<b>National Stock Exchange of India Ltd,</b> Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East) Mumbai – 400051, Maharashtra
<b>Correspondence address</b>	<b>CS Nilam Makwana</b> 4/A, Ketan Society Nr. Sardar Patel Colony, Naranpura Ahmedabad Gujarat 380014 India Telephone: +91 9512500570 E-Mail: cs@dangeedums.com, investors@dangeedums.com
<b>Registrar to the Issue</b>	<b>BIGSHARE SERVICES PRIVATE LIMITED</b> <b>Ahmedabad Address:</b> A-802, Samudra Complex Off. C G Road, (Near Grish Cold Drinks) Navrangpura Ahmedabad 380009 Tel.: 079 - 4002 4135 Website: www.bigshareonline.com Contact Person: Mr. Ramesh Nair (Branch Manager) Email: bssahd@bigshareonline.com
<b>Date &amp; Time of AGM</b>	September 29, 2023, Friday at 1:30 PM
<b>Venue of 13<sup>th</sup> AGM</b>	The Company is conducting the AGM through VC/OAVM pursuant to the MCA Circular dated May 05, 2020.
<b>Financial Year Book Closure Date</b>	April 01, 2022 to March 31, 2023 Book Closure will be from Saturday, September 23, 2023 to Friday, September 29, 2023, both days inclusive.
<b>E-Voting Period</b>	Tuesday, September 26, 2023 to be commenced at 9:00 AM to Thursday, September 28, 2023 till 5:00 PM

**> Annual Listing Fees to the Stock Exchanges:**

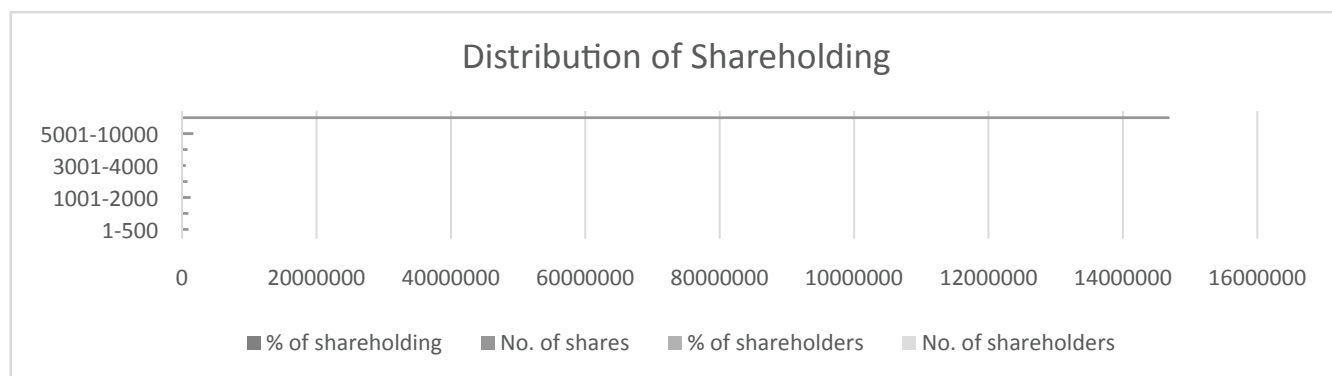
The Company hereby confirms that the Listing Fees as applicable for the Financial Year 2022-23 has been paid to the Stock Exchange on time.

**> Market Price during F.Y. 2022-23:**

Month	NSE		NIFTY FMCG	
	High	Low	High	Low
April 2022	24.83	20.07	38,808.70	36,229.90
May 2022	25.13	20.34	38,957.95	35,826.70
June 2022	26.87	21.26	39,280.75	36,024.05
July 2022	28.83	25.11	42,584.75	37,428.40
August 2022	30.33	25.87	43,870.05	42,126.85
September 2022	32.45	22.25	45,237.95	42,877.10
October 2022	25.40	21.00	44,670.80	42,461.80
November 2022	27.70	17.75	45,788.05	43,447.90
December 2022	20.35	17.05	46,331.20	44,057.80
January 2023	19.60	17.00	44,894.55	43,655.00
February 2023	19.35	15.05	46,398.70	43,550.10
March 2023	17.85	13.40	45,958.50	44,392.05

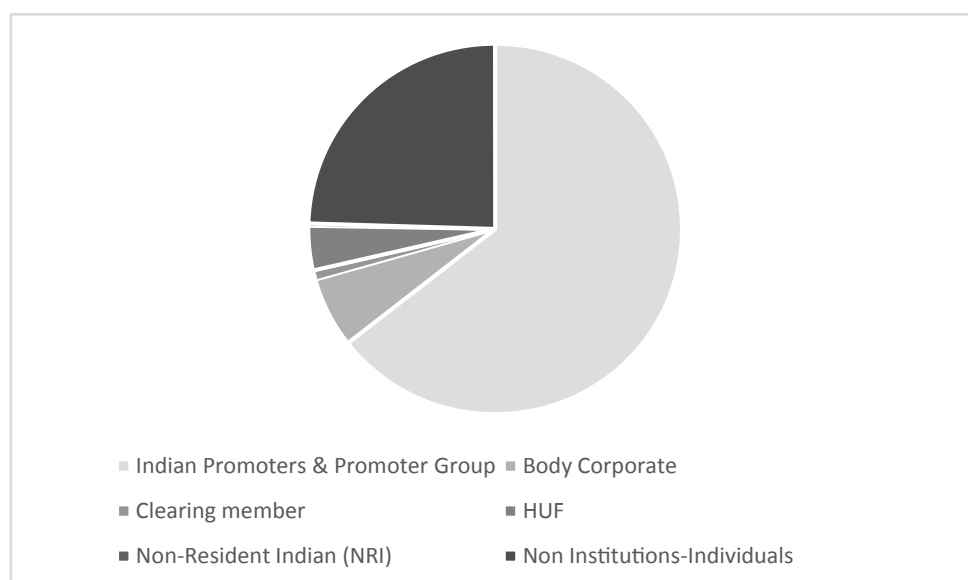

**> Distribution of Shareholding (by number of shares) as on March 31, 2023 is as under:**

No. of equity shares held	No. of shareholders	% of shareholders	No. of shares	% of shareholding
1-500	6908	67.80	961782	0.624
501-1000	1148	11.27	931211	0.604
1001-2000	828	8.12	1271529	0.825
2001-3000	319	3.13	824070	0.535
3001-4000	151	1.48	547294	0.355
4001-5000	174	1.70	820752	0.533
5001-10000	224	2.19	1690384	1.097
10001 and above	437	4.29	146927978	95.423



> Distribution of Shareholding (category wise) as on March 31, 2023 is as under:

Category	Total no. of shares held		Total shares	% of holding
	Demat	Physical		
<b>A. Promoter's holding</b>				
Indian Promoters & Promoter Group	99229500	0	99229500	64.45
<b>Sub total A</b>	<b>99229500</b>	<b>0</b>	<b>99229500</b>	<b>64.45</b>
<b>B. Non-Promoter holding (Public)</b>				
Body Corporate	9472342	0	9472342	6.15
Clearing member	1251207	0	1251207	0.2126
HUF	5942668	0	5942668	3.86
Non-Resident Indian (NRI)	324663	0	324663	0.21
Non Institutions-Individuals	37754620	0	37754620	24.52
<b>Sub total B</b>	<b>54745500</b>	<b>0</b>	<b>54745500</b>	<b>35.55</b>
<b>Total (A+B)</b>	<b>153975000</b>	<b>0</b>	<b>153975000</b>	<b>100</b>



**> Disclosure Pertaining to Share transfer system:**

The Company's shares are compulsorily dealt in the demat segment on stock exchanges. However, the shares in the physical form are processed by the Registrar and Share Transfer Agents. In order to expedite the process, the powers are delegated by the Board of Directors to the authority to approve the share transfer/ transmission of shares as and when require. The share transfer process is reviewed and noted by the Board/Committee time to time.

**> Dematerialization and liquidity of shares:**

The equity shares of the Company are available in Dematerialized Form with National Securities Depository Limited (NSDL) and Central Depository Services (India) Ltd., (CDSL). The Company's equity shares are compulsorily traded in dematerialized form. Demat Security Code (ISIN) for the equity shares is INE688Y01014. As on March 31, 2023, 100% equity shares of the Company are dematerialized except 160 shares are in Physical form.

**> Outstanding GDRs/ADRs/Warrants or any Convertible Instruments, Conversion Date and likely impact on Equity:**

Your Company does not have any outstanding GDRs/ ADRs/ Warrants/Convertible Instruments as on March 31, 2023.

**Employee Stock Options:**

The Company not allotted any shares under Employee Stock Options therefore detailed pertaining to Employee Stock Options are not applicable to during the year.

Commodity price risk or foreign exchange risk and hedging activities:

The Company manages foreign exchange risk and hedges to the extent considered necessary as and when required. The Company does not deal/trade in commodities and hence the disclosure is not required to be given.

**> Credit Ratings:**

The Company has not obtained any credit rating as no such requirement is applicable to the Company, as no funds have been mobilized through any debt instrument or any fixed deposit programme.

**Other Disclosures:****1. Related Party Transactions:**

All Related Party Transactions that were entered during the financial year were on an arm's length basis and were in the ordinary course of business and also in compliance with the applicable provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015. During the Financial Year 2022-23, there were no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large. All Related Party Transactions were placed before the Audit Committee and also before the Board for approval. The Company has formulated a policy on dealing with Related Party Transactions which specifies the manner of entering into Related Party Transactions. This policy has also been posted on the website of the Company and can be accessed through web link [www.dangeedums.com](http://www.dangeedums.com).

**2. Details of Non-Compliance**

There was no non-compliance during the year except mentioned hereunder and no strictures actions passed

on the Company by the Stock Exchanges, SEBI or any other Statutory Authority.

- Violation as per regulation 3(5) & 3(6) of SEBI prohibition of Insider trading regulations, 2015 : During the year till February 07, 2023, all entries to be maintained as per the prescribed regulations and were entered into an excel format and hence is temperable in nature.

#### **Response of the Board:**

The Board would like to clarify that initially the Company has maintained the SDD requirements into excel format and carried out all necessary entries pursuant to SEBI prohibition of Insider trading regulations, 2015 in that excel file and to maintain it's non tamperable nature, we strictly implemented a password of file. Further the Company has now already installed the SDD software, which is non tamperable, which adhere all requirements of SEBI prohibition of Insider trading regulations, 2015.

A Practising Company Secretary has certified the compliance of the conditions of Corporate Governance and annexed the certificate with the Directors' Report and sent the same to all the shareholders of the Company. The certificate shall also be sent to all the concerned Stock Exchanges along with the Annual Report filed by the Company.

### **3. Compliance with Accounting Standards**

The Ministry of Corporate Affairs issued "The Companies (Indian Accounting Standards) Rules, 2015 and amendment thereto "The Companies (Indian Accounting Standards) Rules, 2016 as converged version of International Financial Reporting Standard (IFRS). In the preparation of the financial statements, the Company has complied with the new Accounting Standards.

### **4. Vigil Mechanism / Whistle Blower Policy**

The Company has formulated Vigil Mechanism for Directors and employees of the Company to provide adequate safeguards against victimization of persons who use such mechanism and to report genuine concerns about unethical behaviour, actual or suspected fraud or violation of the Company's code of conduct or ethics policy in terms of provisions of Section 177(9) of the Companies Act, 2013 and Rules made there under and pursuant to Clause 22 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015. The said policy is available on Company's website i.e. [www.dangeedums.com](http://www.dangeedums.com).

### **5. Details of compliance with mandatory requirements and adoption of the non-mandatory requirements**

During the year the Company has complied with the requirements as stipulated in the Listing Regulations requiring it to obtain a certificate either from the Statutory Auditor or Practising Company Secretary regarding compliance of conditions of Corporate Governance. The Company has obtained a certificate to this effect from Practising Company Secretary and same is given as an Annexure to the Board's Report.

### **6. Subsidiaries**

The Company does not have any subsidiary Company.

### **7. MD & CFO Certification**

Since the Company does not have CEO, Company's MD and CFO have issued certificate pursuant to the provisions of Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Part B of Schedule II certifying that the financial statements do not contain any untrue statement and these statements represent a true and fair view of the Company's affairs.

**8. Share Capital Audit for Reconciliation of Capital**

Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Practising Company Secretary carried out the Share Capital Audit for all the applicable quarters of Financial Year 2022-23. The Audit Report confirms that there is no discrepancy in the issued, listed and paid-up capital of the Company.

**9. Code for Prevention of Insider Trading Practices**

The Company has formulated a comprehensive Code of Conduct for Prevention of Insider Trading for its designated persons, in compliance with Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time. Also, the Company, to enhance and improve governance, has adopted a tool from Bigshare Services Private Limited 'ITrack Service' which helps avoiding insider trading and monitors abusive self-dealing.

**10. Disclosure on audit and non-audit services rendered by the auditor**

The SEBI (Listing Obligations & Disclosure Requirements) (Amendments) Regulations, 2018 requires to disclose total fees paid to the auditors for audit and non-audit services rendered. The total fees paid to the Statutory Auditors for the financial year 2022-23 is as under:

<b>Payment to Statutory Auditors</b>	<b>FY 2022-23(Rs. in Lakhs)</b>
Audit Services	4.50
Non-Audit Services	1.275
<b>Total</b>	<b>5.775</b>

**11. Disclosure in relation to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013**

The Company has zero tolerance towards sexual harassment at workplace and has adopted Anti- Sexual Harassment Policy in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and Rules made thereunder. The said policy can be accessed through Company's Website [www.dangeedums.com](http://www.dangeedums.com).

**12. Disclosure pertaining to Disqualification of Directors**

The SEBI (Listing Obligations & Disclosure Requirements) (Amendments) Regulations, 2018 has introduced the requirement to obtain a certificate from a Company Secretary in Practice that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of the Company by the Board/ Ministry of Corporate Affairs or any such Statutory Authority.

In this regard, Company has obtained a Certificate from Mr. Devesh Khandelwal Practising Company Secretary, (Membership No. FCS 6897 COP: 4202) dated 02nd September, 2023 that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of the company by the Board/ Ministry of Corporate Affairs or any such Statutory Authority.

**13. Others:****A. Non-resident Shareholders:**

Non-resident Shareholders are requested to immediately notify:

- Change in their residential status on return to India for permanent settlement; and
- Particulars of their Non Resident Rupee Account, whether repatriable or not, with a bank in India, if not

furnished earlier.

**B. Updation of Shareholders details:**

1. Shareholders holding shares in physical form are requested to notify the changes to the Company/ its RTA, promptly by a written request under the signatures of sole/first joint holder; and
2. W.e.f. January 01, 2022 any service request shall be entertained by RTA only upon registration of the PAN, Bank Account details and Nomination.
3. Shareholders holding shares in electronic form are requested to send their instructions directly to their DPs.

C. Shareholders are requested to keep record of their specimen signature before lodgement of shares with the Company to obviate possibility of difference in signature at a later date.

D. Nomination of Shares: Section 72 of the Act extends nomination facility to individuals holding shares in physical form in companies. Shareholders, in particular, those holding shares in single name, may avail of the above facility by furnishing the particulars of their nominations in the prescribed Form No. SH-13 annexed to this report or download the same from the Company's website

E. Email Id registration: To support the green initiative, Shareholders are requested to register their email address with their DPs or with the Company's RTA, as the case may be. Communications in relation to Company like Notice of AGM/EGM and Annual Report are regularly sent electronically to such Shareholders who have registered their email addresses.

**14. Code of Conduct**

The Board of Directors has approved a Code of Business Conduct which is applicable to the Members of the Board and all Senior Management Personnel. The Code of Conduct is available on the Company's website i.e. [www.dangeedums.com](http://www.dangeedums.com). All Board Members and the Senior Management Personnel have affirmed compliance with the Code of Conduct for the year under review. The declaration of Chairman and Managing Director is given below:

**DECLARATION ON CODE OF CONDUCT**

The Company has adopted a "Code of Ethics and Business Conduct" which is applicable to all directors, officers and employees.

I confirm that the Company has in respect of the financial year ended on March 31, 2023, received from the members of the board and senior management personnel declaration of compliance with the code of conduct as applicable to them.

**Date: 02/09/2023**

**Place: Ahmedabad**

**Nikul J. Patel**  
**Chairman & Managing Director**  
**(DIN:01339858)**

## MD / CFO CERTIFICATE

To,  
The Board of Directors  
Dangee Dums Limited

As required under the Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule II part B of the Listing Regulations, we hereby certify that;

1. We have reviewed financial statements and the cash flow statement of Dangee Dums Limited for the year ended 31st March 2023 and that to the best of our knowledge and belief:

a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

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

2. There are, to the best of our knowledge and belief, no transactions entered by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.

3. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of Company's internal control systems pertaining to financial reporting. We have not come across any deficiencies in the design or operation of such internal controls.

4. We have indicated to the Auditors and the Audit Committee:

a) significant changes in Internal Control over Financial Reporting during the year;

b) significant changes in Accounting Policies during the year and that the same have been disclosed in the notes to the Financial Statements; and

c) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the Management or an employee having a significant role in the Company's Internal Control System over Financial Reporting.

**Date: 02/09/2023**

**Place: Ahmedabad**

**Ketan J. Patel**

**Director & Chief Financial Office**

**Nikul J. Patel**

**Chairman & Managing Director**

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

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

To,  
The Members of  
**DANGEE DUMS LIMITED**

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of DangeeDums Limited having CIN L55101GJ2010PLC061983 and having registered office at 4/A, Ketan Society, Nr. Sardar Patel Colony, Naranpura, Ahmedabad- 380014. (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

<b>Name of Director</b>	<b>DIN</b>	<b>Date of Appointment in the Company</b>
Nikul Jagdishchandra Patel	01339858	13/08/2010
Foram Nikul Patel	02017816	30/06/2017
Ketan Jagdishchandra Patel (w.e.f. 28.05.2022)	07408398	28/05/2022
Umang Brijmohan Saraf	00510800	30/06/2018
Pratik Ashvinbhai Shah	08958012	11/11/2020
Dhruv Ashokbhai Patel (till 28.05.2022)	05270487	19/12/2020
Suchit Kandarp Amin	05334794	14/08/2021

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

**Date: 02/09/2023**  
**Place: Ahmedabad**

**For, Khandelwal Devesh and Associates,**  
**Company Secretaries,**

**Devesh Khandelwal**  
**Proprietor**  
**FCS:6897**  
**COP No.:4202**  
**UDIN:F006897E000922405**

**CERTIFICATE ON CORPORATE GOVERNANCE TO THE MEMBERS OF DANGEE DUMS LIMITED**

To,  
The Members  
Dangee Dums Limited

We have examined the compliance of conditions of Corporate Governance by Dangee Dums Limited ("the Company") for the year ended on March 31, 2023 as stipulated in the applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, pursuant to the Listing Agreement of the Company with the Stock Exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to a review of procedures and implementations thereof adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statement of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. We further state that such compliance is neither an assurance as to the future viability of the Company nor the Efficiency or effectiveness with which the management has conducted the affairs of the Company.

