

Ref – Z/SCL/NSE

June 17, 2024

To,

The Manager  
Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai– 400051

Company Trading Symbol: SIDDHIKA

**Subject - Compliance of Regulation 34 (1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sir/Madam,

Pursuant to Regulation 34 (1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to enclose herewith a copy of the Annual Report of the Company for the financial year 2023-24 along with Notice of 14<sup>th</sup> Annual General Meeting scheduled to be held on Friday 12<sup>th</sup> day of July, 2024.

The Annual Report is also hosted on the Website of the Company i.e., [www.siddhika.com](http://www.siddhika.com) under the Investor Section.

Kindly take the above information on record and acknowledge receipt of the same.

Thanking You  
Yours Faithfully,  
For Siddhika Coatings Limited

Charitra  
Maheshwari

Digitally signed by  
Charitra Maheshwari  
Date: 2024.06.17  
14:12:03 +05'30'

Charitra Maheshwari  
(Managing Director)

Encl – Annual Report 2023-24 along with Notice of AGM

## **SIDDHIKA COATINGS LIMITED**

Registered Office - L-9, Lower Ground Floor, Kalkaji, New Delhi – 110019, Tel : 011-41601441, 41601442  
CIN : L45400DL2010PLC206024 E-mail : [contactus@siddhika.com](mailto:contactus@siddhika.com)  
India's largest single brand paint contract company, [www.siddhika.com](http://www.siddhika.com)

**CORPORATE INFORMATION**

<b>Corporate Identification No.</b>	L45400DL2010PLC206024
<b>Registered Office</b>	L/9, Lower Ground Floor, Kalkaji, New Delhi – 110019
<b>Board of Directors</b>	Mr. Charitra Maheshwari (Managing Director) Mr. Gaurav Agarwal (Executive Director) Mr. Manvendra Pratap Singh (Executive Director) Mr. Inderpal Singh (Non-Executive Independent Director) Mrs Asha Mittal (Non-Executive Independent Director) Mr. Amitabh Agrawal (Non- Executive Independent Director)- Appointed w.e.f. 10/08/2023
<b>Audit Committee</b>	Mr. Amitabh Agrawal (Member) Mr. Charitra Maheshwari (Member) Mr. Inderpal Singh (Member)
<b>Nomination and Remuneration Committee</b>	Mr. Inderpal Singh (Chairman) Mr. Amitabh Agrawal (Member) Mrs Asha Mittal (Member)
<b>Stakeholders' Relationship Committee</b>	Mr. Amitabh Agrawal (Member) Mr. Inderpal Singh (Member) Mr. Gaurav Agarwal (Member)
<b>Chief Finance Officer</b>	Mr. Chandan Tiwari
<b>Company Secretary</b>	Ms. Pooja Agrawal
<b>Statutory Auditor</b>	V C A N & Associates, Chartered Accountants
<b>Secretarial Auditor</b>	G Gupta & Associates
<b>Internal Auditor</b>	Gola & Associates, Chartered Accountants
<b>Registrar &amp; Transfer Agent</b>	Skyline Financial Services Private Limited D/153A, 1st Floor, Okhla Industrial Area Phase I - 110020
<b>Branch Offices</b>	Kolkata – Metropolitan Housing Society, Sec – A, Plot 150, Kolkata - 700105 Bangalore – 3rd Floor, No.1153, 22nd Cross, 24th Main Parangipallya, Opp. Ambedkar Bhawan, HSR Layout, Sector – 2, Bangalore - 560102 Hyderabad – H.No.8-2, 293/82/A/71 Road No.36, Jublee Hills, Hyderabad, Telangana - 500033 Mumbai - Ground Floor Unit No.13, Building B Hind Saurashtra Industrial Co-operative Mumbai Mumbai City - 400059

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## *From the Desk of Managing Director*

Dear Shareholders,

I am delighted to again connect with you through this annual report of 2023-24, a year which can be termed as achievement & record-breaking year for your company.

After few years of disruptions due to COVID-19 & prolonged recovery period of construction industry on whole, we could finally clock record breaking figures. I am delighted to inform you that your company has posted back-to-back good results with highest turnover & profit achieved since inception.

We are thankful to our customers who continued their support & our frontliner teams who ensured best results with improved efficiencies. It was complimented with best of support from various divisions within the company & above all our dedicated applicators deserve a lot of credit.

Looking forward the order flow remains to be healthy & construction market on whole looks in better times. We are keenly exploring & increasing activities towards expansion in our services directly and through our fully owned subsidiaries to utilise Siddhika's strength and client base at optimum level.

I look forward to sharing our progress in my future interactions with you. For now, I wish you and your loved ones a safe and healthy year ahead.

**Thanks & Regards**

**Charitra Maheshwari**  
**Managing Director**

## SIDDHIKA COATINGS LIMITED

Registered Office: L/9, Lower Ground Floor, Kalkaji, New Delhi – 110019

CIN: L45400DL2010PLC206024, Phone: 011-41601442

Website: [www.siddhika.com](http://www.siddhika.com), Email: [contactus@siddhika.com](mailto:contactus@siddhika.com)

## NOTICE

**NOTICE** is hereby given that the **14<sup>th</sup> ANNUAL GENERAL MEETING (AGM)** of the Company will be held on **Friday 12<sup>th</sup> July, 2024 at 02:00 P.M. (IST)** through Video Conference/ Other Audio Visual Means (VC/OAVM) organized by the Company, to transact the following businesses.

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements including Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2024 and the Reports of the Board of Directors and the Auditors thereon.
2. To appoint Mr. Manvendra Pratap Singh (DIN: 07893345), who retires by rotation and being eligible, offers himself for re-appointment.
3. To declare the final dividend of Rs 3.30 per share for the financial year 2023-24 on Equity Shares of the Company.

### SPECIAL BUSINESS:

4. To Approve Related Party Transactions with wholly owned subsidiaries of the Company.

To consider and if thought fit, to pass, with or without modifications, the following resolution as an **Ordinary Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time (“Listing Regulations”) and as per Section 188 and other applicable provisions of the Companies Act, 2013 (“Act”) read with rules made thereunder, other applicable laws / statutory provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company’s Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and basis the approval of the Audit Committee and recommendation of the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Company to enter into and / or continue the related party transaction(s) (in terms of Regulation 2(1)(zc)(i) of the Listing Regulations) in terms of the explanatory statement to this resolution and more specifically set out item 4 in the explanatory statement to this resolution on the respective material terms and conditions set out in each of table as shown in item 4 .

**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as ‘Board’ which term shall be deemed to include the Audit Committee of the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any Officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.”

5. To increase managerial remuneration payable to Mr. Charitra Maheshwari (DIN: 03055689), Managing Director in excess of 5% of the net profits of the Company.

To consider and if thought fit, to pass, with or without modifications, the following resolution as a **Special Resolution**:

**“RESOLVED THAT** consent of the members be and is hereby accorded for revising the terms of remuneration payable to Mr. Charitra Maheshwari (DIN - 03055689) as may be fixed by the Board from time to time on recommendation of the Nomination and Remuneration Committee, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year such that the remuneration payable to him shall not exceed Rs. 36,00,000/- Per annum (Rupees Thirty Six Lakh Only) per year and in addition to the remuneration, the payment of up to 0.60% (Sixty Basis Points) commission on net sales with effect from 01st August, 2024 to 31st March, 2027 for a period of 3 (three) years, on the terms and conditions as set out in the Explanatory Statement annexed to the Notice convening this meeting, with liberty to the Directors / Nomination and Remuneration Committee and Board of Directors in its meeting held on June 10, 2024 to alter and vary the terms and conditions of the said appointment in such manner as may be agreed between the Directors and Mr. Charitra Maheshwari (DIN - 03055689) such variation or increase in the aforesaid remuneration may be beyond the permissible limits as under the relevant provisions of Section 196, 197 of the Companies Act, 2013 pursuant to notification issued by Ministry of Corporate Affairs (MCA) dated 12 September 2018.

**RESOLVED FURTHER THAT** the Ministry of Corporate Affairs (MCA) through its notification dated 13th September 2018 under notified provisions of the Companies (Amendment) Act, 2017 (Amendment Act, 2017) and amended schedule V of Companies Act, 2013. Respectively to the same, the Central Government amends Schedule V of Companies Act, 2013 vide Notification dated 13th September, 2018 and amends Part I and Part II related to conditions to be fulfilled for the Appointments and Remuneration of a Managing or Whole-time director or a manager without the approval of the Central Government but by the approval of members in the general meeting via special resolution.

**RESOLVED FURTHER THAT** in the event, the Company has no profits or its profits are inadequate during the aforesaid tenure, the managerial remuneration aforesaid consisting of salary, perquisites, allowance, amenities and performance-based incentive shall be paid Rs. 36,00,000/- Per annum (Rupees Thirty-Six Lakh Only) to Managing Director as the minimum remuneration as per applicable provisions of the Companies Act, 2013.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable, or expedient to give effect to this resolution.”

6. To increase managerial remuneration payable to Mr. Gaurav Agarwal (DIN: 06752256), Executive Director in excess of 5% of the net profits of the Company

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

**“RESOLVED THAT** consent of the members be and is hereby accorded for revising the terms of remuneration payable to Mr. Gaurav Agarwal (DIN: 06752256), as may be fixed by the Board from time to time on recommendation of the Nomination and Remuneration Committee, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year such that the remuneration payable to him shall not exceed Rs. 32,00,000/- Per annum (Rupees Thirty Two Lakh Only) per year and in addition to the remuneration, the payment of up to 0.60% (Sixty Basis Points) commission on net sales with effect from 01st August, 2024 to 31st March, 2027 for a period of 3 (three) years, on the terms and conditions, as set out in the Explanatory Statement annexed to the Notice

convening this meeting, such variation or increase in the aforesaid remuneration may be beyond the permissible limits as under the relevant provisions of Section 196, 197 of the Companies Act, 2013 pursuant to notification issued by Ministry of Corporate Affairs (MCA) dated 12 September 2018.

**RESOLVED FURTHER THAT** the Ministry of Corporate Affairs (MCA) through its notification dated 13th September 2018 under notified provisions of the Companies (Amendment) Act, 2017 (Amendment Act, 2017) and amended schedule V of Companies Act, 2013. Respectively to the same, the Central Government amends Schedule V of Companies Act, 2013 vide Notification dated 13th September, 2018 and amends Part I and Part II related to conditions to be fulfilled for the Appointments and Remuneration of a Managing or Whole-time director or a Manager without the approval of the Central Government but by the approval of members in the general meeting via special resolution.

**RESOLVED FURTHER THAT** in the event, the Company has no profits or its profits are inadequate during the aforesaid tenure, the managerial remuneration aforesaid consisting of salary, perquisites, allowance, amenities and performance-based incentive shall be paid Rs. 32,00,000/- Per annum (Rupees Thirty-Two Lakh Only) to Executive Director as the minimum remuneration as per applicable provisions of the Companies Act, 2013.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable, or expedient to give effect to this resolution.”

7. To increase managerial remuneration payable to Mr. Manvendra Pratap Singh (DIN: 07893345), Executive Director in excess of 5% of the net profits of the Company

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

“**RESOLVED THAT** consent of the members be and is hereby accorded for revising the terms of remuneration payable to Mr. Manvendra Pratap Singh (DIN: 07893345) as may be fixed by the Board from time to time on recommendation of the Nomination and Remuneration Committee, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year such that the remuneration payable to him shall not exceed Rs 32,00,000/- Per annum (Rupees Thirty Two Lacs Only) per year and in addition to the remuneration, the payment of up to 0.60% (Sixty Basis Points) commission on net sales with effect from 01st August, 2024 to 31st March, 2027 years, on the terms and conditions, as set out in the Explanatory Statement annexed to the Notice convening this meeting, such variation or increase in the aforesaid remuneration may be beyond the permissible limits as under the relevant provisions of Section 196, 197 of the Companies Act, 2013 pursuant to notification issued by Ministry of Corporate Affairs (MCA) dated 12 September 2018.

**RESOLVED FURTHER THAT** the Ministry of Corporate Affairs (MCA) through its notification dated 13th September 2018 under notified provisions of the Companies (Amendment) Act, 2017 (Amendment Act, 2017) and amended schedule V of Companies Act, 2013. Respectively to the same, the Central Government amends Schedule V of Companies Act, 2013 vide Notification dated 13th September, 2018 and amends Part I and Part II related to conditions to be fulfilled for the Appointments and Remuneration of a Managing or Whole-time director or a Manager without the approval of the Central Government but by the approval of members in the general meeting via special resolution.

**RESOLVED FURTHER THAT** in the event, the Company has no profits or its profits are inadequate during the aforesaid tenure, the managerial remuneration aforesaid consisting of salary, perquisites, allowance, amenities and performance-based incentive shall be paid Rs 32,00,000/- Per annum

(Rupees Thirty-Two Lacs Only) to Executive Director as the minimum remuneration as per applicable provisions of the Companies Act, 2013.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

8. To increase the overall managerial remuneration of the Directors of the Company

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

**"RESOLVED THAT** in accordance with the provisions of Section 197 of the Companies Act, 2013 as amended by the Companies (Amendment) Act, 2017, read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the recommendation of Nomination and Remuneration Committee, approval of the members of the Company be and is hereby accorded to increase the overall limit of managerial remuneration payable beyond specified limits under Section 197 of Companies Act 2013 in respect of any financial year as per notification issued by Ministry of Corporate Affairs (MCA) dated 12 September 2018 under notified provisions of the Companies (Amendment) Act, 2017 (Amendment Act, 2017) and amended schedule V of Companies Act, 2013 thereby Part I and Part II related to conditions to be fulfilled for the Appointments and Remuneration of a Managing or Whole-time director or a Manager without the approval of the Central Government but by the approval of members in the general meeting via special resolution.

**RESOLVED FURTHER THAT** where in any Financial Year, the Company has no profits or profits are inadequate, the overall managerial remuneration paid to Directors shall not exceed Rs. 1,20,00,000/- Per Annum (Rupees One Crore Twenty Lacs Only).

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution"

9. To increase in Authorised Share Capital of the Company

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

**"RESOLVED THAT** consent of the members be and is hereby accorded to increase the Authorised Share Capital of the Company from existing Rs. 3,25,00,000/- (Rupees Three Crore Twenty-Five Lakhs Only) divided into 32,50,000 (Thirty-Two Lakhs Fifty Thousand) Equity Shares of Rs. 10/- (Rupees Ten) each to Rs. 11,00,00,000/- (Rupees Eleven Crore only) divided into 1,10,00,000 (One Crore Ten Lakh) Equity Shares of Rs.10/- (Rupees Ten) each by creating Rs. 7,75,00,000 divided into 77,50,000 (Seventy-Seven Lakhs Fifty Thousand) Equity Shares of Rs. 10/- each ranking pari passu in all respect with the existing Equity Shares of the Company and consequent Alteration of the capital clause of the Memorandum of Association of the Company, subject to approval of shareholders in the ensuing Annual General Meeting.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable, or expedient to give effect to this resolution"

10. To Consider the proposal for issuance of Bonus Shares to the Equity Shareholders of the Company.

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

**“RESOLVED THAT** in accordance to the provisions of section 63 of the Companies Act, 2013, and Rule 14 of the Companies (Share Capital & Debentures) Rules 2014 and other applicable provisions including any statutory modification and re-enactment thereof for the time being in force, and subject to such approvals and permission as necessary, consent of the members be and is hereby provided to allot 30,89,500 equity shares of [Rs. 10] each to existing shareholders as on record date i.e. on [19/07/2024], in the ratio of [1:1] for every one equity share held as bonus shares.

**RESOLVED FURTHER THAT** the Bonus Shares so issued shall rank pari-passu in all respects with the existing fully paid-up equity shares of the Company and shall always be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the aforesaid resolution, the Board / Committee of the Board or any officer(s) authorized by the Board of Directors, be and are hereby authorized to do all such acts, deeds, matters and things whatsoever, including settling any question, doubt or difficulties that may arise with regard to or in relation to the issue or allotment of the bonus shares and to accept on behalf of the Company, any conditions, modifications, alterations, changes, variations in this regard as prescribed by the statutory authority(ies) and which the Board / Committee of the Board or any officer(s) authorized by the Board of Directors in its discretion thinks fit and proper.”

**Registered Office:**  
L-9, Lower Ground Floor,  
Kalkaji, New Delhi - 110019

**Date: June 10, 2024**  
**Place: New Delhi**

**By the order of Board of Directors**  
**For Siddhika Coatings Limited**

**Sd/-**  
**Pooja Agrawal**  
**Company Secretary**  
**M.No - A68645**



**Notes:**

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020 and January 13, 2021 & 28 December, 2022 and Circular No. 09/2023 dated September 25, 2023. The forthcoming Annual General Meeting will thus be held through video conferencing (VC) or other audio-visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM/EGM through VC/OAVM.
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 MCA Circulars dated April 08, 2020, April 13, 2020, May 05, 2020 and September 25, 2023, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM 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 AGM 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 AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. SEBI Circulars and applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the 14<sup>th</sup> AGM of your Company is being convened and conducted through VC.
6. The Company has facilitated the members to participate in the 14<sup>th</sup> AGM through VC facility provided by Central Depository Services Limited (CDSL). The instructions for participation by members are given in the subsequent paragraphs. Participation in AGM through VC shall be allowed on a first-come-first-served basis.
7. As per MCA Circulars, members attending the 14<sup>th</sup> AGM through VC will be reckoned for the purpose of quorum as per Section 103 of the Companies Act, 2013.
8. For exercising the votes by the members by electronic means, the Company has provided the facility of remote e-voting as well as e-voting during the AGM. The procedure for using the remote e-voting facility as well as e-voting during the AGM is given in the subsequent paragraphs.
9. Members joining the AGM through VC shall be permitted to exercise their right to vote using the e-voting facility at the AGM, provided they have not cast their votes using remote e-voting facility. The members who have already cast their votes prior to AGM using the remote e-voting facility may also join the AGM through VC, but shall not be entitled to cast their votes again at the AGM.
10. As per the Companies Act, 2013, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and such proxy need not be a member of the

Company. Since 14th AGM is being held through VC as per MCA Circulars and SEBI Circulars, physical attendance of the members has been dispensed with Accordingly, the facility for appointment of proxies by the members will not be available for the 14th AGM and hence the Proxy Form and Attendance Slip are not annexed to this notice. Similarly, as this AGM is being held through VC, the route map is not annexed to this notice.

11. Corporate members may authorize their representatives for casting the votes using remote e-voting facility or for participation and voting in the AGM using VC. Institutional Investors are encouraged to attend and vote at the AGM through VC.
12. In line with MCA Circulars and SEBI Circulars, the Annual Report for the financial year 2023-24 along with Notice of 14th AGM of the Company inter-alia indicating the process and manner of e-voting are being sent only by electronic mode to those members whose email IDs are registered with the Company/Depository Participant(s) for communication. Members may note that the aforesaid documents may also be downloaded from the Company's website [www.siddhika.com](http://www.siddhika.com) and the website of National Stock Exchange of India Limited In line with MCA Circulars, the Company has enabled a process for the limited purpose of receiving the AGM Notice and Annual Report (including remote e-voting instructions) electronically.
13. The Register of Directors and Key Managerial Personnel and their shareholding, and the Register of Contracts or Arrangements in which the directors are interested, maintained as per the Companies Act, 2013 will be available for electronic inspection by the members during the AGM. All the documents referred to in the Notice will also be available for electronic inspection by the members without any fee from the date of circulation of this notice up to the date of AGM i.e., July 12, 2024 Members seeking to inspect such documents may send an email to [secretarial@siddhika.com](mailto:secretarial@siddhika.com).
14. The Register of Members and the Share Transfer books of the Company will remain closed from July 06, 2024 to July 12, 2024. (Both days inclusive)
15. Subject to the provisions of Section 123 of the Companies Act, 2013, Dividend as recommended by the Board of Directors, if declared, at the AGM, will be disbursed to those members whose name appear in the Register of Members (in respect of shares held in physical form) or in the records of Depositories as Beneficial Owners of Shares (in respect of shares in dematerialized form) as on July 05, 2024 (Record date).
16. Dividend will be paid electronically through various online transfer modes to those members who have updated their bank accounts. For members who are yet to update their bank account details, dividend warrants/demand drafts will be sent to their registered addresses through post.

#### **VOTING THROUGH ELECTRONIC MEANS**

01. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized E-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
02. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

03. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
04. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.siddhika.com](http://www.siddhika.com). The Notice can also be accessed from the websites of the Stock Exchanges, National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
05. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020 and May 05, 2022 and Circular No. 09/2023 dated September 25, 2023.

**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.**

01. The voting period begins from 9.00 A.M. (IST) July 09, 2024 and ends on 5.00 P.M. (IST) July 11, 2024 During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date July 05, 2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
02. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting.
03. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.
04. 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 is given below:

Type of Shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<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. 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 NSDL	<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> <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</p>

	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 Depository Participants	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 CDSL	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 1800 22 55 33
Individual Shareholders holding securities in Demat mode with NSDL	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.: 022-4886 7000 and 022-2499 7000

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

- The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
  - Click on "Shareholders" module.
  - 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
- Next enter the Image Verification as displayed and Click on Login.
  - 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.
  - If you are a first-time user follow the steps given below:

	For Physical shareholders other than individual shareholders holding shares in Demat.
PAN	<ul style="list-style-type: none"> <li>• Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</li> <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 OR 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>
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6. After entering these details appropriately, click on “SUBMIT” tab.

7. 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.

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

9. Click on the EVSN for the relevant <Company Name> on which you choose to vote.

10. 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.

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

12. 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.

13. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

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

15. 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.

16. 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 should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- 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 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; [contactus@siddhika.com](mailto:contactus@siddhika.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 THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

- The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
- 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.
- 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.
- Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 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.
- 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 at least 2 days prior to meeting mentioning their name, demat account number/ folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 2 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
- Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
- If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall 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.**

- For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.
- For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
- 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 Futorex, 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 toll free no. 1800 22 55 33.

## EXPLANATORY STATEMENTS

### PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("the Act")

#### ITEM NO. 04: To Approve Related Party Transactions with wholly owned subsidiaries of the Company.

Pursuant to provisions of LODR and Section 188 of the Companies Act, 2013 ("the Act"), read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 the Company is required to obtain consent of the Board and prior approval of the members by resolution for certain Related Party Transactions which exceed such sum as is specified in the rules. The aforesaid provisions are applicable in respect transactions entered into by the Company in the ordinary course of business and on an arm's length basis. The details of the transactions are as follows:

PARTICULARS OF PROPOSED TRANSACTIONS FOR THE PURPOSE OF APPORAVALS U/S 188 OF THE COMPANIES ACT 2013, MAXIMUM VALUE OF CONTRACT/ TRANSACTION (PER ANNUM) W.E.F 17 MAY 2024				
TRANSACTIONS DEFINED UNDER SECTION 188 (1) OF THE COMPANIES ACT 2013				
Nature of Transactions as per the Companies Act, 2013	Name of the Director/KMP who is related and nature of their relationship	Name of the Related Party	Amount in Rs.	
COMPANIES			Receipts	Payments
Supply of material	Mr. Charitra Maheshwari	M/s AB Coatings Private Limited	Rs. 3.00 Crore	
Leasing/sublease/rent For office sharing of property			Rs. 2 Lakh per annum	
Contracts and Supplies of Materials	Mr. Charitra Maheshwari	M/s SCL Contracts Private Limited	Rs 2.00 Crore	

#### ITEM NO. 05: To increase managerial remuneration payable to Mr. Charitra Maheshwari (DIN: 03055689), Managing Director in excess of 5% of the net profits of the Company

##### Terms and Conditions

- **Period:** From 01 August, 2024 to 31<sup>st</sup> March, 2027
  - a) Salary: Rs 3,00,000 (Rupees Three Lakh per month Only)
  - b) Benefits, Perquisites & Allowances: Nil
  - c) Commission on net sales: Upto 0.60 % (Sixty basis point)
- Details of Benefits, Perquisites and Allowances are as follows:
  - (i) Medclaim and Personal Accident Insurance: Medclaim and Personal Accident Insurance Policy for such amount as per the rules of the Company.
  - (ii) Contribution to Provident Fund: The Company's contribution to Provident Fund as per the applicable laws.
- **Limits on Remuneration:** The remuneration as specified in clauses above shall be subject to the overall limits as specified under Sections 196, 197 and other applicable provisions read with Schedule V of the Companies Act, 2013. e) Minimum Remuneration: In the event of the Company incurring a loss or having inadequate profits in any financial year, the remuneration, perquisites, benefits, allowances and amenities payable to Mr. Charitra Maheshwari (DIN: 03055689) shall not exceed Rs. 36,00,000/- (Rupees Thirty Six Lakhs Only) per annum.



None of the Directors/Key Managerial Personnel of the Company/their relatives, except Mr. Charitra Maheshwari is in any way concerned or interested, in the said resolution. The Board recommends the said resolution to be passed as a Special resolution.

**ITEM NO. 06: To increase managerial remuneration payable to Mr. Gaurav Agarwal (DIN: 06752256), Executive Director in excess of 5% of the net profits of the Company**

**Terms and Conditions**

- **Period:** From 01 August, 2024 to 31<sup>st</sup> March, 2027
  - a) Salary: Rs 2,66,666 (Rupees Two Lakhs Sixty Six Thousand Six Hundred Sixty Six per month Only)
  - b) Benefits, Perquisites & Allowances: Nil
  - c) Commission on net sales: Upto 0.60 % (Sixty basis point)
- Details of Benefits, Perquisites and Allowances are as follows:
  - (iii) Medclaim and Personal Accident Insurance: Medclaim and Personal Accident Insurance Policy for such amount as per the rules of the Company.
  - (iv) Contribution to Provident Fund: The Company's contribution to Provident Fund as per the applicable laws.
- **Limits on Remuneration:** The remuneration as specified in clauses above shall be subject to the overall limits as specified under Sections 196, 197 and other applicable provisions read with Schedule V of the Companies Act, 2013. e) Minimum Remuneration: In the event of the Company incurring a loss or having inadequate profits in any financial year, the remuneration, perquisites, benefits, allowances and amenities payable to Mr. Gaurav Agarwal (DIN: 06752256) shall not exceed Rs 32,00,000/- Per annum (Rupees Thirty-Two Lacs Only) per annum.

None of the Directors/Key Managerial Personnel of the Company/their relatives, except Mr. Gaurav Agarwal is in any way concerned or interested, in the said resolution. The Board recommends the said resolution to be passed as a Special resolution.

**ITEM NO. 07: To increase managerial remuneration payable to Mr. Manvendra Pratap Singh (DIN: 07893345), Executive Director in excess of 5% of the net profits of the Company**

**Terms and Conditions**

- **Period:** From 01 August, 2024 to 31<sup>st</sup> March, 2027
  - a) Salary: Rs 2,66,666 (Rupees Two Lakhs Sixty Six Thousand Six Hundred Sixty Six per month Only)
  - b) Benefits, Perquisites & Allowances: Nil
  - c) Commission on net sales: Upto 0.60 % (Sixty basis point)
- Details of Benefits, Perquisites and Allowances are as follows:
  - (v) Medclaim and Personal Accident Insurance: Medclaim and Personal Accident Insurance Policy for such amount as per the rules of the Company.
  - (vi) Contribution to Provident Fund: The Company's contribution to Provident Fund as per the applicable laws.
- **Limits on Remuneration:** The remuneration as specified in clauses above shall be subject to the overall limits as specified under Sections 196, 197 and other applicable provisions read with Schedule V of the Companies Act, 2013. e) Minimum Remuneration: In the event of the Company incurring a loss or having inadequate profits in any financial year, the remuneration, perquisites, benefits, allowances and amenities payable to Mr. Manvendra Pratap Singh (DIN: 07893345) shall not exceed Rs. 32,00,000/- (Rupees Thirty-Two Lakhs Only) per annum.

None of the Directors/Key Managerial Personnel of the Company/their relatives, except Mr. Manvendra Pratap Singh, is in any way concerned or interested, in the said resolution. The Board recommends the said resolution to be passed as a Special resolution.

## **ITEM NO. 08: To increase the overall managerial remuneration of the Directors of the Company**

As per Section 197 of the Companies Act, 2013, total managerial remuneration payable by the Company to its directors, including managing director and whole-time director and its manager in respect of any financial year may be given to maximum permissible limit as per the provisions laid down in Section 198 of the Companies Act, 2013, provided that the same has been approved by the shareholders of the Company by way of Special Resolution. Pursuant to the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company in its meeting held on May 17, 2024 recommended to increase in overall limit of managerial remuneration payable by the Company in respect of any financial year beyond specified limits under Section 197 and computed in the manner laid down in Section 198 of the Companies Act, 2013. Where in any Financial Year, the Company has no profits or profits are inadequate, the overall remuneration to Directors shall not exceed Rs. 1,20,00,000/- (Rupees One Crore Twenty Only).

The Particulars of the information, pursuant to the provisions of Schedule V, Part II, Section II, clause (iv)

### 1. General information:

- (1) Nature of industry – India Largest Paint Contractor Company
- (2) Date or expected date of commencement of commercial production – Not Applicable
- (3) In case of new companies, expected date of commencement of activities as per project approved - by financial institutions appearing in the prospectus - Not Applicable
- (4) Financial performance based on given indicators – Performance for the Year 2023-24
  - Gross Revenue: Rs 37,54,94,369/-
  - Profit After Tax: Rs 4,44,13,058/-
  - Dividend: Rs 3.30 per share of Face Value of Rs 10 each
  - EPS: 14.38
- (5) Foreign investments or collaborations, if any - Not Applicable

### II. Information about the appointee:

- (1) Background details - He has over 28 Years of invaluable experience in Business, Marketing and relevant expertise in the Secretarial, Legal and Accounting Experience and effectively contributed towards the progress of the Company
- (2) Recognition or awards - Not Applicable
- (3) Job profile and his suitability – He has been part of the group for the last 12 years and have lead successful growth of the Business
- (4) Remuneration proposed – As mentioned in the resolution stated above
- (5) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin) – Considering the responsibility procured by him of the enhanced business activities of the Company proposed remuneration is commensurate with Industry Standards and Board level positions held in similar sized and similarly positioned businesses.
- (6) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel – Not Applicable

None of the Directors/Key Managerial Personnel of the Company/their relatives, except Mr. Charitra Maheshwari, Mr. Gaurav Agarwal and Mr. Manvendra Pratap Singh is in any way concerned or interested, in the said resolution. The Board recommends the said resolution to be passed as a special resolution.

## **ITEM NO. 09: To increase in Authorised Share Capital of the Company**

At present the Authorised Share Capital of the Company is 3,25,00,000/- (Rupees Three Crore Twenty Five Lakhs Only) divided into 32,50,000 (Thirty Two Lakhs Fifty Thousand) equity shares of Rs. 10/- each out of which paid up share capital of the Company is Rs. 3,08,95,000 (Rupees Three Crore Eight Lacs Ninety Five Thousands Only) divided into 30,89,500 (Thirty Lacs Eighty Nine Thousands Five Hundred) equity shares of Rs. 10/- each.

The Board of Directors of the Company in its meeting held on Monday, May 17, 2024 have recommended the issuance of bonus shares in the ratio of 1:1 [i.e. 1 (One) fully paid up equity shares for every 1 (One) equity shares

held.] if the resolution for issuance of bonus shares as recommended by the Board; shall be approved by the members of the Company then additional 30,89,500 paid up equity shares shall be allotted to the members post completion of process of bonus issue. So, the total paid up share capital post bonus issue shall be Rs. 6,17,90,000/- which shall exceed the present Authorised Share Capital of the Company. So, in view of the proposed issuance of bonus shares, the present Authorised Share Capital of the Company need to be increased from Rs. 3,25,00,000/- (Rupees Three Crore Twenty-Five Lakhs Only) to Rs. 11,00,00,000/- (Rupees Eleven Crore only) by creating Rs. 7,75,00,000 divided into 77,50,000 (Seventy-Seven Lakhs Fifty Thousand) equity shares of Rs. 10/- each. Further, in view of increasing the Authorised Share Capital it is also necessary to amend Clause V of the Memorandum of Association to increase the Authorised Share Capital from Rs. 3.25 Crore to Rs. 11 Crore.

As per the provisions of Sections 13 & 61 of the Companies Act, 2013, approval of the shareholders is required to be accorded for alteration in the Memorandum of Association and for increasing the Authorised Share Capital of the Company by way of passing an Ordinary Resolution.

Accordingly, the Directors recommend the matter and the resolution set out under Item no. 9 for the approval of the Members by way of passing an Ordinary Resolution.

Pursuant to Section 102 of Companies Act, 2013, the Board of Directors of the Company do hereby confirm that none of its Directors, Key Managerial Personnel and relatives thereof are interested, financially or otherwise in the aforesaid resolution.

**ITEM NO. 10: To Consider the proposal for issuance of Bonus Shares to the Equity Shareholders of the Company.**

As on March 31, 2024 total free reserves and surplus of the Company is Rs. 22,03,87,263/- and Security Premium Account is Rs. 4,06,85,450/-. With a view to rationalize the capital structure, Board of Directors in its meeting held on May 17, 2024 have proposed to issue bonus shares at the ratio of 1:1 [i.e. 1 (One) fully paid up equity shares for every 1 (One) equity share held] to the shareholders appearing in the Register of Members as on the Record Date i.e. July 19, 2024.

The new equity bonus shares to be allotted and issued shall be subject to the terms of Memorandum & Articles of Association of the Company and shall rank pari passu in all respects with the existing fully paid equity shares of the Company.

Pursuant to the provisions of Section 63 of the Companies Act, 2013, approval of the Members is required for issuance of Bonus Shares to the Members of the Company by way of passing a Special Resolution. Accordingly, the resolutions set out at Item No. 10 seek approval of the Members for Issue of Bonus Shares to the Members of the Company.

The Board of Directors is of the opinion that the aforesaid issue of Bonus shares, is in the best interest of the Company and hence recommends passing of the resolutions set out at Item No. 10 as Special Resolution.

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

**Registered Office:**  
L-9, Lower Ground Floor,  
Kalkaji, New Delhi - 110019

**By the order of Board of Directors  
For Siddhika Coatings Limited**

**Date: June 10, 2024  
Place: New Delhi**

**Sd/-  
Pooja Agrawal  
Company Secretary  
M.No - A68645**

## BOARD REPORT

Dear Shareholders,

Yours Director's have pleasure in presenting their 14th Board Report on the Business and Operations of the Company together with Audited Financial Statements for the financial year ended 31<sup>st</sup> March 2024.

### FINANCIAL RESULTS

The Standalone and Consolidated financial performance of the Company for the financial year ended 31<sup>st</sup> March, 2024 is summarized below:-

(In Hundreds)

Particulars	(Standalone)		(Consolidated)	
	Year ended 31.03.2024	Year ended 31.03.2023	Year ended 31.03.2024	Year ended 31.03.2023
Sales and Other Income	3,754,943.69	3,272,379.95	3,909,195.58	3,407,371.65
Profit/(Loss) before Tax	634,596.66	461,794.07	706,893.90	497,390.66
Less: Provision for Income Tax	(185,045.11)	(116,205.86)	(198,044.86)	(127,582.65)
Deferred Tax Assets/ (Liability)	2,822.53	7,355.96	2,813.43	7,392.51
Taxation for earlier years	(8,243.49)	(469.81)	(8,328.03)	(158.49)
Net Profit/ (Loss) after tax for the Year	4,44,130.58	352,474.36	503,334.44	377,042.03
Balance brought forward	1,852,427.05	1,574,100.68	1,975,035.00	1,672,140.98

### STATE OF COMPANY'S AFFAIRS

The Company is engaged in the business of Oil Paints, Distempers, Cellure Paints, Colours, Varnishes, enamels etc. During the year, there is no change in the business activities.

### DIVIDEND

The Directors are pleased to recommend for approval of the members a payment of Final dividend of Rs 3.30 per share (face value of 10/- each) on the Equity Share Capital of the Company for the financial year 2023-24 to the equity shareholders.

### TRANSFER TO RESERVE

In order to conserve the resources of the company with response to future requirement of funds, your Directors, in their wisdom, find it prudent to transfer Rs. 444.13 Lacs to Reserves of the Company, out of profit earned by the Company during the current financial year ended on 31<sup>st</sup> March, 2024.

### SUBSIDIARY / JOINT VENTURE / ASSOCIATES COMPANIES

In accordance with section 129(3) of the Companies Act, 2013, the consolidated financial statements of the Company including its **subsidiaries**, associate and joint venture companies form part of the Annual Report. Further, a statement containing salient features of the financial statement of the Company's subsidiaries, associate and joint venture companies is annexed in Form AOC-1 is attached herewith as Annexure B.

### POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

Pursuant to Section 134(3) read with 178 of the Companies Act, 2013, the Nomination and Remuneration policy of the Company which lays down the criteria for determining qualifications, competencies, positive attributes and independence for appointment of Directors and Policies of the Company relating to remuneration to Directors, KMP and other employees is available on the Company's website at [www.siddhika.com](http://www.siddhika.com).

## CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING & OUTGO

### A CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION

The particulars as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 in respect of conservation of energy and technology absorption have not been furnished considering the nature of activities undertaken by the company during the year under review.

### B FOREIGN EXCHANGE EARNINGS AND OUTGO

Earnings	Nil
Outgo	As below

- During the year under review, your Company has not earned but spent a sum of Rs. 70,931,743/-
- Purchase in Singapore Dollars SGD 1,133,276
- Purchase in Japanese Yen JPY 83,605

## DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to provision of section 134(3)(c) of the Companies Act, 2013, the Directors state that-

- A. In the preparation of the Annual Accounts for the year ended 31<sup>st</sup> March, 2024, the applicable accounting standards have been followed along with proper explanations.
- B. Appropriate Accounting Policies have been applied consistently. Judgment and estimates, which are reasonable and prudent, have been made so as to give a true and fair view of state of affairs of the company as at the end of the financial year and of the profit of the company for the period:
- C. Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- D. The Annual Accounts for the year ended 31<sup>st</sup> March, 2024 have been prepared on a going concern basis.
- E. The Internal Financial control as laid down have been followed by the Company and such internal financial controls are adequate and were operating effectively.
- F. The proper systems devised by the Board of Directors of the Company to ensure Compliance with the provision of all applicable laws and that such systems were adequate and operating effectively.

## CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES

The particulars of every contract or 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 arm's length transactions under third proviso thereto shall be disclosed in Form No. AOC -2 is attached herewith as Annexure A.

## BOARD EVALUATION

The Board of Directors has carried out an annual evaluation of its own performance, board committees, and Individual Directors pursuant to the provisions of the Act and Listing Regulations. The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of criteria such as the Board composition and structure, effectiveness of board processes, information and functioning, etc.

## DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions of Section 135 of the Companies Act, 2013 are not applicable.

## DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Board consists of executive and non-executive directors including independent directors who have wide experience in different disciplines of corporate functioning.

The Company has received declarations of Independence from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed both under the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company has devised a policy for performance evaluation of Independent Directors, Board Committees and other Individual Director which includes criteria for performance evaluation of the Directors, Independent Directors and Non-Executives Directors.

Mr. Pradeep Srivastava (DIN - 08706824) resigned as a Non- Executive Independent Director of the Company w.e.f. August 1, 2023.

Mr. Amitabh Agrawal (DIN - 00124966) was appointed as additional director in capacity of Non-Executive Independent Director of the Company w.e.f. August 10, 2023, further he was regularized w.e.f. October 10, 2023.

#### **STATEMENT OF DECLARATION(S) BY INDEPENDENT DIRECTOR UNDER SECTION 149(6)**

The Board of Directors of your Company state that all the Independent Directors meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013.

#### **STATUTORY AUDITORS AND THEIR REPORT**

Pursuant to the provisions of section 139 of the Companies Act, 2013, the members at the Annual General Meeting of the Company held on 15<sup>th</sup> September, 2021 appointed M/s V C A N & Co. Chartered Accountants (Firm Registration No 0125172W) as Statutory Auditors of the Company from the conclusion of 11<sup>th</sup> Annual General Meeting till the conclusion of 16<sup>th</sup> Annual General Meeting. The Statutory Audit Report for the year 2023-24 does not contain any qualification, reservation or adverse remark or disclaimer made by the Statutory Auditors.

During the Financial Year 2023-24, the Auditors have not reported any matter under section 143(12) of the Companies Act, 2013, therefore no detail is required to be disclosed under section 134(3)(ca) of the Companies Act, 2013.

#### **SECRETARIAL AUDITOR**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, your directors appointed M/s. G Gupta and Associates, Company Secretaries to undertake the Secretarial Audit for the financial year 2023-24.

The Secretarial Audit Report for the Financial Year ended 31 March, 2024 is annexed herewith in Form MR-3 is attached here with as Annexure - C part of this Board Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

During the Financial Year 2023-24 the Auditors have not reported any matter under section 143(12) of the Companies Act, 2013, therefore no detail is required to be disclosed under section 134(3)(ca) of the Companies Act, 2013.

#### **INTERNAL AUDITOR**

Pursuant to section 138 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, the Company had appointed M/s Gola & Associates, Chartered Accountants, as Internal Auditor of the Company for the financial year 2023-24 pursuant to section 138 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014.

The role of internal auditors includes but is not limited to review of internal systems, standard operating procedures, adherence to statutory laws & other operational norms, as set by the management, monitoring of implementation of corrective actions required, reviewing of various policies and ensure its proper implementation, etc.

During the Financial Year 2023-24 the Auditors have not reported any matter under section 143(12) of the Companies Act, 2013, therefore no detail is required to be disclosed under section 134(3)(ca) of the Companies Act, 2013.

#### **DISCLOSURE, AS TO WHETHER MAINTENANCE OF COST RECORDS**

The Board of Directors not appointed Cost Auditor owing to non-applicability to appoint Cost Auditor in your Company specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, is required by the Company and accordingly such accounts and records are made and maintained.

## AUDIT COMMITTEE

Name of Directors	Status in the Committee	Nature of Directorship
Mr. Amitabh Agrawal	Chairperson	Non-Executive Independent Director
Sh. Inderpal Singh	Member	Non-Executive Independent Director
Sh. Charitra Maheshwari	Member	Managing Director

The Audit Committee is Duly Constituted by the Board at their Meeting Held on 3<sup>rd</sup> day of December, 2020. Mr. Pradeep Srivastava, Independent director of the Company, holding the position of the chairperson of the committee resigned w.e.f. August 1, 2023. Mr. Amitabh Agrawal was appointed as member of the Committee w.e.f. August 10, 2023.

## BOARD MEETING CONDUCTED DURING THE YEAR UNDER REVIEW

The Company had Six Board meeting during the financial year under review dated 24/05/2023, 29/05/2023, 10/08/2023, 10/11/2023, 01/03/2024 and 30/03/2024 in respect of the meeting proper notice were given and the proceeding were properly recorded.

## PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE GUARANTEE GIVEN AND SECURITY PROVIDED

Particulars of loans given, Investments made, guarantees given and securities provided along with the purpose for which the loan or guarantee or security is proposed to be utilized by recipient are provided in the financial statements.

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

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statement relate on the date of this report.

## STATEMENT RELATING TO RISK MANAGEMENT POLICY

Risk Management is the process of identification, assessment and prioritization of risks followed by coordinated efforts to minimize, monitor and mitigate/control the probability and/or impact of unfortunate events or to maximize the realization of opportunities. The Company has laid down a comprehensive Risk Assessment and Minimization Procedure which is reviewed by the Board from time to time. These procedures are reviewed to ensure that executive management controls risk through means of a properly defined framework. The major risks have been identified by the Company and its mitigation process/measures have been formulated in the areas such as business, project execution, event, financial, human, environment and statutory compliance.

## DEPOSITS

Your Company has not accepted any public deposit within the meaning of provisions of section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 and there is no outstanding deposit due for re-payment.

## DETAILS OF FRAUD REPORTED BY AUDITORS

During the year under Review, no details of fraud reported by auditors of the company under Section 143(12) of the Companies Act, 2013.

## EXTRACT OF ANNUAL RETURN

In accordance with the Companies Act, 2013, the annual return in the prescribed format is available at <https://siddhika.com/investors/#annualreport>

## PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

The information pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the relevant statement is annexed as Annexure - D.

## **HUMAN RESOURCES**

The relations with the employees and associates continued to remain cordial throughout the year. The Directors of your Company wish to place on record their appreciation for the excellent team spirit and dedication displayed by the employees of the Company.

## **VIGIL MECHANISM/WHISTLE BLOWER POLICY**

The Company has established a vigil mechanism which incorporates a whistle blower policy in terms of the Companies Act, 2013 and the Listing Regulations for Directors and employees to report their genuine concerns. The objective of the Policy is to create a window for any person who observes an unethical behavior, actual or suspected fraud, or violation of the Company's Code of Conduct or ethics policy (hereinafter "Unethical and Improper Practices"), either organizationally or individually to be able to raise it.

## **INTERNAL FINANCIAL CONTROL**

The Company has an adequate system of internal control in place. It has documented policies and procedure covering all financial and operating functions. These controls have been designed to provide a reasonable assurance with regards to maintaining of proper accounting control for ensuring reliability of financial reporting, monitoring of operation and protecting assets from unauthorised use or losses, compliance with regulation. The Company has continued its efforts to align all its processes and control with global best practices.

## **GREEN INITIATIVES**

In compliance with Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Notice of the AGM along with the Annual Report 2023-24 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2023-24 will also be available on the Company's website [www.siddhika.com](http://www.siddhika.com).

## **DETAILS OF MATERIAL ORDER PASSED BY COURT / TRIBUNAL / REGULATORS**

No material order passed by any Court / Tribunal / Regulators in favour or against the Company during the year under review.

## **DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION PROHIBITION & REDRESSAL) ACT, 2013**

The Company has Zero Tolerance towards sexual harassment at workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention Prohibition & Redressal) Act, 2013 and rules thereunder. During the Financial year 2023-24 there was no case filed under the said act and/or policy adopted by the company.

## **COMPLIANCE WITH SECRETARIAL STANDARDS**

The Company is in compliance with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India and approved by the Central Government under Section 118(10) of the Companies Act, 2013.

## **ACKNOWLEDGEMENT**

Your Board take this opportunity to offer their sincere thanks to the Company's Bankers, Central and State Government Authority, Legal Advisers, Consultants, and others all Business Associates Customers for their valuable assistance and continued support to the Companies. Your Directors also wish to place on records their sincere appreciation of dedicated efforts by the staff and employees of the Company.

**For and on behalf of the Board**

**Siddhika Coatings Limited**

Sd/-

Sd/-

(Gaurav Agarwal)

(Charitra Maheshwari)

Executive Director

Managing Director

DIN - 06752256

DIN - 03055689

Place : New Delhi

Date: June 10, 2024



## Annexure - A to Board Report

### 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 arm's length transactions under third proviso thereto**

#### 1. Details of contracts or arrangements or transactions not at arm's length basis: (Amount in lacs)

There is no contracts or arrangements or transactions entered into during the year ended 31<sup>st</sup> March 2024, which were not at arm's length basis.

#### 2. Details of material contracts or arrangement or transactions at arm's length basis:

Name(s) of the related party and nature of relationship	AB Coatings Private Limited, wholly owned subsidiary company	SCL Contracts Private Limited, wholly owned subsidiary company
Nature of contracts/arrangements/ transactions	Sale, Purchase or supply of goods, materials and leasing of property of any kind.	Contracts and Supplies of Materials
Duration of the contracts / arrangements / transactions	Perpetual and ongoing in nature	Perpetual and ongoing in nature
Salient terms of the contracts or arrangements or transactions including the value, if any	Upto a maximum of Rs 300 lacs (actual amount of transactions Rs. 189.74 Lacs (Sale) {Supply of materials})	Upto a maximum of Rs. 200 Lacs (actual amount of transactions Rs. 2. 51 Lacs (Sale) {Supply of materials})
Date(s) of approval by the Board, if any	Since the transaction entered into, is in the ordinary course of business and on arm's length basis, there is no requirement of Board's approval.	Since the transaction entered into, is in the ordinary course of business and on arm's length basis, there is no requirement of Board's approval.
Amount paid as advances, if any	NIL	NIL

For and on behalf of the Board

Siddhika Coatings Limited

Sd/-

Sd/-

(Gaurav Agarwal)

(Charitra Maheshwari)

Executive Director

Managing Director

DIN - 06752256

DIN - 03055689

Place : New Delhi

Date: June 10, 2024

## Annexure - B to Board Report

### Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)  
**Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures**  
as on 31<sup>st</sup> March, 2024

#### Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Hundreds.)

S. No.	Particulars	1	2
1.	Name of the subsidiary	M/s AB Coatings Private Limited	M/s SCL Contracts Private Limited
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	N.A.	N.A.
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	N.A.	N.A.
4.	Share capital	1,125.00	50,000.00
5.	Reserves & surplus	2,32,258.88	2,811.11
6.	Total assets	2,41,433.32	67,997.28
7.	Total Liabilities	8,049.44	15,186.17
8.	Investments	1,47,961.34	Nil
9.	Turnover	3,34,555.18	24,221.64
10.	Profit before taxation	68,717.81	2,544.68
11.	Provision for taxation	(12446.91)	(646.48)
12.	Profit after taxation	56,270.90	1,898.20
13.	Proposed Dividend	0.00	0.00
14.	Percentage of shareholding	100%	100%

**Part "B": Associates and Joint Ventures**

**Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

Name of associates/Joint Ventures	NA
1. Latest audited Balance Sheet Date	
2. Shares of Associate/Joint Ventures held by the company on the year end	
Amount of Investment in Associates/Joint Venture	
Extend of Holding%	
3. Description of how there is significant influence	
4. Reason why the associate/joint venture is not consolidated	
5. Net worth attributable to shareholding as per latest audited Balance Sheet	
6. Profit/Loss for the year	
i. Considered in Consolidation	
ii. Not Considered in Consolidation	

**For and on behalf of the Board**

**Siddhika Coatings Limited**

**Sd/-**

**(Gaurav Agarwal)**

**Executive Director  
DIN - 06752256**

**Sd/-**

**(Charitra Maheshwari)**

**Managing Director  
DIN - 03055689**

**Place : New Delhi  
Date: June 10, 2024**

## Annexure - C to Board Report

### Form MR - 3

#### **Secretarial Audit Report for the Financial Year ended 31<sup>st</sup> March, 2024**

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

**To**  
**The Members**  
**Siddhika Coatings Limited**  
**L-9, Lower Ground Floor**  
**Kalkaji, New Delhi - 110019**

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

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, thereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2024 ('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 31st March, 2024 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) The Foreign Exchange Management Act, 1999 and the rules and regulations;
- (v) The following Regulations 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 (Share Based Employee Benefits) Regulations, 2014; NOT APPLICABLE;
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; NOT APPLICABLE
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; NOT APPLICABLE
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; NOT APPLICABLE
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; NOT APPLICABLE

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

(vi) The Company has identified laws specifically to the Company and we have relied upon the representation made by the company and its officer for the system and mechanism framed by the Company for compliances made under the following laws:

- a. The Gratuity Act, 1972
- b. The Employee State Insurance Act, 1948
- c. The Employee Provident Fund Act, 1952

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

I. Secretarial Standards issued by The Institute of Company Secretaries of India; and

I further report that:

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were generally 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.