**Date: 02/09/2023**  
**Place: Ahmedabad**

**For, Khandelwal Devesh and Associates,**  
**Company Secretaries,**

**Devesh Khandelwal**  
**Proprietor**  
**FCS:6897**  
**COP No.:4202**  
**UDIN:F006897E000922405**

**Annexure-“C”**  
**FORM NO. AOC -2**

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

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

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

Sr. No.	Name(s) of the related party and nature of relationship	Nature of Contracts/ Arrangements / Transactions	Duration of The Contracts/ Arrangements/ Transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Justification for entering into such contracts or arrangements or transactions	Date(s) of approval by the Board	Amount paid as advances, if any:	Date on which the special resolution was passed in general meeting as required under first proviso to section 188
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
	NIL							

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

Name (s) of the related party	Nature of relationship	Nature of contracts/ arrangement s/ transaction	Duration of the contracts/ arrangements / transaction	Salient terms of the contracts or arrangements or transaction including the value, if any	Date of approval by the Board, if any	Amount paid as advances, if any
(a)	(b)	(c)	(d)	(e)	(f)	(g)
Mr. Nikul J. Patel	Managing Director	Rent	1 <sup>st</sup> April, 2022 to 31 <sup>st</sup> March, 2023	Rent for Shop No G4, Ground Floor, Sigma Legacy, IIM Road, Panjrapole, Ambawadi, Ahmedabad. 53.45 lakhs	30.05.2023	NIL
Zipbooks Software Solutions Pvt. Ltd.	Managing Director of the Company is the Directors of Zipbooks Software Solutions Pvt. Ltd.	Software & Licence Fees	1 <sup>st</sup> April, 2022 to 31 <sup>st</sup> March, 2023	Software Updating and Maintenance for the Services and Software and Licence Fees. 8.15 lakhs	30.05.2023	NIL
Mr. Jagdishchandra B. Patel	Relative of Managing Director	Rent	1 <sup>st</sup> April, 2022 to 31 <sup>st</sup> March, 2023	Rent for Shop No 4/A, Ketan Society, Nr. Sardar Patel Colony, Naranpura, Ahmedabad, Gujarat 380014, India. 32.44 Lakhs	30.05.2023	NIL
Mrs. Daxaben Jagdishchandra Patel	Relative of Managing Director	Rent	1 <sup>st</sup> April, 2022 to 31 <sup>st</sup> March, 2023	Rent for Shop No G4, Ground Floor, Sigma Legacy, IIM Road, Panjrapole, Ambawadi, Ahmedabad. 8.88 Lakhs	30.05.2023	NIL

Nirman Infracon Pvt. Ltd.	Managing Director of the Company is one of the Directors of Nirman Infracon Pvt. Ltd	Purchase of fixed assets & other	1 <sup>st</sup> April,2022 to 31 <sup>st</sup> March, 2023	Purchase of fixed assets for the Company & Repair & maintenance expenses 11.15 Lakhs	30.05.2023	NIL
Uquire Equipo	Managing Director of the Company is one of the Partner of Uquire Equipo	Misc. expense	1 <sup>st</sup> April,2022 to 31 <sup>st</sup> March, 2023	Miscellaneous expenses 1.25 Lakhs	30.05.2023	NIL

**Date: 02/09/2023**  
**Place: Ahmedabad**

**By Order of the Board**  
**For, DANGEE DUMS LIMITED**

**Sd/-**  
**NIKUL JAGDISHCHANDRA PATEL**  
**CHAIRMAN & MANAGING DIRECTOR**  
**(DIN: 01339858)**

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**Annexure-“D”****Form No. MR-3****SECRETARIAL AUDIT REPORT****FOR THE FINANCIAL YEAR ENDED March 31, 2023****[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]**

To,  
The Members,  
Dangee Dums Limited  
4/A, Ketan Society,  
Near Sardar Patel Colony, Naranpura,  
Ahmedabad-380014, Gujarat.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **DANGEE DUMS LIMITED** (CIN: L55101GJ2010PLC061983) (hereinafter referred as “the Company”). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

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

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

- i. The Companies Act, 2013 (**the Act**) and the rules made there under.
- ii. The Securities Contracts (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 Borrowing. (**not applicable to the company during the audit period**)
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’):-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

(d) 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;

(e) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2021 **(not applicable to the company during the audit period)**

(f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 **(not applicable to the company during the audit period);**

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 **(not applicable to the company during the audit period);**

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **(not applicable to the company during the audit period);**

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

I have relied on the representations made by the Company and its officers for systems and mechanism formed by the Company for compliances system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the provisions of The Food Safety and Standards Act, 2006, The Legal Metrology (Packaged Commodities) Rules, 2011, The Factories Act, 1948, The Shops and Establishment Act, 1988 and rules made thereunder.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India;
- (ii) The Uniform Listing Agreement entered into by the Company with National Stock Exchange of India Limited (NSE ).

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above and subject to the following **observations**;

• **The Company failed to comply with the provisions of Regulation 3(5) and 3(6) of SEBI (PIT) Regulations, 2015 related to Structured Digital Database (SDD). During the year till February 07, 2023, all the entries to be maintained as per the prescribed regulations were entered into Excel and hence is tamperable in nature.**

**I further report that:**

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

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

**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** the Company has convened Extra Ordinary General Meeting on August 27, 2022 through Video Conferencing and Other Audio Visual Means ('VC/OAVM') and passed the following resolutions:

- a) To Consider and Approve Sub-Division of face value of the Equity Shares of the Company;
- b) To Consider and Approve increase in Authorised Share Capital of the Company and subsequent alteration of the capital clause of the Memorandum of Association;
- c) Approval for issue of 5,13,25,000 Bonus Equity Shares of Re. 1/- each;
- d) To Consider and Approve the change in terms of Appointment of Mr. Nikul Jagdishchandra Patel (DIN: 01339858), Director of the Company from “His Term of Appointment of Director is liable to retire by rotation” to “His Term of Appointment of Director is not liable to retire by rotation”;
- e) To Consider and Approve Re-Appointment of Mr. Nikul Jagdishchandra Patel (DIN: 01339858) as a Chairman and Managing Director of the Company;
- f) To Consider and Approve Appointment of Mr. Ketan Jagdishchandra Patel (DIN: 07408398) as Non-Executive, Non-Independent Director of the Company;

**I further report that** the Company has altered its Memorandum of Association (MOA) by amending Clause -V due to increase in the Authorized Capital of the Company by obtaining shareholder’s approval in Extra-Ordinary General Meeting held on August 27, 2022, during the reporting period.

**I further report that** the shareholders of the Company vide their meeting held on August 27, 2022 approved the split/sub-division of equity share having face value of Rs. 10/- each into face value of Re. 1/- each w.e.f. Record Date i.e. September 07, 2022 to give effect of split by obtaining shareholder’s approval in Extra-Ordinary General Meeting held on August 27, 2022, during the reporting period.

**I further report that** the Company has allotted 5,13,25,000 (Five Crores Thirteen Lacs Twenty Five Thousand) Bonus Share to the eligible members of the Company holding equity shares of Re.1/- each in the ratio of 1:2 i.e. One new bonus Equity Share of Re.1/- each for every Two existing fully paid up Equity Shares of Re.1/- each by obtaining shareholder’s approval in Extra-Ordinary General Meeting held on August 27, 2022, during the reporting period.

**I further report that** the shareholders of the Company vide their meeting held on August 27, 2022 had changed the terms of appointment of Mr. Nikul Jagdishchandra Patel, Chairman and Managing Director of the Company from “His Term of Appointment of Director is liable to retire by rotation” to “His Term of Appointment of Director is not liable to retire by rotation” during the reporting period;

**I further report that** there were no other instances of:

- (a) Public/Rights of Shares/Preferential Issue of Shares/debentures/sweat equity except bonus issue of 15,39,75,000 equity shares;
- (b) Redemption/buy-back of securities.
- (c) Merger/ amalgamation etc.
- (d) Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013
- (e) Foreign technical collaborations.

Date: 02/09/2023  
Place: Ahmedabad

For, M/s. Khandelwal Devesh & Associates,  
Company secretaries,

Devesh Khandelwal  
Proprietor  
FCS: 6897  
COP No.: 4202  
UDIN: F006897E000922350

**Note:** This report is to be read with my letter of even date which is annexed as Annexure herewith and forms and integral part of this report.

**Annexure to Secretarial Audit Report**

To,  
**The Members,**  
**DangeeDums Limited**  
4/A, Ketan Society,  
Near Sardar Patel Colony, Naranpura,  
Ahmedabad-380014, Gujarat.

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I have obtained the Management representations about the compliance of Laws, Rules and Regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable Laws, Rules, Regulations, Standards is the responsibility of management. My examination was limited to the verification of procedures on 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.

**Date: 02/09/2023**  
**Place: Ahmedabad**

**For, M/s. Khandelwal Devesh & Associates,**  
**Company Secretaries,**

**DeveshKhandelwal**  
**Proprietor**  
**FCS: 6897**  
**COP No.:4202**  
**UDIN:F006897E000922350**

**Annexure-“E”****REMUNERATION OF MANAGERIAL PERSONNEL**

The ratio of the remuneration of each director to the median employee's remuneration and other details in terms of sub-section 12 of Section 197 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

1. The ratio of the remuneration of each director to the median remuneration of the employees for the financial year and the percentage increase in remuneration of each director, CFO, CEO, CS in the financial year:

(Rs. In lakhs)

Name of Director/ KMP	Remuneration of Director/KMP for FY- 2022-23	% increase in remuneration in FY 2022-23	Ratio of remuneration of each Director to median remuneration of employees
<b>Executive Director</b>			
Nikul Jagdishchandra Patel (CMD)	NIL	NIL	NIL
<b>Non Executive Director</b>			
<b>Key Managerial Personnel</b>			
Ketan Jagdishchandra Patel (CFO)	17.93	54%	NIL
Nilam Viren Makwana	4.12	20%	NIL

- The median remuneration of employees of the Company during the year under review was Rs. 2.98 Lakhs.
- The increase in remuneration of Directors and Key Managerial Personnel during the financial year 2022-23 is provided in the table above.
- The percentage increase in the median remuneration of employees of the Company during the financial year: N.A
- The number of permanent employees on the rolls of Company: 75 as on March 31, 2023
- Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: The increase in the remuneration of median employees of the Company is in relation with the industrial standards of similar field.
- The Company affirms remuneration is as per the Remuneration Policy of the Company.

Date: 02/09/2023  
Place: Ahmedabad

By Order of The Board  
For, DANGEE DUMS LIMITED

Sd/-  
NIKUL JAGDISHCHANDRA PATEL  
CHAIRMAN & MANAGING DIRECTOR  
(DIN: 01339858)

**Annexure-“F”****CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND  
FOREIGN EXCHANGE EARNINGS AND OUTGO**

The information under Section 134(3) (m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 for the year ended March 31, 2023 is given here below and forms part of the Directors' Report.

**1. CONSERVATION OF ENERGY:**

Your Company is committed to adopt energy efficient practices across all its business units, offices, factories and outlets to reduce the consumption of power by analyzing power factor, maximum demand, working hours, load factor, specific energy consumption and monthly consumption. On the basis of energy audit, following energy conservation measures are taken:

- a) We have installed advanced energy saving equipment like usage of LED lighting etc. at all our major outlets and factory of the Company.
- b) Replacement of conventional fluorescent lights by LEDs in Administrative Office.
- c) Installation of capacitors which helps in controlling power factor.

**2. TECHNOLOGY ABSORPTION**

Efforts in brief made towards absorption, adaptation and innovation:

During the year, your Company implemented and kept check of the following in the areas of automation and technology upgradation:

- a) Wastage Management System
- b) Logistic Tracking System
- c) E-Commerce Website.

**3. RESEARCH AND DEVELOPMENT**

Your Company's R&D team is building significant capabilities in delivery of consumer winning innovations, new-to-the-market products, renovation of the core to meet the expectations of evolving consumer taste requirements. Also, stronger health and wellness work programs and food safety programs were carried out to ensure safety of the delivered products to consumers.

On the back of above, your Company is able to innovate in the core categories, launch new to the market disruptive innovations, renovate the core, build delightful healthier product offerings, and offer superior products at affordable price.

**4. FOREIGN EXCHANGE EARNING AND OUTGO**

The foreign exchange earnings and outgo details are as below:

Particulars	2022-23	2021-22
<b>Earning</b>	Nil	Nil
<b>Outgo</b>	Nil	Nil
Recruitment Expense	Nil	Nil
Advance for Property, Plant & Equipment	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>

Date: 02/09/2023  
Place: Ahmedabad

By Order of the Board  
For, DANGEE DUMS LIMITED

Sd/-  
NIKUL JAGDISHCHANDRA PATEL  
CHAIRMAN & MANAGING DIRECTOR  
(DIN: 01339858)

# INDEPENDENT AUDITOR'S REPORT

To,  
The Members of  
**DANGEE DUMS LIMITED**

## Report on the Audit of the Standalone Financial Statements

### Opinion

1. We have audited the Standalone financial statements of **DANGEE DUMS LIMITED** ("the Company"), which comprise the Balance Sheet as at **31st March, 2023** and the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information.

2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone financial statements give the information required by the Companies Act, 2013 (the 'Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March, 2023, and its loss, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

### Basis for Opinion

3. 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 Companies Act, 2013 and the Rules there under and we have fulfilled our 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

4. Key audit matters are those matters that, in our professional judgment were, of most significance in our audit of the, standalone financial statements of the current period.

These matters were addressed in the context of our audit, of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion, on these matters.

5. Key audit matter identified in our audit is on assessment of lease liability as follows:

Key audit matter	How our audit addressed the key audit matter
<b><u>Recognition of Deferred Tax Asset</u></b>	
Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the	Our audit procedures includes the following: <ul style="list-style-type: none"> <li>• Reviewing the accounting policy with</li> </ul>

<p>will be available against which the deductible temporary differences and the carry forward of unused tax losses can be utilized.</p> <p>The Company's ability to recognize previously un-recognized deferred tax assets is assessed by the management at the end of each reporting period, taking into account forecasts of future taxable profits and the applicable tax laws.</p> <p>As on reporting date, the Company has recognized total deferred tax assets (net) amounting to Rs. 482.92 Lakhs.</p> <p>The recognition of deferred tax asset is a key audit matter as its recoverability within the allowed time frame involves significant estimate of the financial projections, availability of sufficient taxable income in the future and significant judgements in the interpretation of tax regulations and tax positions adopted by the Company.</p> <p>Refer note 4(xvi) to accounting policies and note 11, 42 and 43 to the standalone Financial statements.</p>	<ul style="list-style-type: none"> <li>• Reviewing the accounting policy with respect to recognition of deferred taxes and for assessing compliance with Ind AS 12 'Income Taxes'.</li> <li>• Evaluating the projections of future taxable profits made by the management, corresponding calculations, testing the underlying data &amp; assumptions used &amp; performing sensitivity analysis.</li> <li>• Focusing on the adequacy &amp; appropriateness of the company's disclosures on deferred tax assets in accordance with the requirements of Ind AS 12 'Income Taxes'.</li> </ul>
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#### **Information other than the Standalone Financial Statements and Auditors' Report thereon.**

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

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

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

When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and as may be legally advised.

#### **Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements**

**7.** The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Standalone financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

#### **Auditors' Responsibilities for the Audit of the Standalone Financial Statements**

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

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

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

are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Standalone financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

**12.** 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.

**13.** 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.

**14.** 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**

**15.** 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 "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

**16.** 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 and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid Standalone financial statements comply with the Ind AS Specified under section 133 of the Act.

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

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

With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accor-

dance with the provisions of Section 197 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, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in the financial statements- Refer Note-45 of financial statement;

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

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company;

iv. (i) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, 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 Intermediaries shall, whether, directly or indirectly lend or invest in the 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.

(ii) The management has represented, that to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, 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 the other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) Based on such audit procedures applied by us, nothing has come to our notice that has caused us to believe that the representations made under sub clause (i) and (ii) contain any material misstatement.

v. The company has not declared or paid any dividend during the year hence the provisions of Section 123 of the Companies Act, 2013 are not 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 Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

**Place:** Ahmedabad

**Date:** 30/05/2023

**For, J.T. Shah & Co.**  
**Chartered Accountants,**  
**[Firm Regd. No. 109616W]**

**(A. R. Pandit)**  
**Partner**  
**[M. No. 127917]**  
**UDIN: 23127917BGRPDC7787**

## **ANNEXURE “A” TO INDEPENDENT AUDITORS’ REPORT**

Referred to in paragraph 15 of “**Report on Other Legal and Regulatory Requirements**” of our Report of even date to the Members of **DANGEE DUMS LIMITED** for the year ended **31st March, 2023**.

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

### **1. In respect of Property, Plant and Equipment :**

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

(ii) The Company has maintained proper records showing full particulars of intangible assets on the basis of available information.

**(b)** The property, plant and equipments were physically verified by the Management according to a phased programme at regular intervals which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. Pursuant to the programme, property, plant and equipments have been physically verified by the management during the year and no material discrepancies have been noticed on such verification.

**(c)** Based on the examination of the registered sale deed / transfer deed / conveyance deed provided to us, we report that, the title deeds of all the immovable properties of land and buildings (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements included in property, plant and equipment are held in the name of the Company as at the balance sheet date. In respect of immovable and movable properties that have been taken on lease and disclosed in the financial statements as right-of use asset as at the balance sheet date, the lease agreements are duly executed in favour of the Company.

**(d)** Company has not revalued its Property, Plant & Equipments and intangible assets during the year.

**(e)** No proceedings have been initiated or pending against the company for holding any benami property under the Benami Transaction (Prohibition) Act, 1988 and rules made there under.

### **2. In respect of its Inventories :**

**(a)** The physical verification of inventories during the year has been conducted at reasonable intervals by the management. In our opinion, the coverage and procedure of such verification by management is appropriate and no material discrepancies of 10% or more in aggregate for each class of inventories were noticed on such physical verification of inventories when compared with books of account.

**(b)** The company has not been sanctioned any working capital facilities in excess of Rs.5.00 Crores in aggregate from banks or financial institutions on the basis of security of current assets. Accordingly, clause 3(ii)(b) of Companies (Auditor’s Report) Order, 2020 is not applicable.

**3.** During the year, the company has not made any investment in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the clauses 3 (iii) (a) to (f) of the Companies (Auditor’s Report) Order, 2020 are not applicable to the company.

**4.** The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.

**5. In respect of Deposits:**

The company has not accepted any deposits or amount which are deemed to be deposits and hence the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under are not applicable to the company. Accordingly, clause 3(v) of Companies (Auditor's Report) Order, 2020 is not applicable.

**6. Cost Records:**

According to the information and explanations given to us, the Company is not required to maintain cost records as required by the central government under sub section (1) of section 148 of the Companies Act, 2013. Accordingly, clause (vi) of the (Auditor's Report) Order, 2020 is not applicable.