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.

For G Gupta & Associates

**Sd/-**

**Gaurav Gupta**

**FCS No.10940**

**COP No.15523**

**Peer Review Certificate No. - 2010/2022**

**Date - 10.06.2024**

**Place - New Delhi**

**UDIN - F010940F000552987**

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

**Annexure- A**

**To  
The Members,  
Siddhika Coatings Limited  
L-9, Lower Ground Floor  
Kalkaji, New Delhi - 110019**

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-check basis to ensure that correct facts are reflected in secretarial records. I believe that the process and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, I have obtained Management Representation about the compliance of laws, rules and regulations and happening of events, etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test-check basis.
6. The Secretarial Audit report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**Date - 10.06.2024  
Place - New Delhi  
UDIN - F010940F000552987**

**For G Gupta & Associates**

**Sd/-  
Gaurav Gupta  
Practicing Company Secretary  
FCS No.10940, COP No.15523  
Peer Review No. 2010/2022**

## Annexure - D to Board Report

Details pertaining to remuneration as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

1. The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year 2023-24:

Non - Executive / Independent Directors	Ratio to Median Remuneration
Mr. Inderpal Singh	0.00
Mr. Pradeep Srivastava	0.00
Mrs Asha Mittal	0.00

Other Directors	Ratio to Median Remuneration
Mr. Charitra Maheshwari	10.6:1
Mr. Gaurav Agarwal	11.8:1
Mr. Manvendra Pratap Singh	12.19:1

2. The percentage increase in remuneration of each Director, Chief Financial Officer (CFO) and Company Secretary (CS) during the financial year 2023-24:

S. No.	Name of Director/KMP and Designation	% Increase in remuneration in the financial year 2023-24
1	Mr. Charitra Maheshwari (Managing Director)	31.53
2	Mr. Gaurav Agarwal (Executive Director)	43.18
3	Mr. Manvendra Pratap Singh (Executive Director)	32.10
4	Mr. Inderpal Singh (Non - Executive / Independent Director)	Nil
5	Mr. Pradeep Srivastava (Non - Executive / Independent Director)	Nil
6	Mrs. Asha Mittal (Non - Executive / Independent Director)	Nil
7	Mr. Chandan Tiwari - Chief Financial Officer	8.13
8	Mr. Ashish Kumar Sonwani - Company Secretary	10.87

3. The percentage increase in the median remuneration of employees in the financial year is 7.44%.
4. There were 90 permanent employees on the rolls of the Company as on the 31<sup>st</sup> March, 2024
5. Average percentage increase made in the salaries of employees other than managerial personnel in the last financial year i.e 2023-24 was 5.22 %
6. It is affirmed that the remuneration paid is as per the remuneration policy of the Company.

## MANAGEMENT DISCUSSION AND ANALYSIS

1. **Industry structure and developments** - Paint market is consolidating with big ticket launches from renowned business groups with increased activity for acquisitions of smaller local players. Market is continuing the movement from unorganised to organised at least on the manufacturing front. With better products coming in, the awareness on quality at the building will also increase and clients will start looking for more organised service providers.
2. **Opportunities and Threats** - With bigger brands gearing up for their launches, product portfolios will also expand catering to the demand of high-end customer where Siddhika is an important player to provide high end services with proper compliances. Our geographical presence is an advantage as there is rarely a paint contractor with pan india presence like ours. Threats to the business are mainly due to delay in execution of projects which can affect targets for a particular year. Increasing cost of manpower cannot be passed on to clients immediately and this may have some impact for a shorter period.

### 3. **Financial Performance of the Year** -

**Revenue:** Net revenue from operations for the year under review amounted to Rs. 3681.98 lacs compared to Rs.3221.07 lacs in 2022-2023 registering an increase of 14.31%. The company expects to improve the revenue in the coming year due to expansion in service portfolio.

**Financial Expenses:** For the year under review amounted to Rs 2.03 lacs as against Rs.2.64 lac in Financial Year 2022-23 translating to 0.06% and 0.08% of the total revenue, respectively. This decrease was on account of decrease in BG charges as current year BGs issued by Bank are mostly against fully secured by FDR.

**Depreciation & Amortization Expenses:** - At Rs.19.32. lacs for the year under review was increased as compared to 19.05 lacs in the previous year. The increase was mainly on account of increase in additions of assets in current year.

**Earnings:** - Earnings before Interest, Depreciation and Tax (excluding other income) increased to Rs. 580.96 lacs in FY 2023-24 as compared to Rs.429.53 lacs in FY 2022-23. EBITA as a percentage of net revenue (excluding other income) increased to 35.25% in FY 2023-24. Increase in EBITA was primarily due to an Increase in Revenue in 2023-24 as compared to 2022-23.

**Return on Capital Employed:** - for the current year at 19.43% as compared to 16.33% in the previous year. The increase in return on capital employed is due to increase in sales & better utilisation of resources.

#### **Value Creation:** -

**Net worth** of the company increased by Rs.351.45 lacs to Rs. 2919.68 lacs as of March 31, 2024, from Rs.2568.23 Lacs as of March 31, 2023. The Increase is due to increase in Reserve & Surplus on account of profit as compared to last year.

**Book Value** per share increased to Rs 94.50 in FY 2023-24 as compared to Rs 83.13 in the previous year. The increase is due to increase of Reserves & Surplus on account of profit during the year.

4. **Segment-wise performance** - Company operates in single segment. Repeated clients are our major strength. In FY 2023-24 increase in revenue was mainly due to faster recovery in operations from all over India. The order book seems to be healthy & we continue to focus on our core segment of repeat client business.
5. **Outlook** - Demand for SKK paints & our services are still good. We look forward to business growing in construction industry. Recent optimism in real estate sector adds to our confidence on growth. We also expect demand to pick up in our segments & business of our subsidiaries in immediate to medium future.



6. **Risks and concerns** - Any change in tax regime, import tax can affect business margins. Also, inflation may add cost on front of workforce & material.
7. **Internal control systems and their adequacy** - The internal control system is an integral part of the general organizational structure of the Company. The system is highly structured and totally coordinated with the size and nature of its business. This process is aimed at pursuing the values of both procedural and substantial fairness, transparency, and accountability. External audit firms are appointed at various locations of the Company to conduct regular audits. The internal HR control system is a set of rules, regulations, policies, and procedures which run on software with in-built authorizations for enhanced control. The organisation is appropriately staffed with qualified and experienced personnel for implementing and monitoring the internal control environment. During last year we received ISO 14001: 2015 & ISO 45001: 2018 certification for quality management services. We were also recognized as Most Innovative Company for Construction & Renovation Services 2023 & Service Excellence in Texture Paints by different business forums.
8. **Discussion on financial performance with respect to operational performance** - Statements in the management discussion and analysis describing the Company's objectives, projections, estimates, expectations may be "forward-looking statement" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Key factors that could make a difference to the Company's operations include among others, economic conditions affecting demand/supply and price conditions in the domestic markets in which the Company operates, changes in the Government Regulations, tax laws and other statutes and incidental factors.
9. **Entry/Exit of Key Managerial Personnel and overall employment status of the company** - The organisation continued its endeavour of attracting & retaining best-in-class talent through multiple talent engagement initiatives. We have launched applicator recognition & incentivisation plan to address the most important manpower of our business. "INVEST IN HUMAN" is expanding to the last possible lane within Siddhika family. Company also conducted half yearly reviews with all employees to assess their opinions & take them on board for future policy framework. During the year special recognition was given to employees who have completed 10 + years with Siddhika.
10. **Details of significant changes (i.e., change of 25% or more as compared to the immediately previous financial year) in key financial ratios, along with detailed explanations therefor, including - (Consolidated Basis)**

Particulars	Period Ended 31.03.2024	Period Ended 31.03.2023	% Change	Remarks
<b>Stability Ratios</b>				
Debt Equity Ratio (Total Loans)	---	---	----	---
Debt Service Coverage Ratio (DSCR)	---	---	---	---
Interest Coverage Ratio	---	---	---	---
<b>Liquidity Ratios</b>				
Current Ratio	3.41	3.73	(8.58)%	---
Debtors Turnover Ratio	6.90	8.84	(21.95)%	---
Inventory Turnover Ratio (no. of days)	10.40	9.14	13.79%	*
<b>Profitability Ratios</b>				
Operating Profit Margin	18.57%	14.83%	25.22%	---
Net Profit Margin	13.22%	11.24%	17.61%	---

\*Calculated on total sales

**Change in Return on Net Worth in comparison to the previous year** - During the financial year ended 31<sup>st</sup> March 2024, the return on net worth of the Company was 16.17% as compared to the previous financial year ended 31<sup>st</sup> March 2023 which was at 13.95%.

- 11. Disclosure of Accounting Treatment** - The Company has followed the same accounting treatment as prescribed in the relevant Accounting Standards while preparing the Financial Statements.

**Note on Investment in Mutual Funds:**

All investments in Mutual Funds are for cash management only with money parked in Liquid / Debt / Arbitrage Mutual Funds. Small exposure of less than Rs. 5 lakh is towards Equity Mutual fund by our subsidiary AB Coatings Pvt. Ltd.

## **Independent Auditor's Report**

**To the Members of Siddhika Coatings Limited**

**Report on the Audit of the Standalone Financial Statements**

### **Opinion**

1. We have audited the accompanying standalone financial statements of Siddhika Coatings Limited ('the Company'), which comprise the Balance Sheet as at 31 March 2024, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and 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 Accounting Standards specified under section 133 of the Act, read with rule 7 of the Companies (Accounting Standard) Rules, 2021 and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2024, and its profit and its cash flows for the year ended on that date.

### **Basis for Opinion**

3. We conducted our audit in accordance with the Standards on Auditing 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 ('ICAI') together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the 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 Matter**

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 financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.
5. We have determined that there are no key audit matters to communicate in our report.

### **Information other than the Standalone Financial Statements and Auditor's Report thereon**

6. The Company's Board of Directors are responsible for the other information. Other information 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 financial statements, our responsibility is to read the other information 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.

If, based on the work we have performed on the other information obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. Reporting under this section is not applicable as no other information is obtained at the date of this auditor's report.

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

7. The accompanying standalone financial statements have been approved by the Company's Board of Directors. The Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards specified under section 133 of the Act, read with rule 7 of the Companies (Accounting standard) Rules, 2021. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intend 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.

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

10. Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.
11. As part of an audit in accordance with Standards on Auditing specified under section 143(10) of the Act, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
  - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
  - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system with reference to financial statements in place and the operating effectiveness of such controls.
  - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
  - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material

uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern;

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

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

14. As required by section 197(16) of the Act, based on our audit, we report that the Company has paid remuneration to its directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act.
15. As required by the Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act, we give in the Annexure A a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
16. Further to our comments in Annexure A, as required by section 143(3) of the Act, based on our audit, we report, to the extent applicable, that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the accompanying standalone financial statements;
  - 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) in our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under section 133 of the Act read with rule 7 of the Companies (Accounting standard) Rules, 2021;
  - d) 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 31 March 2024 from being appointed as a director in terms of section 164(2) of the Act;
  - e) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company as on 31 March 2024 and operating effectiveness of such controls, refer to our separate Report in Annexure B wherein we have expressed an opinion; and
  - f) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
    - i. the Company does not have any pending litigation which would impact its financial position as at 31 March 2024.

- ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2024.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31 March 2024.
- iv.
  - a. The management has represented that, to the best of its knowledge and belief no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any person or entity, including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;
  - b. The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
  - c. Based on such audit procedures performed, as considered reasonable and appropriate in the circumstances, nothing has come to our attention that causes us to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.
- v. The dividend declared and paid during the year ended 31 March 2024 by the Company is in compliance with section 123 of the Act.
- vi. The reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is applicable from 1 April 2023. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective software.

Further, for the periods where audit trail (edit log) facility was enabled and operated throughout the year for the respective accounting software, we did not come across any instance of the audit trail feature being tampered with.

**For V C A N & Co.**

Chartered Accountants

Firm Registration No. 125172W

Sd/-

per **Abhishek Jain**

Partner

Membership No.: 0535564

Place: New Delhi

Date: 17 May 2024

UDIN: 24535564BKBHCW2071

**Annexure A referred to in Paragraph 16 of the Independent Auditor's Report of even date to the members of Siddhika Coatings Limited on the standalone financial statements for the year ended 31 March 2024**

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 report that:

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and investment property  
  
(B) The Company does not have any intangible assets and accordingly, reporting under clause 3(i)(a)(B) of the Order is not applicable to the Company.
- (b) The Company has a regular program of physical verification of its property, plant and equipment under which the assets are physically verified in a phased manner over a period of three years, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. In accordance with this program, certain property, plant and equipment were verified during the year and no material discrepancies were noticed on such verification.
- (c) The title deeds of all the immovable properties (including investment properties) held by the Company (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.
- (d) The Company has not revalued its Property, Plant and Equipment or intangible assets during the year.
- (e) No proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Accordingly, reporting under clause 3(i)(e) of the Order is not applicable to the Company.
- (ii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year. In our opinion, the coverage and procedure of such verification by the management is appropriate.
- (b) The Company has not been sanctioned working capital limits by banks or financial institutions on the basis of security of current assets during any point of time of the year. Accordingly, reporting under clause 3(ii)(b) of the Order is not applicable to the Company.
- (iii) 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 (LLPs) or any other parties during the year. Accordingly, reporting under clause 3(iii) of the Order is not applicable to the Company.
- (iv) In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of section 186 of the Act in respect of loans, investments, guarantees and security, as applicable. Further, the Company has not entered into any transaction covered under section 185.
- (v) In our opinion, and according to the information and explanations given to us, the Company has not accepted any deposits or there is no amount which has been considered as deemed deposit within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.

- (vi) The Central Government has not specified maintenance of cost records under sub-section (1) of section 148 of the Act, in respect of Company's products/business activity. Accordingly, reporting under clause 3(vi) of the Order is not applicable.
- (vii)(a) In our opinion, and according to the information and explanations given to us, undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, , duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have generally been regularly deposited with the appropriate authorities by the Company, though there have been slight delays in a few cases. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, there are no statutory dues referred to in subclause (a) above that have not been deposited with the appropriate authorities on account of any dispute.
- (viii) According to the information and explanations given to us, no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) which have not been recorded in the books of accounts.
- (ix) According to the information and explanations given to us, the Company does not have any loans or other borrowings from any lender. Accordingly, reporting under clause 3(ix) of the Order is not applicable to the Company.
- (x) (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments), during the year. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable to the Company.
- (b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or (fully, partially or optionally) convertible debentures during the year. Accordingly, reporting under clause 3(x)(b) of the Order is not applicable to the Company.
- (xi) (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the period covered by our audit.
- (b) No report under section 143(12) of the Act has been filed with the Central Government for the period covered by our audit.
- (c) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistle-blower complaints received by the Company during the year.
- (xii) The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions entered into by the Company, with the related parties are in compliance with sections 177 and section 188 of the Act. The details of such related party transactions have been disclosed in the standalone financial statements etc., as required under Accounting Standard (AS) 18, Related Party Disclosures specified in Companies (Accounting Standards) Rules, 2021 as prescribed under section 133 of the Act.



- (xiv)
- (a) In our opinion and according to the information and explanations given to us, the Company has an internal audit system as required under section 138 of the Act which is commensurate with the size and nature of its business.
  - (b) We have considered the reports issued by the Internal Auditors of the Company till date for the period under audit.
- (xv) According to the information and explanation given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with them and accordingly, provisions of section 192 of the Act are not applicable to the Company.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under clause 3(xvi) of the Order is not applicable to the Company.
- (xvii) The Company has not incurred any cash loss in the current as well as the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable to the Company.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the plans of the Board of Directors and management nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.
- (xx) According to the information and explanations given to us, the Company does not fulfill the criteria as specified under section 135(1) of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 and according, reporting under clause 3(xx) of the Order is not applicable to the Company.
- (xxi) The reporting under clause 3(xxi) is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

**For V C A N & Co.**

Chartered Accountants

Firm Registration No. 125172W

Sd/-

per **Abhishek Jain**

Partner

Membership No.: 0535564

Place: New Delhi

Date: 17 May 2024

UDIN: 24535564BKBHCW2071

## **Annexure B**

### **Independent Auditor's Report on the internal financial controls with reference to the standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')**

- I. In conjunction with our audit of the standalone financial statements of Siddhika Coatings Limited ('the Company') as at and for the year ended 31 March 2024, we have audited the internal financial controls with reference to financial statements of the Company as at that date

### **Responsibilities of Management and Those Charged with Governance for Internal Financial Controls**

- II. The Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 the Company's business, including adherence to the 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 Act

### **Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Financial Statements**

- III. Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India ('ICAI') prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements, and the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ('the Guidance Note') issued by the ICAI. 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 with reference to standalone financial statements were established and maintained and if such controls operated effectively in all material respects
- IV. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements includes obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error
- V. 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 with reference to financial statements.

### **Meaning of Internal Financial Controls with Reference to Standalone Financial Statements**

- VI. A company's internal financial controls with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the

preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to standalone financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements

#### **Inherent Limitations of Internal Financial Controls with Reference to Standalone Financial Statements**

- VII. Because of the inherent limitations of internal financial controls with reference to standalone financial statements, 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 with reference to standalone financial statements to future periods are subject to the risk that the internal financial controls with reference to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

#### **Opinion**

- VIII. In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such controls were operating effectively as at 31 March 2024, based on the internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India

**For V C A N & Co.**

Chartered Accountants

Firm Registration No. 125172W

Sd/-

per **Abhishek Jain**

Partner

Membership No.: 0535564

Place: New Delhi

Date: 17 May 2024

UDIN: 24535564BKBHCW2071

**Siddhika Coatings Limited**  
L-9, Lower Ground Floor, Kalka Ji, New Delhi - 110019  
CIN: L45400DL2010PLC206024

**Standalone Balance sheet as at 31 March 2024**

(Unless otherwise stated, all amounts are in Hundred of Indian Rupees)

	Notes	As at 31 March 2024 (In Rs)	As at 31 March 2023 (In Rs)
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' funds</b>			
Share capital	3	3,08,950.00	3,08,950.00
Reserves and surplus	4	26,10,727.13	22,59,281.55
		<b>29,19,677.13</b>	<b>25,68,231.55</b>
<b>Non-current liabilities</b>			
Long-term borrowings	5	-	-
Long-term provisions	6	70,752.79	62,191.59
		<b>70,752.79</b>	<b>62,191.59</b>
<b>Current liabilities</b>			
Trade payables	7	64,003.13	46,796.20
Other current liabilities	8	8,35,806.06	6,46,909.22
Short-term provisions	6	2,990.66	2,482.61
		<b>9,02,799.85</b>	<b>6,96,188.03</b>
		<b>38,93,229.77</b>	<b>33,26,611.17</b>
<b>Total</b>		<b>38,93,229.77</b>	<b>33,26,611.17</b>
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, Plant & Equipments	9	78,339.61	65,772.65
Non current Investments	10	5,49,566.19	5,49,566.19
Deferred tax assets (net)	11	26,499.90	23,677.37
Long-term loans and advances	12	3,842.71	9,265.98
Other non current assets	13	3,43,500.09	1,60,539.23
		<b>10,01,748.50</b>	<b>8,08,821.42</b>
<b>Current assets</b>			
Inventories	14	2,58,758.20	4,51,138.04
Trade receivables	15	6,59,157.22	4,41,663.37
Current Investments	16	10,90,185.74	5,65,366.38
Cash and bank balances	17	6,60,360.22	8,61,634.33
Short-term loans and advances	18	59,563.87	43,058.65
Other current assets	19	1,63,456.02	1,54,928.98
		<b>28,91,481.27</b>	<b>25,17,789.75</b>
		<b>38,93,229.77</b>	<b>33,26,611.17</b>
<b>Total</b>		<b>38,93,229.77</b>	<b>33,26,611.17</b>

Summary of significant accounting policies and other explanatory information

1-41

This is the balance sheet referred to in our report of even date

**For V C A N & CO.**

Chartered Accountants

(FRN:125172W)

Sd/-  
per **Abhishek Jain**

Partner

Membership No. 535564

Place: New Delhi

Date: 17-May-2024

UDIN:24535564BKBHCW2071

For and on behalf of board of directors of  
**Siddhika Coatings Limited**

Sd/-  
**Charitra Maheshwari**  
(Managing Director)

DIN:03055689

Sd/-

**Chandan Tiwari**

CFO

PAN: ACYPT5825C

Place: New Delhi

Date: 17-May-2024

Sd/-  
**Gaurav Agarwal**  
(Director)

DIN:06752256

Sd/-

**Ashish Sonwani**

Company Secretary

PAN: ECEPS3273P

Place: New Delhi

Date: 17-May-2024

**Siddhika Coatings Limited**  
L-9, Lower Ground Floor, Kalka Ji , New Delhi - 110019  
CIN: L45400DL2010PLC206024  
**Standalone Statement of Profit and Loss for the year ended 31 March 2024**  
(Unless otherwise stated, all amounts are in Hundreds of Indian Rupees)

	Notes	For the year ended 31 March 2024 (In Rs)	For the year ended 31 March 2023 (In Rs)
<b>Total Income</b>			
Revenue from operations	20	36,81,982.72	32,21,070.60
Other income	21	72,960.97	51,309.35
<b>Total revenue</b>		<b>37,54,943.69</b>	<b>32,72,379.95</b>
<b>Expenses</b>			
Cost of Goods Consumed			
Purchase during the year (A)		10,48,500.14	13,86,273.23
Changes in inventories (B)	22	1,92,379.84	(1,76,649.03)
Total (A+B)		12,40,879.98	12,09,624.20
Job work charges		6,32,106.45	5,03,413.37
Employee benefits expense	23	6,13,510.98	5,26,333.65
Finance cost	24	2,034.22	2,637.53
Depreciation and amortization expense	25	19,321.85	19,049.35
Other expenses	26	6,12,493.56	5,49,527.78
<b>Total expenses</b>		<b>31,20,347.03</b>	<b>28,10,585.88</b>
Profit before tax		<b>6,34,596.66</b>	<b>4,61,794.07</b>
<b>Tax expense</b>			
Current tax		(1,85,045.11)	(1,16,205.86)
Deferred tax		2,822.53	7,355.96
Tax expenses for earlier years		(8,243.49)	(469.81)
<b>Profit (Loss) for the period</b>		<b>4,44,130.58</b>	<b>3,52,474.36</b>
<b>Earning per equity share (nominal value of Rs. 10)</b>			
-Basic	27	14.38	11.41
-Diluted	27	14.38	11.41
Summary of significant accounting policies and other explanatory information	1-41		

This is the statement of profit and loss referred to in our report of even date

**For V C A N & CO.**  
Chartered Accountants  
(FRN:125172W)

Sd/-  
**per Abhishek Jain**  
Partner  
Membership No. 535564

Place: New Delhi  
Date: 17-May-2024  
UDIN: 24535564BKBHCW2071

For and on behalf of board of directors of  
**Siddhika Coatings Limited**

Sd/-  
**Charitra Maheshwari**  
(Managing Director)  
DIN:03055689

Sd/-  
**Chandan Tiwari**  
CFO  
PAN: ACYPT5825C  
Place: New Delhi  
Date: 17-May-2024

Sd/-  
**Gaurav Agarwal**  
(Director)  
DIN:06752256

Sd/-  
**Ashish Sonwani**  
Company Secretary  
PAN: ECEPS3273P  
Place: New Delhi  
Date: 17-May-2024

Siddhika Coatings Limited  
L-9, Lower Ground Floor, Kalka Ji, New Delhi - 110019  
CIN: L45400DL2010PLC206024  
Standalone Cash Flow Statement for the year ended 31 March 2024  
(Unless otherwise stated, all amounts are in Hundreds of Indian Rupees)