**7. In respect of Statutory Dues :**

**(a)** The Company is by and large regular in depositing with appropriate authorities undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income Tax, Duty of Customs, Value Added tax, cess and any other material statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect statutory dues were outstanding as at 31st March, 2023 for a period of more than six months from the date they became payable.

**(b)** There were no dues of Goods and Service tax, Income Tax, Sales tax, Provident Fund, Employees State Insurance, Duty of Excise, Duty of Customs, cess and any other statutory dues which have not been deposited on account of any dispute.

**8. In respect of Undisclosed Income Discovered in Income tax Assessment:**

There were no transactions that were not recorded in books of accounts and have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961. Hence, clause 3(viii) of Companies (Auditor's Report) Order, 2020 is not applicable to the company.

**9. In respect of Repayment of Loans:**

**(a)** In our opinion, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lenders.

**(b)** The company has not been declared as willful defaulter by any bank or financial institution or other lenders or government or government authority.

**(c)** During the year under consideration, no new term loan has been taken by the company.

**(d)** On an overall examination of the standalone financial statements of the Company, we report that the company has used funds raised on short-term basis aggregating to Rs.187.15 Lakhs for long-term purposes.

**(e)** The company has not taken any funds from any entity or person to meet obligations of its subsidiaries, associates or joint ventures. Hence, reporting under clause 3(ix)(e) of the Companies (Auditor's Report) Order, 2020 is not applicable to the Company.

**(f)** The company has not has raised any loans during the year on the pledge of securities held in its subsidiaries,

joint ventures or associate companies. Hence, clause 3 (ix)(f) of the Companies (Auditor's Report) Order, 2020 is not applicable to the Company.

**10. In respect of Public Offerings:**

**(a)** The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3 (x)(a) of the Companies (Auditor's Report) Order, 2020 is not applicable to the Company.

**(b)** The company has not made any preferential allotment or private placement of shares or convertible debentures during the year. Accordingly, clause 3(x)(b) of the Companies (Auditor's Report) Order, 2020 is not applicable to the Company.

**11. (a)** To the Best of our knowledge, no fraud by the Company or no material fraud on the company has been noticed or reported during the year.

**(b)** To the best of our knowledge, no report under sub-Section (12) of Section 143 of the Companies Act, 2013 has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Auditor and Auditor) Rules 2014 with the Central Government, during the year and up to the date of this report.

**(c)** As represented to us by the management, there were no whistle-blower complaints were received during the year and up to the date of this report by the company.

**12.** As the company is not a Nidhi Company, the Nidhi Rules, 2014 are not applicable to it. Accordingly, provisions of clause (xii) (a) to (c) of the Company's (Auditor's Report) Order, 2020 are not applicable to the Company.

**13.** The company has entered into transactions with related parties in compliance with the provisions of section 177 and 188 of the Companies Act 2013 where applicable and the details of related party transactions have been disclosed in the standalone financial statements as required under Indian Accounting Standard (Ind AS) 24 "Related Party Disclosure" specified under section 133 of the act.

**14. In respect of Internal Audit:**

**(a)** In our opinion, the company has an internal audit system commensurate with the size and nature of its business of the company.

**(b)** The internal audit reports of the company issued till the date of audit report, for the period under audit have been considered by us.

**15.** The Company has not entered in to any non-cash transactions with its directors or persons connected with him. Accordingly, clause 3(xv) of the Companies (Auditor's Report) Order, 2020 is not applicable to the Company.

**16. In Respect to the Provisions of Reserve Bank Of India Act 1934:**

**(a)** The company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause (xvi)(a) of the Company's (Auditor's Report) Order, 2020 is not applicable to the company.

**(b)** The company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, clause (xvi)(b) of the Company's (Auditor's Report) Order, 2020 is not applicable to the company.

**(c)** The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Hence, clause (xvi)(c) & (d) of the Company's (Auditor's Report) Order, 2020 is not applicable to

the company.

**17.** The Company has not incurred any cash losses in the financial year & immediately preceding financial year.

**18.** There has been no resignation of the statutory auditors during the year under consideration. Accordingly, clause (xviii) of the Company's (Auditor's Report) Order, 2020 is not applicable to the company.

**19.** On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating 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. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

**20.** According to the information and explanation given to us and the records of the company examined by us, there were no unspent amount required to be transferred to special account as required by Section 135 of the Companies Act, 2013. Accordingly, provisions of sub clause (a) and (b) of clause (xx) of the Company's (Auditor's Report) Order, 2020 are not applicable to the company.

**Place:** Ahmedabad

**Date:** 30/05/2023

**For, J.T. Shah & Co.**  
**Chartered Accountants,**  
**[Firm Regd. No. 109616W]**

**(A. R. Pandit)**  
**Partner**  
**[M. No. 127917]**  
**UDIN: 23127917BGRPDC7787**

## **ANNEXURE “B” TO INDEPENDENT AUDITORS’ REPORT**

Referred to in paragraph 16(f) of “**Report on Other Legal and Regulatory Requirements**” of our Report of even date to the Members of **DANGEE DUMS LIMITED** for the year ended **31st March, 2023**.

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

#### **Opinion**

We have audited the internal financial controls over financial reporting of **DANGEE DUMS LIMITED** (“the Company”) as of March 31, 2023 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

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 March 31, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

#### **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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditors’ Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

**Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

**Inherent Limitations of Internal Financial Controls over Financial Reporting**

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

**Place:** Ahmedabad  
**Date:** 30/05/2023

**For, J.T. Shah & Co.**  
**Chartered Accountants,**  
**[Firm Regd. No. 109616W]**

**(A. R. Pandit)**  
**Partner**  
**[M. No. 127917]**  
**UDIN: 23127917BGRPDC7787**

## Balance Sheet as at March 31, 2023

(Rs. in Lakhs)

Particulars		Note No.	As at March 31, 2023	As at March 31, 2022
<b>ASSETS</b>				
1	<b>Non-current assets</b>			
	(a) Property, plant and equipment	5	1,106.72	1,329.76
	(b) Other intangible assets	6	16.60	26.20
	(c) Right of use Asset	7	1,036.31	1,095.16
	(d) Financial assets			
	(i) Investments	8	13.57	24.01
	(ii) Loans	9	1,224.21	1,248.82
	(iii) Other Financial Assets	10	159.86	152.95
	(e) Deferred tax assets (net)	11	482.92	485.37
	(f) Other non-current assets	12	176.67	166.69
	<b>Total non - current assets</b>		<b>4,216.86</b>	<b>4,528.96</b>
2	<b>Current assets</b>			
	(a) Inventories	13	185.02	112.60
	(b) Financial assets			
	(i) Trade receivables	14	16.37	20.57
	(ii) Cash and cash equivalents	15	29.52	41.34
	(iii) Other bank balances	16	7.29	0.63
	(iv) Loans	17	22.83	Nil
	(v) Other financial assets	18	22.94	28.40
	(c) Current tax assets (Net)	19	11.68	9.70
	(d) Other current assets	20	32.44	46.30
	<b>Total current assets</b>		<b>328.09</b>	<b>259.54</b>
	<b>Total assets (1+2)</b>		<b>4,544.95</b>	<b>4,788.50</b>
<b>EQUITY AND LIABILITIES</b>				
1	<b>EQUITY</b>			
	(a) Share capital	21	1,539.75	1,026.50
	(b) Other equity	22	175.18	746.87
	<b>Total equity</b>		<b>1,714.93</b>	<b>1,773.37</b>
	<b>LIABILITIES</b>			
2	<b>Non-current liabilities</b>			
	(a) Financial liabilities			
	(i) Borrowings	23	476.63	766.41
	(ii) Lease Liability	24	1,066.26	1,116.59
	(ii) Other financial liabilities	25	1.00	2.13
	(b) Provisions	26	20.38	21.42
	(c) Other Non Current Liabilities	27	1.63	1.99
	<b>Total non - current liabilities</b>		<b>1,565.90</b>	<b>1,908.54</b>
3	<b>Current liabilities</b>			
	(a) Financial liabilities			
	(i) Borrowings	28	806.87	682.48
	(ii) Lease Liability	29	244.43	235.96
	(iii) Trade payables			
	(a) Due to Micro & Small Enterprises	30	4.01	Nil
	(b) Due to Other than Micro & Small Enterprises	30	75.60	56.04
	(iv) Other financial liabilities	31	112.26	109.32
	(b) Other current liabilities	32	20.95	22.79
	<b>Total current liabilities</b>		<b>1,264.12</b>	<b>1,106.59</b>
	<b>Total equity and liabilities (1+2+3)</b>		<b>4,544.95</b>	<b>4,788.50</b>
	<b>Summary of significant accounting policies</b>	4		

As per our report of even date attached herewith.

For, J. T. Shah &amp; Co

Chartered Accountants

(Firm Regd. No.109616W)

[A. R. Pandit]

Partner

(M.No. 127917)

Place : Ahmedabad

Date : 30/05/2023

For and on behalf of the Board of Directors of  
Dangee Dums LimitedNikul J. Patel  
Chairman & Managing  
Director  
(DIN: 01339858)Foram Patel  
Non Executive Director  
(DIN: 02017816)Ketan J Patel  
Chief Financial officerNilam Makwana  
Company Secretary &  
Compliance Officer

Place: Ahmedabad

Date : 30/05/2023

Statement of Profit and Loss for the year ended March 31, 2023 (Rs. in Lakhs)			
Particulars	Note No.	Year Ended March 31, 2023	Year Ended March 31, 2022
<b>Income</b>			
I Revenue from operations	33	2,553.44	2,056.23
II Other income	34	111.66	269.74
<b>III Total income (I + II)</b>		<b>2,665.10</b>	<b>2,325.97</b>
<b>Expenses</b>			
(a) Cost of materials consumed	35	668.03	566.63
(b) Purchases of stock-in-trade	36	230.54	111.10
(c) Changes in inventories of finished goods, stock-in-trade and work-in-progress	37	(36.60)	37.34
(d) Employee benefit expense	38	409.43	459.07
(e) Finance costs	39	274.22	303.40
(f) Depreciation and amortisation expense	40	523.64	599.29
(g) Other expenses	41	658.02	462.74
<b>IV Total Expenses</b>		<b>2,727.28</b>	<b>2,539.58</b>
<b>V Profit/(Loss) before tax (III- IV)</b>		<b>(62.18)</b>	<b>(213.61)</b>
<b>Tax Expense</b>			
(a) Current tax	42	Nil	Nil
(c) Deferred tax	42	0.72	(93.34)
<b>VI Total tax expense</b>		<b>0.72</b>	<b>(93.34)</b>
<b>VII Profit/(Loss) after tax (V - VI)</b>		<b>(62.90)</b>	<b>(120.26)</b>
<b>Other comprehensive income</b>			
(i) Items that will not be reclassified to profit or loss			
Remeasurements of the defined benefit plans	43	6.18	0.09
(ii) Income tax relating to items that will not be reclassified to profit or loss	43	(1.72)	Nil
<b>VIII Total other comprehensive income</b>		<b>4.46</b>	<b>0.09</b>
<b>IX Total comprehensive income for the year (VII+VIII)</b>		<b>(58.44)</b>	<b>(120.17)</b>
<b>X Basic &amp; diluted earnings per share of face value of Rs.1 each fully paid up.</b>			
(a) Basic	54	(0.04)	(0.08)
(b) Diluted	54	(0.04)	(0.08)
<div> <div> As per our report of even date attached herewith.  For, J. T. Shah &amp; Co  Chartered Accountants  (Firm Regd.No.109616W) </div> <div> For and on behalf of the Board of Directors of  Dangee Dums Limited </div> </div>			
[A. R. Pandit] Partner (M.No. 127917)		Nikul J. Patel Chairman & Managing Director (DIN: 01339858)	Foram Patel Non Executive Director (DIN: 02017816)
Place : Ahmedabad Date : 30/05/2023		Ketan J Patel Chief Financial officer Place: Ahmedabad Date : 30/05/2023	Nilam Makwana Company Secretary & Compliance Officer

<b>Cash Flow Statement for the Year ended March 31, 2023</b>		
	<b>(Rs. In Lakhs)</b>	
<b>Particulars</b>	<b>Year Ended March 31, 2023</b>	<b>Year Ended March 31, 2022</b>
<b>Cash flow from operating activities</b>		
Profit before tax	(62.18)	(213.61)
<b>Adjustments for :</b>		
Depreciation and amortisation expense	523.64	599.29
Finance costs	274.22	303.40
Provision for Doubtful Advances	Nil	28.83
Provision for Expected Credit Loss	0.63	Nil
Reversal of Expected Credit Loss	Nil	(15.86)
Gain on Cancellation of Lease	(4.23)	(124.10)
Loss on Discard of Property Plant & Equipment	0.33	20.11
(Gain)/Loss on sale of Current Non Current Investments (net)	Nil	(19.61)
Interest income	(105.68)	(106.88)
Dividend income	Nil	Nil
(Gain) / loss on fair valuation of Non Current Investment (net)	10.44	(3.29)
(Gain) / loss on fair valuation of Current Investments (net)	Nil	Nil
(Profit) / Loss on sale of Property, Plant & Equipment	0.01	0.23
<b>Operating profit before working capital changes</b>	<b>637.18</b>	<b>468.51</b>
<b>Changes in operating assets and liabilities:</b>		
(Increase)/Decrease in Inventories	(72.42)	49.23
(Increase)/Decrease in Trade receivables	3.57	160.81
(Increase)/Decrease in Other non-current financial asset	(18.34)	1.27
(Increase)/Decrease in Other current financial assets	(3.45)	(4.45)
(Increase)/Decrease in Other current assets	13.86	24.27
(Increase)/Decrease in Other non-current assets	(0.30)	(0.62)
Increase/(Decrease) in Other Non current Financial Liabilities	(1.13)	(0.07)
Increase/(Decrease) in Other Non current Liabilities	(0.36)	2.35
Increase/(Decrease) in Trade payable	23.56	14.32
Increase/(Decrease) in Other current Financial Liabilities	5.59	15.38
Increase/(Decrease) in Other current liabilities	(1.84)	7.71
Increase/(Decrease) in Provisions (current liabilities)	5.14	4.88
<b>Cash flow generated from operations</b>	<b>591.04</b>	<b>743.59</b>
Direct taxes paid (net)	(11.64)	(9.69)
<b>NET CASH FLOW FROM OPERATING ACTIVITIES (A)</b>	<b>579.40</b>	<b>733.90</b>
<b>Cash flows from investing activities</b>		
Purchase of Property, plant and equipments	(36.69)	(31.65)
Proceeds from sale of Property, plant and equipments	6.05	3.57
Interest received	33.57	8.23
(Increase)/Decrease in Non Current Loans	85.00	Nil
Sale of Non current Investments	Nil	35.81
Fixed Deposit	Nil	(0.03)
<b>NET CASH FLOW (USED) IN INVESTING ACTIVITIES (B)</b>	<b>87.93</b>	<b>15.93</b>
<b>Cash flows from financing activities</b>		
Proceeds of Long term borrowings	Nil	13.10
Repayment of Long-term borrowings	(275.75)	(225.09)
Payment of Principal portion Lease Liability	(239.35)	(220.09)
Interest on Lease Liability	(139.17)	(148.68)
Increase/(Decrease) in Short term Borrowing (Net)	110.35	(86.53)
Finance costs Paid	(135.25)	(147.11)
<b>NET CASH FLOW FROM FINANCING ACTIVITIES (C)</b>	<b>(679.16)</b>	<b>(814.40)</b>
<b>NET INCREASED IN CASH AND CASH EQUIVALENTS (A + B + C)</b>	<b>(11.82)</b>	<b>(64.57)</b>
Cash and cash equivalents at the beginning of the year	41.34	105.91
<b>Cash and cash equivalents at the end of the year</b>	<b>29.52</b>	<b>41.34</b>

<b>Notes:</b>		
<b>(i). Components of cash and cash equivalents at each balance sheet date:</b>		<b>(Rs. In Lakhs)</b>
<b>Particulars</b>	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
Cash on hand	24.74	36.70
Balances with Bank - In Current Account	4.78	4.64
<b>Total Cash and cash equivalents (Refer Note 15)</b>	<b>29.52</b>	<b>41.34</b>
(ii). The above cash flow statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard - 7 Cash Flow Statements specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014.		
<b>See accompanying notes forming part of the Financial Statements</b>		
<div> <div> As per our report of even date attached.  For, J. T. Shah &amp; Co  Chartered Accountants  (Firm Regd.No.109616W) </div> <div> For and on behalf of the Board of Directors of  Dangee Dums Limited </div> </div>		
	Nikul J. Patel Chairman & Managing Director (DIN: 01339858)	Foram Patel Non Executive Director (DIN: 02017816)
[A. R. Pandit] Partner (M.No. 127917) Place : Ahmedabad Date : 30/05/2023	Ketan J Patel Chief Financial officer  Place: Ahmedabad Date : 30/05/2023	Nilam Makwana Company Secretary & Compliance Officer

Statement of Changes in Equity for the year ended on March 31, 2023					
Equity Share Capital				(Rs. in Lakhs)	
Particulars			Note No.	Total	
Balance as on 1st April, 2021			21	1,026.50	
Changes in Equity Share Capital due to prior period errors				Nil	
Restated balance as on 1st April, 2021				1,026.50	
Changes during the year			21	Nil	
Balance as on 31st March, 2022				1,026.50	
Changes in Equity Share Capital due to prior period errors				Nil	
Restated balance as on 1st April, 2022				1,026.50	
Changes during the year			21	513.25	
Balance as on 31st March, 2023				1,539.75	
Other Equity					
(Rs. in Lakhs)					
Particulars	Note No.	Reserves and Surplus		Securities Premium Reserve	Total
		Retained Earnings			
		Profit and Loss	Other Comprehensive Income		
Balance as at 1st April, 2021	22	(2,087.80)	16.30	2,938.54	867.04
Profit/(Loss) for the year	22	(120.26)	Nil	Nil	(120.26)
Other comprehensive income for the year (Net of Tax)		Nil	0.09	Nil	0.09
Balance as at 31st March, 2022		(2,208.06)	16.39	2,938.54	746.87
Profit/(Loss) for the year	22	(62.90)	Nil	Nil	(62.90)
Other comprehensive income for the year (Net of Tax)		Nil	4.46	Nil	4.46
Transactions with owners in their capacity as owners:					
Capitalisation of Securities	22	Nil	Nil	(513.25)	(513.25)
Premium for Bonus share					
Balance as at 31st March, 2023	22	(2,270.96)	20.85	2,425.29	175.18
As per our report of even date attached herewith.					
For, J. T. Shah & Co			For and on behalf of the Board of Directors of		
Chartered Accountants			Dangee Dums Limited		
(Firm Regd. No.109616W)					
			Nikul J. Patel		Foram Patel
			Chairman & Managing Director		Non executive Director
			(DIN: 01339858)		(DIN: 02017816)
(A. R. Pandit)			Ketan J Patel		Nilam Makwana
Partner			Chief Financial officer		Company Secretary &
(M.No. 127917)					Compliance Officer
Place : Ahmedabad			Place: Ahmedabad		
Date : 30/05/2023			Date : 30/05/2023		

**Notes to financial statement for the year ended March 31, 2023****1. Corporate information:**

The Dangee Dums Limited ('the Company') is a listed company, incorporated on August 13, 2010 under the provisions of the Companies Act 1956, having its registered office at 4-A, Ketan Co-Op Housing Society Ltd, Opp. B D Patel House, Naranpura, Ahmedabad, Gujarat, India. The shares of the company are listed on NSE. The Company is engaged in the business of manufacturing and trading of Bakery & Confectionery Products. The Company has manufacturing plant located in state of Gujarat.