	Year ended 31 March 2024 (In Rs)	Year ended 31 March 2023 (In Rs)
<b>A. Cash flow from operating activities</b>		
<b>Profit/(Loss) before taxation</b>	<b>6,34,596.66</b>	<b>4,61,794.07</b>
Adjustments for:		
Depreciation and amortisation	19,321.85	19,049.35
Assets written off	-	512.21
Interest income (other than interest on IT refund)	(40,927.90)	(29,329.16)
Rental income	(1,260.00)	(1,027.90)
Income on sale of investments	(19,823.01)	(3,537.88)
Bank guarantee commission & bank charges	2,034.22	2,637.53
<b>Operating profit before working capital changes</b>	<b>5,93,941.81</b>	<b>4,50,098.22</b>
<b>Movement in working capital</b>		
Changes in long term provisions	8,561.20	27,840.31
Changes in short term provisions	508.05	(3,879.45)
Changes in trade payables	17,206.93	21,621.03
Changes in other current liabilities	1,88,674.30	3,27,380.23
Changes in trade receivables	(2,17,493.85)	(1,22,349.09)
Changes in inventories	1,92,379.84	(1,76,649.03)
Changes in loans and advances	(11,081.95)	70,412.96
Changes in other current & non current assets	(1,91,487.91)	7,843.58
<b>Cash generated from/used in operating activities</b>	<b>5,81,208.43</b>	<b>6,02,318.76</b>
Income taxes paid	(1,93,288.60)	(1,16,675.67)
<b>Net cash from (used in) operating activities</b>	<b>(A) 3,87,919.82</b>	<b>4,85,643.09</b>
<b>B. Cash flows from investing activities</b>		
Purchase of fixed assets	(31,888.81)	(16,979.73)
Interest received	40,927.90	29,329.16
Rental income	1,260.00	1,027.90
Investment in mutual fund	(11,99,996.35)	(6,64,993.22)
Proceed from sale of investments in mutual fund	6,95,000.00	3,81,341.28
<b>Net cash used in investing activities</b>	<b>(B) (4,94,697.26)</b>	<b>(2,70,274.61)</b>
<b>C. Cash flows from financing activities</b>		
Bank guarantee commission & bank charges	(2,034.22)	(2,637.53)
Dividend paid	(92,462.46)	(74,148.00)
Repayments of long-term borrowings	-	(28,250.00)
<b>Net cash from (used in) financing activities</b>	<b>(C) (94,496.68)</b>	<b>(1,05,035.53)</b>
<b>Net increase/ (decrease) in cash and cash equivalents (A+ B+C)</b>	<b>(2,01,274.11)</b>	<b>1,10,332.93</b>
<b>Cash and cash equivalents at the beginning of the year</b>	<b>8,61,634.33</b>	<b>7,51,301.40</b>
<b>Cash and cash equivalents year ending 31 March 24 (including bank FDR)</b>	<b>6,60,360.22</b>	<b>8,61,634.33</b>
<b>Components of cash and cash equivalents (refer note 17)</b>		
Cash on hand	988.99	1,989.18
Balance with Banks:		
-in current accounts	92,284.91	2,66,063.50
-in deposit accounts	5,67,086.32	5,93,581.65
	<b>6,60,360.22</b>	<b>8,61,634.33</b>

Summary of significant accounting policies and other explanatory information

1-41

This is the cash flow statement referred to in our report of even date

For V C A N & CO.  
Chartered Accountants  
(FRN:125172W)

For and on behalf of board of directors of  
**Siddhika Coatings Limited**

Sd/-  
**per Abhishek Jain**  
Partner  
Membership No. 535564

Sd/-  
**Charitra Maheshwari**  
(Managing Director)  
DIN:03055689

Sd/-  
**Gaurav Agarwal**  
(Director)  
DIN:06752256

Place: New Delhi  
Date: 17-May-2024  
UDIN: 24535564BKBHCW2071

Sd/-  
**Chandan Tiwari**  
CFO  
PAN: ACYPT5825C  
Place: New Delhi  
Date: 17-May-2024

Sd/-  
**Ashish Sonwani**  
Company Secretary  
PAN: ECEPS3273P  
Place: New Delhi  
Date: 17-May-2024

Siddhika Coatings Limited  
L-9, Lower Ground Floor, Kalka Ji , New Delhi - 110019  
CIN: L45400DL2010PLC206024

Standalone Summary of significant accounting policies and other explanatory information for the year ended 31 March 2024  
(Unless otherwise stated, all amounts are in Hundreds of Indian Rupees)

	As at 31 March 2024		As at 31 March 2023	
	Number	Amount	Number	Amount
<b>3 Share capital</b>				
<b>Authorised share capital</b>				
Equity shares of Rs 10 each	32,50,000	3,25,000.00	32,50,000	3,25,000.00
	<b>32,50,000</b>	<b>3,25,000.00</b>	<b>32,50,000</b>	<b>3,25,000.00</b>
<b>Issued, subscribed and fully paid up</b>				
Equity shares of Rs 10 each	30,89,500	3,08,950.00	30,89,500	3,08,950.00
<b>Total issued, subscribed and fully paid up share capital</b>	<b>30,89,500</b>	<b>3,08,950.00</b>	<b>30,89,500</b>	<b>3,08,950.00</b>

a) **Reconciliation of the equity shares outstanding at the beginning and at the end of reporting period**

	As at 31 March 2024		As at 31 March 2023	
	Number	Amount	Number	Amount
<b>Equity shares</b>				
At the beginning of the year	30,89,500	3,08,950.00	30,89,500	3,08,950.00
Issued during the year	-	-	-	-
<b>Balance at the end of the year</b>	<b>30,89,500</b>	<b>3,08,950.00</b>	<b>30,89,500</b>	<b>3,08,950.00</b>

b) **Rights, preferences and restrictions attached to equity shares**

**Equity shares**

The Company has only one class of equity shares having the par value of Rs 10 per share. Each holder of equity share is entitled to one vote per share.

In the event of liquidation of the Company, the holder of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

c) **Details of shareholders holding more than 5% equity shares in the Company and equity shares held by the holding Company**

Name of shareholder	As at 31 March 2024		As at 31 March 2023	
	Number	% of holding	Number	% of holding
<b>Equity shares</b>				
Charitra Maheshwari	2,58,150	8.36%	2,58,150	8.36%
Charitra Maheshwari HUF	1,77,000	5.73%	1,77,000	5.73%
Siddhika Business Application Pvt. Ltd.	15,04,000	48.68%	15,04,000	48.68%
	<b>19,39,150</b>	<b>62.77%</b>	<b>19,39,150</b>	<b>62.77%</b>

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

d) 22,65,500 shares represents 20,38,950 shares issued as fully paid bonus shares of face value of INR 10 by utilisation of INR 2,03,89,500 from Reserve and Surplus during the FY 2019-20. No shares were bought back over the last five years immediately preceding the reporting date.

e) **Shareholding of promoters**

Name of Promoters	Equity Shares			Equity Shares		
	As at 31 March 2024			As at 31 March 2023		
	No. of shares held	% of Holding	% change during the year	No. of shares held	% of Holding	% change during the year
M/s Siddhika Business Applications Private Limited	15,04,000	48.68%	-	15,04,000	48.68%	3.72%
Mr. Charitra Maheshwari	2,58,150	8.36%	-	2,58,150	8.36%	-
Mr. Charitra Maheshwari HUF	1,77,000	5.73%	-	1,77,000	5.73%	-
Mrs. Rashi Maheshwari	10,000	0.32%	-	10,000	0.32%	-
<b>Total</b>	<b>19,49,150</b>	<b>63.09%</b>	<b>-</b>	<b>19,49,150</b>	<b>63.09%</b>	<b>3.72%</b>

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Siddhika Coatings Limited  
L-9, Lower Ground Floor, Kalka Ji, New Delhi - 110019  
CIN: L45400DL2010PLC206024

Standalone Summary of significant accounting policies and other explanatory information for the year ended 31 March 2024  
(Unless otherwise stated, all amounts are in Hundreds of Indian Rupees)

	As at 31 March 2024	As at 31 March 2023
<b>4 Reserves and surplus</b>		
<b>Surplus in the Statement of profit and loss</b>		
Balance at the beginning of the year	18,52,427.05	15,74,100.68
Less: Dividend paid	(92,685.00)	(74,148.00)
Net Profit / (Loss) for the year after tax	4,44,130.58	3,52,474.36
<b>Balance at the end of the year</b>	<b>22,03,872.63</b>	<b>18,52,427.05</b>
<b>Securities premium</b>		
Balance at the beginning of the year	4,06,854.50	4,06,854.50
Addition during the year	-	-
<b>Balance at the end of the year</b>	<b>4,06,854.50</b>	<b>4,06,854.50</b>
<b>Balance carried to balance sheet</b>	<b>26,10,727.13</b>	<b>22,59,281.55</b>
<b>5 Long-term borrowings</b>		
<b>From others (unsecured)</b>		
<b>From related party</b>		
Loan from director	-	-
<b>Balance at the end of the year</b>	<b>-</b>	<b>-</b>
Transferred to current maturities of long term borrowings	-	-
<b>Balance carried to balance sheet</b>	<b>-</b>	<b>-</b>

	As at 31 March 2024		As at 31 March 2023	
	Non Current	Current	Non Current	Current
<b>6 Provisions</b>				
Provision for gratuity	70,752.79	2,990.66	62,191.59	2,482.61

**Employee benefits**

The Company is following Accounting Standard 15 (Revised 2005) 'Employee Benefits' and using Projected Unit Credit Method and other assumptions as per the industry standards.

(i) The actuarial assumptions used to determine benefit obligations and compensated absences are as follows:

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
Discount rate	7.10%	7.40%
Future salary increase rate	10.00%	10.00%
Retirement age (years)	58 Years	58 Years
Withdrawal rate (all ages)	6%	6%

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**Siddhika Coatings Limited**

L-9, Lower Ground Floor, Kalka Ji , New Delhi - 110019

CIN: L45400DL2010PLC206024

Standalone Summary of significant accounting policies and other explanatory information for the year ended 31 March 2024

(Unless otherwise stated, all amounts are in Hundreds of Indian Rupees)

Mortality rate

	Indian Assured Lives Mortality (2012-2014) Ultimate	Indian Assured Lives Mortality (2012-2014) Ultimate
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(ii) Reconciliation of opening and closing balances of the present value of the defined benefit obligations:

	Year ended 31 March 2024	Year ended 31 March 2023
Particulars	Gratuity (Unfunded)	Gratuity (Unfunded)
Present value of obligation as at start of year	64,674.20	40,713.34
Interest cost	4,785.89	2,768.51
Current service cost	13,093.62	11,432.38
Benefits paid	(5,192.31)	-
Actuarial loss/(gain) on obligations	(3,617.95)	9,759.97
Present value of obligation as at reporting date	73,743.45	64,674.20

(iii) Breakup of the expense recognized in the Statement of Profit and Loss is as follows:-

	Year ended 31 March 2024	Year ended 31 March 2023
Particulars		
Current service cost	13,093.62	11,432.38
Interest cost	4,785.89	2,768.51
Net actuarial loss/(gain) recognised in the period	(3,617.95)	9,759.97
Total expense recognised in the Statement of Profit and Loss	14,261.56	23,960.86

Amounts for the current and previous three years are as follows:

	Year ended 31 March 2024	Year ended 31 March 2023	Year ended 31 March 2022	Year ended 31 March 2021
Defined benefit obligation				
Plan assets	-	-	-	-
Net liability	73,743.45	64,674.20	40,713.34	30,565.92
Experience gain / (loss) on plan liabilities	-	-	-	-

	Year ended 31 March 2024	Year ended 31 March 2023
<b>7 Trade payables</b>		
Due to micro and small enterprises (Refer note below)	11,323.48	2,705.78
Other	52,679.65	44,090.42
<b>Balance carried to balance sheet</b>	<b>64,003.13</b>	<b>46,796.20</b>

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Siddhika Coatings Limited  
L-9, Lower Ground Floor, Kalka Ji , New Delhi - 110019  
CIN: L45400DL2010PLC206024

Standalone Summary of significant accounting policies and other explanatory information for the year ended 31 March 2024  
(Unless otherwise stated, all amounts are in Hundreds of Indian Rupees)

7a Trade Payables ageing schedule

As at 31 March 2024					
Particular	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	11,323.48	-	-	-	11,323.48
(ii) Others	52,679.65	-	-	-	52,679.65
(iii) Disputed dues- MSME	-	-	-	-	-
(iv) Disputed dues-others	-	-	-	-	-

7b Trade Payables ageing schedule

As at 31 March 2023					
Particular	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	2,705.78	-	-	-	2,705.78
(ii) Others	43,871.57	218.85	-	-	44,090.42
(iii) Disputed dues- MSME	-	-	-	-	-
(iv) Disputed dues-others	-	-	-	-	-

	Year ended 31 March 2024	Year ended 31 March 2023
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On the basis of confirmation obtained from suppliers who have registered themselves under the Micro Small Medium Enterprise Development Act, 2006 (MSMED Act, 2006) and based on the information available with the Company, the following are the details:

(i) Principal amount remaining unpaid	11,323.48	2,705.78
(ii) Interest due thereon remaining unpaid	-	-
(iii) Interest paid by the Company in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, alongwith the amount of the payment made to the supplier beyond the appointed day during the period	-	-
(iv) Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding interest specified under the Micro, Small and Medium Enterprises Act, 2006	-	-
(v) Interest accrued and remaining unpaid	-	-
(vi) Interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises	-	-

8 Other Current liabilities

Others

Statutory dues payable	71,247.09	26,094.32
Employee related payables	56,425.98	45,343.88
Audit fees payable	1,350.00	1,800.00
Advance from customers	6,48,166.03	5,35,425.60
Expenses payable	27,472.29	25,267.12
Dividend payable	520.30	297.76
Other imprest balance	9,143.24	6,530.03
Income tax payable	21,481.13	6,150.51
<b>Balance carried to balance sheet</b>	<b>8,35,806.06</b>	<b>6,46,909.22</b>

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**Siddhika Coatings Limited**

L-9, Lower Ground Floor, Kalka Ji , New Delhi - 110019

CIN: L45400DL2010PLC206024

**Standalone Summary of significant accounting policies and other explanatory information for the year ended 31 March 2024**

(Unless otherwise stated, all amounts are in Hundreds of Indian Rupees)

**9 Property, Plant & Equipments**

<b>Gross block</b>	<b>Computer</b>	<b>Office Equipment</b>	<b>Plant &amp; Machinery</b>	<b>Furniture &amp; Fixture</b>	<b>Total Tangible</b>
<b>Balance as at 31 March 2022</b>	<b>39,282.92</b>	<b>16,200.48</b>	<b>88,369.94</b>	<b>42,070.70</b>	<b>1,85,924.04</b>
Additions during the year	4,345.02	5,182.96	5,644.93	1,806.82	16,979.73
Any Deduction/ adjustment	29,758.71	10,337.99	-	964.23	41,060.93
<b>Balance as at 31 March 2023</b>	<b>13,869.23</b>	<b>11,045.45</b>	<b>94,014.87</b>	<b>42,913.29</b>	<b>1,61,842.84</b>
Additions during the year	3,463.60	1,753.70	26,341.31	330.20	31,888.81
Any Deduction/ adjustment	-	-	-	-	-
<b>Balance as at 31st March 2024</b>	<b>17,332.83</b>	<b>12,799.15</b>	<b>1,20,356.18</b>	<b>43,243.49</b>	<b>1,93,731.65</b>
<b>Accumulated depreciation/ amortisation</b>					
<b>Balance as at 31 March 2022</b>	<b>33,727.64</b>	<b>14,971.31</b>	<b>44,659.38</b>	<b>24,211.25</b>	<b>1,17,569.58</b>
Depreciation charged for the year	4,723.86	1,462.01	7,980.13	4,883.35	19,049.35
Reversal on disposal of assets	29,463.96	10,146.64	-	938.14	40,548.74
<b>Balance as at 31 March 2023</b>	<b>8,987.54</b>	<b>6,286.68</b>	<b>52,639.51</b>	<b>28,156.46</b>	<b>96,070.19</b>
Depreciation charged for the year	4,705.01	2,479.53	8,371.12	3,766.19	19,321.85
Reversal on disposal of assets	-	-	-	-	-
<b>Balance as at 31st March 2024</b>	<b>13,692.55</b>	<b>8,766.21</b>	<b>61,010.63</b>	<b>31,922.65</b>	<b>1,15,392.04</b>
<b>Net Block</b>					
Balance as at 31 March 2023	4,881.69	4,758.77	41,375.36	14,756.83	65,772.65
<b>Balance as at 31st March 2024</b>	<b>3,640.28</b>	<b>4,032.94</b>	<b>59,345.55</b>	<b>11,320.84</b>	<b>78,339.61</b>

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	As at 31 March 2024	As at 31 March 2023
<b>10 Non current investments</b>		
<b>Non Trade Investments</b>		
<b>Investments in properties (Unquoted)</b>		
- In Properties	2,79,783.84	2,79,783.84
<b>Investments in equity shares (Unquoted)</b>		
- In AB Coatings Private Limited (Subsidiary)	42,750.00	42,750.00
- In SCL Contracts Pvt. Ltd. (Subsidiary)	49,999.40	49,999.40
- In Siddhika Energy Private Limited	1,796.40	1,796.40
<b>Investments in Mutual Fund (Quoted)</b>		
Investments in Mutual Fund	1,75,236.55	1,75,236.55
<b>Balance carried to balance sheet</b>	<u><u>5,49,566.19</u></u>	<u><u>5,49,566.19</u></u>
Aggregate value of quoted investment	1,75,236.55	1,75,236.55
The market price of above investment	2,14,258.45	1,98,733.97
<b>11 Deferred tax assets</b>		
Closing WDV as per Companies Act, 2013	78,339.61	65,772.64
Closing WDV as per Income Tax Act, 1961	<u>1,01,682.06</u>	<u>86,969.60</u>
Timing difference on depreciation and amortisation	23,342.45	21,196.96
Timing difference on gratuity expenses	73,743.45	64,674.20
Unadjusted carry forward long term capital loss	<u>8,206.14</u>	<u>8,206.14</u>
Total Timing Difference & unadjusted losses	<u>1,05,292.04</u>	<u>94,077.30</u>
Tax Impact on timing difference & unadjusted losses	<u>26,499.90</u>	<u>23,677.37</u>
<b>Balance carried to balance sheet</b>	<u><u>26,499.90</u></u>	<u><u>23,677.37</u></u>
<b>12 Long term loans &amp; advances</b>		
<b>Unsecured considered good</b>		
<b>To Others</b>		
Prepaid expenses	337.46	-
Security deposit	3,505.25	9,265.98
<b>Balance carried to balance sheet</b>	<u><u>3,842.71</u></u>	<u><u>9,265.98</u></u>
<b>13 Other non current assets</b>		
<b>Unsecured (considered good unless otherwise stated)</b>		
Retention money	1,66,039.29	1,36,706.41
Interest accrued on fixed deposits (refer note 19)	5,445.91	1,468.26
<b>Others</b>		
Non-current bank balances		
- deposits with maturity more than 12 months	7,246.03	4,902.49
- deposits with maturity more than 12 months - (under lien)	1,64,768.86	17,462.07
<b>Balance carried to balance sheet</b>	<u><u>3,43,500.09</u></u>	<u><u>1,60,539.23</u></u>

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Siddhika Coatings Limited  
L-9, Lower Ground Floor, Kalka Ji , New Delhi - 110019  
CIN: L45400DL2010PLC206024  
Standalone Summary of significant accounting policies and other explanatory information for the year ended 31 March 2024  
(Unless otherwise stated, all amounts are in Hundreds of Indian Rupees)

	As at 31 March 2024	As at 31 March 2023
<b>14 Inventories</b>		
Finished goods	2,58,758.20	4,51,138.04
<b>Balance carried to balance sheet</b>	<b>2,58,758.20</b>	<b>4,51,138.04</b>

<b>15 Trade receivables</b>		
Unsecured, considered good	6,59,157.22	4,41,663.37
Unsecured, considered doubtful	5,257.69	-
Less: Provision for doubtful trade receivables	(5,257.69)	-
<b>Balance carried to balance sheet</b>	<b>6,59,157.22</b>	<b>4,41,663.37</b>

**Trade Receivables ageing schedule**

Particulars	As at 31 March 2024					Total
	Outstanding for following periods from the date of payment					
	Less than 6 Month	6 month to 1 Years	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables- considered good	534716.51	94024.17	28916.55	1,500.00	-	6,59,157.22
(ii) Undisputed Trade Receivables- Considered Doubtful	-	-	-	1,014.84	4,242.85	5,257.69
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	-

**Trade Receivables ageing schedule**

Particulars	As at 31 March 2023					Total
	Outstanding for following periods from the date of payment					
	Less than 6 Month	6 month to 1 Years	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables- considered good	3,77,131.16	37,828.29	22,437.32	4,266.60	-	4,41,663.37
(ii) Undisputed Trade Receivables- Considered Doubtful	-	-	-	-	-	-
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	-

	As at 31 March 2024	As at 31 March 2023
--	------------------------	------------------------

**16 Current Investments**

**Non Trade Investments**  
**Investments in Mutual Fund (Quoted)**

Investments in Mutual Fund	10,90,185.74	5,65,366.38
	<b>10,90,185.74</b>	<b>5,65,366.38</b>
Aggregate value of quoted investment as on 31 March 2024	10,90,185.74	5,65,366.38
The market price of above investment as on 31 March 2024	12,03,483.78	6,23,341.65

**17 Cash and bank balances**

**Cash and cash equivalents:**

Cash on hand	988.99	1,989.18
Balances with banks:		
- in current accounts	92,284.91	2,66,063.50
- in FDR's with Bank		
- deposit with original maturity less than 12 months	15,613.38	3,48,915.67
- deposit with original maturity less than 12 months (Under lien)*	2,06,831.94	1,32,945.61
- deposit with original maturity more than 12 months	2,32,464.87	97,750.20
- deposit with original maturity more than 12 months (Under lien)*	2,84,191.02	36,334.73
	8,32,375.11	8,83,998.89
less : amounts disclosed as other non-current assets (refer note 13)	(1,72,014.89)	(22,364.56)
<b>Balance carried to balance sheet</b>	<b>6,60,360.22</b>	<b>8,61,634.33</b>

\* FDs are pledged with banks against bank guarantee issued to various parties

**18 Short-term loans and advances**

**Unsecured (considered good unless otherwise stated)**

Prepaid expenses	7,923.32	5,922.69
Balance with Revenue authorities	6,311.87	7,293.97
Security deposits	15,183.09	15,855.00
Other advances	30,145.59	13,986.99
<b>Balance carried to balance sheet</b>	<b>59,563.87</b>	<b>43,058.65</b>

**19 Other current assets**

**Unsecured (considered good unless otherwise stated)**

Retention money	66,069.74	64,564.53
Interest accrued on fixed deposits	50,049.06	25,719.29
Other receivables	47,337.22	64,645.16
	<b>1,63,456.02</b>	<b>1,54,928.98</b>

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**Siddhika Coatings Limited**

L-9, Lower Ground Floor, Kalka Ji, New Delhi - 110019

CIN: L45400DL2010PLC206024

**Standalone Summary of significant accounting policies and other explanatory information for the year ended 31 March 2024**

(Unless otherwise stated, all amounts are in Hundreds of Indian Rupees)

	For the year ended 31 March 2024	For the year ended 31 March 2023
<b>20 Revenue from operations</b>		
Revenue from Paint contracts (Domestic)	34,51,185.69	29,52,527.58
Revenue from sale of paint and allied products (Domestic)	2,30,797.03	2,68,543.02
	<u><b>36,81,982.72</b></u>	<u><b>32,21,070.60</b></u>
<b>21 Other income</b>		
Interest on income tax refund	-	1,550.23
Interest income (others)	40,927.90	29,329.16
Rent received	1,260.00	1,027.90
Profit on sale of investments	19,823.01	3,537.88
Net gain on foreign currency transaction and transaction	10,950.06	15,864.18
	<u><b>72,960.97</b></u>	<u><b>51,309.35</b></u>
<b>22 Changes in inventories of finished goods</b>		
<b>As at the beginning of the year</b>		
Finished goods	4,51,138.04	2,74,489.01
<b>As at the closing of the year</b>		
Finished goods	2,58,758.20	4,51,138.04
	<u><b>1,92,379.84</b></u>	<u><b>(1,76,649.03)</b></u>
<b>23 Employee benefits expense</b>		
Salary and wages*	4,81,849.29	4,01,720.00
Compensated absences	11,383.35	8,890.78
Bonus & incentive	36,002.63	31,095.94
Provision for gratuity	14,261.56	23,960.86
Staff welfare	26,202.73	25,923.25
	<u><b>5,69,699.56</b></u>	<u><b>4,91,590.83</b></u>
<b>Contribution to provident and other fund</b>		
Provident fund	35,823.59	28,508.64
ESIC	7,987.83	6,234.18
	<u><b>43,811.42</b></u>	<u><b>34,742.82</b></u>
	<u><b>6,13,510.98</b></u>	<u><b>5,26,333.65</b></u>
* Includes remuneration to Directors (refer note 31)		
<b>24 Finance costs</b>		
Bank guarantee commission & bank charges	2,034.22	2,637.53
	<u><b>2,034.22</b></u>	<u><b>2,637.53</b></u>
<b>25 Depreciation and amortization expense</b>		
Depreciation on tangible assets (refer note 9)	17,261.17	19,049.35
	<u><b>17,261.17</b></u>	<u><b>19,049.35</b></u>

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**Standalone Summary of significant accounting policies and other explanatory information for the period ended 31 March 2024**

(Unless otherwise stated, all amounts are in Hundreds of Indian Rupees)

	For the year ended 31 March 2024	For the year ended 31 March 2023
	(In Rs)	(In Rs)
<b>26 Other expenses</b>		
Bank charges	2,255.93	2,881.84
Balances written off	20,485.34	50,421.17
Business promotion and advertisement	3,870.15	768.54
Commission & brokerage	92,077.16	57,372.23
Conveyance expenses	52,502.96	49,479.40
Conference expenses	12,238.38	7,773.57
Director sitting Fee	750.00	375.00
Festival celebration expenses	6,234.36	5,946.53
Fixed assets w. off	-	512.21
Infrastructure facility (power & water)	7,409.81	7,329.55
Insurance charges	12,900.17	11,443.34
Interest and late fees on delayed payment of statutory dues (refer note 26a)	543.25	1.85
Miscellaneous expenses	115.45	46.10
Legal & professional Fees	19,070.72	11,748.03
Payment to auditors (refer note 26b)	3,000.00	3,115.00
Postage expenses	6,776.02	7,516.25
Printing and stationery	7,715.27	8,121.85
Provision for doubtful debt	5,257.69	-
Rates and taxes	1,830.74	1,407.87
Rebate & discount	647.59	30.39
Rental expenses	42,974.43	53,979.50
Repair and maintenance		
- Computer	5,012.35	4,384.35
- Office	12,793.46	15,270.42
- Others	2,824.45	3,071.27
Telephone & Internet expenses	1,476.51	1,668.97
Travelling Expenses (International)	7,569.73	6,885.00
Travelling Expenses (Domestic)	24,755.24	30,985.79
Freight & cartage	48,560.38	45,944.80
Clearing & forwarding charges	26,243.63	83,118.71
Loading & unloading charges	7,133.09	8,789.22
Sampling expenses	872.53	767.14
Site expenses	71,805.20	27,773.10
Scaffolding & RSP expenses	1,04,791.57	40,598.79
	<b>6,12,493.56</b>	<b>5,49,527.78</b>
<b>26a Interest on late payment of statutory dues</b>		
Late fees on GST	0.50	-
Interest on GST	530.26	-
Interest on professional tax	10.12	-
Interest on TDS	2.37	1.85
	<b>543.25</b>	<b>1.85</b>
<b>26b Payment to auditors</b>		
Audit fees	2,750.00	2,750.00
Tax audit fees	250.00	250.00
Other	-	115.00
	<b>3,000.00</b>	<b>3,115.00</b>

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**Siddhika Coatings Limited**

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**Standalone Summary of significant accounting policies and other explanatory information for the period ended 31 March 2024**

(Unless otherwise stated, all amounts are in Hundreds of Indian Rupees)

	For the year ended 31 March 2024 (In Rs)	For the year ended 31 March 2023 (In Rs)
<b>27 Earning per share (EPS)</b>		
The following reflects the Profit and share data used in the basic and diluted EPS computations:		
Net (loss)/ profit available to equity shareholders	4,44,130.58	3,52,474.36
Weighted average number of equity shares in calculating basic EPS	30,89,500	30,89,500
Weighted average number of equity shares in calculating diluted EPS	30,89,500	30,89,500
Nominal value of equity share (Rs)	10.00	10.00
Basic earning per share (Rs)	14.38	11.41
Diluted earning per share (Rs)	14.38	11.41
<b>28 Expenditure in foreign currency (in absolute numbers)</b>		
Purchases (in INR)	7,09,31,743	11,15,22,510
Purchases (in SGD)	11,33,276	18,82,885
Purchases (in JPY)	83,605	-
Foreign Travelling (in INR)	60,883	3,00,262
Foreign Travelling (in SGD)	241	2,790
Foreign Travelling (in USD)	207	1,571
Foreign Travelling (in JPY)	43,990	-
<b>29</b>	There is no foreign currency exposure of the Company at the year end.	
<b>30</b>	Company has not received any revenue in foreign currency.	
<b>31</b>	"Related Party Disclosures" as required under Accounting Standard-18 of Companies (Accounting Standards) Rules, 2006 are given below:	
	<b>A. Name of related parties (with whom transactions are happened during the reporting period)</b>	
	<b>(i) Entities having joint control over the company</b>	
	Siddhika Business Application Private Limited	
	<b>(ii) Subsidiary companies:</b>	
	AB Coatings Pvt. Ltd.	
	SCL Contracts Pvt. Ltd.	
	<b>(iii) Key managerial personnel and their relatives</b>	
	Charitra Maheshwari	Managing Director
	Gaurav Agarwal	Director
	Manvendra Pratap Singh	Director
	Chandan Tiwari	CFO
	Ashish Sonwani	Company Secretary
	<b>(iv) Other enterprises under the control of the key managerial personnel and their relatives</b>	
	Siddhika Foundation	
	Siddhika Energy Private Limited	

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Siddhika Coatings Limited

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Standalone Summary of significant accounting policies and other explanatory information for the year ended 31 March 2024

(Unless otherwise stated, all amounts are in Hundreds of Indian Rupees)

B. Transactions with related parties during the year and balances in respect thereof in the ordinary course of business:

	Particulars	31 March, 2024			31 March, 2023		
		Entities having joint control over the Company	Subsidiary company	KMP or Parties where KMP is interested	Entities having joint control over the Company	Subsidiary company	KMP or Parties where KMP is interested
a)	<b>Transactions during the year</b>						
	<b>Remuneration to Directors</b>						
	Abhijeet Banerjee	-	-	-	-	-	14,782.50
	Charitra Maheshwari	-	-	31,903.23	-	-	24,255.00
	Gaurav Aganwal	-	-	28,635.48	-	-	20,000.00
	Manvendra Pratap Singh	-	-	27,741.94	-	-	21,000.00
	<b>Remuneration to other KMP's</b>	-	-	12,274.74	-	-	11,719.49
	<b>Rent received</b>						
	AB Coatings Private Limited	-	600.00	-	-	600.00	-
	Siddhika Foundation	-	-	60.00	-	-	30.00
	Siddhika Foundation trust	-	-	-	-	-	45.00
	SCL Contracts Pvt. Ltd.	-	600.00	-	-	352.90	-
	<b>Sale of Goods</b>						
	AB Coatings Private Limited	-	1,89,742.01	-	-	1,84,746.29	-
	SCL Contracts Pvt. Ltd.	-	2,513.02	-	-	108.00	-
	<b>Purchase of Goods</b>						
	AB Coatings Private Limited	-	1,811.77	-	-	1,393.75	-
	SCL Contracts Pvt. Ltd.	-	9,252.12	-	-	-	-
	<b>Reimbursement of expenses received</b>						
	AB Coatings Private Limited	-	3,716.94	-	-	6,632.29	-
	SCL Contracts Pvt. Ltd.	-	7,769.02	-	-	1,005.84	-
	<b>Investment during the year</b>						
	SCL Contracts Pvt. Ltd.	-	-	-	-	49,999.40	-
b)	<b>Year end balances</b>						
	<b>Owner current Liabilities</b>						
	<b>Employee related payables</b>						
	Charitra Maheshwari	-	-	2,450.00	-	-	1,213.00
	Gaurav Aganwal	-	-	2,342.00	-	-	1,498.00
	Manvendra Pratap Singh	-	-	2,218.00	-	-	88.00
	Other KMP's	-	-	1,280.79	-	-	1,613.52
	<b>Imprest</b>						
	Charitra Maheshwari	-	-	440.35	-	-	67.55
	Gaurav Aganwal	-	-	448.14	-	-	265.81
	Manvendra Pratap Singh	-	-	100.21	-	-	45.07
	<b>Non Current Investment</b>						
	AB Coatings Private Limited	-	42,750.00	-	-	42,750.00	-
	SCL Contracts Pvt. Ltd.	-	49,999.40	-	-	49,999.40	-
	<b>Short term loans and advances</b>						
	Advance Salary (Other advances)	-	-	909.93	-	-	-
	<b>Trade receivables</b>						
	AB Coatings Private Limited	-	-	-	-	78.70	-

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**Siddhika Coatings Limited**

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**Standalone Summary of significant accounting policies and other explanatory information for the period ended 31 March 2024**

(Unless otherwise stated, all amounts are in Hundreds of Indian Rupees)

	For the year ended 31 March 2024	For the year ended 31 March 2023
	(In Rs)	(In Rs)
<b>33 Dividends</b>		
<b>Dividend paid during the year</b>		
Final dividend of Rs. 3/- per share for year ended 2024 (for 2023 Rs. 2.40 per share)	92,685.00	74,118.00
<b>34 Segment information</b>		
<b>Business segment</b>		
The Company's business activity falls within a single business segment i.e. paint contracting and selling of paint and allied products. Therefore, segment reporting in terms of Accounting Standard 17 on Segmental Reporting is not applicable.		
<b>Geographical Segment</b>		
The Company operates within India and does not have operations in economic environments with different risks and returns. Hence, it is considered operating in single geographical segment.		
<b>35 Contribution to provident fund</b>		
The company makes to statutory provident fund in accordance with Employees Provident Fund and Miscellaneous Provision Act, 1952. This is post employment benefit and is in nature of defined benefit plan. Contribution made by the company during the year is INR 35,82,359/- (previous year: INR 28,50,864).		
<b>36 Contingent liabilities and capital commitments</b>		
Company has outstanding bank guarantee's amounting to INR 5,60,13,000/- (inclusive of INR 40,99,792/- expired but not recd.) as on 31st March 2024. These bank guarantees are secured with 100% cash margin in the form of fixed deposits. Moreover, company has also received a demand from GST Department of INR 7.25 Lac, however company has filed an appeal against the same. Other than this, there are no contingent liabilities or capital commitment at period end. There are no pending litigations against the Company and by the Company as at year end.		
<b>37</b>		
The Company does not have any long term contracts including derivative contracts for which there are any material foreseeable losses, as at March 31, 2024		

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**Standalone Summary of significant accounting policies and other explanatory information for the year ended 31 March 2024**

(Unless otherwise stated, all amounts are in Hundreds of Indian Rupees)

	For the year ended 31 March 2024	For the year ended 31 March 2023
<b>38 Lease Rentals</b>		
<b>a</b>		
Total of future minimum lease payments under noncancellable operating leases for each of the following periods:		
(i) not later than one year;	-	621.00
(ii) later than one year and not later than five years;	-	-
(iii) later than five years;	-	-
<b>b</b>	42,974.43	3,105.00
Lease payments recognised in the statement of profit and loss for the period for minimum lease payments		
<b>39</b>		
There has been no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company as at March 31, 2024		

**40 Additional Regulatory Information**

Additional Regulatory Information pursuant to Schedule III to the Companies Act, 2013, are given hereunder to the extent relevant and other than those given elsewhere in any other notes to the Financial Statements.

- a The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- b The Company does not have any transactions with companies struck off.
- c The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- d The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- e There are no loans or advances in the nature of loans that are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are repayable on demand or without specifying any terms or period of repayment.
- f The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:  
(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or  
(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- g The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:  
(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or  
(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,
- h The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.
- i The Company is not a declared willful defaulter by any bank or financial Institution or other lender (as defined under the Companies Act, 2013) or consortium thereof, in accordance with the guidelines on willful defaulters issued by the Reserve Bank of India.
- j The title in respect of self-constructed buildings and title deeds of all other immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in the financial statements included under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date.
- k Where the Company has no borrowings from banks or financial institutions on the basis of security of current assets.
- l There is neither any Capital work in progress nor there are any Intangible assets under development.

**41 Prior period comparatives**

Previous year's figures have been regrouped / reclassified where necessary, to conform to current year's classification.

**For V C A N & CO.**

Chartered Accountants

(FRN:125172W)

For and on behalf of board of directors of

**Siddhika Coatings Limited**

Sd/-

**per Abhishek Jain**

Partner

Membership No. 535564

Sd/-

**Charitra Maheshwari**

(Managing Director)

DIN:03055689

Sd/-

**Gaurav Agarwal**

(Director)

DIN:06752256

**Place: New Delhi****Date: 17-May-2024****UDIN: 24535564BKBHCW2071**

Sd/-

**Chandan Tiwari**

CFO

PAN: ACYPT5825C

**Place: New Delhi****Date: 17-May-2024**

Sd/-

**Ashish Sonwani**

Company Secretary

PAN: ECEPS3273P

**Place: New Delhi****Date: 17-May-2024**

(1) **Company Overview**

Siddhika Coatings Limited ('the Company') is incorporated in India on 20 July 2010. The company is an authorized marketer for SK Kaken Ltd. ('SKK') products, a renowned coatings and pigments manufacturer based in Japan. Having been associated with SKK for over a decade, company have gained the reputation of being one of the well-known suppliers of their products in India. We also provide application services which include preparing and coating interior as well as exterior surfaces of civil structures using organic and inorganic architectural textured pigments and technical-grade functional coatings

(2) **Summary of significant accounting policies**

1 **Basis of Preparation**

The standalone financial statements have been prepared in accordance with applicable accounting standards as notified by the Companies (Accounting Standards) Rules, 2021 and the relevant requirements of the Companies Act 2013.

The standalone financial statements have been prepared under the historical cost convention and on the basis of going concern in accordance with the applicable accounting standards in India.

The company generally follows the mercantile system of accounting and recognizes significant items of income and expenditure on accrual basis except payment of retirement benefits of employees which are accounted for on paid basis.

2 **Use of estimates**

The preparation of financial statements in conformity with Indian Generally Accepted Accounting Principles requires management to make estimates and assumptions that affect the reported amount of assets and liabilities, the disclosure of contingent assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Actual results could differ from those estimates. Any revision in accounting estimates is recognised properly in current and future periods

3 **Revenue recognition**

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

4 **Revenue from sale of goods**

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration entitled in exchange for those goods or services. The Company is generally the principal as it typically controls the goods or services before transferring them to the customer. Generally, control is transferred upon shipment of goods to the customer or when the goods is made available to the customer, provided transfer of title to the customer occurs and the Company has not retained any significant risks of ownership or future obligations with respect to the goods shipped.

5 **Revenue from rendering of services**

Revenue from rendering of services is recognised over time by measuring the progress towards complete satisfaction of performance obligations at the reporting period.

Earnings in excess of billing are classified as unbilled revenue, while billings in excess of earnings are classified as unearned income.

6 **Interest on bank deposits**

Interest on bank deposits is recognised on time proportion basis taking into account the amount outstanding and rates applicable.

7 **Fixed Assets**

**Tangible assets**

Fixed assets are carried at cost less accumulated depreciation and impairment (if any). Cost comprises of the purchase price and any attributable cost of bringing the assets to its working conditions for its intended use. The cost of internally constructed assets includes cost directly related to their construction.

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**Siddhika Coatings Limited**

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**Standalone Summary of significant accounting policies and other explanatory information for the year ended 31 March 2024**

**Depreciation**

Depreciation on tangible assets is provided on written down value (WDV) at the rates and in the manner prescribed in Schedule II of the Companies Act, 2013.

**Impairment**

An asset is treated as impaired when the carrying cost of assets exceeds its recoverable value. An impairment loss is charged in the profit and loss statement in the year in which an asset is identified as impaired. The impairment loss recognised in the prior accounting period is reversed if there has been a change in the estimation of recoverable amount.

**8 Inventories**

Inventories are valued at lower of cost or net realisable value. Cost includes freight and other related incidental expenses net of recoverable duties and taxes, if any and is arrived at on weighted average basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated cost to affect the sale.

**9 Employee benefits**

**Gratuity**

Gratuity is a post-employment benefit and is in the nature of defined benefit plan. The liability recognised in the balance sheet in respect of gratuity is the actual value of the defined benefit obligation as at the balance sheet date as calculated by the Actuary.

**Provident fund**

Company makes contributions to statutory provident fund in accordance with the Employees Provident Fund and Miscellaneous Provisions Act, 1952, which is a defined contribution plan. The Company's contributions paid/payable under the scheme is recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service.

**Compensated absences**

Liability in respect of compensated absences becoming due or expected to be availed is recognised on the basis of undiscounted value of estimated amount required to be paid or estimated value of benefit expected to be availed by the employees.

**10 Cash and cash equivalents**

Cash and cash equivalents in the balance sheet comprise cash at bank and in hand and short-term investments with maturity of twelve months or less.

**11 Taxation**

Provision for tax comprises current and deferred tax. Current tax is provided for on the taxable income of the year at applicable tax rates. Deferred income taxes reflect the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. Deferred tax assets are recognised on carry forward of unabsorbed depreciation and tax losses only if there is virtual certainty with convincing evidence that such deferred tax assets can be realised against future taxable profits.

**Minimum alternate tax**

Minimum alternate tax (MAT) credit is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. In the year in which MAT credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in guidance note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the Statement of Profit and Loss and shown as MAT credit entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay normal income tax during the specified period.

**12 Earnings/(loss) per share**

Basic earnings/(loss) attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings/(loss) 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.

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**Siddhika Coatings Limited**

L-9, Lower Ground Floor, Kalka Ji , New Delhi - 110019

CIN: L45400DL2010PLC206024

**Standalone Summary of significant accounting policies and other explanatory information for the year ended 31 March 2024**

**13 Contingent liabilities and provisions**

The Company creates a provision when there is a present obligation as a result of a past event where the outflow of economic resources is probable and a reliable estimate of the amount of the obligation can be made

A disclosure is made for a contingent liability when there is a

-Possible obligation, the existence of which will be confirmed by the occurrence/non-occurrence of one or more uncertain events, not fully within the control of the Company;

-Present obligation, where it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation;

-Present obligation, where a reliable estimate cannot be made.

**14 Other notes and disclosures**

The Balances of Trade payables, Loans & Advances, Other amounts payable and Security Deposits received and paid are subject to the confirmation from the respective parties.

*(This space has been intentionally left blank)*

## Independent Auditor's Report

To the Members of Siddhika Coatings Limited

### Report on the Audit of the Consolidated Financial Statements

#### Opinion

1. We have audited the accompanying consolidated financial statements of **Siddhika Coatings Limited** ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group'), which comprise the Consolidated Balance Sheet as at 31 March 2024, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement for the year then ended, and 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 consolidated financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Accounting Standards specified under section 133 of the Act read with rule 7 of the Companies (Accounting Standard) Rules, 2021, and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group, as at 31 March 2024, and their consolidated profit, and consolidated cash flows for the year ended on that date.

#### Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing 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 Consolidated Financial Statements section of our report. We are independent of the Group, in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Key Audit Matter

4. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined that there are no key audit matters to communicate in our report.

#### Information other than the Consolidated Financial Statements and Auditor's Report thereon

5. The Holding Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the consolidated financial statements and our auditor's report thereon.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

6. The accompanying consolidated financial statements have been approved by the Holding Company's Board of Directors. The Holding Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the Accounting Standards specified under section 133 of the Act read with rule 7 of the Companies (Accounting Standard) Rules, 2021 and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Board of Directors of the Holding Company, as aforesaid.
7. In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intend to liquidate the Group or to cease operations, or has no realistic alternative but to do so.
8. Those respective Board of Directors are also responsible for overseeing the financial reporting process of the companies included in the Group.

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

9. Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.
10. As part of an audit in accordance with Standards on Auditing specified under section 143(10) of the Act we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
  - Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
  - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls system with reference to financial statements in place and the operating effectiveness of such controls;
  - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.;
  - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based



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

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

11. 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.

12. 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.

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

13. As required by section 197(16) of the Act based on our audit, on separate financial statements of the subsidiaries, we report that the Holding Company, its subsidiary companies covered under the Act paid remuneration to their respective directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act.

14. As required by clause (xxi) of paragraph 3 of Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act based on the consideration of the Order reports issued, of companies included in the consolidated financial statements and covered under the Act we report that there are no qualifications or adverse remarks reported in the respective Order reports of such companies.

15. As required by section 143(3) of the Act based on our audit on separate financial statements and other financial information of the subsidiaries, we report, to the extent applicable, that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid consolidated financial statements;
- b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors;
- c) The consolidated financial statements dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;
- d) in our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under section 133 of the Act read with rule 7 of the Companies (Accounting Standard) Rules, 2021;
- e) On the basis of the written representations received from the directors of the Holding Company, its subsidiary companies and taken on record by the Board of Directors of the Holding Company, its subsidiary companies respectively, covered under the Act, none of the directors of the Group companies covered under the Act are disqualified as on 31 March 2024 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 with reference to financial statements of the Holding Company, covered under the Act, and the operating effectiveness of such controls, refer to our separate report in 'Annexure A'. In our opinion and to the best of our information and according to the explanations given to us, the provisions of section 143(3)(i) for reporting on the adequacy of internal financial controls with reference to financial statements and the operating effectiveness of such controls of the subsidiary companies covered under the Act, are not applicable; and

- g) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries:
- i. There were no pending litigations as at 31 March 2024 which would impact the consolidated financial position of the Group;
  - ii. The Holding Company, its subsidiary companies did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2024;
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, and its subsidiary companies covered under the Act during the year ended 31 March 2024;
  - iv.
    - a. The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Group to or in any person or entity, including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;
    - b. The management has represented that, to the best of its knowledge and belief, no funds have been received by the Group from any person or entity, including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Group shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
    - c. Based on such audit procedures performed, as considered reasonable and appropriate in the circumstances, nothing has come to our attention that causes us to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.
  - v. The dividend declared and paid during the year ended 31 March 2024 by the Holding Company is in compliance with section 123 of the Act. The subsidiary company have not declared or paid any dividend during the year ended 31 March 2024.
  - vi. The reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is applicable from 1 April 2023. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective software.

Further, for the periods where audit trail (edit log) facility was enabled and operated throughout the year for the respective accounting software, we did not come across any instance of the audit trail feature being tampered with.

**For V C A N & Co.**  
Chartered Accountants  
Firm Registration No. 125172W

Sd/-  
per **Abhishek Jain**  
Partner  
Membership No.: 0535564

Place: New Delhi

## Annexure A

### **Independent Auditor's Report on the internal financial controls with reference to the Consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')**

- I. In conjunction with our audit of the consolidated financial statements of Siddhika Coatings Limited ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group'), as at and for the year ended 31 March 2024, we have audited the internal financial controls with reference to financial statements of the Holding Company, which are companies covered under the Act, as at that date.

#### **Responsibilities of Management and Those Charged with Governance for Internal Financial Controls**

- II. The respective Board of Directors of the Holding Company, which are companies covered under the Act, are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to consolidated financial statements criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 the Company's business, including adherence to the 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 Act.

#### **Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Consolidated Financial Statements**

- III. Our responsibility is to express an opinion on the internal financial controls with reference to financial statements of the Holding Company, as aforesaid, based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India ('ICAI') prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, and the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ('the Guidance Note') issued by the ICAI. 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 with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.
- IV. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements includes obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error
- V. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to financial statements of the Holding Company, as aforesaid.