The financial statements are approved for issue by the Company's Board of Directors on May 30, 2023.

**2. Statement of compliance:**

The financial statements have been prepared with all material aspect with Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 (the Act) read with the Companies (Indian Accounting Standards) Rules, 2015 as amended. The accounting policies are applied consistently to all the periods presented in the financial statements.

**3. Basis of preparation:**

The financial statements have been prepared on accrual basis of accounting under historical cost convention, except for the following where the fair valuation have been carried out in accordance with the requirements of respective Ind AS:

- a. Employee defined benefit plans – Plan assets - Note 46.
- b. Financial Instruments recognised at FVTPL or FVTOCI - Note 48.

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, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

**4.1. Summary of significant accounting policies:****i) Use of estimates:**

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of income and expense for the periods presented. The estimates and assumptions used in the accompanying financial statements are based upon management's evaluation of relevant facts and circumstances as at the date of the financial statements. Management believes that the estimates used in the preparation of financial statements are prudent and reasonable. Actual results could differ from estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

**Critical Accounting Estimates and Judgements used in application of Accounting Policies:****a. Income Taxes**

Significant judgements are involved in determining the provision for Income Taxes, including amount expected to be paid / recovered for uncertain tax positions. (Also refer Note 11 and 42)

**b. Property, Plant and Equipment**

Property, plant and equipment represent a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful life and residual values of the Company's assets are determined by the Management at the time the asset is acquired and reviewed periodically, including at each financial year end. The life is based on historical experience with similar assets as well as anticipation of future events, which may impact their life such as changes in technology. (Refer Note 5)

**c. Impairment of Financial Assets**

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation based on empirical evidence available without undue cost or effort, existing market conditions as well as forward looking estimates at the end of each reporting period. (Refer Note 14 and 49)

**d. Defined Benefit Plan**

The cost of the defined benefit plan and other post-employment benefits and the present value of such obligations is determined using actuarial valuation. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. (Refer Note 38 and 46)

**e. Fair Value Measurement of Financial Instruments**

When the fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow (DCF) model. The inputs to these models are taken from observable markets, where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include consideration of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair values of financial instruments. (Refer Note 48)

**ii) Revenue recognition:**

Revenue from Contracts with Customers, revenue is recognised upon transfer of control of promised goods or services to customers. Revenue is measured at the fair value of the consideration received or receivable, excluding discounts, incentives, performance bonuses, price concessions, amounts collected on behalf of third parties, or other similar items, if any, as specified in the contract with the customer.

**Sale of Products**

Revenue from the sale of products is recognised at a point in time, upon transfer of control of products to the customers which coincides with their delivery and is measured at fair value of consideration received/receivable, net of discounts, amount collected on behalf of third parties and applicable taxes.

**Sale of Scrap**

Sale of scrap is recognised upon transfer of control of products to the customers which coincides with their delivery to customer.

**Rendering of services:****Franchise Fees**

Franchisee fee is recognised on accrual basis over the period of the relevant franchise agreement.

**Interest income**

Interest income is calculated by applying the effective interest rate to the gross carrying amount of the financial assets except when the financial asset is credit-impaired in which case the effective interest rate is applied

to the amortised cost of the financial asset. Effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's gross carrying amount on initial recognition.

**Dividend income**

Dividend income is recognised when the Company's right to receive the payment has been established.

**iii) Property, Plant & Equipment:****Property, Plant & Equipment**

Property, plant and equipment are tangible items that are held for use in the production or supply of goods and services, rental to others or for administrative purposes and are expected to be used during more than one period. The cost of an item of property, plant and equipment is recognised as an asset if and only, if it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. Freehold land is carried at cost less accumulated impairment losses if any. All other items of property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses. Cost of an item of property, plant and equipment comprises:

- Its purchase price, all costs including financial costs till commencement of commercial production are capitalized to the cost of qualifying assets. GST/Tax credit, if any, are accounted for by reducing the cost of capital goods;
- Any other costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

**Capital Work-in-progress**

Capital work in progress is stated at cost, comprising direct cost, related incidental expenses and attributable borrowing cost and net of accumulated impairment losses, if any. All the direct expenditure related to implementation including incidental expenditure incurred during the period of implementation of a project, till it is commissioned, is accounted as Capital work in progress (CWIP) and after commissioning the same is transferred / allocated to the respective item of property, plant and equipment. Pre-operating costs, being indirect in nature, are expensed to the statement of profit and loss as and when incurred.

**Derecognition of Property, Plant and Equipment:**

The carrying amount of an item of property, plant and equipment is derecognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss from the derecognition of an item of property, plant and equipment is recognised in the statement of profit and loss account when the item is derecognized.

**iv) Depreciation on Property, Plant & Equipment:**

Depreciation is provided on straight line method for property, plant and equipment so as to expense the cost over their estimated useful lives based on evaluation which are as indicated in Schedule II to Companies Act, 2013. The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

The estimated useful lives are mentioned below:

Nature of Assets	Useful life (in Years)
Buildings	30 / 9
Computer	6
Furniture & Fixtures	10
Office Equipments	5
Plant & Machinery	15
Vehicle	8
Intangible Assets	6

#### v) Intangible Assets and Amortization:

Intangible assets purchased are measured at cost or fair value as on the date of acquisition, as applicable, less accumulated amortisation and accumulated impairment, if any.

Intangible assets are amortised on a straight line basis over their estimated useful lives, commencing from the date the asset is available to the Company for its intended use.

Following initial recognition, intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, if any. Internally generated intangible assets, excluding capitalised development costs, are not capitalised and expenditure is reflected in the Statement of Profit and Loss in the year in which the expenditure is incurred.

The estimated useful life of the intangible assets and the amortisation period are reviewed at the end of each financial year and the amortisation period is revised to reflect the changed pattern, if any

#### vi) Impairment of Property, Plant & Equipment and intangible assets :

At the end of each reporting period, the Company reviews the carrying amounts of its Property, Plant & Equipment and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

Carrying amount equals to cost less accumulated depreciation and accumulated impairment losses recognised previously.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

**vii) Borrowing Costs:**

Interest and other costs that the Company incurs in connection with the borrowing of funds are identified as borrowing costs. The Company capitalises borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which it is incurred. A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use. The Company identifies the borrowings into specific borrowings and general borrowings. Specific borrowings are borrowings that are specifically taken for the purpose of obtaining a qualifying asset. General borrowings include all other borrowings except the amount outstanding as on the balance sheet date of specific borrowings for assets that are not yet ready for use. Borrowing cost incurred actually on specific borrowings are capitalised to the cost of the qualifying asset. For general borrowings, the Company determines the amount of borrowing costs eligible for capitalisation by applying a capitalisation rate to the expenditures on the qualifying asset based on the weighted average of the borrowing costs applicable to general borrowings. The capitalisation on borrowing costs commences when the Company incurs expenditure for the asset, incurs borrowing cost and undertakes activities that are necessary to prepare the asset for its intended use or sale. The capitalisation of borrowing costs is suspended during extended periods in which active development of a qualifying asset is suspended. The capitalisation of borrowing costs ceases when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are complete.

**viii) Inventories:****Raw Materials, Packing Materials, Stores and Spares**

Raw Materials, Packing Materials, Stores & Spares and consumables are valued at lower of cost (net of refundable taxes and duties) and net realisable value. Inventories are not written down below cost if the related finished products are expected to be sold at or above cost. Cost is determined on First-In-First-Out basis and includes all cost incurred in bringing the inventories to their present location and condition.

**Finished Goods and Work-in-progress**

Work-in-progress and finished goods are valued at lower of cost and net realisable value. Cost includes direct material and labour and a proportion of manufacturing overheads based on normal operating capacity. Cost in respect of Finished Goods and Work-In-progress are computed on Weighted Average Basis Method. Net Realizable Value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale. Obsolete, slow moving and defective inventories are identi-

fied and provision made wherever necessary.

**Stock in Trade**

Stock in Trade is valued at lower of cost and net realisable value. Cost is determined on FIFO basis.

**ix) Leases:**

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

**Company as a Lessee:**

The Company applies a single recognition and measurement approach for all leases. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

**a-Right-of-use Assets**

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets. If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment.

**b-Lease Liabilities**

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including insubstance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a

change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset. The Company's lease liabilities are included in Other non-current financial liabilities.

**c-Short-term leases and leases of low-value assets**

The Company has elected not to recognise right-of-use assets and lease liabilities for short term lease that have a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases on straight line basis as per the terms of the lease.

**x) Government Grants and Subsidies:**

Government grants are recognised when there is reasonable assurance that the Company will comply with the conditions attaching to them and that the grants will be received.

Government grants are recognised in profit or loss on a systematic basis over the periods in which the Company recognises as expenses the related costs for which the grants are intended to compensate.

Government grants that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Company with no future related costs are recognised in profit or loss in the period in which they become receivable.

The benefit of a government loan at a below-market rate of interest is treated as a government grant, measured as the difference between proceeds received and the fair value of the loan based on prevailing market interest rates.

**xi) Impairment of non – financial assets**

The Company reviews the carrying amount of its Property, Plant and Equipment, including Capital Work in progress of a "Cash Generating Unit" (CGU) at the end of each reporting period to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the Cash Generating Unit to which the asset belongs.

**Recoverable Amount is determined:**

i) In case of individual asset, at higher of the fair value less cost of disposal and value in use; and

ii) In case of cash generating unit (a company of assets that generates identified, independent cash flows), at the higher of the cash generating unit's fair value less cost to disposal and the value in use. If the recoverable amount of an asset (or cash generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is

reduced to its recoverable amount. An impairment loss is recognized immediately in the Statement of Profit and Loss.

**xii) Financial Instruments:**

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

**Financial Assets****a. Initial recognition and measurement**

At initial recognition, the Company measures a financial asset (which are not measured at fair value) through profit or loss at its fair value plus or minus transaction costs that are directly attributable to the acquisition or issue of the financial asset.

**b. Subsequent measurement**

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

- i) Financial assets measured at amortised cost;
- ii) Financial assets at fair value through profit or loss (FVTPL) and
- iii) Financial assets at fair value through other comprehensive income (FVTOCI).

The Company classifies its financial assets in the above mentioned categories based on:

- a) The Company's business model for managing the financial assets, and
- b) The contractual cash flows characteristics of the financial asset.

i) Financial assets measured at amortised cost :

A financial asset is measured at amortised cost if both of the following conditions are met:

- a) A financial asset is measured at amortised cost if the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and the Contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.
- b) Financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss.

ii) Financial assets at fair value through profit or loss (FVTPL):

Financial assets are measured at fair value through profit and loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognized in profit or loss.

iii) Financial assets at fair value through other comprehensive income (FCTOCI):

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business model whose objective is achieved by collecting

both contractual cash flows that gives rise on specified dates to solely payments of principal and interest on the principal amount outstanding and by selling financial assets.

A financial asset is measured at fair value through profit or loss unless it is measured at amortised cost or fair value through other comprehensive income. In addition, The Company may elect to designate a financial asset, which otherwise meets amortised cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch')

Trade receivables, Advances, Security Deposits, Cash and Cash Equivalents etc. are classified for measurement at amortised cost.

### **c. Derecognition**

The Company derecognizes a financial asset when contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

On derecognition of a financial asset in its entirety, the difference between the assets's carrying amount and the sum of the consideration received and receivable is recognized in the Statement of Profit and Loss.

### **d. Impairment**

The company assesses at the end of each reporting period whether a financial assets or group of financial assets is impaired. In accordance of Ind AS 109, the Company applies expected credit losses (ECL) model for measurement and recognition of loss allowance on the following:

- i. Trade receivables,
- ii. Financial assets measured at amortized cost (other than trade receivables and lease receivables),
- iii. Financial assets measured at fair value through other comprehensive income (FVTOCI).

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original effective interest rate.

In case of trade receivables, the Company follows a simplified approach wherein an amount equal to lifetime ECL is measured and recognized as loss allowance. As a practical expedient, the Company uses a provision matrix to measure lifetime ECL on its portfolio of trade receivables.

In case of other assets (listed as ii and iii above), the Company determines if there has been a significant increase in credit risk of the financial asset since initial recognition. If the credit risk of such assets has not increased significantly, an amount equal to 12-month ECL is measured and recognized as loss allowance. However, if credit risk has increased significantly, an amount equal to lifetime ECL is measured and recognized as loss allowance.

Subsequently, if the credit quality of the financial asset improves such that there is no longer a significant increase in credit risk since initial recognition, the Company reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial asset. 12-month ECL are a portion of the lifetime ECL which result from default events that are possible within 12 months from the reporting date. ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/expense in the Statement of Profit and Loss under the head 'Other expenses'.

ECL are measured in a manner that they reflect unbiased and probability weighted amounts determined by a range of outcomes, taking into account the time value of money and other reasonable information available as a result of past events, current conditions and forecasts of future economic conditions.

## **Financial Liabilities**

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

All financial liabilities are recognised initially at fair value and subsequently carried at amortised cost using the effective interest method.

The company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

### **b. Subsequent measurement**

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

- i) Financial liabilities measured at amortised cost.
- ii) Financial liabilities at fair value through profit or loss.

#### **i) Financial liabilities measured at amortised cost :**

All financial liabilities are measured at amortised cost. Any discount or premium on redemption/ settlement is recognised in the Statement of Profit and Loss as finance cost over the life of the liability using the effective interest method and adjusted to the liability figure disclosed in the Balance Sheet.

### **c. Derecognition**

Financial liabilities are derecognised when the liability is extinguished, that is, when the contractual obligation is discharged or cancelled or expiry. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

## **Offsetting of financial instruments**

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

liabilities simultaneously.

**Fair Value Measurement**

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 under current market conditions.

The Company categorizes assets and liabilities measured at fair value into one of three levels depending on the ability to observe inputs employed in their measurement which are described as follows:

(a) Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.

(b) Level 2 inputs are inputs that are observable, either directly or indirectly, other than quoted prices included within level 1 for the asset or liability.

(c) Level 3 inputs are unobservable inputs for the asset or liability reflecting significant modifications to observable related market data or Company's assumptions about pricing by market participants.

**xiii) Cash and cash equivalents**

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

**xiv) Foreign currency Transactions**

The functional currency of Dangee Dums Limited is Indian rupee. On initial recognition, all foreign currency transactions are translated into the functional currency using the exchange rates prevailing on the date of the transaction. As at the reporting date, foreign currency monetary assets and liabilities are translated at the exchange rate prevailing on the Balance Sheet date and the exchange gains or losses are recognised in the Statement of Profit and Loss.

**xv) Employee benefits****Short term employee benefits**

Short Term benefits are recognised as an expense at the undiscounted amounts in the Statement of Profit and Loss of the year in which the related service is rendered.

**Post employment benefits****a. Defined contribution plans**

The Employee and Company make monthly fixed Contribution to Government of India Em-

ployee's Provident Fund equal to a specified percentage of the covered employees' salary, Provision for the same is made in the year in which service are render by employee.

**b. Defined benefit plans**

The Liability for Gratuity to employees, which is a defined benefit plan, as at Balance Sheet date determined on the basis of actuarial Valuation based on Projected Unit Credit method.

The present value of the defined benefit obligations is determined by discounting the estimated future cash flows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expenses in the statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in balance sheet. Changes in present value of the defined benefit obligation resulting from plan amendment or curtailments are recognized immediately in profit or loss as past service cost.

**xvi) Income Taxes:**

Income tax expense represents the sum of tax currently payable and deferred tax. Tax is recognised in profit or loss except to the extent that it relates to items recognised directly in equity or in other comprehensive income.

**Current tax**

Current tax is determined on income for the year chargeable to tax in accordance on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Current tax items are recognised in correlation to the underlying transaction either in profit or loss or in OCI or directly in equity. The Company has provided for the tax liability based on the significant judgment that the taxation authority will accept the tax treatment.

**Deferred tax**

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the balance sheet and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences, unabsorbed losses and tax credits to the extent that it is probable that future taxable profits will be available against which those deductible temporary differences, unabsorbed losses and tax credits will be utilised. The carrying amount of deferred tax assets is reviewed at the end of financial year and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is expected to be settled or the asset realised, based on tax rates and tax laws that have been

substantively enacted by the balance sheet date. Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

**xvii) Provisions :**

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

**xviii) Earnings per equity share:**

Basic earnings per share is calculated by dividing the profit or loss for the period attributable to the equity holders of the Company by the weighted average number of ordinary shares outstanding during the year. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

**xix) Dividend:**

Final dividends on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the company's Board of Directors.

**xx) Cenvat, Service Tax, Vat & GST:**

GST credit on materials purchased for production / service availed for production / input service are taken into account at the time of purchase and GST credit on purchase of capital items wherever applicable are taken into account as and when the assets are acquired.

The GST credits so taken are utilized for payment of GST on goods sold. The unutilized GST credit is carried forward in the books.

**(xxi) Segment reporting**

The Chief Operational Decision Maker (CODM) monitors the operating results of its business Segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements. Operating segments are reported in a manner consistent with the internal reporting to the CODM.

**(xxii) Statement of Cash flows**

Cash flows are reported using the indirect method, whereby profit / (loss) before tax is adjusted for the effects of transactions of non cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

**(xxiii) Operating cycle**

The Operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle. Accordingly, all assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in Ind AS 1- 'Presentation of Financial Statements' and Schedule III to the Companies Act, 2013.

**4.2. Standards issued but not yet effective:**

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Rules, 2015 by issuing the Companies (Indian Accounting Standards) Amendment Rules, 2023, applicable from April 1, 2023, as below:

**Ind AS 1 – Presentation of Financial Statements:**

The amendments require companies to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information, together with other information, is material when it can reasonably be expected to influence decisions of primary users of general purpose financial statements. The Company does not expect this amendment to have any significant impact in its financial statements.

**Ind AS 12 – Income Taxes:**

The amendments clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations. The amendments narrowed the scope of the recognition exemption in paragraphs 15 and 24 of Ind AS 12 (recognition exemption) so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences. The Company is evaluating the impact, if any, in its financial statements.

**Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors:**

The amendments will help entities to distinguish between accounting policies and accounting estimates. The definition of a change in accounting estimates has been replaced with a definition of accounting estimates. Under the new definition, accounting estimates are "monetary amounts in financial statements that are subject to measurement uncertainty". Entities develop accounting estimates if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty. The Company does not expect this amendment to have any significant impact in its financial statements.