## **Meaning of Internal Financial Controls with Reference to Consolidated Financial Statements**

- VI. A company's internal financial controls with reference to financial statements 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 controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

## **Inherent Limitations of Internal Financial Controls with Reference to Consolidated Financial Statements**

- VII. Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

## **Opinion**

- VIII. In our opinion, the Holding Company, which are companies covered under the Act, have in all material respects, adequate internal financial controls with reference to financial statements and such controls were operating effectively as at 31 March 2024, based on the internal financial controls with reference to consolidated financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For V C A N & Co.**

Chartered Accountants

Firm Registration No. 125172W

Sd/-

per **Abhishek Jain**

Partner

Membership No.: 0535564

Place: New Delhi

Date: 17 May 2024

UDIN : 24535564BKBHCX5873

**Siddhika Coatings Limited**

L-9, Lower Ground Floor, Kalka Ji, New Delhi - 110019

CIN: L45400DL2010PLC206024

**Consolidated Balance sheet as at 31 March 2024**

(Unless otherwise stated, all amounts are in Hundred of Indian Rupees)

	Notes	As at 31 March 2024 (In Rs)	As at 31 March 2023 (In Rs)
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' funds</b>			
Share capital	3	3,08,950.00	3,08,950.00
Reserves and surplus	4	28,03,813.26	23,93,163.84
		<b>31,12,763.26</b>	<b>27,02,113.84</b>
<b>Non-current liabilities</b>			
Long-term borrowings	5	-	-
Long-term provisions	6	70,752.79	62,191.59
Minority Interest	33	0.63	0.61
		<b>70,753.42</b>	<b>62,192.20</b>
<b>Current liabilities</b>			
Trade payables	7	64,963.21	47,490.66
Other current liabilities	8	8,58,058.31	6,75,044.47
Short-term provisions	6	2,990.66	2,482.61
		<b>9,26,012.18</b>	<b>7,25,017.74</b>
		<b>41,09,528.86</b>	<b>34,89,323.78</b>
<b>Total</b>		<b>41,09,528.86</b>	<b>34,89,323.78</b>
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, Plant & Equipments	9	78,663.17	65,864.35
Non current Investments	10	5,02,904.39	5,02,904.39
Deferred tax assets (net)	11	26,534.52	23,721.09
Long-term loans and advances	12	3,842.71	9,265.98
Other non current assets	13	3,43,500.09	1,85,539.22
		<b>9,55,444.88</b>	<b>7,87,295.03</b>
<b>Current assets</b>			
Inventories	14	2,75,879.49	4,56,330.89
Trade receivables	15	6,59,164.58	4,44,115.93
Current Investments	16	12,38,147.08	6,72,387.88
Cash and bank balances	17	7,49,937.23	9,29,633.68
Short-term loans and advances	18	65,313.74	44,450.64
Other current assets	19	1,65,641.86	1,55,109.73
		<b>31,54,083.98</b>	<b>27,02,028.75</b>
		<b>41,09,528.86</b>	<b>34,89,323.78</b>
<b>Total</b>		<b>41,09,528.86</b>	<b>34,89,323.78</b>

Summary of significant accounting policies and other explanatory information

1-43

This is the consolidated balance sheet referred to in our report of even date

**For V C A N & CO.**

Chartered Accountants

(FRN:125172W)

Sd/-

**per Abhishek Jain**

Partner

Membership No. 535564

Place: New Delhi

Date: 17-May-2024

UDIN: 24535564BKBHCX5873

For and on behalf of board of directors of  
**Siddhika Coatings Limited**

Sd/-

**Charitra Maheshwari**

(Managing Director)

DIN:03055689

Sd/-

**Chandan Tiwari**

CFO

PAN-ACYPT5825C

Place: New Delhi

Date: 17-May-2024

Sd/-

**Gaurav Agarwal**

(Director)

DIN:06752256

Sd/-

**Ashish Sonwani**

Company Secretary

PAN-ECEPS3273P

Place: New Delhi

Date: 17-May-2024

**Siddhika Coatings Limited**

L-9, Lower Ground Floor, Kalka Ji , New Delhi - 110019

CIN: L45400DL2010PLC206024

**Consolidated Statement of Profit and Loss for the year ended 31 March 2024**

(Unless otherwise stated, all amounts are in Hundreds of Indian Rupees)

	Notes	For the year ended 31 March 2024 (In Rs)	For the year ended 31 March 2023 (In Rs)
<b>Total Income</b>			
Revenue from operations	20	38,07,406.70	33,54,782.20
Other income	21	1,01,788.88	52,589.45
<b>Total revenue</b>		<b>39,09,195.58</b>	<b>34,07,371.65</b>
<b>Expenses</b>			
Cost of Goods Consumed			
Purchase during the year (A)		10,77,719.76	14,07,811.18
Changes in inventories (B)	22	1,80,451.40	(1,78,294.25)
Total (A+B)		12,58,171.16	12,29,516.93
Job work charges		6,36,280.23	5,23,664.28
Employee benefits expense	23	6,48,187.86	5,48,179.90
Finance cost	24	2,096.72	2,637.53
Depreciation and amortization expense	25	19,475.58	19,085.62
Other expenses	26	6,38,090.13	5,86,896.73
<b>Total expenses</b>		<b>32,02,301.68</b>	<b>29,09,980.99</b>
Profit before tax		<b>7,06,893.90</b>	<b>4,97,390.66</b>
<b>Tax expense</b>			
Current tax		(1,98,044.86)	(1,27,582.65)
Deferred tax		2,813.43	7,392.51
Tax expenses for earlier years		(8,328.03)	(158.49)
<b>Profit for the period</b>		<b>5,03,334.44</b>	<b>3,77,042.03</b>
Profit for the period attributable to			
-Owners of Parent		5,03,334.42	3,77,042.02
-Minority Interest		0.02	0.01
<b>Profit for the year transferred to reserve and surplus</b>		<b>5,03,334.42</b>	<b>3,77,042.02</b>
<b>Earning per equity share (nominal value of Rs. 10)</b>			
-Basic	27	16.29	12.20
-Diluted	27	16.29	12.20
Summary of significant accounting policies and other explanatory information	1-43		

This is the consolidated statement of profit and loss referred to in our report of even date

**For V C A N & CO.**

Chartered Accountants

(FRN:125172W)

Sd/-  
per **Abhishek Jain**

Partner

Membership No. 535564

Place: New Delhi

Date: 17-May-2024

UDIN: 24535564BKBHCX5873

For and on behalf of board of directors of

**Siddhika Coatings Limited**Sd/-  
**Charitra Maheshwari**

(Managing Director)

DIN:03055689

Sd/-  
**Chandan Tiwari**

CFO

PAN-ACYPT5825C

Place: New Delhi

Date: 17-May-2024

Sd/-  
**Gaurav Agarwal**

(Director)

DIN:06752256

Sd/-  
**Ashish Sonwani**

Company Secretary

PAN-ECEPS3273P

Place: New Delhi

Date: 17-May-2024

Siddhika Coatings Limited  
L-9, Lower Ground Floor, Kalka Ji , New Delhi - 110019  
CIN: L45400DL2010PLC206024  
Consolidated Cash Flow Statement for the year ended 31 March 2024  
(Unless otherwise stated, all amounts are in Hundreds of Indian Rupees)

	Year ended 31 March 2024 (In Rs)	Year ended 31 March 2023 (In Rs)
<b>A. Cash flow from operating activities</b>		
<b>Profit/(Loss) before taxation</b>	<b>7,06,893.90</b>	<b>4,97,390.66</b>
Adjustments for:		
Depreciation and amortisation	19,475.58	19,085.62
Assets written off	-	512.21
Interest income (other than interest on IT refund)	(43,595.82)	(30,706.33)
Reversal of Loss on Diminution in value in Investment	(10,362.09)	-
Rental income	(60.00)	(75.00)
Income on sale of investments	(35,905.26)	(3,537.88)
Dividend income	(912.25)	(855.83)
Bank guarantee commission & bank charges	2,096.72	2,637.53
<b>Operating profit before working capital changes</b>	<b>6,37,630.78</b>	<b>4,84,450.98</b>
<b>Movement in working capital</b>		
Changes in long term provisions	8,561.20	27,840.92
Changes in short term provisions	508.05	(3,879.45)
Changes in trade payables	17,472.55	22,315.49
Changes in other current liabilities	1,82,791.30	3,31,949.18
Changes in trade receivables	(2,15,048.65)	(1,29,635.70)
Changes in inventories	1,80,451.40	(1,78,294.25)
Changes in loans and advances	(15,439.83)	70,263.05
Changes in other current & non current assets	(1,68,493.00)	(16,308.04)
<b>Cash generated from/used in operating activities</b>	<b>6,28,433.80</b>	<b>6,08,702.18</b>
Income taxes paid	(2,06,372.89)	(1,27,741.14)
<b>Net cash from (used in) operating activities</b>	<b>(A) 4,22,060.91</b>	<b>4,80,961.04</b>
<b>B. Cash flows from investing activities</b>		
Purchase of fixed assets	(32,274.40)	(16,979.73)
Interest received	43,595.82	30,706.33
Rental income	60.00	75.00
Dividend income	912.25	855.83
Investment in mutual fund	(12,57,607.35)	(6,62,024.32)
Proceed from sale of investments in mutual fund	6,95,000.00	3,81,341.28
Proceed from sale of investments in equity shares	43,115.50	-
<b>Net cash used in investing activities</b>	<b>(B) (5,07,198.18)</b>	<b>(2,66,025.61)</b>
<b>C. Cash flows from financing activities</b>		
Bank guarantee commission & bank charges	(2,096.72)	(2,637.53)
Dividend paid	(92,462.46)	(74,148.00)
Repayments of long-term borrowings	-	(28,250.00)
<b>Net cash from (used in) financing activities</b>	<b>(C) (94,559.18)</b>	<b>(1,05,035.53)</b>
<b>Net increase/ (decrease) in cash and cash equivalents (A+ B+C)</b>	<b>(1,79,696.45)</b>	<b>1,09,899.90</b>
<b>Cash and cash equivalents at the beginning of the year</b>	<b>9,29,633.68</b>	<b>8,19,733.78</b>
<b>Cash and cash equivalents year ending 31 March 24 (including bank FDR)</b>	<b>7,49,937.23</b>	<b>9,29,633.68</b>
<b>Components of cash and cash equivalents (refer note 17)</b>		
Cash on hand	2,844.92	3,523.60
Balance with Banks:		
-in current accounts	1,40,005.99	3,32,528.43
-in deposit accounts	6,07,086.32	5,93,581.65
	<b>7,49,937.23</b>	<b>9,29,633.68</b>

Summary of significant accounting policies and other explanatory information 1-43  
This is the consolidated cash flow statement referred to in our report of even date

For V C A N & CO.  
Chartered Accountants  
(FRN:125172W)

For and on behalf of board of directors of  
Siddhika Coatings Limited

Sd/-  
per Abhishek Jain  
Partner  
Membership No. 535564

Sd/-  
Charitra Maheshwari  
(Managing Director)  
DIN:03055689

Sd/-  
Gaurav Agarwal  
(Director)  
DIN:06752256

Place: New Delhi  
Date: 17-May-2024  
UDIN: 24535564BKBHCX5873

Sd/-  
Chandan Tiwari  
CFO  
PAN-ACYPT5825C  
Place: New Delhi  
Date: 17-May-2024

Sd/-  
Ashish Sonwani  
Company Secretary  
PAN-ECEPS3273P  
Place: New Delhi  
Date: 17-May-2024

	As at 31 March 2024		As at 31 March 2023	
	Number	Amount	Number	Amount
<b>3 Share capital</b>				
<b>Authorised share capital</b>				
Equity shares of Rs 10 each	32,50,000	3,25,000.00	32,50,000	3,25,000.00
	<b>32,50,000</b>	<b>3,25,000.00</b>	<b>32,50,000</b>	<b>3,25,000.00</b>
<b>Issued, subscribed and fully paid up</b>				
Equity shares of Rs 10 each	30,89,500	3,08,950.00	30,89,500	3,08,950.00
<b>Total issued, subscribed and fully paid up share capital</b>	<b>30,89,500</b>	<b>3,08,950.00</b>	<b>30,89,500</b>	<b>3,08,950.00</b>

a) Reconciliation of the equity shares outstanding at the beginning and at the end of reporting period

	As at 31 March 2024		As at 31 March 2023	
	Number	Amount	Number	Amount
<b>Equity shares</b>				
At the beginning of the year	30,89,500	3,08,950.00	30,89,500	3,08,950.00
Issued during the year	-	-	-	-
<b>Balance at the end of the year</b>	<b>30,89,500</b>	<b>3,08,950.00</b>	<b>30,89,500</b>	<b>3,08,950.00</b>

b) Rights, preferences and restrictions attached to equity shares

**Equity shares**

The Company has only one class of equity shares having the par value of Rs 10 per share. Each holder of equity share is entitled to one vote per share.

In the event of liquidation of the Company, the holder of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

c) Details of shareholders holding more than 5% equity shares in the Company and equity shares held by the holding Company

Name of shareholder	As at 31 March 2024		As at 31 March 2023	
	Number	% of holding	Number	% of holding
<b>Equity shares</b>				
Charitra Maheshwari	2,58,150	8.36%	2,58,150	8.36%
Charitra Maheshwari HUF	1,77,000	5.73%	1,77,000	5.73%
Siddhika Business Application Pvt. Ltd.	15,04,000	48.68%	15,04,000	48.68%
	<b>19,39,150</b>	<b>62.77%</b>	<b>19,39,150</b>	<b>62.77%</b>

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

d) 22,65,500 shares represents 20,38,950 shares issued as fully paid bonus shares of face value of INR 10 by utilisation of INR 2,03,89,500 from Reserve and Surplus during the FY 2019-20. No shares were bought back over the last five years immediately preceding the reporting date.

e) Shareholding of promoters

Name of Promoters	Equity Shares			Equity Shares		
	As at 31 March 2024			As at 31 March 2023		
	No. of shares held	% of Holding	% change during the year	No. of shares held	% of Holding	% change during the year
M/s Siddhika Business Applications Private Limited	15,04,000	48.68%	-	15,04,000	48.68%	-
Mr. Charitra Maheshwari	2,58,150	8.36%	-	2,58,150	8.36%	-
Mr. Charitra Maheshwari HUF	1,77,000	5.73%	-	1,77,000	5.73%	-
Mrs. Rashi Maheshwari	10,000	0.32%	-	10,000	0.32%	-
<b>Total</b>	<b>19,49,150</b>	<b>63.09%</b>	<b>-</b>	<b>19,49,150</b>	<b>63.09%</b>	<b>-</b>

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Siddhika Coatings Limited  
L-9, Lower Ground Floor, Kalka Ji , New Delhi - 110019

CIN: L45400DL2010PLC206024

Consolidated Summary of significant accounting policies and other explanatory information for the year ended 31 March 2024

(Unless otherwise stated, all amounts are in Hundreds of Indian Rupees)

	As at 31 March 2024	As at 31 March 2023
<b>4 Reserves and surplus</b>		
<b>Surplus in the Statement of profit and loss</b>		
Balance at the beginning of the year	19,75,035.00	16,72,140.98
Less: Dividend paid	(92,685.00)	(74,148.00)
Add: Net Profit for the year after tax	<u>5,03,334.42</u>	<u>3,77,042.02</u>
<b>Balance at the end of the year</b>	<b><u>23,85,684.42</u></b>	<b><u>19,75,035.00</u></b>
<b>Capital Reserve</b>		
Balance at the beginning of the year	11,274.34	11,274.34
Addition during the year	<u>-</u>	<u>-</u>
<b>Balance at the end of the year</b>	<b><u>11,274.34</u></b>	<b><u>11,274.34</u></b>
<b>Securities premium</b>		
Balance at the beginning of the year	4,06,854.50	4,06,854.50
Addition during the year	<u>-</u>	<u>-</u>
<b>Balance at the end of the year</b>	<b><u>4,06,854.50</u></b>	<b><u>4,06,854.50</u></b>
<b>Balance carried to balance sheet</b>	<b><u>28,03,813.26</u></b>	<b><u>23,93,163.84</u></b>
<b>5 Long-term borrowings</b>		
<b>From others (unsecured)</b>		
<b>From related party</b>		
Loan from director	<u>-</u>	<u>-</u>
<b>Balance at the end of the year</b>	<b><u>-</u></b>	<b><u>-</u></b>
Transferred to current maturities of long term borrowings	<u>-</u>	<u>-</u>
<b>Balance carried to balance sheet</b>	<b><u>-</u></b>	<b><u>-</u></b>

	As at 31 March 2024		As at 31 March 2023	
	Non Current	Current	Non Current	Current
<b>6 Provisions</b>				
Provision for gratuity	70,752.79	2,990.66	62,191.59	2,482.61

**Employee benefits**

The Company is following Accounting Standard 15 (Revised 2005) 'Employee Benefits' and using Projected Unit Credit Method and other assumptions as per the industry standards.

(i) The actuarial assumptions used to determine benefit obligations and compensated absences are as follows:

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
Discount rate	7.10%	7.40%
Future salary increase rate	10.00%	10.00%
Retirement age (years)	58 Years	58 Years
Withdrawal rate (all ages)	6.00%	6.00%

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Mortality rate

Indian Assured Lives  
Mortality (2012-2014)  
Ultimate

Indian Assured Lives  
Mortality (2012-2014)  
Ultimate

(ii) Reconciliation of opening and closing balances of the present value of the defined benefit obligations:

	Year ended 31 March 2024	Year ended 31 March 2023
Particulars	Gratuity (Unfunded)	Gratuity (Unfunded)
Present value of obligation as at start of year	64,674.20	40,713.34
Interest cost	4,785.89	2,768.51
Current service cost	13,093.62	11,432.38
Benefits paid	(5,192.31)	-
Actuarial loss/(gain) on obligations	(3,617.95)	9,759.97
Present value of obligation as at reporting date	73,743.45	64,674.20

(iii) Breakup of the expense recognized in the Statement of Profit and Loss is as follows:-

	Year ended 31 March 2024	Year ended 31 March 2023
Particulars		
Current service cost	13,093.62	11,432.38
Interest cost	4,785.89	2,768.51
Net actuarial loss/(gain) recognised in the period	(3,617.95)	9,759.97
Total expense recognised in the Statement of Profit and Loss	14,261.56	23,960.86

Amounts for the current and previous three years are as follows:

	Year ended 31 March 2024	Year ended 31 March 2023	Year ended 31 March 2022	Year ended 31 March 2021
Defined benefit obligation				
Plan assets	-	-	-	-
Net liability	73,743.45	64,674.20	40,713.34	30,565.92
Experience gain / (loss) on plan liabilities	-	-	-	-

Year ended  
31 March 2024

Year ended  
31 March 2023

7 Trade payables

Due to micro and small enterprises (Refer note below)	11,323.48	2,705.78
Other	53,639.73	44,784.88
<b>Balance carried to balance sheet</b>	<b>64,963.21</b>	<b>47,490.66</b>

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7a Trade Payables ageing schedule

Particular	As at 31 March 2024					Total
	Outstanding for following periods from due date of payment					
	Less than 1 year	1-2 years	2-3 years	More than 3 years		
(i) MSME	11323.48	-	-	-	11,323.48	
(ii) Others	53639.73	-	-	-	53,639.73	
(iii) Disputed dues- MSME	-	-	-	-	-	
(iv) Disputed dues-others	-	-	-	-	-	

7b Trade Payables ageing schedule

Particular	As at 31 March 2023					Total
	Outstanding for following periods from due date of payment					
	Less than 1 year	1-2 years	2-3 years	More than 3 years		
(i) MSME	2,705.78	-	-	-	2,705.78	
(ii) Others	44,566.03	218.85	-	-	44,784.88	
(iii) Disputed dues- MSME	-	-	-	-	-	
(iv) Disputed dues-others	-	-	-	-	-	

Year ended  
31 March 2024

Year ended  
31 March 2023

On the basis of confirmation obtained from suppliers who have registered themselves under the Micro Small Medium Enterprise Development Act, 2006 (MSMED Act, 2006) and based on the information available with the Company, the following are the details:

(i) Principal amount remaining unpaid	11,323.48	2,705.78
(ii) Interest due thereon remaining unpaid	-	-
(iii) Interest paid by the Company in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, alongwith the amount of the payment made to the supplier beyond the appointed day during the period	-	-
(iv) Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding interest specified under the Micro, Small and Medium Enterprises Act, 2006	-	-
(v) Interest accrued and remaining unpaid	-	-
(vi) Interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises	-	-

Year ended  
31 March 2023

Year ended  
31 March 2022

8 Other Current liabilities

<b>Others</b>		
Statutory dues payable	73,412.83	28,665.48
Employee related payables	58,867.87	47,393.60
Audit fees payable	1,980.00	2,450.00
Advance from customers	6,62,816.47	5,56,168.03
Expenses payable	29,594.23	27,389.06
Dividend payable	520.30	297.76
Other imprest balance	9,385.45	6,530.03
Income tax payable	21,481.16	6,150.51
<b>Balance carried to balance sheet</b>	<b>8,58,058.31</b>	<b>6,75,044.47</b>

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**Siddhika Coatings Limited**

L-9, Lower Ground Floor, Kalka Ji , New Delhi - 110019

CIN: L45400DL2010PLC206024

**Consolidated Summary of significant accounting policies and other explanatory information for the year ended 31 March 2024**

(Unless otherwise stated, all amounts are in Hundreds of Indian Rupees)

**9 Property, Plant & Equipments**

<b>Gross block</b>	<b>Computer</b>	<b>Office Equipment</b>	<b>Plant &amp; Machinery</b>	<b>Furniture &amp; Fixture</b>	<b>Total Tangible</b>
<b>Balance as at 31 March 2022</b>	<b>41,277.06</b>	<b>16,132.73</b>	<b>89,062.42</b>	<b>42,070.70</b>	<b>1,88,542.91</b>
Additions during the year	4,345.02	5,182.96	5,644.93	1,806.82	16,979.73
Any Deduction/ adjustment	29,758.71	10,337.99	-	964.23	41,060.93
<b>Balance as at 31 March 2023</b>	<b>15,863.37</b>	<b>10,977.70</b>	<b>94,707.35</b>	<b>42,913.29</b>	<b>1,64,461.71</b>
Additions during the year	3,849.19	1,753.70	26,341.31	330.20	32,274.40
Any Deduction/ adjustment	-	-	-	-	-
<b>Balance as at 31st March 2024</b>	<b>19,712.56</b>	<b>12,731.40</b>	<b>1,21,048.66</b>	<b>43,243.49</b>	<b>1,96,736.11</b>
<b>Accumulated depreciation/ amortisation</b>					
<b>Balance as at 31 March 2022</b>	<b>35,692.70</b>	<b>14,907.43</b>	<b>45,249.10</b>	<b>24,211.25</b>	<b>1,20,060.48</b>
Depreciation charged for the year	4,742.23	1,462.01	7,998.03	4,883.35	19,085.62
Reversal on disposal of assets	29,463.96	10,146.64	-	938.14	40,548.74
<b>Balance as at 31 March 2023</b>	<b>10,970.97</b>	<b>6,222.80</b>	<b>53,247.13</b>	<b>28,156.47</b>	<b>98,597.36</b>
Depreciation charged for the year	4,844.08	2,479.53	8,385.78	3,766.19	19,475.58
Reversal on disposal of assets	-	-	-	-	-
<b>Balance as at 31st March 2024</b>	<b>15,815.05</b>	<b>8,702.33</b>	<b>61,632.91</b>	<b>31,922.66</b>	<b>1,18,072.94</b>
<b>Net Block</b>					
Balance as at 31 March 2023	4,892.40	4,754.90	41,460.22	14,756.82	65,864.34
<b>Balance as at 31st March 2024</b>	<b>3,897.51</b>	<b>4,029.07</b>	<b>59,415.75</b>	<b>11,320.83</b>	<b>78,663.17</b>

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	As at 31 March 2024	As at 31 March 2023
<b>10 Non current investments</b>		
<b>Non Trade Investments</b>		
<b>Investments in equity shares (Unquoted)</b>		
- In Siddhika Energy Private Limited (Capital Reserve of Rs. 610/- on equity investment)	1,796.40	1,796.40
Add: Share of post acquisition profit in associate	0.39	0.39
<b>Investments in Properties (Unquoted)</b>		
- In Properties	2,79,783.84	2,79,783.84
<b>Investments in Mutual Fund (Quoted)</b>		
Investments in Mutual Fund	2,21,323.76	2,21,323.76
<b>Balance carried to balance sheet</b>	<b>5,02,904.39</b>	<b>5,02,904.39</b>
Aggregate value of quoted investment	2,21,323.76	2,21,323.76
The market price of above investment	2,69,677.74	2,52,397.43
<b>11 Deferred tax assets</b>		
Closing WDV as per Companies Act, 2013	78,663.17	65,864.34
Closing WDV as per Income Tax Act, 1961	1,02,143.16	87,235.00
<b>Timing difference on depreciation and amortisation</b>	<b>23,479.99</b>	<b>21,370.66</b>
Timing difference on gratuity expenses	73,743.45	64,674.20
Unadjusted carry forward long term capital loss	8,206.14	8,206.14
<b>Total Timing Difference &amp; unadjusted losses</b>	<b>1,05,429.58</b>	<b>94,251.00</b>
Tax Impact on timing difference & unadjusted losses	26,534.52	23,721.09
<b>Balance carried to balance sheet</b>	<b>26,534.52</b>	<b>23,721.09</b>
<b>12 Long term loans &amp; advances</b>		
<b>Unsecured considered good</b>		
<b>To Others</b>		
Prepaid Expenses	337.46	-
Security deposit	3,505.25	9,265.98
<b>Balance carried to balance sheet</b>	<b>3,842.71</b>	<b>9,265.98</b>
<b>13 Other non current assets</b>		
<b>Unsecured (considered good unless otherwise stated)</b>		
Retention money	1,66,039.29	1,36,706.40
Interest accrued on fixed deposits (refer note 19)	5,445.91	1,468.26
<b>Others</b>		
Non-current bank balances		
- deposits with maturity more than 12 months	7,246.03	4,902.49
- deposits with maturity more than 12 months - (under lien)	1,64,768.86	42,462.07
<b>Balance carried to balance sheet</b>	<b>3,43,500.09</b>	<b>1,85,539.22</b>

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**Siddhika Coatings Limited**

L-9, Lower Ground Floor, Kalka Ji , New Delhi - 110019

CIN: L45400DL2010PLC206024

**Consolidated Summary of significant accounting policies and other explanatory information for the year ended 31 March 2024**

(Unless otherwise stated, all amounts are in Hundreds of Indian Rupees)

	As at 31 March 2024	As at 31 March 2023
<b>14 Inventories</b>		
Finished goods	2,75,879.49	4,56,330.89
<b>Balance carried to balance sheet</b>	<b>2,75,879.49</b>	<b>4,56,330.89</b>
<b>15 Trade receivables</b>		
Unsecured, considered good	6,59,164.58	4,44,115.93
Unsecured, considered doubtful	5,257.69	-
Less: Provision for doubtful trade receivables	(5,257.69)	-
<b>Balance carried to balance sheet</b>	<b>6,59,164.58</b>	<b>4,44,115.93</b>

**Trade Receivables ageing schedule**

Particulars	As at 31 March 2024					Total
	Outstanding for following periods from the date of payment					
	Less than 6 Month	6 month to 1 Years	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables- considered good	5,34,723.87	94,024.17	28,916.55	1,500.00	-	6,59,164.58
(ii) Undisputed Trade Receivables- Considered Doubtful	-	-	-	1,014.84	4,242.85	5,257.69
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	-

**Trade Receivables ageing schedule**

Particulars	As at 31 March 2023					Total
	Outstanding for following periods from the date of payment					
	Less than 6 Month	6 month to 1 Years	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables- considered good	3,79,583.72	37,828.29	22,437.32	4,266.60	-	4,44,115.93
(ii) Undisputed Trade Receivables- Considered Doubtful	-	-	-	-	-	-
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	-

	As at 31 March 2024	As at 31 March 2023
<b>16 Current Investments</b>		
<b>Non Trade Investments</b>		
<b>Investments in Mutual Fund (Quoted)</b>		
Investments in Mutual Fund	12,18,184.74	6,47,366.38
Investments in Equity shares	19,962.34	25,021.50
	<b>12,38,147.08</b>	<b>6,72,387.88</b>
Aggregate value of quoted investment as on 31 March 2024	12,38,147.08	6,72,387.88
The market price of above investment as on 31 March 2024	13,78,678.43	7,37,616.21

	As at 31 March 2024	As at 31 March 2023
--	------------------------	------------------------

<b>17 Cash and bank balances</b>		
Cash and cash equivalents:		
Cash on hand	2,844.92	3,523.60
Balances with banks:		
- in current accounts	1,40,005.99	3,32,528.43
- in FDR's with Bank		
- deposit with original maturity less than 12 months	15,613.38	3,73,915.67
- deposit with original maturity less than 12 months (Under lien)*	2,06,831.94	1,32,945.61
- deposit with original maturity more than 12 months	2,72,464.87	97,750.20
- deposit with original maturity more than 12 months (Under lien)*	2,84,191.02	36,334.73
	9,21,952.12	9,76,998.24
less : amounts disclosed as other non-current assets (refer note 13)	(1,72,014.89)	(47,364.56)
<b>Balance carried to balance sheet</b>	<b>7,49,937.23</b>	<b>9,29,633.68</b>