## Note 5: Property, Plant and Equipment

(Rs. in Lakhs)		Particulars	Office Building	Plant and Equipment	Office Equipment	Computer	Furniture	Vehicle	Total
<b>Gross Carrying Value as on April 1, 2021</b>			<b>774.86</b>	<b>705.50</b>	<b>23.52</b>	<b>27.32</b>	<b>633.26</b>	<b>157.51</b>	<b>2,321.97</b>
Addition during the year			6.76	3.12	3.05	0.53	7.45	Nil	20.92
Deduction during the year			24.02	Nil	Nil	Nil	52.05	24.71	100.78
<b>Gross Carrying Value as on March 31, 2022</b>			<b>757.60</b>	<b>708.62</b>	<b>26.57</b>	<b>27.85</b>	<b>588.66</b>	<b>132.80</b>	<b>2,242.11</b>
Addition during the year			14.87	1.91	3.48	0.64	13.34	Nil	34.25
Deduction during the year			1.24	Nil	Nil	Nil	1.33	54.22	56.80
<b>Gross Carrying Value as on March 31, 2023</b>			<b>771.24</b>	<b>710.53</b>	<b>30.05</b>	<b>28.49</b>	<b>600.67</b>	<b>78.58</b>	<b>2,219.56</b>
<b>Accumulated depreciation as on April 1, 2021</b>			<b>114.35</b>	<b>206.18</b>	<b>14.49</b>	<b>14.86</b>	<b>237.89</b>	<b>75.33</b>	<b>663.09</b>
Addition during the year			95.71	91.43	4.52	3.20	100.00	31.28	326.13
Deduction during the year			18.75	Nil	Nil	Nil	37.21	20.91	76.87
<b>Accumulated depreciation as on March 31, 2022</b>			<b>191.30</b>	<b>297.62</b>	<b>19.00</b>	<b>18.05</b>	<b>300.68</b>	<b>85.70</b>	<b>912.35</b>
Addition during the year			78.81	74.56	3.77	2.22	75.24	16.30	250.90
Deduction during the year			1.11	Nil	Nil	Nil	1.13	48.16	50.40
<b>Accumulated depreciation as on March 31, 2023</b>			<b>269.00</b>	<b>372.18</b>	<b>22.77</b>	<b>20.27</b>	<b>374.79</b>	<b>53.84</b>	<b>1,112.85</b>
<b>Net Carrying Value as on March 31, 2022</b>			<b>566.30</b>	<b>411.00</b>	<b>7.57</b>	<b>9.80</b>	<b>287.98</b>	<b>47.10</b>	<b>1,329.76</b>
<b>Net Carrying Value as on March 31, 2023</b>			<b>502.24</b>	<b>338.35</b>	<b>7.28</b>	<b>8.22</b>	<b>225.88</b>	<b>24.74</b>	<b>1,106.72</b>
<b>Notes:</b>									
<b>i. Assets pledged as security:</b>									
Refer Note. 52 for disclosure of assets pledged as security.									
<b>ii. Capitalised borrowing cost:</b>									
Borrowing Cost Capitalised on Property, Plant and Equipment during the year ended March 31, 2023 - Rs. Nil Lakhs (for the year ended March 31, 2022: Rs. Nil Lakhs).									
<b>iii. Contractual obligations:</b>									
Refer Note. 44 for disclosure of Contractual Commitments for the acquisition of property, Plant & Equipment.									
iv. Title deeds of immovable property other than proper taken on lease by duly executed lease agreement are held in the name of the company.									

Note 6 : Other Intangible Assets		
(Rs. in Lakhs)		
Particulars	Computer Software	Total
<b>Gross Carrying Value as on April 1, 2021</b>	<b>61.07</b>	<b>61.07</b>
Addition during the year	Nil	Nil
Deduction during the year	Nil	Nil
<b>Gross Carrying Value as on March 31, 2022</b>	<b>61.07</b>	<b>61.07</b>
Addition during the year	Nil	Nil
Deduction during the year	Nil	Nil
<b>Gross Carrying Value as on March 31, 2023</b>	<b>61.07</b>	<b>61.07</b>
<b>Accumulated amortisation as on April 1, 2021</b>	<b>23.34</b>	<b>23.34</b>
Addition during the year	11.53	11.53
Deduction during the year	Nil	Nil
<b>Accumulated amortisation as on March 31, 2022</b>	<b>34.87</b>	<b>34.87</b>
Addition during the year	9.60	9.60
Deduction during the year	Nil	Nil
<b>Accumulated amortisation as on March 31, 2023</b>	<b>44.47</b>	<b>44.47</b>
Net Carrying Value as on March 31, 2022	26.20	26.20
Net Carrying Value as on March 31, 2023	16.60	16.60

Note 7 : Right-to-use Asset		
(Rs. in Lakhs)		
Particulars	Right-to-use Asset	Total
<b>Gross Carrying Value as on April 1, 2021</b>	<b>1,422.65</b>	<b>1,422.65</b>
Addition during the year in respect of new leases	83.80	83.80
Deduction during the year in respect of cancelled leases	(149.66)	(149.66)
Amortisation expense	(261.63)	(261.63)
<b>Gross Carrying Value as on March 31, 2022</b>	<b>1,095.16</b>	<b>1,095.16</b>
Addition during the year in respect of new leases	210.75	210.75
Deduction during the year in respect of cancelled leases	(6.46)	(6.46)
Amortisation expense	(263.14)	(263.14)
<b>Gross Carrying Value as on March 31, 2023</b>	<b>1,036.31</b>	<b>1,036.31</b>

(Rs. in Lakhs)			
8	<b>Non Current Investments</b>	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
(a)	<b>Investments in other equity instruments at Fair Value Through Profit &amp; Loss (unquoted)</b> 365 shares (PY:365 shares) of The United Co operative Bank Limited of face value Rs. 500 each fully paid up.	1.83	1.83
(b)	<b>Investments in other equity instruments at Fair Value Through Profit &amp; Loss (quoted)</b> 58312 Shares (PY:58312 Shares) of Sagardeep Alloys of Face Value Rs. 10/- each fully paid up	11.74	22.18
	<b>Total</b>	<b>13.57</b>	<b>24.01</b>
	Aggregate amount of quoted investment - At cost	22.19	22.19
	Aggregate amount of unquoted investment - At cost	1.83	1.83
(Rs. in Lakhs)			
9	<b>Non-Current Loans</b>	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
	<b>Unsecured, considered good</b>		
	Inter-Corporate Loans	758.91	796.49
	Loans to others	465.30	452.33
	<b>Total .....</b>	<b>1,224.21</b>	<b>1,248.82</b>
(Rs. in Lakhs)			
10	<b>Other Non-Current Financial Assets</b>	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
	<b>Unsecured, considered good</b>		
	Security Deposits	42.27	24.53
	Lease Deposits	117.59	112.32
	Fixed Deposit with bank (original maturity more than 1 year from balance sheet date)	Nil	6.30
	Deferred Income on Loan	Nil	9.80
	<b>Total .....</b>	<b>159.86</b>	<b>152.95</b>
(Rs. in Lakhs)			
11	<b>Deferred Tax Assets (Net)</b>	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
	Time difference of depreciation as per Tax Provision and Company Law on Property, Plant and Equipment	271.19	274.67
	Unpaid Liabilities Allowable under Income Tax Act, 1961 in succeeding years u/s 43B on Payment basis	6.82	5.96
	Allowance for Expected Credit Losses	8.25	Nil
	Unused Tax Credit	196.66	204.74
	<b>Total Deferred Tax Assets</b>	<b>482.92</b>	<b>485.37</b>
	<b>Net Deferred Tax Asset</b>	<b>482.92</b>	<b>485.37</b>

<b>Movements in Deferred Tax Liabilities</b>	<b>Time difference of depreciation as per Tax Provision and Company Law on Property, Plant and Equipment</b>	<b>Unpaid Liabilities Allowable under Income Tax Act, 1961 in succeeding years u/s 43B on Payment basis</b>	<b>Allowance for Expected Credit Losses</b>	<b>Unabsorbed Depreciation</b>
<b>At April 01, 2021 *</b>	<b>267.83</b>	<b>1.22</b>	<b>4.47</b>	<b>118.50</b>
(Charged)/credited:				
- to profit or loss	6.84	4.74	(4.47)	86.24
- to other comprehensive income	Nil	Nil	Nil	Nil

<b>At March 31, 2022 *</b>	<b>274.67</b>	<b>5.96</b>	<b>Nil</b>	<b>204.74</b>
(Charged)/credited:				
- to profit or loss	(3.48)	2.58	8.25	(8.08)
- to other comprehensive income	Nil	(1.72)	Nil	Nil
<b>At March 31, 2023 *</b>	<b>271.19</b>	<b>6.82</b>	<b>8.25</b>	<b>196.66</b>

\* Figures in bracket denotes deferred tax liability.

(Rs. in Lakhs)

<b>12</b>	<b><u>Other Non-Current Assets</u></b>	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
	<b>Unsecured, considered good</b>		
	Prepaid Expenses	2.75	2.44
	Advance for Property, Plant and Equipment	178.83	178.83
	Less: Allowance for Expected Credit losses on doubtful advances	(28.83)	(28.83)
		<b>150.00</b>	<b>150.00</b>
	Advance tax and Tax deducted at source	23.92	14.25
	Less: Provision for Income tax	Nil	Nil
	Advance Income Tax (net)	<b>23.92</b>	<b>14.25</b>
	<b>Total .....</b>	<b>176.67</b>	<b>166.69</b>
	<b>Notes:</b>		
	i. Movement of allowance for Expected Credit Loss on doubtful advances		
			(Rs. In Lakhs)
	<b>Movement in allowance for doubtful advances during the year</b>	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
	Balance at the beginning of the year	28.83	Nil
	Add : Expected credit loss allowance made during the year	Nil	28.83
	Less : Reversal of allowance made during the year	Nil	Nil
	<b>Closing Balance</b>	<b>28.83</b>	<b>28.83</b>
			(Rs. In Lakhs)
<b>13</b>	<b><u>Inventories</u></b>	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
	Raw materials	73.95	37.31
	Work-in-Process	26.02	23.94
	Finished Goods	29.75	22.68
	Consumables	4.73	5.55
	Stock in Trade	50.57	23.12
	<b>Total .....</b>	<b>185.02</b>	<b>112.60</b>

<b>14</b>	<b><u>Trade receivables</u></b>	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
	<b>Trade Receivables (Unsecured)</b>		
	Trade Receivable Considered Good	8.15	12.50
	Trade Receivable Credit Impaired	9.05	8.27
		17.20	20.77
	Less: Allowance for Expected Credit losses	(0.83)	(0.20)
	<b>Total</b>	<b>16.37</b>	<b>20.57</b>
	<b>Notes:</b>		
	i. The Company provides an allowance for impairment of doubtful accounts based on financial condition of the customer, aging of the trade receivable and historical experience of collections from customers. The activity in the allowance for impairment of trade receivables is given below:		
			(Rs. In Lakhs)
	<b>Allowance Movement for Trade Receivables</b>	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
	Balance at the beginning of the year	0.20	16.06

Add : Expected credit loss allowance made during the year		0.63	Nil	
Less : Reversal of allowance made during the year		Nil	(15.86)	
Closing Balance		0.83	0.20	
ii. Refer Note. 52 for disclosure of trade receivables pledged as security.				
iii. Trade receivable ageing schedule as at March 31st, 2023 & March 31st, 2022:				
(Rs. In Lakhs)				
Gross outstanding as on March 31st, 2023	Disputed Trade Receivable		Undisputed Trade Receivable	
	Credit impaired	Considered good	Credit impaired	Considered good
Not due	Nil	Nil	Nil	Nil
Due less than 3 months	Nil	Nil	Nil	8.15
Due for 3 to 6 months	Nil	Nil	2.02	Nil
Due for more than 6 months to 1 year	Nil	Nil	0.76	Nil
Due for more than 1 year to 2 year	Nil	Nil	Nil	Nil
Due for more than 2 year to 3 year	Nil	Nil	6.27	Nil
Due for more than 3 year	Nil	Nil	Nil	Nil
Total .....	Nil	Nil	9.05	8.15
(Rs. In Lakhs)				
Gross outstanding as on March 31st, 2022	Disputed Trade Receivable		Undisputed Trade Receivable	
	Credit impaired	Considered good	Credit impaired	Considered good
Not due	Nil	Nil	Nil	3.66
Due less than 3 months	Nil	Nil	Nil	8.84
Due for 3 to 6 months	Nil	Nil	1.12	Nil
Due for more than 6 months to 1 year	Nil	Nil	0.87	Nil
Due for more than 1 year to 2 year	Nil	Nil	6.27	Nil
Due for more than 2 year to 3 year	Nil	Nil	Nil	Nil
Due for more than 3 year	Nil	Nil	Nil	Nil
Total .....	Nil	Nil	8.27	12.50

(Rs. In Lakhs)			
15	<b>Cash &amp; Cash Equivalents</b>	As at March 31, 2023	As at March 31, 2022
	Cash on hand	24.74	36.70
	Bank Balance	4.78	4.64
	<b>Total</b>	<b>29.52</b>	<b>41.34</b>
	<b>Notes:</b>		
	i. During the year, the company has not entered into any non cash transaction on investing & financing activities.		

(Rs. In Lakhs)			
16	<b>Other Bank Balances</b>	As at March 31, 2023	As at March 31, 2022
	Deposits With Bank (having original maturity date more than 3 months but less than 12 months)	7.29	0.63
	<b>Total</b>	<b>7.29</b>	<b>0.63</b>
(Rs. In Lakhs)			
17	<b>Current Loans</b>	As at March 31, 2023	As at March 31, 2022
	Unsecured, considered good		
	Inter-Corporate Loans	22.83	Nil
	<b>Total</b>	<b>22.83</b>	<b>Nil</b>

(Rs. In Lakhs)			
18	<b>Other Current Financial Assets</b>	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
	Advance Recoverable	22.94	19.49
	Deferred Income on Loan	Nil	8.91
	<b>Total</b>	<b>22.94</b>	<b>28.40</b>
(Rs. In Lakhs)			
19	<b>Current Tax Assets (Net)</b>	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
	<b>Advance Income Tax :</b>		
	Advance tax and Tax deducted at source	11.68	9.70
	Less: Provision for Income tax	Nil	Nil
	<b>Total</b>	<b>11.68</b>	<b>9.70</b>
(Rs. In Lakhs)			
20	<b>Other Current Assets</b>	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
	Advances to suppliers	6.91	5.52
	Loans and advance to employees	1.28	29.05
	Prepaid Expenses	20.47	10.16
	Balances with Statutory Authorities	3.78	1.57
	<b>Total .....</b>	<b>32.44</b>	<b>46.30</b>
(Rs. In Lakhs)			
21	<b>Equity Share Capital</b>	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
	<b>[i] Authorised Share Capital:</b> 16,00,00,000 Equity shares of Face Value Rs.1 each (as at March 31, 2022 : 1,10,00,000 equity shares of Face Value Rs. 10 each) (Refer Note 1 Below)	1,600.00	1,100.00
	<b>[ii] Issued, Subscribed &amp; Paid-up Capital :</b> 15,39,75,000 equity shares of Face Value Rs. 1 each fully paid (as at March 31, 2022 : 1,02,65,000 equity shares of Rs.10 each fully paid) (Refer Note 1 & 2 Below)	1539.75	1,026.50
	<b>Total .....</b>	<b>1,539.75</b>	<b>1,026.50</b>

(a)	Reconciliation of the number of shares outstanding and the amount of share capital as at March 31, 2023 and March 31, 2022 is set out below:-			
Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of Shares	Amount (Rs. In Lakhs)	No. of Shares	Amount (Rs. In Lakhs)
Shares at the beginning of the year (Before adjustment of sub-division of shares)	10,265,000	1,026.50	10,265,000	1,026.50
Add: On account of sub-division of equity share (Refer Note 1 below)	92,385,000	Nil	Nil	Nil
Add: Bonus shares issued during the year (Refer Note 2 Below)	51,325,000	513.25	Nil	Nil
<b>Outstanding at the end of the year</b>	<b>153,975,000</b>	<b>1,539.75</b>	<b>10,265,000</b>	<b>1,026.50</b>

<b>Notes:</b>				
1 - Pursuant to approval of the Members in Extraordinary General Meeting dated 27 August, 2022:				
1.1 - Sub-division of each existing equity share of face value of Rs. 10 into 10 equity shares of face value of Rs.1 fully paid-up and consequently the number of issued capital was increased from 1,02,65,000 equity shares of face value of Rs. 10 each into 10,26,50,000 equity shares of face value of Re. 1 each. This has been considered for calculating weighted average number of equity shares for year ended 31 March, 2022 as per Ind AS 33-Earnings Per Share.				

	1.2 - Authorised share capital of the Company was increased from Rs. 1100 Lakhs consisting of 1,10,00,000 equity shares of face value of Rs. 10 each to Rs. 1600 Lakhs consisting of 16,00,00,000 equity shares of face value of Re. 1 each post sub-division.					
	2. Subsequent to said approval, the Company has allotted 5,13,25,000 equity shares of face value of Re. 1 each as bonus shares in the proportion of one bonus equity share of face value of Re. 1 for every 2 equity share of face value of Re. 1 held as on the record date.This has been considered for calculating weighted average number of equity shares for year ended 31 March, 2022 as per Ind AS 33-Earnings Per Share.					
(b)	The details of shareholders holding more than 5% shares is set out below.					
	Name of Shareholder	As at March 31, 2023		As at March 31, 2022		
		No. of Shares	% held	No. of Shares	% held	
	Foram Patel	71,967,525	46.74%	4,797,835	46.74%	
	Ravi Patel	26,717,775	17.35%	1,781,185	17.35%	
	AEML Investments Limited	7,155,000	4.65%	527,000	5.13%	
	Each of the share holders has right give one vote per share. In the event of liquidation of the Company, the equity shareholders shall be entitled to proportionate share of their holding in the assets remaining after distribution of all preferential amounts.					
(c)	The details of promoter & Promoter group shareholding are as under:					
	Name of Shareholder	As at March 31, 2023		As at March 31, 2022		% Change
		No. of Shares*	% held	No. of Shares	% held	
	Foram Patel	71,967,525	46.74%	4,797,835	46.74%	0%
	Ravi Patel	26,717,775	17.35%	1,781,185	17.35%	0%
	Nikul Patel	319,200	0.21%	21,280	0.21%	0%
	Daxaben Patel	75,000	0.05%	5,000	0.05%	0%
	Jagdishchandra Patel	105,000	0.07%	7,000	0.07%	0%
	Dhara Patel	45,000	0.03%	3,000	0.03%	0%
	Total	99,229,500	64.45%	6,615,300	64.45%	
Total no of shares	153,975,000		10,265,000			
(d)	During the Financial year 2022-23 the Company has allotted the 5,13,25,000 (PY. Nil) Bonus Shares of Rs.1,Fully paid up to its Equity Share holder.The company has not buy back nor forfeited any amount of Shares in the period of last five years.					

		(Rs. In Lakhs)	
22	<b>Other Equity</b>	As at March 31, 2023	As at March 31, 2022
(a)	<b>Securities Premium</b>		
	Balance as per last financial Statement	2,938.54	2,938.54
	Less: Share premium utilised for Bonus share	(513.25)	Nil
	<b>Closing Balance</b>	<b>2,425.29</b>	<b>2,938.54</b>
(b)	<b>Retained Earnings</b>		
	<b>Profit and Loss:</b>		
	Balance as per last financial Statement	(2,208.06)	(2,087.80)
	Add : Profit/(Loss) for the year	(62.90)	(120.26)
	<b>Net Surplus in the statement of profit and loss (i)</b>	<b>(2,270.96)</b>	<b>(2,208.06)</b>
	<b>Other Comprehensive Income:</b>		
	Balance as per last financial Statement	16.39	16.30
	Add: Remeasurement of Defined benefit plans (including deferred tax)	4.46	0.09
	<b>Net Surplus in the statement of other comprehensive income (ii)</b>	<b>20.85</b>	<b>16.39</b>
	<b>Total Retained Earnings (i + ii)</b>	<b>(2,250.11)</b>	<b>(2,191.67)</b>
	<b>Total .....</b>	<b>175.18</b>	<b>746.87</b>

<b>Security Premium:</b> The amount received in excess of face value of the equity shares is recognised in equity security premium. Being realised in cash, the same can be utilised by the company for issuance of bonus shares.			
<b>Retained earnings:</b> Retained earnings can be utilised by the company for distribution to its equity shareholders of the company. The amount that can be distributed by the Company as dividends to its equity shareholders is determined based on the requirements of the Companies Act, 2013. Thus, the amounts reported above are not distributable in entirety.			
(Rs. In Lakhs)			
23	<b>Non-Current Borrowings</b>	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
	<b>Secured Borrowing</b>		
	Term Loan from Banks	766.62	1,034.83
	Less : Current maturities of long-term debt (Note: 28)	(291.28)	(269.80)
	<b>Total .....</b>	<b>475.34</b>	<b>765.03</b>
	Vehicle Loan from Banks	0.36	7.90
	Less : Current maturities of long-term debt (Note: 28)	(0.36)	(7.81)
	<b>Total .....</b>	<b>Nil</b>	<b>0.09</b>
	<b>Unsecured Borrowing</b>		
	Loans from Director & their relatives	1.29	1.29
	<b>Total .....</b>	<b>476.63</b>	<b>766.41</b>
<b>Notes:</b>			
i. The company has availed the secured term loan from Bank which is secured against mortgage of Residential Property registered in the name of Relative of Directors & personal guarantee of Director & their relatives. The loan is payable in 84 monthly instalment. Interest on said loan shall be payable at MCLR-1Y+0.80% p.a.			
ii. Vehicle Loan includes loans from bank and finance companies. The Repayment period of these loans ranges from 36 to 66 months & Rate of interest ranging from 8.50% To 12%. These loans are secured against the asset under finance.			
iii. The company has availed Working Capital term Loan (WCTL) under Guranteed Emergency Credit Line (GECL) from Banks, which is secured by creating second charge on the corresponding assets mortgaged to the respective banks & by 100% guarantee by National Credit Guarantee Trustee Company Limited (NCGTC).			

iv. Yearwise repayment schedules:			
(Rs. In Lakhs)			
	<b>Years</b>	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
	FY 2022-23	Nil	277.61
	FY 2023-24	291.64	289.77
	FY 2024-25	262.97	262.97
	FY 2025-26	212.37	212.37
	<b>Total</b>	<b>766.98</b>	<b>1,042.72</b>

(Rs. In Lakhs)			
24	<b>Non-current Lease Liability</b>	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
	Lease Liability	1066.26	1,116.59
	<b>Total .....</b>	<b>1,066.26</b>	<b>1,116.59</b>
(Rs. In Lakhs)			
25	<b>Other Non Current Financial Liabilities</b>	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
	Trade Deposits	1.00	2.13
	<b>Total .....</b>	<b>1.00</b>	<b>2.13</b>

		(Rs. In Lakhs)	
26	<b>Non Current Provisions</b>	As at March 31, 2023	As at March 31, 2022
	Provision for Gratuity (Refer Note 46)	20.38	21.42
	<b>Total .....</b>	<b>20.38</b>	<b>21.42</b>
		(Rs. In Lakhs)	
27	<b>Other Non Current Liabilities</b>	As at March 31, 2023	As at March 31, 2022
	Pre received Income	1.63	1.99
	<b>Total .....</b>	<b>1.63</b>	<b>1.99</b>
		(Rs. In Lakhs)	
28	<b>Current Borrowings</b>	As at March 31, 2023	As at March 31, 2022
	<b>Secured Borrowing</b>		
	Current Maturity of long term borrowings (Note : 23)	291.64	277.61
	From Bank (Repayable on Demand)	515.23	404.87
	<b>Total .....</b>	<b>806.87</b>	<b>682.48</b>
	<b>Security :</b> Loan repayable on demand includes the overdraft facility availed from banks. This facilities are primarily secured by card Receivables, Fixed Assets, mortgage of Corporate house & commercial property registered in the name of Director/Relative of Directors & personal gurantee of Director & their relatives.		
		(Rs. In Lakhs)	
29	<b>Current Lease Liability</b>	As at March 31, 2023	As at March 31, 2022
	Lease Liability	244.43	235.96
	<b>Total .....</b>	<b>244.43</b>	<b>235.96</b>
		(Rs. In Lakhs)	
30	<b>Trade payables</b>	As at March 31, 2023	As at March 31, 2022
	Payable to Micro and Small Enterprise	4.01	Nil
	Payable to others	75.60	56.04
	<b>Total .....</b>	<b>79.61</b>	<b>56.04</b>

	<b>Notes:</b>		
i	Dues to Micro and Small enterprises have been determined to the extent such parties have been identified on the basis of the information collected by the Management. This has been relied upon by the Auditors.		
ii	Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED) which came in to force from 02.10.2006, certain disclosers are required to be made relating to Micro, Small and Medium enterprises. On the basis of the information and records available with management, outstanding dues to the Micro and Small enterprise as defined in the MSMED Act, 2006 are disclosed as below:		
	<b>(Rs. In Lakhs)</b>		
	<b><u>Particulars</u></b>	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
a)	The Principal amount remaining unpaid to Micro and Small enterprise supplier as at the year end	4.01	Nil
b)	Interest due thereon	Nil	Nil
c)	Amount of interest paid by the Company in terms of section 16 of MSMED Act	Nil	Nil
d)	Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED 2006	Nil	Nil
e)	Amount of interest accrued and remaining unpaid at the end of accounting year	Nil	Nil
f)	The amount of further interest remaining due and payable even in the succeding years, until such date when the interest dues above are actually paid to the small enterprise for the purpose of disallowance of a deductible expenditure under section 23 of Micro, Small and Medium Enterprise Development Act, 2006.	Nil	Nil

	Disclosure of payable to vendors as defined under the “Micro, Small and Medium Enterprise Development Act, 2006” is based on the information available with the Company regarding the status of registration of such vendors under the said Act, as per the intimation received from them on requests made by the Company and the same has been relied by the Auditor.				
iii	Ageing of trade payables as at March 31st, 2023 & March 31st, 2022:				
	(Rs. In Lakhs)				
	Outstanding as on March 31st, 2023	MSME Trade Payable		Other than MSME Trade payable	
		Disputed	Undisputed	Disputed	Undisputed
	Not due for payment	Nil	3.22	Nil	73.58
	Outstanding less than 1	Nil	0.78	Nil	1.88
	Outstanding more than 1 year to 2 year	Nil	Nil	Nil	0.14
	Outstanding more than 2 year to 3 year	Nil	Nil	Nil	Nil
	Outstanding more than 3 year	Nil	Nil	Nil	Nil
	Total	Nil	4.01	Nil	75.60
	(Rs. In Lakhs)				
	Outstanding as on March 31st, 2022	MSME Trade Payable		Other than MSME Trade payable	
		Disputed	Undisputed	Disputed	Undisputed
	Not due for payment	Nil	Nil	Nil	54.08
	Outstanding less than 1	Nil	Nil	Nil	0.40
	Outstanding more than 1 year to 2 year	Nil	Nil	Nil	0.01
	Outstanding more than 2 year to 3 year	Nil	Nil	Nil	1.55
Outstanding more than 3 year	Nil	Nil	Nil	0.01	
Total	Nil	Nil	Nil	56.04	
(Rs. In Lakhs)					
31	<u>Other Current Financial Liabilities</u>		As at March 31, 2023	As at March 31, 2022	
	Creditors for Expenses		80.91	54.14	
	Creditors for Property, Plant & Equipment		1.01	3.45	
	Interest accrued but not Due		0.44	0.64	
	Employee Benefits Payable		29.90	51.09	
	Total .....		112.26	109.32	
	(Rs. In Lakhs)				
32	<u>Other Current Liabilities</u>		As at March 31, 2023	As at March 31, 2022	
	Other Statutory dues		19.44	21.81	
	Pre received Income		0.36	0.36	
	Advance received from customer		1.15	0.62	
	Total .....		20.95	22.79	

	(Rs. In Lakhs)		
33	<b><u>Revenue from operation</u></b>	<b>Year Ended March 31, 2023</b>	<b>Year Ended March 31, 2022</b>
	<b>Sale of Products:</b>		
	Finished Goods	2,552.72	2,055.20
	<b>Rendering of Services:</b>		
	Franchise Fees	0.36	0.19
	<b>Other Operating Revenue:</b>		
	Scrap Sales	0.36	0.84
	<b>Total .....</b>	<b>2,553.44</b>	<b>2,056.23</b>
(a)	<b>Reconciliation of Revenue recognized in the statement of profit and loss with the Contracted price :-</b>		
	(Rs. In Lakhs)		
	<b>Particulars</b>	<b>Year Ended March 31, 2023</b>	<b>Year Ended March 31, 2022</b>
	Gross Revenue	2,552.72	2,055.20
	Less: Rebate & Discount etc	Nil	Nil
	<b>Revenue recognized from Contract with Customers</b>	<b>2,552.72</b>	<b>2,055.20</b>

(b)	Reconciliation of Revenue from operation with Revenue from contracts with Customers :-		
	(Rs. In Lakhs)		
	Particulars	Year Ended March 31, 2023	Year Ended March 31, 2022
	Revenue from operation	2,552.72	2,055.20
	Less: Export incentive	Nil	Nil
	<b>Revenue from contracts with Customers</b>	<b>2,552.72</b>	<b>2,055.20</b>
	(Rs. In Lakhs)		
34	<u>Other Income</u>	Year Ended March 31, 2023	Year Ended March 31, 2022
	<b>Interest Income:</b>		
	Interest from bank	0.36	0.33
	Interest income from Lease Deposit	7.87	7.57
	Amortisation of Pre-received Interest Income	Nil	8.10
	Interest from others	97.45	90.88
	Gain on Cancellation of Lease	4.23	124.10
	Gain on fair valuation of Non Current Investments	Nil	3.29
	Miscellaneous Balances Written off	1.75	Nil
	Profit on Sale of Non-Current Investments	Nil	19.61
	Reversal of Expected Credit Loss	Nil	15.86
	<b>Total .....</b>	<b>111.66</b>	<b>269.74</b>
	(Rs. In Lakhs)		
35	<u>Cost of Materials Consumed</u>	Year Ended March 31, 2023	Year Ended March 31, 2022
	<b>Raw Material</b>		
	Inventory at the beginning of the year	37.31	48.56
	Add: Purchase during the year	704.67	555.38
	Less: Inventory at the end of the year	(73.95)	(37.31)
	<b>Cost of Consumption of Raw Material</b>	<b>668.03</b>	<b>566.63</b>
	<b>Total .....</b>	<b>668.03</b>	<b>566.63</b>
	(Rs. In Lakhs)		
36	<u>Purchase of Stock in Trade</u>	Year Ended March 31, 2023	Year Ended March 31, 2022
	Purchase of stock in trade	230.54	111.10
	<b>Total .....</b>	<b>230.54</b>	<b>111.10</b>

	(Rs. In Lakhs)		
37	<u>Change In Inventories Of Finished Goods, Work In Progress And Stock In Trade</u>	Year Ended March 31, 2023	Year Ended March 31, 2022
	<b>Stock in trade</b>		
	Stock at the Beginning of the year	23.12	46.05
	Stock at the End of the year	(50.57)	(23.12)
		<b>(27.45)</b>	<b>22.93</b>
	<b>Finished Goods</b>		
	Stock at the Beginning of the year	22.68	37.41
	Stock at the End of the year	(29.75)	(22.68)
		<b>(7.07)</b>	<b>14.73</b>
	<b>Work in Progress</b>		
	Stock at the Beginning of the year	23.94	23.62
	Stock at the End of the year	(26.02)	(23.94)

	<b>Summary</b>	<b>(2.08)</b>	<b>(0.32)</b>
	Stock at the Beginning of the year	69.74	107.08
	Stock at the End of the year	(106.34)	(69.74)
	<b>Change in inventory</b>	<b>(36.60)</b>	<b>37.34</b>
	<b>(Rs. In Lakhs)</b>		
<b>38</b>	<b><u>Employee Benefit Expense</u></b>	<b>Year Ended March 31, 2023</b>	<b>Year Ended March 31, 2022</b>
	Salary, Wages & Bonus	380.02	428.78
	Contribution to Provident Fund & Other Funds	10.56	14.42
	Staff welfare Expenses	18.85	15.88
	<b>Total .....</b>	<b>409.43</b>	<b>459.07</b>
	Refer Note. 46 for the disclosure of Ind AS 19 in respect of Long term benefits payable to Employees recognised in financial statement.		
	<b>(Rs. In Lakhs)</b>		
<b>39</b>	<b><u>Finance Costs</u></b>	<b>Year Ended March 31, 2023</b>	<b>Year Ended March 31, 2022</b>
	<b>Interest Expense</b>		
	Interest to bank	126.27	132.06
	Interest paid to others	0.22	0.03
	Unwinding of interest of financial liabilities	Nil	8.10
	Interest Lease Liability	139.17	148.69
	Other Borrowing Cost	8.56	14.52
	<b>Total .....</b>	<b>274.22</b>	<b>303.40</b>
	<b>(Rs. In Lakhs)</b>		
<b>40</b>	<b><u>Depreciation And Amortisation Expense</u></b>	<b>Year Ended March 31, 2023</b>	<b>Year Ended March 31, 2022</b>
	Depreciation on Property, Plant & Equipment	250.90	326.13
	Amortisation on Intangible Assets	9.60	11.53
	Depreciation of Right Of Use of Asset	263.14	261.63
	<b>Total .....</b>	<b>523.64</b>	<b>599.29</b>

		<b>(Rs. In Lakhs)</b>	
<b>41</b>	<b><u>Other Expenses</u></b>	<b>Year Ended March 31, 2023</b>	<b>Year Ended March 31, 2022</b>
	Power and Fuel	170.19	146.74
	Stores And Spares Consumption	21.54	16.49
	Outlet Operating Expenses	6.40	2.08
	<b>Repairs &amp; Maintenance:</b>		
	Building	31.89	17.72
	Machinery	18.45	13.99
	Other assets	4.28	6.10
		<b>54.62</b>	<b>37.81</b>
	Software & License Fees	11.14	11.04
	Operating Lease Expenses	1.73	Nil
	Rate & Taxes	16.79	21.31
	Auditors' Remuneration (Refer Note 51)	5.78	6.00
	Legal and Registration Expense	5.88	2.23
	Professional & Consulting Fees	31.82	25.54
	Loss on Discard of Property, Plant & Equipment	0.33	20.11
	Loss on Fair Valuation of Investments	10.44	Nil
	Loss on Sale of Property, Plant & Equipment	0.01	0.23
	Transportation Expense	52.58	29.75

	Travelling, Conveyance & Vehicle Expenses	29.07	17.72
	Insurance	6.10	7.28
	Stationery & Printing	1.87	0.94
	Computer & Networking Expenses	2.73	2.40
	Communication Expenses	3.84	2.91
	Sales Promotion & Marketing Expense	10.14	12.47
	Sales Commission Expense	199.94	55.30
	Provision for Doubtful Advance	Nil	28.83
	Provision for Expected Credit Loss	0.63	Nil
	Miscellaneous Expense	14.45	15.57
	<b>Total</b>	<b>658.02</b>	<b>462.74</b>
	<b>(Rs. In Lakhs)</b>		
<b>42</b>	<b>Income tax recognised in profit or loss</b>	<b>Year Ended March 31, 2023</b>	<b>Year Ended March 31, 2022</b>
	Current tax	Nil	Nil
	Tax expense related to prior period	Nil	Nil
	Deferred tax Expense / (Income)	0.72	(93.34)
	<b>Total .....</b>	<b>0.72</b>	<b>(93.34)</b>
	<b>Income tax reconciliation (Rs. In Lakhs)</b>		
	<b>Particulars</b>	<b>Year Ended March 31, 2023</b>	<b>Year Ended March 31, 2022</b>
	<b>Profit before tax</b>	(62.18)	(213.61)
	Tax expenses reported during the year	0.72	(93.34)
	Income tax expenses calculated at 27.82%	(17.30)	(59.42)
	<b>Difference</b>	<b>18.02</b>	<b>(33.92)</b>
	Permanent disallowances	6.25	(33.97)
	Effect in respect of unabsorbed depreciation	14.19	Nil
	Other Items	(2.43)	0.05
	<b>Total</b>	<b>18.02</b>	<b>(33.92)</b>

	<b>(Rs. In Lakhs)</b>		
<b>43</b>	<b>Statement of Other Comprehensive Income</b>	<b>Year Ended March 31, 2023</b>	<b>Year Ended March 31, 2022</b>
	<b>(i) Items that will not be reclassified to profit and loss</b>		
	Remeasurement of defined benefit plans		
	Actuarial gain/(loss)	6.18	0.09
	<b>(ii) Income tax relating to these items that will not be reclassified to profit and loss</b>		
	Deferred tax impact on actuarial gain/(loss)	(1.72)	Nil
	<b>Total .....</b>	<b>4.46</b>	<b>0.09</b>

#### Notes to financial statement for the year ended March 31, 2023

#### 44. Capital Commitment

Details of outstanding capital commitments are as under:

	<b>(Rs. in Lakhs)</b>	
<b>Particulars</b>	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
Estimated amount of contracts remaining to be executed on capital account and not provided for	775.82	775.82
Advance paid against such contracts	(178.83)	(178.83)
<b>Remaining outstanding commitment</b>	<b>596.99</b>	<b>596.99</b>

**45. Contingent Liabilities**

Particulars	(Rs. in Lakhs)	
	As at March 31, 2023	As at March 31, 2022
Income Tax Demands disputed In appeal by Company/Income tax Authorities	Nil	3,753.09
<b>Total</b>	<b>Nil</b>	<b>3,753.09</b>

The Company has a process whereby periodically all long term contracts are assessed for material foreseeable losses. At year end the Company has reviewed and ensured that adequate provision as required under any law / accounting standards for material foreseeable losses on such long term contracts has been made in the books of accounts.

The Company has also reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed the contingent liabilities where applicable, in its financial statements. The Company does not expect the outcome of these proceedings to have a materially adverse effect on its financial results.

**46. Details of Employee Benefits:****(a) Defined Benefit Plan - Gratuity:**

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service.

The following table summarizes the components of net benefit expense recognized in the Statement of Profit and Loss and the funded status and the amounts recognized in the Balance Sheet for the plan:

**A. Expenses Recognized during the period** (Rs. in Lakhs)

Particulars	Gratuity	
	Year Ended March 31, 2023	Year Ended March 31, 2022
In Income Statement	5.14	4.88
In Other Comprehensive (Income) / loss	(1.57)	(0.09)
<b>Total Expenses Recognized</b>	<b>3.57</b>	<b>4.79</b>

**A1. Expenses Recognized in the Income Statement** (Rs. in Lakhs)

Particulars	Gratuity	
	Year Ended March 31, 2023	Year Ended March 31, 2022
Current Service Cost	4.02	4.05
Past Service Cost	Nil	Nil
Loss / (Gain) on settlement	Nil	Nil
Net Interest Cost	1.12	0.83
<b>Expenses Recognized in the Statement of Profit and Loss</b>	<b>5.14</b>	<b>4.88</b>

**A2. Other Comprehensive Income** (Rs. in Lakhs)

Particulars	Gratuity	
	Year Ended March 31, 2023	Year Ended March 31, 2022
Actuarial (gains) / losses on Obligation:		
- Due to change in Financial Assumption	(0.84)	(0.14)
- Due to change in Demographic Assumption	Nil	Nil
- Due to experience adjustments	(0.72)	0.05
Return on plan assets, excluding amount recognized in net interest expense	Nil	Nil
<b>Components of defined benefit costs recognized in other comprehensive income</b>	<b>(1.57)</b>	<b>(0.09)</b>

<b>B. Net Liability recognized in the balance sheet</b> (Rs. in Lakhs)		
Particulars	As at March 31, 2023	As at March 31, 2022
Present Value of unfunded Obligation	(20.38)	(21.42)
Fair value of plan assets	Nil	Nil
Surplus / (Deficit)	(20.38)	(21.42)
<b>Net (Liability) recognized in the Balance sheet</b>	<b>(20.38)</b>	<b>(21.42)</b>
<b>B1. Changes in the Present value of Obligation</b> (Rs. in Lakhs)		
Particulars	As at March 31, 2023	As at March 31, 2022
Present Value of Obligation as at the beginning	21.42	16.63
Current Service Cost	4.02	4.05
Interest Expense or Cost	1.12	0.83
<b>Re-measurement (or Actuarial) (gain) / loss arising from:</b>		
- change in financial assumptions	(0.84)	(0.14)
- change in demographic assumptions	Nil	Nil
- experience variance	(0.72)	0.05
Past Service Cost	Nil	Nil
Benefits Paid	(4.61)	Nil
<b>Present Value of Obligation as at the end of the year</b>	<b>20.38</b>	<b>21.42</b>
<b>B2. Changes in the Fair Value of Plan Assets</b> (Rs. in Lakhs)		
Particulars	As at March 31, 2023	As at March 31, 2022
Fair value of Plan Assets at the beginning of the year	Nil	Nil
Interest Income	Nil	Nil
Contribution by Employer	Nil	Nil
(Benefit paid from the Fund)	Nil	Nil
Return on Plan Assets, Excluding Interest Income	Nil	Nil
<b>Fair Value of Plan Assets at the end of the year</b>	<b>Nil</b>	<b>Nil</b>

<b>C. Actuarial Assumptions</b>		
Particulars	As at March 31, 2023	As at March 31, 2022
Discount Rate	7.30%	5.65%
Expected rate of salary increase	6.00%	6.00%
Expected Return on Plan Assets	N.A.	N.A.
Mortality	Indian Assured Lives Mortality (2012-14)	Indian Assured Lives Mortality (2012-14)
Withdrawal Rates	30% p.a at all ages	30% p.a at all ages

<b>D. Sensitivity Analysis</b> (Rs. in Lakhs)		
Particulars	<b>Gratuity</b>	
	Year Ended March 31, 2023	Year Ended March 31, 2022
Defined Benefit Obligation (Base)	20.38	21.42

(Rs. in Lakhs)				
Particulars	As at March 31, 2023		As at March 31, 2022	
	Increase	Decrease	Increase	Decrease
Discount Rate (+ / - 0.5%) (% change compared to base due to sensitivity)	20.14	20.63	21.15	21.70
Salary Growth Rate (- / + 0.5%) (% change compared to base due to sensitivity)	20.63	20.14	21.70	21.15
Withdrawal Rate (W.R. x 110%/90%) (% change compared to base due to sensitivity)	20.12	20.64	20.95	21.92

E. Maturity Profile of Project Benefit Obligation		
Particulars	Gratuity	
	As at March 31, 2023 (in years)	As at March 31, 2022 (in years)
Weighted average duration (based on discounted cash flows)	3.20	3.26
(Rs. in Lakhs)		
Expected cash outflows over the next (valued on undiscounted basis):	Gratuity	
	As at March 31, 2023	As at March 31, 2022
1 year	7.66	7.85
2 to 5 years	11.81	11.55
6 to 10 years	4.29	4.56

#### E. Characteristics of defined benefit plans and risks associated with them:

Valuation of defined benefit plan are performed on certain basic set of pre-determined assumptions and other regulatory framework which may vary over time. Thus, the Company is exposed to various risks in providing the above benefit plans which are as follows:

##### a. Actuarial Risk:

It is a risk that benefits will cost more than expected. This can arise due to one of the following reasons:

**Adverse Salary Growth Experience:** Salary hikes that are higher than the assumed salary escalation will result into an increase in Obligation at a rate that is higher than expected.

**Variability in mortality rates :** If actual mortality rate are higher than assumed mortality rate assumption than the Gratuity Benefits will be paid earlier than expected. Since there is no condition of vesting on the death benefit, the acceleration of cash flow will lead to an actuarial loss or gain depending on the relative values of the assumed salary growth and discount rate.

**Variability in withdrawal rates :** If actual withdrawal rates are higher than assumed withdrawal rate assumption than the Gratuity Benefits will be paid earlier than expected. The impact of this will depend on whether the benefits are vested as at the resignation date.

##### b. Investment Risk:

For funded plans that rely on insurers for managing the assets, the value of assets certified by the insurer may not be the fair value of instruments backing the liability. In such cases, the present value of the assets is independent of the future discount rate. This can result in wide fluctuations in the net liability or the funded status if there are significant changes in the discount rate during the inter-valuation period.

##### c. Liquidity Risk:

Employees with high salaries and long durations or those higher in hierarchy, accumulate significant level

of benefits. If some of such employees resign/retire from the company there can be strain on the cash flows.

#### d. Market Risk:

Market risk is a collective term for risks that are related to the changes and fluctuations of the financial markets. One actuarial assumption that has a material effect is the discount rate. The discount rate reflects the time value of money. An increase in discount rate leads to decrease in Defined Benefit Obligation of the plan benefits & vice versa. This assumption depends on the yields on the corporate/government bonds and hence the valuation of liability is exposed to fluctuations in the yields as at the valuation date.

#### e. Legislative Risk:

Legislative risk is the risk of increase in the plan liabilities or reduction in the plan assets due to change in the legislation/regulation. The government may amend the Payment of Gratuity Act thus requiring the companies to pay higher benefits to the employees. This will directly affect the present value of the Defined Benefit Obligation and the same will have to be recognized immediately in the year when any such amendment is effective.

### 47. Segment Reporting

The Company's operations pre-dominantly relates to manufacturing and trading of bakery and confectionery products. The Company has considered the only one reporting segment in accordance with the requirement of Ind AS 108 - Operating Segments.

The Board of Directors ("BOD") evaluates the Company's performance and allocates resources based on an analysis of various performance indicators of this single operating segment. The BOD reviews revenue and gross profit as the performance indicator for this single operating segment. Accordingly, it constitutes as a single reportable operating segment.

All the operations of the company are carried out in India, hence no separate disclosure has been given for geographical segment.

The company sells its products through its retail outlets and hence there is no single customer contributing 10% or more of the total Revenue of the company.

#### Notes to financial statement for the year ended March 31, 2023

Notes to financial statement for the year ended March 31, 2023									
<b>48 Fair Value Measurements</b>									
Financial instrument by category and their fair value									
(Rs. in Lakhs)									
As at March 31, 2023	Note Reference	Carrying Amount				Fair Value (only those items which are recognised at FVTPL / FVTOCI)			
		FVTPL	FVTOCI	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>									
Non Current Investments	8	13.57	Nil	Nil	13.57	11.74	Nil	1.83	13.57
Loans									
Non Current	9	Nil	Nil	1,224.21	1,224.21	Nil	Nil	Nil	Nil
Current	17	Nil	Nil	22.83	22.83	Nil	Nil	Nil	Nil
Trade Receivables	14	Nil	Nil	16.37	16.37	Nil	Nil	Nil	Nil
Cash and Cash Equivalents	15	Nil	Nil	29.52	29.52	Nil	Nil	Nil	Nil
Other Bank Balances	16	Nil	Nil	7.29	7.29	Nil	Nil	Nil	Nil
Other Financial Assets									
Non Current	10	Nil	Nil	159.86	159.86	Nil	Nil	Nil	Nil
Current	18	Nil	Nil	22.94	22.94	Nil	Nil	Nil	Nil
<b>Total Financial Assets</b>		<b>13.57</b>	<b>Nil</b>	<b>1,483.02</b>	<b>1,496.59</b>	<b>11.74</b>	<b>Nil</b>	<b>1.83</b>	<b>13.57</b>

<b>Financial Liabilities</b>									
Borrowings									
Non Current	23	Nil	Nil	476.63	476.63	Nil	Nil	Nil	Nil
Current	28	Nil	Nil	806.87	806.87	Nil	Nil	Nil	Nil
Lease Liability									
Non Current	24	Nil	Nil	1,066.26	1,066.26	Nil	Nil	Nil	Nil
Current	29	Nil	Nil	244.43	244.43	Nil	Nil	Nil	Nil
Other Financial Liabilities									
Non Current	25	Nil	Nil	1.00	1.00	Nil	Nil	Nil	Nil
Current	31	Nil	Nil	112.26	112.26	Nil	Nil	Nil	Nil
Trade Payables	30	Nil	Nil	79.61	79.61	Nil	Nil	Nil	Nil
<b>Total Financial Liabilities</b>		<b>Nil</b>	<b>Nil</b>	<b>2,787.06</b>	<b>2,787.06</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
(Rs. in Lakhs)									
As at 31st March, 2022	Note Reference	Carrying Amount				Fair Value (only those items which are recognised at FVTPL / FVTOCI)			
		FVTPL	FVTOCI	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>									
Non Current Investments	8	24.01	Nil	Nil	24.01	22.18	Nil	1.83	24.01
Loans									
Non Current	9	Nil	Nil	1,248.82	1,248.82	Nil	Nil	Nil	Nil
Current	17	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Trade Receivables	14	Nil	Nil	20.57	20.57	Nil	Nil	Nil	Nil
Cash and Cash Equivalents	15	Nil	Nil	41.34	41.34	Nil	Nil	Nil	Nil
Other Bank Balances	16	Nil	Nil	0.63	0.63	Nil	Nil	Nil	Nil
Other Financial Assets									
Non Current	10	Nil	Nil	152.95	152.95	Nil	Nil	Nil	Nil
Current	18	Nil	Nil	28.40	28.40	Nil	Nil	Nil	Nil
<b>Total Financial Assets</b>		<b>24.01</b>	<b>Nil</b>	<b>1,492.70</b>	<b>1,516.71</b>	<b>22.18</b>	<b>Nil</b>	<b>1.83</b>	<b>24.01</b>

<b>Financial Liabilities</b>									
Borrowings									
Non Current	23	Nil	Nil	766.41	766.41	Nil	Nil	Nil	Nil
Current	28	Nil	Nil	682.48	682.48	Nil	Nil	Nil	Nil
Lease Liability									
Non Current	24	Nil	Nil	1,116.59	1,116.59	Nil	Nil	Nil	Nil
Current	29	Nil	Nil	235.96	235.96	Nil	Nil	Nil	Nil
Other Financial Liabilities									
Non Current	25	Nil	Nil	2.13	2.13	Nil	Nil	Nil	Nil
Current	31	Nil	Nil	109.32	109.32	Nil	Nil	Nil	Nil
Trade Payables	30	Nil	Nil	56.04	56.04	Nil	Nil	Nil	Nil
<b>Total Financial Liabilities</b>		<b>Nil</b>	<b>Nil</b>	<b>2,968.93</b>	<b>2,968.93</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

The above fair value hierarchy explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost for which fair values are disclosed in the financial statements. To provide the indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments in to three levels prescribed is as under:

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities  
Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices ) or indirectly (i.e. derived from prices)

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs)

There were no transfers between the levels during the year

#### Valuation process

The finance department of the Company includes a team that performs the valuations of financial assets and liabilities required for financial reporting purposes, including level 3 fair values. The fair valuation of level 1 and level 2 classified assets and liabilities are readily available from the quoted prices in the open market and rates available in secondary market respectively.

The carrying amount of trade receivable, trade payable, cash and bank balances, short term loans and advances, statutory/ receivable, short term borrowing, employee dues are considered to be the same as their fair value due to their short-term nature.

## **Notes to financial statement for the year ended March 31, 2023**

### **49. Financial risk management**

The Company's activities expose it to a variety of financial risks, including credit risk, market risk and liquidity risk. The Company's primary risk management focus is to minimize potential adverse effects of market risk on its financial performance. The Company's risk management assessment and policies and processes are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same.

The Company's risk management is governed by policies and approved by the board of directors. Company identifies, evaluates and hedges financial risks in close co-operation with the Company's operating units. The company has policies for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk, use of derivative financial instruments and non-derivative financial instruments.

The audit committee oversees how management monitors compliance with the company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

#### **I. Credit Risk**

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers. Credit risk is managed through credit approvals, establishing credit limits, and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The history of trade receivables shows a negligible provision for bad and doubtful debts. The Company establishes an allowance for doubtful debts and impairment that represents its estimate of expected losses in respect of trade and other receivables and investments. The company has adopted simplified approach of ECL model for impairment. The Company has assessed that credit risk on investments, Cash & Bank Balance, loans given & other financial assets is insignificant based on the empirical data.

##### **i. Trade Receivables:**

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment. The Company with various activities as mentioned above manages credit risk. An impairment analysis is performed at each reporting date on an individual basis for major customers. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The calculation is based on historical data. Ageing of trade receivables is as under. The Company does not hold collateral as security.

The Company reviews trade receivables on periodic basis and makes provision for doubtful debts if collection is doubtful. The Company also calculates the expected credit loss (ECL) for non-collection of receivables. The Company makes additional provision if the ECL amount is higher than the provision made for doubtful

debts. In case the ECL amount is lower than the provision made for doubtful debts, the Company retains the provision made for doubtful debts without any adjustment.

The provision for doubtful debts including ECL allowances for non-collection of receivables and delay in collection, on a combined basis, was Rs.0.83 Lakhs as at March, 2023 and Rs. 0.20 Lakhs as at March, 2022. The movement in allowances for doubtful accounts comprising provision for both non-collection of receivables and delay in collection is as follows:

(Rs. in Lakhs)		
	As at 31/03/2023	As at 31/03/2022
<b>Movement in allowance for Expected Credit Loss</b>		
Balance at the beginning of the year	0.20	16.06
Add : Allowance made during the year	0.63	Nil
Less : Reversal of allowance made during the year	Nil	-15.86
<b>Balance at the end of the year</b>	<b>0.83</b>	<b>0.20</b>

## ii. Financial assets that are neither past due nor impaired

The company has assessed that credit risk on investments, loans given & other financial assets is insignificant based on the empirical data. Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's assessment of credit risk about particular financial institution. None of the Company's cash equivalents, including term deposits (i.e., certificates of deposit) with banks, were past due or impaired as at each balance sheet date.

## II. Liquid Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages liquidity risk by maintaining adequate reserves, banking facilities including approved borrowing facilities sanctioned by the Parent Company, by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities. Long-term borrowings generally mature between One to Ten years. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due. The Company's policy is to manage its borrowings centrally using mixture of long-term and short-term borrowing facilities to meet anticipated funding requirements.

The Company has access to a sufficient variety of sources of funding and debt maturing within 12 months can be rolled over with existing lender. As of March 31, 2023 and March 31, 2022; the Company had unutilized credit limits from banks of Rs. 109.29 Lakhs and Rs. 265.13 Lakhs respectively. The tables below analyze the company's financial liabilities into relevant maturity groupings based on their contractual maturities.

The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

(Rs. In Lakhs)							
Contractual maturities of financial liabilities as at March 31, 2023	Note Reference	Carrying Amount	Contractual Cash Flows				
			On demand or within 1 year	Over 1 year within 2 years	Over 3 years within 5 years	Over 5 years	Total
<b>Borrowings:</b>							
Non Current	23	476.63	Nil	262.97	212.37	1.29	476.63
Current	28	806.87	806.87	Nil	Nil	Nil	806.87
<b>Lease Liability:</b>							
Non Current	24	1,066.26	Nil	274.40	448.14	343.72	1,066.26
Current	29	244.43	244.43	Nil	Nil	Nil	244.43
<b>Other Financial Liabilities:</b>							
Non Current	25	1.00	Nil	Nil	Nil	1.00	1.00
Current	31	112.26	112.26	Nil	Nil	Nil	112.26
<b>Trade Payables</b>	30	79.61	79.61	Nil	Nil	Nil	79.61
<b>Total</b>		<b>2,787.06</b>	<b>1,243.17</b>	<b>537.37</b>	<b>660.51</b>	<b>346.01</b>	<b>2,787.05</b>

(Rs. In Lakhs)

Contractual maturities of financial liabilities as at March 31, 2022	Note Reference	Carrying Amount	Contractual Cash Flows				
			On demand or within 1 year	Over 1 year within 2 years	Over 3 years within 5 years	Over 5 years	Total
<b>Borrowings:</b>							
Non Current	23	766.41	Nil	289.77	475.34	1.29	766.40
Current	28	682.48	682.48	Nil	Nil	Nil	682.48
<b>Lease Liability:</b>							
Non Current	24	1,116.59	Nil	262.68	637.85	216.06	1,116.59
Current	29	235.96	235.96	Nil	Nil	Nil	235.96
<b>Other Financial Liabilities:</b>							
Non Current	25	2.13	Nil	Nil	Nil	2.13	2.13
Current	31	109.32	109.32	Nil	Nil	Nil	109.32
<b>Trade Payables</b>		56.04	56.04	Nil	Nil	Nil	56.04
<b>Total</b>		<b>2,968.93</b>	<b>1,083.80</b>	<b>552.45</b>	<b>1,113.19</b>	<b>219.49</b>	<b>2,968.91</b>

### III. Market Risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from adverse changes in market rates and prices (such as interest rates, foreign currency exchange rates and commodity prices) or in the price of market risk-sensitive instruments as a result of such adverse changes in market rates and prices. Market risk is attributable to all market risk-sensitive financial instruments, all foreign currency receivables and payables and all short term and long-term debt.

#### a. Interest Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates related primarily to the Company's short-term borrowings with floating interest rates.

Long-term borrowings expose the company to risk of changes in interest rates as the Company had External Commercial Borrowings (ECB) carrying a variable interest rate. In order to hedge interest rate risk arising out of variable interest rate ECBs, company has entered into Interest Rate swaps.

For other borrowings, Company's treasury department monitors the interest rate movement and manages the interest rate risk based on its policies.

The exposure of the company's borrowing to interest rate changes at the end of the reporting period are as follows:

i) Exposure to interest rate risk	(Rs. In Lakhs)	
	As at March 31, 2023	As at March 31, 2022
<b>Particulars</b>		
Fixed Rate Borrowings	37.67	80.23
Variable Rate Borrowings	1,245.83	1,368.65
<b>Total</b>	<b>1,283.49</b>	<b>1,448.87</b>
For details of the Company's short-term and long term loans and borrowings, including interest rate profiles, refer to Note 23 and 28 of these financial statements.		

ii)	<b>Interest Rate Sensitivity</b>		
	Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates.		
	(Rs. In Lakhs)		
	<b>Particulars</b>	<b>Year Ended March 31, 2023</b>	<b>Year Ended March 31, 2022</b>
	50bp increase would decrease the profit before tax by	(6.23)	(6.84)
	50bp decrease would increase the profit before tax by	6.23	6.84

## b. Price Risk

The company's exposure to price risk arises from investments in equity shares of other companies (Refer Note 8 and 48). The company has not undertaken any risk mitigation measures to reduce the price risk. The table below summarises the impact of increases / decreases of share price of the investments and profit for the period. The analysis is based on the assumption that the market price of those investments in equity shares of other companies move by 5% point on either side with all other variables held constant.

Date	No. of Shares	Fair Value (Rs. In Lakhs)	% Change in Fair Value	Effect on Profit before tax in Rs.
March 31, 2023	58312	11.74	5.00%	0.59
			-5.00%	(0.59)
March 31, 2022	58312	22.18	5.00%	1.11
			-5.00%	(1.11)

## 50. Capital Management:

The Company's capital management is intended to maximise the return to shareholders and benefits for other stakeholders for meeting the long-term and short-term goals of the Company; and reduce the cost of capital through the optimization of the capital structure i.e. the debt and equity balance.

The Company monitors the capital structure on the basis of Net debt to equity ratio and maturity profile of the overall debt portfolio of the Company.

The Net debt to equity ratio at the end of the reporting period was as follows:			
(Rs. In Lakhs)			
Particulars	Note Reference	As at March 31, 2023	As at March 31, 2022
Debt	23, 28	1,283.50	1,448.88
Cash and bank balances	15, 16	(36.81)	(41.97)
Net debt		1,246.69	1,406.92
Equity	21, 22	1,714.93	1,773.37
Net debt to equity ratio		73.00%	79.00%

51	<b>Details of Payment to Auditors (Refer Note 41)</b>		
	(Rs. In Lakhs)		
	<b>Particulars</b>	<b>Year Ended March 31, 2023</b>	<b>Year Ended March 31, 2022</b>
	<b>Payment to auditors:</b>		
	<b>To Statutory Auditor:</b>		
	Audit fee	4.00	4.00
	Other Services	0.03	1.50
	Taxation matters	1.75	0.50
	<b>Total .....</b>	<b>5.78</b>	<b>6.00</b>

52	<b>Asset Pledge as security</b>			
	The carrying amount of assets pledged as security for current and non-current borrowings are:			(Rs. in Lakhs)
	<b>Particulars</b>	<b>Note Reference</b>	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
I	<b>Non Current Assets</b>			
	First Charge			
	Property, Plant and Equipments	5	1,106.72	1,329.76

53	Details in respect of Analytical Ratios of the Company						(Rs. in Lakhs)	
	Ratios	Numerator/ Denominator	As at March 31, 2023		As at March 31, 2022		Variance	Explanation for any change in the ratio by more than 25% as compared to the preceding year.
(i) Current Ratio	Current Assets	328.09	0.26	259.54	0.23	10.66%	-	
	Current liabilities	1,264.12		1,106.59				
(ii) Debt-Equity Ratio	Total Debt	1,283.50	0.75	1,448.88	0.82	-8.40%	-	
	Shareholder's equity	1,714.93		1,773.37				

	(iii) Debt Service Coverage Ratio	Earnings available for debt service	727.38	0.92	788.24	1.06	-13.40%	-
		Debt service	789.52		740.97			
	(iv) Return on equity Ratio	Net profit after taxes less preference dividend	(62.90)	-0.04	(120.26)	-0.07	-45.02%	Ratio has improved due to increase in profitability during the year.
		Average shareholder's equity	1,744.15		1,833.46			
	(v) Inventory turnover Ratio	Sales	2,553.44	17.16	2,056.23	14.99	14.50%	-
		Average inventory	148.81		137.21			
	(vi) Trade Receivable turnover Ratio	Net credit sales	50.87	2.75	51.36	0.55	399.03%	Ratio has improved due to recovery of Trade receivables during the year.
		Average Trade receivables	18.47		93.04			

	(vii) Trade payable turnover Ratio	Net credit purchases	935.21	13.79	666.48	13.63	1.14%	-
		Average Trade payables	67.83		48.89			
	(viii) Net Capital Turnover Ratio	Net sales	2,553.44	-2.86	2,056.23	-2.82	1.44%	-
		Average Working capital	(891.54)		(728.29)			

(ix) Net Profit Ratio	Net profit after taxes	(62.90)	-2.46%	(120.26)	-5.85%	-57.88%	Ratio has improved due to increase in profitability during the year.
	Net sales	2,553.44		2,056.23			
(x) Return on Capital Employed	Earning before interest and taxes	(188.67)	-11.00%	(345.70)	-19.49%	-43.56%	Ratio has improved due to increase in profitability during the year.
	Capital Employed	1,714.93		1,773.37			
(xi) Return on investment	Income generated from investment	(10.44)	-55.56%	22.90	75.18%	-173.90%	Ratio has decreased due to reduction in investment market price.
	Average Investment	18.79		30.46			

### Notes to financial statement for the year ended March 31, 2023

#### 54. Earnings Per Share (EPS)

Particulars	Unit	Year Ended March 31, 2023	Year Ended March 31, 2022
Net Profit / (Loss) for calculation of basic / diluted EPS	Rs. In Lakhs	(62.90)	(120.26)
Weighted Average Number of Equity Shares for calculating Basic and Diluted EPS (Refer Note 21(a)(1.1) and 21(a)(2))	No. of Shares	153,975,000	153,975,000
Basic and Diluted Earnings/(Loss) Per Share	in Rs.	(0.04)	(0.08)
Nominal Value of Equity Shares	in Rs.	1.00	1.00

#### A. Reconciliation on Amount of EPS

Particulars	Unit	Year Ended March 31, 2023	Year Ended March 31, 2022
<b>(a) Basic earnings per share</b>			
From continuing operations attributable to the equity holders of the company	in Rs.	(0.04)	(0.08)
<b>Total basic earnings per share attributable to the equity holders of the company</b>	in Rs.	(0.04)	(0.08)
<b>(b) Diluted earnings per share</b>			
From continuing operations attributable to the equity holders of the company	in Rs.	(0.04)	(0.08)
<b>Total diluted earnings per share attributable to the equity holders of the company</b>	in Rs.	(0.04)	(0.08)

**B. Reconciliations of earnings used in calculating earnings per share**

(Rs. In Lakhs)

Particulars	Year Ended March 31, 2023	Year Ended March 31, 2022
<b>(a) Basic earnings per share</b>		
Profit attributable to the equity holders of the company used in calculating basic earnings per share:		
From continuing operations	(62.90)	(120.26)
<b>(b) Diluted earnings per share</b>		
Profit from continuing operations attributable to the equity holders of the company:		
Profit attributable to the equity holders of the company used in calculating diluted earnings per share	(62.90)	(120.26)

**C. Weighted average number of shares used as the denominator**

Particulars	Year Ended March 31, 2023	Year Ended March 31, 2022
<b>(a) Basic earnings per share</b>		
Weighted average number of equity shares used as the denominator in calculating basic earnings per share (Refer Note 21(a)(1.1) and 21(a)(2))	153,975,000	153,975,000
<b>(b) Diluted earnings per share</b>		
Weighted average number of equity shares and potential equity shares used as the denominator in calculating diluted earnings per share (Refer Note 21(a)(1.1) and 21(a)(2))	153,975,000	153,975,000

**D. Increase / decrease in EPS due to retrospective restatement of prior period error**

Particulars	Year Ended March 31, 2023	Year Ended March 31, 2022
(a) Basic earnings per share	Nil	Nil
(b) Diluted earnings per share	Nil	Nil

**55. Related Parties Disclosures****Key Managerial Person**

Name	Designation
Nikul Patel	Chairman & Managing Director
Foram Patel	Director
Ketan Patel	Chief Financial officer
Nilam Makwana (Appointed w.e.f 30th September, 2021)	Company Secretary
Khushbu Parikh (Resigned w.e.f 4th August, 2021)	Company Secretary

**Entities in which Key Managerial Personnel and/or their close member of family have control or significant influence with whom transactions have taken place during the year**

Name	Nature of Relationship
Zipbooks Software Solutions Pvt. Ltd	Entity controlled by Key Managerial Personnel or their relative
Nirman Infracon Private Limited	Entity controlled by Key Managerial Personnel or their relative
M/s. Uquire Equipo	Entity controlled by Key Managerial Personnel or their relative

**Close members of family of Key Management Personnel with whom transactions have taken place during the year**

Name	Nature of Relationship
Daxaben Patel	Relative of Chairman cum Managing Director
Dhara Patel	Relative of Chairman cum Managing Director
Jagdishchandra Patel	Relative of Chairman cum Managing Director

**Transactions with related parties during the year:**
**1. Compensation to Key Managerial Personnel (Rs. In Lakhs)**

Name of related party	Year Ended March 31, 2023	Year Ended March 31, 2022
Short term employee benefits	27.02	19.49
Post-employment benefits	0.37	0.15

**2. Disclosure in respect of material transactions with related parties (Rs. In Lakhs)**

Name of related party	Nature of Transaction	Year Ended March 31, 2023	Year Ended March 31, 2022
-----------------------	-----------------------	---------------------------	---------------------------

**Transactions with Key Managerial Personnel:**

Foram Patel	Remuneration	6.23	6.02
Ketan Patel	Remuneration	16.51	10.92
Nilam Makwana	Remuneration	4.28	1.79
Khushbu Parikh	Remuneration	Nil	0.76
Nikul Patel	Interest Income on Lease deposit	2.94	3.68
	Interest Paid on Lease Liability	31.45	27.73
	Repayment of Principal Portion of Lease	18.89	20.22

**Transaction with entities in which Key Managerial Personnel and/or their relative have control or significant influence:**

Zipbooks Software Solutions Pvt. Ltd	Software & Licence fees	8.15	4.00
Nirman Infracon Private Limited	Purchase of Property, Plant &	3.18	Nil
	Repairs & Maintenance Expense	7.97	Nil
M/s. Uquire Equipo	Miscellaneous Expense	1.25	Nil

**Transaction with Close members of Key Management Personnel:**

Daxaben Patel	Interest Paid on Lease Liability	5.55	4.89
	Repayment of Principal Portion of Lease	3.33	3.57
Jagdishchandra Patel	Purchase of Right-Of-Use Assets	23.44	Nil
	Interest Paid on Lease Liability	1.95	0.27
	Repayment of Principal Portion of Lease Liability	7.05	5.73

Balances outstanding at each reporting date:		(Rs. In Lakhs)	
Name of related party	Classification	As at March 31, 2023	As at March 31, 2022
<b>Kem managerial Personnel:</b>			
<b>Nikul Patel</b>			
Unsecured Loan	Non-current Financial liabilities	0.17	0.17
Lease Liability	Non-current Financial liabilities	219.07	242.98
Lease Liability	Current Financial liabilities	31.90	26.89
Lease Deposit	Other current financial assets	57.57	54.63
Advance for Purchase of Property, Plant & Equipment	Other Non-current assets	150.00	150.00
<b>Entities in which Key Managerial Personnel and/or their relative have control or significant influence:</b>			
<b>Zipbooks Software Solutions Pvt. Ltd.</b>			
Creditors for Property, Plant & Equipment	Other Current Financial Liabilities	8.64	4.32
<b>Nirman Infracon Private Limited</b>			
Creditor for expense	Other Current Financial Liabilities	0.16	Nil
<b>M/s. Uquire Equipo</b>			
Creditor for expense	Other Current Financial Liabilities	1.45	Nil
<b>Close members of Key Management Personnel:</b>			
<b>Daxaben Patel</b>			
Lease Liability	Non-current Financial liabilities	38.66	42.88
Lease Liability	Current Financial liabilities	5.63	4.75
<b>Jagdishchandra Patel</b>			
Lease Liability	Non-current Financial liabilities	9.20	Nil
Lease Liability	Current Financial liabilities	7.18	Nil
<b>Ravi Patel</b>			
Unsecured Loan	Non-current Financial liabilities	1.12	1.12
<b>56.</b> The company is not liable to make any CSR expenditure according to Section 135 of the Companies Act, 2013			
<b>57. Leasing arrangements</b>			
The Company has entered into various leave and license agreements for taking commercial shops on rental basis for selling its products from the outlets ranging from 61 to 108 months. The Company has given refundable, interest free security deposits under certain agreements. Certain agreements contain provision for renewal and further there are no sub-leases.			

(Rs. In Lakhs)		
Particulars	Year Ended March 31, 2023	Year Ended March 31, 2022
<b>Amount recognised in Profit and loss account during the year:</b>		
Interest income from Lease Deposit	7.87	7.57
Gain on Cancellation of Lease	4.23	124.10
Interest Lease Liability	139.17	148.69
Amortisation on Right Of Use of Asset	263.14	261.63
<b>Amount recognised in Cash flow statement during the year:</b>		
Payment of Principal portion Lease Liability	239.35	220.09
Interest on Lease Liability	139.17	148.68
<b>Total cash outflow</b>	<b>378.52</b>	<b>368.78</b>
<b>Amount included in Balance Sheet:</b>		
Additions to Right to use assets during the year	210.75	83.80
Carrying value of Right to use assets	1,036.31	1,095.16
Carrying value of lease deposits	117.59	112.32
Carrying value of lease liability:		
Non Current portion	1,066.26	1,116.59
Current portion	244.43	235.96
<b>Total lease liability</b>	<b>1,310.70</b>	<b>1,352.55</b>

<b>Yearwise maturity analysis of lease liability:</b>		
Within one year	244.43	235.96
Over 1 year within 2 years	274.40	262.68
Over 3 years within 5 years	448.14	637.85
Over 5 years	343.72	216.06
<b>Total</b>	<b>1,310.69</b>	<b>1,352.55</b>
<b>58. Reconciliation of Liabilities arising from Financing Activities</b>		
		(Rs. In Lakhs)
<b>Particulars</b>	<b>Year Ended March 31, 2023</b>	<b>Year Ended March 31, 2022</b>
Opening Balance	1,448.88	1,747.39
Cash inflow of Non-current borrowings	Nil	13.10
Cash outflow of Non current borrowings	(275.75)	(225.09)
Changes in current borrowings cash flows	110.35	(86.53)
Closing Balance	<b>1,283.48</b>	<b>1,448.88</b>

**59. Subsequent Events:**

Subsequent to Balance Sheet Date, there are no events occurred which require disclosure or adjustments in the financial statements.

**60.** On periodical basis and as and when required, the Company reviews the carrying amounts of its assets and found that there is no indication that those assets have suffered any impairment loss. Hence, no such impairment loss have been provided in the Financial Year 2022-23 (Financial year 21-22 Rs. Nil Lakhs)

**61. Additional Regulatory Information (Non Ind AS)**

The disclosures required by amendment to Division II of Schedule III of the Companies Act, 2013 are given only to the extent applicable:

- i. Title deeds of immovable property other than proper taken on lease by duly executed lease agreement are held in the name of the company.
- ii. During the year there has been no change in the aggregate of the net carrying value of assets on account of revaluation in respect of Property, Plant & Equipment and intangible assets.
- iii. There are no intangible assets under development in the Company during the current reporting period.
- iv. No proceedings have been initiated or pending against the company for holding any benami property under the Benami transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.
- v. The company does not have any borrowings from banks against the security of current assets.
- vi. The Company has not been declared as a willful defaulter by any bank or financial institution or other lender in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.
- vii. The company has not entered in to any transaction with companies struck off under section 248 of the Companies Act, 2013.
- viii. There are no charges or satisfaction of charges yet to be registered with Registrar of Companies beyond the statutory period.
- ix. The borrowing taken by the company from the banks has been used for the specific purpose for which it was taken at the balance sheet date.
- x. There are no transactions that have been surrendered or disclosed as income during the year in the tax

assessments under the Income Tax Act, 1961 which have not been recorded in the books of account.

**62.** The financial statement are approved for issue by the Board of Directors & Audit Committee at their meeting on 30th May, 2023.

<b>In terms of our report attached.</b> <b>For, J. T. Shah &amp; Co</b> <b>Chartered Accountants</b> <b>(Firm Regd. No. 109616W)</b>	<b>For and on behalf of the Board of Directors of</b> <b>Dangee Dums Limited</b>	
	<b>Nikul J. Patel</b> <b>Chairman &amp; Managing Director</b> <b>(DIN: 01339858)</b>	<b>Foram Patel</b> <b>Non executive Director</b> <b>(DIN: 02017816)</b>
<b>(A. R. Pandit)</b> <b>Partner</b> <b>(M.No. 127917)</b> <b>Place : Ahmedabad</b> <b>Date : 30/05/2023</b>	<b>Ketan J Patel</b> <b>Chief Financial officer</b>  <b>Place: Ahmedabad</b> <b>Date : 30/05/2023</b>	<b>Nilam Makwana</b> <b>Company Secretary &amp;</b> <b>Compliance Officer</b>

[illegible]

**Disclaimer**

We have exercised utmost care in the preparation of this report. It contains forecasts and/or information relating to forecasts. Forecasts are based on facts, expectations, and/or past figures. As with all forward looking statements, forecasts are connected with known and unknown uncertainties, which may mean the actual result deviate significantly from the forecast. Forecasts prepared by the third parties, or data or evaluations used by third parties and mentioned in this communication, may be inappropriate, incomplete, or falsified. We cannot assess whether information in this report has been taken from third parties, or these provide the basis of our own evaluations, such use is made known in this report. As a result of the above mentioned circumstances, we can provide no warranty regarding the correctness, completeness, and upto-date nature of information taken, and declared as being taken, from third parties, as well as for forward looking statements, irrespective of whether these derive from third parties or ourselves. Readers should keep this in mind. We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.

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