\* FDs are pledged with banks against bank guarantee issued to various parties

<b>18 Short-term loans and advances</b>		
<b>Unsecured (considered good unless otherwise stated)</b>		
Prepaid expenses	8,006.52	5,993.78
Balance with Revenue authorities	9,670.54	7,412.42
Security deposits	17,183.09	15,855.00
Other advances	30,453.59	15,189.44
<b>Balance carried to balance sheet</b>	<b>65,313.74</b>	<b>44,450.64</b>

<b>19 Other current assets</b>		
<b>Unsecured (considered good unless otherwise stated)</b>		
Retention money	66,069.74	64,564.53
Interest accrued on fixed deposits	52,127.01	25,900.04
Other receivables	47,445.11	64,645.16
	<b>1,65,641.86</b>	<b>1,55,109.73</b>

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**Siddhika Coatings Limited**

L-9, Lower Ground Floor, Kalka Ji, New Delhi - 110019

CIN: L45400DL2010PLC206024

**Consolidated Summary of significant accounting policies and other explanatory information for the year ended 31 March 2024**

(Unless otherwise stated, all amounts are in Hundreds of Indian Rupess)

	For the year ended 31 March 2024	For the year ended 31 March 2023
	(In Rs)	(In Rs)
<b>20 Revenue from operations</b>		
Revenue from Paint contracts (Domestic)	34,72,736.00	32,72,487.22
Revenue from sale of paint and allied products (Domestic)	3,34,670.70	82,294.98
	<u>38,07,406.70</u>	<u>33,54,782.20</u>
<b>21 Other income</b>		
Interest on income tax refund	3.40	1,550.23
Interest income (others)	43,595.82	30,706.33
Rent received	60.00	75.00
Dividend received	912.25	855.83
Profit on sale of investments	35,905.26	3,537.88
Reversal of Loss on Diminution in value in Investment	10,362.09	-
Net gain on foreign currency transaction and transaction	10,950.06	15,864.18
	<u>1,01,788.88</u>	<u>52,589.45</u>
<b>22 Changes in inventories of finished goods</b>		
<b>As at the beginning of the year</b>		
Finished goods	4,56,330.89	2,78,036.64
<b>As at the closing of the year</b>		
Finished goods	2,75,879.49	4,56,330.89
	<u>1,80,451.40</u>	<u>(1,78,294.25)</u>
<b>23 Employee benefits expense</b>		
Salary and wages*	5,14,210.40	4,21,821.13
Compensated absences	11,638.92	9,102.97
Bonus & incentive	36,822.24	31,886.84
Provision for gratuity	14,261.56	23,960.86
Staff welfare	26,782.34	26,198.83
	<u>6,03,715.46</u>	<u>5,12,970.63</u>
<b>Contribution to provident and other fund</b>		
Provident fund	36,170.56	28,508.64
ESIC	8,301.84	6,700.63
	<u>44,472.40</u>	<u>35,209.27</u>
	<u>6,48,187.86</u>	<u>5,48,179.90</u>
* Includes remuneration to Directors (refer note 29)		
<b>24 Finance costs</b>		
Bank guarantee commission & bank charges	2,096.72	2,637.53
	<u>2,096.72</u>	<u>2,637.53</u>
<b>25 Depreciation and amortization expense</b>		
Depreciation on tangible assets (refer note 9)	17,414.90	19,085.62
	<u>17,414.90</u>	<u>19,085.62</u>

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**Siddhika Coatings Limited**

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**Consolidated Summary of significant accounting policies and other explanatory information for the year ended 31 March 2024**

(Unless otherwise stated, all amounts are in Hundreds of Indian Rupess)

	For the year ended 31 March 2024	For the year ended 31 March 2023
	(In Rs)	(In Rs)
<b>26 Other expenses</b>		
Bank charges	2,281.11	2,897.61
Balances written off	20,485.34	53,781.88
Business promotion and advertisement	3,900.15	768.54
Commission & brokerage	1,12,887.16	77,139.23
Conveyance expenses	53,358.90	49,931.07
Conference expenses	12,238.38	7,773.57
Director sitting Fee	750.00	375.00
Festival celebration expenses	6,234.36	5,973.03
Fixed assets w. off	-	512.21
Infrastructure facility (power & water)	7,409.81	7,329.55
Insurance charges	12,933.64	11,494.49
Interest and late fees on delayed payment of statutory dues (refer note 26a)	543.25	1.85
Miscellaneous expenses	115.45	46.10
Legal & professional Fees	19,446.14	11,935.52
Loss in demuniton in value of investments		10,362.09
Payment to auditors (refer note 26b)	3,700.00	3,815.00
Postage expenses	6,776.02	7,516.25
Printing and stationery	7,894.77	8,258.62
Provision for doubtful debt	5,257.69	-
Preliminary exps. w. off	-	1,148.84
Rates and taxes	2,356.74	1,610.35
Rebate & discount	663.87	30.39
Rental expenses	43,062.66	53,989.02
Repair and maintainance		
- Computer	5,012.35	4,386.82
- Office	12,793.46	15,270.42
- Others	2,824.45	3,071.27
Telephone & Internet expenses	1,709.21	1,921.97
Travelling Expenses (International)	7,569.73	6,885.00
Travelling Expenses (Domestic)	24,852.49	30,985.79
Freight & cartage	49,422.05	46,245.49
Clearing & forwarding charges	26,243.63	83,118.71
Loading & unloading charges	7,280.65	8,789.22
Sampling expenses	872.53	1,159.94
Site expenses	72,422.57	27,773.10
Scaffolding & RSP expenses	1,04,791.57	40,598.79
	<b>6,38,090.13</b>	<b>5,86,896.73</b>
<b>26a Interest on late payment of statutory dues</b>		
Late fees on GST	0.50	-
Interest on GST	530.26	-
Interest on professional tax	10.12	-
Interest on TDS	2.37	1.85
	<b>543.25</b>	<b>1.85</b>
<b>26b Payment to auditors</b>		
Audit fees	3,450.00	3,450.00
Tax audit fees	250.00	250.00
Other	-	115.00
	<b>3,700.00</b>	<b>3,815.00</b>

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Consolidated Summary of significant accounting policies and other explanatory information for the year ended 31 March 2024

(Unless otherwise stated, all amounts are in Hundreds of Indian Rupess)

	For the year ended 31 March 2024	For the year ended 31 March 2023
	(In Rs)	(In Rs)
<b>27 Earning per share (EPS)</b>		
The following reflects the Profit and share data used in the basic and diluted EPS computations:		
Net (loss)/ profit available to equity shareholders	5,03,334.44	3,77,042.02
Weighted average number of equity shares in calculating basic EPS	30,89,500	30,89,500
Weighted average number of equity shares in calculating diluted EPS	30,89,500	30,89,500
Nominal value of equity share (Rs)	10.00	10.00
Basic earning per share (Rs)	16.29	12.20
Diluted earning per share (Rs)	16.29	12.20
<b>28 Expenditure in foreign currency ( In absolute numbers)</b>		
Purchases (in INR)	7,09,31,743	11,15,22,510
Purchases (in SGD)	11,33,276	18,82,885
Purchases (in JPY)	83,605	-
Foreign Travelling (in INR)	60,883	3,00,262
Foreign Travelling (in SGD)	241	2,790
Foreign Travelling (in USD)	207	1,571
Foreign Travelling (in JPY)	43,990	-
<b>29</b>	There is no foreign currency exposure of the Company at the year end.	
<b>30</b>	Company has not received any revenue in foreign currency.	
<b>31</b>	"Related Party Disclosures" as required under Accounting Standard-18 of Companies (Accounting Standards) Rules, 2006 are given below:	
<b>A. Name of related parties (with whom transactions are happened during the reporting period)</b>		
<b>(i) Entities having joint control over the company:</b>		
Siddhika Business Application Private Limited		
<b>(ii) Key managerial personnel and their relatives</b>		
Charitra Maheshwari	Managing Director	
Gaurav Agarwal	Director	
Manvendra Pratap Singh	Director	
Chandan Tiwari	CFO	
Ashish Sonwani	Company Secretary	
<b>(iii) Other enterprises under the control of the key managerial personnel and their relatives</b>		
Siddhika Foundation		
Siddhika Energy Private Limited		

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Consolidated Summary of significant accounting policies and other explanatory information for the year ended 31 March 2024  
(Unless otherwise stated, all amounts are in Hundreds of Indian Rupees)

**B. Transactions with related parties during the year and balances in respect thereof in the ordinary course of business:**

	Particulars	31 March,2024		31 March,2023	
		Entities having joint control over the Company	KMP or Parties where KMP is interested	Entities having joint control over the Company	KMP or Parties where KMP is interested
a)	<b>Transactions during the year</b>				
	<b>Remuneration to Directors</b>				
	Abhijeet Banerjee	-	-	-	18,382.50
	Charitra Maheshwari	-	39,103.23	-	24,955.00
	Gaurav Agarwal	-	34,635.48	-	24,200.00
	Manvendra Pratap Singh	-	30,741.94	-	21,000.00
	<b>Remuneration to other KMP's</b>	-	12,274.74	-	11,719.49
	<b>Rent received</b>				
	Siddhika Foundation	-	60.00	-	30.00
	Siddhika Foundation trust	-	-	-	45.00
b)	<b>Year end balances</b>				
	<b>Other Current Liabilities</b>				
	<b>Employee related payables</b>				
	Charitra Maheshwari	-	2,450.00	-	1,453.00
	Gaurav Agarwal	-	2,342.00	-	1,738.00
	Manvendra Pratap Singh	-	2,340.00	-	88.00
	Other KMP's	-	1,280.79	-	1,613.52
	<b>Imprest</b>				
	Charitra Maheshwari	-	853.15	-	67.55
	Gaurav Agarwal	-	792.14	-	265.81
	Manvendra Pratap Singh	-	100.21	-	45.07
	<b>Short term loans and advances</b>				
	Advance Salary (Other advances)	-	909.93	-	-

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**Siddhika Coatings Limited**

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Consolidated summary of significant accounting policies and other explanatory information for the year ended 31 March, 2024

(Unless otherwise stated, all amounts are in Hundreds of Indian Rupees)

**32 Enterprises consolidated as subsidiary in accordance with Accounting Standard 21 - Consolidated Financial Statements**

Name of the Enterprise	Country of Incorporation	Proportion of Ownership Interest (current and previous year)
AB Coatings Private Limited	India	100%
SCL Contracts Private Limited	India	99.99%

**33 Additional Information, as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as Subsidiary**

Name of the Enterprise	Net Assets i.e. Total Assets less total liabilities		Share in profit & loss	
	As % of consolidated net assets	Amount (in Rs)	As % of consolidated profit & loss	Amount (in Rs)
<b>As at 31 March 2024</b>				
<b>Parent</b>				
Siddhika Coatings Private Limited	90.80%	28,26,459.02	88.42%	4,45,056.07
<b>Subsidiary</b>				
<b>Indian</b>				
AB Coatings Private Limited	7.50%	2,33,493.13	11.20%	56,380.15
SCL Contracts Private Limited	1.70%	52,811.11	0.38%	1,898.20
<b>As at 31 March 2023</b>				
<b>Parent</b>				
Siddhika Coatings Private Limited	91.56%	24,74,087.96	93.68%	3,53,198.21
<b>Subsidiary</b>				
<b>Indian</b>				
AB Coatings Private Limited	6.55%	1,77,112.98	6.08%	22,930.92
SCL Contracts Private Limited	1.88%	50,912.90	0.24%	912.89

**Annexure A**

Salient Features of Financial Statements of Subsidiaries as per the Companies Act , 2013\*

Name of the Subsidiary Company	SCL Contracts Private Ltd.		AB Coatings Private Ltd.	
	For year ending 31 March 2024	For year ending 31 March 2023	For year ending 31 March 2024	For year ending 31 March 2023
Reporting Currency	INR	INR	INR	INR
Share Capital**	50,000.00	50,000.00	1,125.00	1,125.00
Reserve & Surplus	2,811.11	912.90	2,32,368.13	1,75,987.98
Total Assets	67,997.28	52,345.18	2,41,542.56	2,04,589.11
Total Liabilities	15,186.17	1,432.28	8,049.44	27,476.13
Investments	-	-	-	-
Turnover/Total Income	24,221.64	8,449.39	3,34,555.18	3,13,743.24
Profit before taxation	2,544.68	1,219.87	68,717.81	33,652.87
Provision for taxation	(646.48)	(306.97)	(12,337.66)	(10,721.95)
Profit after taxation	1,898.20	912.90	56,380.15	22,930.92
Minority Interest	0.63	0.61	-	-
Proposed dividend	-	-	-	-
% of shareholding	99.999%	99.999%	100.00%	100.00%

\* Figures mentioned in the above notes represent to the values in the standalone financials of the subsidiaries without taking into consideration, the consolidation adjustments

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**Siddhika Coatings Limited**

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**Consolidated Summary of significant accounting policies and other explanatory information for the year ended 31 March 2024**

(Unless otherwise stated, all amounts are in Hundreds of Indian Rupess)

	For the year ended 31 March 2024	For the year ended 31 March 2023
	(In Rs)	(In Rs)
<b>35 Dividends</b>		
<b>Dividend paid during the year</b>		
Final dividend of Rs. 3/- per share for year ended 2024 (for 2023 Rs. 2.40 per share)	92,685.00	74,118.00
<b>36 Segment information</b>		
<b>Business segment</b>		
The Company's business activity falls within a single business segment i.e. paint contracting and selling of paint and allied products. Therefore, segment reporting in terms of Accounting Standard 17 on Segmental Reporting is not applicable.		
<b>Geographical Segment</b>		
The Company operates within India and does not have operations in economic environments with different risks and returns. Hence, it is considered operating in single geographical segment.		
<b>37 Contribution to provident fund</b>		
The company makes to statutory provident fund in accordance with employees provident fund and miscellaneous provision act, 1952. This is post employment benefit and is in nature of defined benefit plan. Contribution made by the company during the year is INR 36,17,056/- (previous year: INR 28,50,864).		
<b>38 Contingent liabilities and capital commitments</b>		
Company has outstanding bank guarantee's amounting to Rs INR 5,60,13,000/- (inclusive of INR 40,99,792/- expired but not recd.) as on 31st March 2024. These bank guarantees are secured with 100% cash margin in the form of fixed deposits. Moreover, Company has also received a demand from GST Department of INR 7.25 Lakh, however company has filed an appeal against the same. Other than this, there are no contingent liabilities or capital commitment at period end. There are no pending litigations against the Company and by the Company as at year end.		
<b>39</b>		
The Company does not have any long term contracts including derivative contracts for which there are any material foreseeable losses, as at March 31, 2024		

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**Consolidated Summary of significant accounting policies and other explanatory information for the year ended 31 March 2024**

(Unless otherwise stated, all amounts are in Hundreds of Indian Rupees)

	For the year ended 31 March 2024	For the year ended 31 March 2023
<b>40 Lease Rentals</b>		
<b>a</b>		
Total of future minimum lease payments under noncancellable operating leases for each of the following periods:		
(i) not later than one year;	-	621.00
(ii) later than one year and not later than five years;	-	-
(iii) later than five years;	-	-
<b>b</b> Lease payments recognised in the statement of profit and loss for the period for minimum lease payments (excluding inter company transactions)	43,062.66	3,105.00
<b>41</b> There has been no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company as at March 31, 2024		

**42 Additional Regulatory Information**

Additional Regulatory Information pursuant to Schedule III to the Companies Act, 2013, are given hereunder to the extent relevant and other than those given elsewhere in any other notes to the Financial Statements.

- a The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- b The Company does not have any transactions with companies struck off.
- c The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- d The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- e There are no loans or advances in the nature of loans that are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are repayable on demand or without specifying any terms or period of repayment.
- f The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:  
(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or  
(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- g The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:  
(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or  
(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- h The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.
- i The Company is not a declared wilful defaulter by any bank or financial Institution or other lender (as defined under the Companies Act, 2013) or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.
- j The title in respect of self-constructed buildings and title deeds of all other immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in the financial statements included under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date.
- k Where the Company has no borrowings from banks or financial institutions on the basis of security of current assets.
- l There is neither any Capital work in progress nor there are any Intangible assets under development.

**43 Prior period comparatives**

Previous year's figures have been regrouped / reclassified where necessary, to confirm to current year's classification.

**For V C A N & CO.**

Chartered Accountants

(FRN:125172W)

For and on behalf of board of directors of

**Siddhika Coatings Limited**

Sd/-

**per Abhishek Jain**

Partner

Membership No. 535564

Sd/-

**Charitra Maheshwari**

(Managing Director)

DIN:03055689

Sd/-

**Gaurav Agarwal**

(Director)

DIN:06752256

**Place: New Delhi****Date: 17-May-2024****UDIN: 24535564BKBHCX5873**

Sd/-

**Chandan Tiwari**

CFO

PAN: ACYPT5825C

**Place: New Delhi****Date: 17-May-2024**

Sd/-

**Ashish Sonwani**

Company Secretary

PAN: ECEPS3273P

**Place: New Delhi****Date: 17-May-2024**

**Siddhika Coatings Limited**

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**Consolidated Summary of significant accounting policies and other explanatory information for the year ended 31 March 2024**

(Unless otherwise stated, all amounts are in Hundreds of Indian Rupees)

**Notes**

**(1) Company Overview**

Siddhika Coatings Limited ('the Company') is incorporated in India on 20 July 2010. The company is an authorized marketer for SK Kaken Ltd. ('SKK') products, a renowned coatings and pigments manufacturer based in Japan. Having been associated with SKK for over a decade, company have gained the reputation of being one of the well-known suppliers of their products in India. We also provide application services which include preparing and coating interior as well as exterior surfaces of civil structures using organic and inorganic architectural textured pigments and technical-grade functional coatings.

**(2) Summary of significant accounting policies**

**1 Basis of Preparation**

The consolidated financial statements have been prepared in accordance with applicable accounting standards as notified by the Companies (Accounting Standards) Rules, 2021 (as amended) and the relevant requirements of the Companies Act 2013.

The consolidated financial statements have been prepared under the historical cost convention and on the basis of going concern in accordance with the applicable accounting standards in India.

The company generally follows the mercantile system of accounting and recognizes significant items of income and expenditure on accrual basis except payment of retirement benefits of employees which are accounted for on paid basis.

**2 Basis of Consolidation**

The Company consolidates all entities which are controlled by it.

The Company establishes control when; it has power over the entity, is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect the entity's returns by using its power over relevant activities of the entity.

Entities controlled by the Company are consolidated from the date control commences until the date control ceases.

The results of subsidiaries acquired, or sold, during the year are consolidated from the effective date of acquisition and up to the effective date of disposal, as appropriate.

Changes in the Company's interests in subsidiaries that do not result in a loss of control are accounted for as equity transactions. The carrying amount of the Company's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to shareholders of the Company.

Assets and liabilities of entities with functional currency other than the functional currency of the Company have been translated using exchange rates prevailing on the balance sheet date. Statement of profit and loss of such entities has been translated using weighted average exchange rates. Translation adjustments have been reported as foreign currency translation reserve in the statement of changes in equity. When a foreign operation is disposed off in its entirety or partially such that control, significant influence or joint control is lost, the cumulative amount of exchange differences related to that foreign operation recognised in OCI is reclassified to statement of profit and loss as part of the gain or loss on disposal.

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**Consolidated Summary of significant accounting policies and other explanatory information for the year ended 31 March 2024**

(Unless otherwise stated, all amounts are in Hundreds of Indian Rupees)

### 3 Use of estimates

The preparation of financial statements in conformity with Indian Generally Accepted Accounting Principles requires management to make estimates and assumptions that affect the reported amount of assets and liabilities, the disclosure of contingent assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Actual results could differ from those estimates. Any revision in accounting estimates is recognised properly in current and future periods.

### 4 Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

#### Revenue from sale of goods

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration entitled in exchange for those goods or services. The Company is generally the principal as it typically controls the goods or services before transferring them to the customer. Generally, control is transferred upon shipment of goods to the customer or when the goods is made available to the customer, provided transfer of title to the customer occurs and the Company has not retained any significant risks of ownership or future obligations with respect to the goods shipped.

#### Revenue from rendering of services

Revenue from rendering of services is recognised over time by measuring the progress towards complete satisfaction of performance obligations at the reporting period.

Earnings in excess of billing are classified as unbilled revenue, while billings in excess of earnings are classified as unearned income.

### 5 Interest on bank deposits

Interest on bank deposits is recognised on time proportion basis taking into account the amount outstanding and rates applicable.

### 6 Fixed Assets

#### Tangible assets

Fixed assets are carried at cost less accumulated depreciation and impairment (if any). Cost comprises of the purchase price and any attributable cost of bringing the assets to its working conditions for its intended use. The cost of internally constructed assets includes cost directly related to their construction.

#### Depreciation

Depreciation on tangible assets is provided on written down value (WDV) at the rates and in the manner prescribed in Schedule II of the Companies Act, 2013.

#### Impairment

An asset is treated as impaired when the carrying cost of assets exceeds its recoverable value. An impairment loss is charged in the profit and loss statement in the year in which an asset is identified as impaired. The impairment loss recognised in the prior accounting period is reversed if there has been a change in the estimation of recoverable amount.

### 7 Inventories

Inventories are valued at lower of cost or net realisable value. Cost includes freight and other related incidental expenses net of recoverable duties and taxes, if any and is arrived at on weighted average basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated cost to affect the sale.

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**Consolidated Summary of significant accounting policies and other explanatory information for the year ended 31 March 2024**

(Unless otherwise stated, all amounts are in Hundreds of Indian Rupees)

## 8 Employee benefits

### **Gratuity**

Gratuity is a post-employment benefit and is in the nature of defined benefit plan. The liability recognised in the balance sheet in respect of gratuity is the actual value of the defined benefit obligation as at the balance sheet date as calculated by the Actuary.

### **Provident fund**

Company makes contributions to statutory provident fund in accordance with the Employees Provident Fund and Miscellaneous Provisions Act, 1952, which is a defined contribution plan. The Company's contributions paid/payable under the scheme is recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service.

### **Compensated absences**

Liability in respect of compensated absences becoming due or expected to be availed is recognized on the basis of undiscounted value of estimated amount required to be paid or estimated value of benefit expected to be availed by the employees.

## 9 Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at bank and in hand and short-term investments with maturity of twelve months or less.

## 10 Taxation

Provision for tax comprises current and deferred tax. Current tax is provided for on the taxable income of the year at applicable tax rates. Deferred income taxes reflect the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. Deferred tax assets are recognised on carry forward of unabsorbed depreciation and tax losses only if there is virtual certainty with convincing evidence that such deferred tax assets can be realised against future taxable profits.

### **Minimum alternate tax**

Minimum alternate tax (MAT) credit is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. In the year in which MAT credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in guidance note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the Statement of Profit and Loss and shown as MAT credit entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay normal income tax during the specified period.

## 11 Earnings/(loss) per share

Basic earnings/(loss) attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings/(loss) 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.

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**Siddhika Coatings Limited**

L-9, Lower Ground Floor, Kalka Ji , New Delhi - 110019

CIN: L45400DL2010PLC206024

**Consolidated Summary of significant accounting policies and other explanatory information for the year ended 31 March 2024**

(Unless otherwise stated, all amounts are in Indian Rupees)

**12 Contingent liabilities and provisions**

The Company creates a provision when there is a present obligation as a result of a past event where the outflow of economic resources is probable and a reliable estimate of the amount of the obligation can be made

A disclosure is made for a contingent liability when there is a

-Possible obligation, the existence of which will be confirmed by the occurrence/non-occurrence of one or more uncertain events, not fully within the control of the Company;

-Present obligation, where it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation;

-Present obligation, where a reliable estimate cannot be made.

**13 Other notes and disclosures**

The Balances of Trade payables, Loans & Advances, Other amounts payable and Security Deposits received and paid are subject to the confirmation from the respective parties.

*(This space has been intentionally left blank)*

**DECLARATION BY THE CFO OF THE COMPANY UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

To,

The Members

Siddhika Coatings Limited  
L-9, Lower Ground Floor,  
Kalkaji, New Delhi -110019

I, Shri Chandan Tiwari, CFO of Siddhika Coatings Limited hereby declare that all the Directors and the designated employees in the senior management of the Company have affirmed compliance with the Code of Conduct, as applicable on them, for the Financial Year ended as on March 31, 2024.

**Date: June 10, 2024**

**Place: New Delhi**

**Sd/-  
Chandan Tiwari  
Chief Financial Officer**

## NOTICE

### SIDDHIKA COATINGS LIMITED

Registered Office: L/9, Lower Ground Floor, Kalkaji, New Delhi – 110019

CIN: L45400DL2010PLC206024, Phone: 011-41601442

Website: [www.siddhika.com](http://www.siddhika.com), Email: [contactus@siddhika.com](mailto:contactus@siddhika.com)

**NOTICE** is hereby given that the **14<sup>th</sup> ANNUAL GENERAL MEETING (AGM)** of the Company will be held on **Friday 12<sup>th</sup> July, 2024 at 02:00 P.M. (IST)** through Video Conference/ Other Audio Visual Means (VC/OAVM) organized by the Company, to transact the following businesses.

#### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements including Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2024 and the Reports of the Board of Directors and the Auditors thereon.
2. To appoint Mr. Manvendra Pratap Singh (DIN: 07893345), who retires by rotation and being eligible, offers himself for re-appointment.
3. To declare the final dividend of Rs 3.30 per share for the financial year 2023-24 on Equity Shares of the Company.

#### SPECIAL BUSINESS:

4. To Approve Related Party Transactions with wholly owned subsidiaries of the Company.

To consider and if thought fit, to pass, with or without modifications, the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time (“Listing Regulations”) and as per Section 188 and other applicable provisions of the Companies Act, 2013 (“Act”) read with rules made thereunder, other applicable laws / statutory provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company’s Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and basis the approval of the Audit Committee and recommendation of the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Company to enter into and / or continue the related party transaction(s) (in terms of Regulation 2(1)(zc)(i) of the Listing Regulations) in terms of the explanatory statement to this resolution and more specifically set out item 4 in the explanatory statement to this resolution on the respective material terms and conditions set out in each of table as shown in item 4 .

**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as ‘Board’ which term shall be deemed to include the Audit Committee of the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any Officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.”

5. To increase managerial remuneration payable to Mr. Charitra Maheshwari (DIN: 03055689), Managing Director in excess of 5% of the net profits of the Company

To consider and if thought fit, to pass, with or without modifications, the following resolution as a **Special Resolution**:

**“RESOLVED THAT** consent of the members be and is hereby accorded for revising the terms of remuneration payable to Mr. Charitra Maheshwari (DIN – 03055689) as may be fixed by the Board from time to time on recommendation of the Nomination and Remuneration Committee, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year such that the remuneration payable to him shall not exceed Rs. 36,00,000/- Per annum (Rupees Thirty Six Lakh Only) per year and in addition to the remuneration, the payment of up to 0.60% (Sixty Basis Points) commission on net sales with effect from 01<sup>st</sup> August, 2024 to 31<sup>st</sup> March, 2027 for a period of 3 (three) years, on the terms and conditions as set out in the Explanatory Statement annexed to the Notice convening this meeting, with liberty to the Directors / Nomination and Remuneration Committee and Board of Directors in its meeting held on June 10, 2024 to alter and vary the terms and conditions of the said appointment in such manner as may be agreed between the Directors and Mr. Charitra Maheshwari (DIN – 03055689) such variation or increase in the aforesaid remuneration may be beyond the permissible limits as under the relevant provisions of Section 196, 197 of the Companies Act, 2013 pursuant to notification issued by Ministry of Corporate Affairs (MCA) dated 12 September 2018.

**RESOLVED FURTHER THAT** the Ministry of Corporate Affairs (MCA) through its notification dated 13th September 2018 under notified provisions of the Companies (Amendment) Act, 2017 (Amendment Act, 2017) and amended schedule V of Companies Act, 2013. Respectively to the same, the Central Government amends Schedule V of Companies Act, 2013 vide Notification dated 13th September, 2018 and amends Part I and Part II related to conditions to be fulfilled for the Appointments and Remuneration of a Managing or Whole-time director or a Manager without the approval of the Central Government but by the approval of members in the general meeting via special resolution.

**RESOLVED FURTHER THAT** in the event, the Company has no profits or its profits are inadequate during the aforesaid tenure, the managerial remuneration aforesaid consisting of salary, perquisites, allowance, amenities and performance-based incentive shall be paid Rs. 36,00,000/- Per annum (Rupees Thirty Six Lakh Only) to Managing Director as the minimum remuneration as per applicable provisions of the Companies Act, 2013.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

6. To increase managerial remuneration payable to Mr. Gaurav Agarwal (DIN: 06752256), Executive Director in excess of 5% of the net profits of the Company

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

“**RESOLVED THAT** consent of the members be and is hereby accorded for revising the terms of remuneration payable to Mr. Gaurav Agarwal (DIN: 06752256), as may be fixed by the Board from time to time on recommendation of the Nomination and Remuneration Committee, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year such that the remuneration payable to him shall not exceed Rs. 32,00,000/- Per annum (Rupees Thirty Two Lakh Only) per year and in addition to the remuneration, the payment of up to 0.60% (Sixty Basis Points) commission on net sales with effect from 01st August, 2024 to 31st March, 2027 for a period of 3 (three) years, on the terms and conditions, as set out in the Explanatory Statement annexed to the Notice convening this meeting, such variation or increase in the aforesaid remuneration may be beyond the permissible limits as under the relevant provisions of Section 196, 197 of the Companies Act, 2013 pursuant to notification issued by Ministry of Corporate Affairs (MCA) dated 12 September 2018.

**RESOLVED FURTHER THAT** the Ministry of Corporate Affairs (MCA) through its notification dated 13th September 2018 under notified provisions of the Companies (Amendment) Act, 2017 (Amendment Act, 2017) and amended schedule V of Companies Act, 2013. Respectively to the same, the Central Government amends Schedule V of Companies Act, 2013 vide Notification dated 13th September, 2018 and amends Part I and Part II related to conditions to be fulfilled for the Appointments and Remuneration of a Managing or Whole-time director or a Manager without the approval of the Central Government but by the approval of members in the general meeting via special resolution.

**RESOLVED FURTHER THAT** in the event, the Company has no profits or its profits are inadequate during the aforesaid tenure, the managerial remuneration aforesaid consisting of salary, perquisites, allowance, amenities and performance-based incentive shall be paid Rs. 32,00,000/- Per annum (Rupees Thirty Two Lakh Only) to Executive Director as the minimum remuneration as per applicable provisions of the Companies Act, 2013.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

7. To increase managerial remuneration payable to Mr. Manvendra Pratap Singh (DIN: 07893345), Executive Director in excess of 5% of the net profits of the Company

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

“**RESOLVED THAT** consent of the members be and is hereby accorded for revising the terms of remuneration payable to Mr. Manvendra Pratap Singh (DIN: 07893345) as may be fixed by the Board from time to time on recommendation of the Nomination and Remuneration Committee, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year such that the remuneration payable to him shall not exceed Rs 32,00,000/- Per annum (Rupees Thirty Two Lacs Only) per year and in addition to the remuneration, the payment of up to 0.60% (Sixty Basis Points) commission on net sales with effect from 01st August, 2024 to 31st March, 2027 years, on the terms and conditions, as set out in the Explanatory Statement annexed to the Notice convening this meeting, such variation or increase in the aforesaid remuneration may be beyond the permissible limits as under the relevant provisions of Section 196, 197 of the Companies Act, 2013 pursuant to notification issued by Ministry of Corporate Affairs (MCA) dated 12 September 2018.

**RESOLVED FURTHER THAT** the Ministry of Corporate Affairs (MCA) through its notification dated 13th September 2018 under notified provisions of the Companies (Amendment) Act, 2017 (Amendment Act, 2017) and amended schedule V of

Companies Act, 2013. Respectively to the same, the Central Government amends Schedule V of Companies Act, 2013 vide Notification dated 13th September, 2018 and amends Part I and Part II related to conditions to be fulfilled for the Appointments and Remuneration of a Managing or Whole-time director or a Manager without the approval of the Central Government but by the approval of members in the general meeting via special resolution.

**RESOLVED FURTHER THAT** in the event, the Company has no profits or its profits are inadequate during the aforesaid tenure, the managerial remuneration aforesaid consisting of salary, perquisites, allowance, amenities and performance-based incentive shall be paid Rs 32,00,000/- Per annum (Rupees Thirty Two Lacs Only) to Executive Director as the minimum remuneration as per applicable provisions of the Companies Act, 2013.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

8. To increase the overall managerial remuneration of the Directors of the Company

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

**"RESOLVED THAT** in accordance with the provisions of Section 197 of the Companies Act, 2013 as amended by the Companies (Amendment) Act, 2017, read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the recommendation of Nomination and Remuneration Committee, approval of the members of the Company be and is hereby accorded to increase the overall limit of managerial remuneration payable beyond specified limits under Section 197 of Companies Act 2013 in respect of any financial year as per notification issued by Ministry of Corporate Affairs (MCA) dated 12 September 2018 under notified provisions of the Companies (Amendment) Act, 2017 (Amendment Act, 2017) and amended schedule V of Companies Act, 2013 thereby Part I and Part II related to conditions to be fulfilled for the Appointments and Remuneration of a Managing or Whole-time director or a Manager without the approval of the Central Government but by the approval of members in the general meeting via special resolution.

**RESOLVED FURTHER THAT** where in any Financial Year, the Company has no profits or profits are inadequate, the overall managerial remuneration paid to Directors shall not exceed Rs. 1,20,00,000/- Per Annum (Rupees One Crore Twenty Lacs Only).

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution"

9. To increase in Authorised Share Capital of the Company

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

**"RESOLVED THAT** consent of the members be and is hereby accorded to increase the Authorised Share Capital of the Company from existing Rs. 3,25,00,000/- (Rupees Three Crore Twenty Five Lakhs Only) divided into 32,50,000 (Thirty Two Lakhs Fifty Thousand) Equity Shares of Rs. 10/- (Rupees Ten) each to Rs. 11,00,00,000/- (Rupees Eleven Crore only) divided into 1,10,00,000 (One Crore Ten Lakh) Equity Shares of Rs.10/- (Rupees Ten) each by creating Rs. 7,75,00,000 divided into 77,50,000 (Seventy Seven Lakhs Fifty Thousand) Equity Shares of Rs. 10/- each ranking pari passu in all respect with the existing Equity Shares of the Company and consequent Alteration of the capital clause of the Memorandum of Association of the Company, subject to approval of shareholders in the ensuing Annual General Meeting.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution"

10. To Consider the proposal for issuance of Bonus Shares to the Equity Shareholders of the Company.

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

**"RESOLVED THAT** in accordance to the provisions of section 63 of the Companies Act, 2013, and Rule 14 of the Companies (Share Capital & Debentures) Rules 2014 and other applicable provisions including any statutory modification and re-enactment thereof for the time being in force, and subject to such approvals and permission as necessary, consent of the members be and is hereby provided to allot 30,89,500 equity shares of [Rs. 10] each to existing shareholders as on record date i.e. on [19/07/2024], in the ratio of [1:1] for every one equity share held as bonus shares.

**RESOLVED FURTHER THAT** the Bonus Shares so issued shall rank pari-passu in all respects with the existing fully paid-up equity shares of the Company and shall always be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company.



**RESOLVED FURTHER THAT** for the purpose of giving effect to the aforesaid resolution, the Board / Committee of the Board or any officer(s) authorized by the Board of Directors, be and are hereby authorized to do all such acts, deeds, matters and things whatsoever, including settling any question, doubt or difficulties that may arise with regard to or in relation to the issue or allotment of the bonus shares and to accept on behalf of the Company, any conditions, modifications, alterations, changes, variations in this regard as prescribed by the statutory authority(ies) and which the Board / Committee of the Board or any officer(s) authorized by the Board of Directors in its discretion thinks fit and proper.”

**Registered Office:**  
L-9, Lower Ground Floor,  
Kalkaji, New Delhi – 110019

**Date:** June 10, 2024  
**Place:** New Delhi

**By the order of Board of Directors  
For Siddhika Coatings Limited**

**Sd/-  
Pooja Agrawal  
Company Secretary  
M.No – A68645**

**Notes:**

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020 and January 13, 2021 & 28 December, 2022 and Circular No. 09/2023 dated September 25, 2023. The forthcoming Annual General Meeting will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM/EGM through VC/OAVM.
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 MCA Circulars dated April 08, 2020, April 13, 2020, May 05, 2020 and September 25, 2023, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM 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 AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. SEBI Circulars and applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the 14<sup>th</sup> AGM of your Company is being convened and conducted through VC.
6. The Company has facilitated the members to participate in the 14<sup>th</sup> AGM through VC facility provided by Central Depository Services Limited (CDSL). The instructions for participation by members are given in the subsequent paragraphs. Participation in AGM through VC shall be allowed on a first-come-first-served basis.
7. As per MCA Circulars, members attending the 14<sup>th</sup> AGM through VC will be reckoned for the purpose of quorum as per Section 103 of the Companies Act, 2013.
8. For exercising the votes by the members by electronic means, the Company has provided the facility of remote e-voting as well as e-voting during the AGM. The procedure for using the remote e-voting facility as well as e-voting during the AGM is given in the subsequent paragraphs.
9. Members joining the AGM through VC shall be permitted to exercise their right to vote using the e-voting facility at the AGM, provided they have not cast their votes using remote e-voting facility. The members who have already cast their votes prior to AGM using the remote e-voting facility may also join the AGM though VC, but shall not be entitled to cast their votes again at the AGM.
10. As per the Companies Act, 2013, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and such proxy need not be a member of the Company. Since 14<sup>th</sup> AGM is being held through VC as per MCA Circulars and SEBI Circulars, physical attendance of the members has been dispensed with Accordingly, the facility for appointment of proxies by the members will not be available for the 14<sup>th</sup> AGM and hence the Proxy Form and Attendance Slip are not annexed to this notice. Similarly, as this AGM is being held through VC, the route map is not annexed to this notice.
11. Corporate members may authorize their representatives for casting the votes using remote e-voting facility or for participation and voting in the AGM using VC. Institutional Investors are encouraged to attend and vote at the AGM through VC.
12. In line with MCA Circulars and SEBI Circulars, the Annual Report for the financial year 2023-24 along with Notice of 14<sup>th</sup> AGM of the Company inter-alia indicating the process and manner of e-voting are being sent only by electronic mode to those members whose email IDs are registered with the Company/Depository Participant(s) for communication. Members

may note that the aforesaid documents may also be downloaded from the Company's website [www.siddhika.com](http://www.siddhika.com) and the website of National Stock Exchange of India Limited In line with MCA Circulars, the Company has enabled a process for the limited purpose of receiving the AGM Notice and Annual Report (including remote e-voting instructions) electronically.

13. The Register of Directors and Key Managerial Personnel and their shareholding, and the Register of Contracts or Arrangements in which the directors are interested, maintained as per the Companies Act, 2013 will be available for electronic inspection by the members during the AGM. All the documents referred to in the Notice will also be available for electronic inspection by the members without any fee from the date of circulation of this notice up to the date of AGM i.e., July 12, 2024 Members seeking to inspect such documents may send an email to [secretarial@siddhika.com](mailto:secretarial@siddhika.com).
14. The Register of Members and the Share Transfer books of the Company will remain closed from July 06, 2024 to July 12, 2024. (Both days inclusive)
15. Subject to the provisions of Section 123 of the Companies Act, 2013, Dividend as recommended by the Board of Directors, if declared, at the AGM, will be disbursed to those members whose name appear in the Register of Members (in respect of shares held in physical form) or in the records of Depositories as Beneficial Owners of Shares (in respect of shares in dematerialized form) as on July 05, 2024 (Record date).
16. Dividend will be paid electronically through various online transfer modes to those members who have updated their bank accounts. For members who are yet to update their bank account details, dividend warrants/demand drafts will be sent to their registered addresses through post.

### **VOTING THROUGH ELECTRONIC MEANS**

01. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized E-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
02. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
03. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
04. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.siddhika.com](http://www.siddhika.com). The Notice can also be accessed from the websites of the Stock Exchanges, National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
05. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020 and May 05, 2022 and Circular No. 09/2023 dated September 25, 2023.

### **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.**

01. The voting period begins from 9.00 A.M. (IST) July 09, 2024 and ends on 5.00 P.M. (IST) July 11, 2024 During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date July 05, 2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
02. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting.



03. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.
04. 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 is given below:

Type of Shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<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>11</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. 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 NSDL	<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> <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</p>

	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 Depository Participants	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 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.: 022-4886 7000 and 022-2499 7000

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

- The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- Click on "Shareholders" module.
- 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
  - Next enter the Image Verification as displayed and Click on Login.
  - 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.
  - If you are a first-time user follow the steps given below:

	For Physical shareholders other than individual shareholders holding shares in Demat.
PAN	<ul style="list-style-type: none"> <li>• Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</li> <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 OR Date of Birth (DOB)	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. <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>

6. After entering these details appropriately, click on "SUBMIT" tab.

7. 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.

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

9. Click on the EVSN for the relevant <Company Name> on which you choose to vote.

10. 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.

11. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
12. 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.
13. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
14. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
15. 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.
16. 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 should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - 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 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; [contactus@siddhika.com](mailto:contactus@siddhika.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 THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

- The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
- 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.
- 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.
- Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 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.
- 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 2 days prior to meeting mentioning their name, demat account number/ folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 2 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
- Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
- If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall 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.**

- For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
- For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)



- 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 toll free no. 1800 22 55 33.

**EXPLANATORY STATEMENTS**

**PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (“the Act”)**

**ITEM NO. 04: To Approve Related Party Transactions with wholly owned subsidiaries of the Company.**

Pursuant to provisions of LODR and Section 188 of the Companies Act, 2013 (“the Act”), read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 the Company is required to obtain consent of the Board and prior approval of the members by resolution for certain Related Party Transactions which exceed such sum as is specified in the rules. The aforesaid provisions are applicable in respect transactions entered into by the Company in the ordinary course of business and on an arm’s length basis. The details of the transactions are as follows:

PARTICULARS OF PROPOSED TRANSACTIONS FOR THE PURPOSE OF APPORAVALS U/S 188 OF THE COMPANIES ACT 2013, MAXIMUM VALUE OF CONTRACT/ TRANSACTION (PER ANNUM) W.E.F 17 MAY 2024				
TRANSACTIONS DEFINED UNDER SECTION 188 (1) OF THE COMPANIES ACT 2013				
Nature of Transactions as per the Companies Act, 2013	Name of the Director/KMP who is related and nature of their relationship	Name of the Related Party	Amount in Rs.	
COMPANIES			Receipts	Payments
Supply of material	Mr. Charitra Maheshwari	M/s AB Coatings Private Limited	Rs. 3.00 Crore	
Leasing/sublease/rent For office sharing of property			Rs. 2 Lakh per annum	
Contracts and Supplies of Materials	Mr. Charitra Maheshwari	M/s SCL Contracts Private Limited	Rs 2.00 Crore	

**ITEM NO. 05: To increase managerial remuneration payable to Mr. Charitra Maheshwari (DIN: 03055689), Managing Director in excess of 5% of the net profits of the Company**

**Terms and Conditions**

- **Period:** From 01 August, 2024 to 31<sup>st</sup> March, 2027
  - a) Salary: Rs 3,00,000 (Rupees Three Lakh per month Only)
  - b) Benefits, Perquisites & Allowances: Nil
  - c) Commission on net sales: Upto 0.60 % (Sixty basis point)
- Details of Benefits, Perquisites and Allowances are as follows:
  - (i) Medclaim and Personal Accident Insurance: Medclaim and Personal Accident Insurance Policy for such amount as per the rules of the Company.
  - (ii) Contribution to Provident Fund: The Company’s contribution to Provident Fund as per the applicable laws.
- **Limits on Remuneration:** The remuneration as specified in clauses above shall be subject to the overall limits as specified under Sections 196, 197 and other applicable provisions read with Schedule V of the Companies Act, 2013. e) Minimum Remuneration: In the event of the Company incurring a loss or having inadequate profits in any financial year, the remuneration, perquisites, benefits, allowances and amenities payable to Mr. Charitra Maheshwari (DIN: 03055689) shall not exceed Rs. 36,00,000/- (Rupees Thirty Six Lakhs Only) per annum.

None of the Directors/Key Managerial Personnel of the Company/their relatives, except Mr. Charitra Maheshwari is in any way concerned or interested, in the said resolution. The Board recommends the said resolution to be passed as a Special resolution.

**ITEM NO. 06: To increase managerial remuneration payable to Mr. Gaurav Agarwal (DIN: 06752256), Executive Director in excess of 5% of the net profits of the Company**

**Terms and Conditions**

- **Period:** From 01 August, 2024 to 31<sup>st</sup> March, 2027
  - a) Salary: Rs 2,66,666 (Rupees Two Lakhs Sixty Six Thousand Six Hundred Sixty Six per month Only)
  - b) Benefits, Perquisites & Allowances: Nil
  - c) Commission on net sales: Upto 0.60 % (Sixty basis point)
- Details of Benefits, Perquisites and Allowances are as follows:
  - (iii) Medclaim and Personal Accident Insurance: Medclaim and Personal Accident Insurance Policy for such amount as per the rules of the Company.
  - (iv) Contribution to Provident Fund: The Company's contribution to Provident Fund as per the applicable laws.
- **Limits on Remuneration:** The remuneration as specified in clauses above shall be subject to the overall limits as specified under Sections 196, 197 and other applicable provisions read with Schedule V of the Companies Act, 2013. e) Minimum Remuneration: In the event of the Company incurring a loss or having inadequate profits in any financial year, the remuneration, perquisites, benefits, allowances and amenities payable to Mr. Gaurav Agarwal (DIN: 06752256) shall not exceed Rs 32,00,000/- Per annum (Rupees Thirty-Two Lacs Only) per annum.

None of the Directors/Key Managerial Personnel of the Company/their relatives, except Mr. Gaurav Agarwal is in any way concerned or interested, in the said resolution. The Board recommends the said resolution to be passed as a Special resolution.

**ITEM NO. 07: To increase managerial remuneration payable to Mr. Manvendra Pratap Singh (DIN: 07893345), Executive Director in excess of 5% of the net profits of the Company**

**Terms and Conditions**

- **Period:** From 01 August, 2024 to 31<sup>st</sup> March, 2027
  - a) Salary: Rs 2,66,666 (Rupees Two Lakhs Sixty Six Thousand Six Hundred Sixty Six per month Only)
  - b) Benefits, Perquisites & Allowances: Nil
  - c) Commission on net sales: Upto 0.60 % (Sixty basis point)
- Details of Benefits, Perquisites and Allowances are as follows:
  - (v) Medclaim and Personal Accident Insurance: Medclaim and Personal Accident Insurance Policy for such amount as per the rules of the Company.
  - (vi) Contribution to Provident Fund: The Company's contribution to Provident Fund as per the applicable laws.
- **Limits on Remuneration:** The remuneration as specified in clauses above shall be subject to the overall limits as specified under Sections 196, 197 and other applicable provisions read with Schedule V of the Companies Act, 2013. e) Minimum Remuneration: In the event of the Company incurring a loss or having inadequate profits in any financial year, the remuneration, perquisites, benefits, allowances and amenities payable to Mr. Manvendra Pratap Singh (DIN: 07893345) shall not exceed Rs. 32,00,000/- (Rupees Thirty-Two Lakhs Only) per annum.

None of the Directors/Key Managerial Personnel of the Company/their relatives, except Mr. Manvendra Pratap Singh, is in any way concerned or interested, in the said resolution. The Board recommends the said resolution to be passed as a Special resolution.

**ITEM NO. 08: To increase the overall managerial remuneration of the Directors of the Company**

As per Section 197 of the Companies Act, 2013, total managerial remuneration payable by the Company to its directors, including managing director and whole-time director and its manager in respect of any financial year may be given to maximum permissible limit as per the provisions laid down in Section 198 of the Companies Act, 2013, provided that the same has been approved by the shareholders of the Company by way of Special Resolution. Pursuant to the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company in its meeting held on May 17, 2024 recommended to increase in overall limit of managerial remuneration payable by the Company in respect of any financial year beyond specified limits under Section 197 and computed in the manner laid down in Section 198 of the Companies Act, 2013. Where in any Financial Year, the Company has no profits or profits are inadequate, the overall remuneration to Directors shall not exceed Rs. 1,20,00,000/- (Rupees One Crore Twenty Only).

The Particulars of the information, pursuant to the provisions of Schedule V, Part II, Section II, clause (iv)

1. General information:

- (1) Nature of industry – India Largest Paint Contractor Company
- (2) Date or expected date of commencement of commercial production – Not Applicable
- (3) In case of new companies, expected date of commencement of activities as per project approved - by financial institutions appearing in the prospectus - Not Applicable
- (4) Financial performance based on given indicators – Performance for the Year 2023-24
  - Gross Revenue: Rs 37,54,94,369/-
  - Profit After Tax: Rs 4,44,13,058/-
  - Dividend: Rs 3.30 per share of Face Value of Rs 10 each
  - EPS: 14.38
- (5) Foreign investments or collaborations, if any - Not Applicable

II. Information about the appointee:

- (1) Background details - He has over 28 Years of invaluable experience in Business, Marketing and relevant expertise in the Secretarial, Legal and Accounting Experience and effectively contributed towards the progress of the Company
- (2) Recognition or awards - Not Applicable
- (3) Job profile and his suitability – He has been part of the group for the last 12 years and have lead successful growth of the Business
- (4) Remuneration proposed – As mentioned in the resolution stated above
- (5) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin) – Considering the responsibility procured by him of the enhanced business activities of the Company proposed remuneration is commensurate with Industry Standards and Board level positions held in similar sized and similarly positioned businesses.
- (6) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel – Not Applicable

None of the Directors/Key Managerial Personnel of the Company/their relatives, except Mr. Charitra Maheshwari, Mr. Gaurav Agarwal and Mr. Manvendra Pratap Singh is in any way concerned or interested, in the said resolution. The Board recommends the said resolution to be passed as a special resolution.

#### **ITEM NO. 09: To increase in Authorised Share Capital of the Company**

At present the Authorised Share Capital of the Company is 3,25,00,000/- (Rupees Three Crore Twenty Five Lakhs Only) divided into 32,50,000 (Thirty Two Lakhs Fifty Thousand) equity shares of Rs. 10/- each out which paid up share capital of the Company is Rs. 3,08,95,000 (Rupees Three Crore Eight Lacs Ninety Five Thousands Only) divided into 30,89,500 (Thirty Lacs Eighty Nine Thousands Five Hundred) equity shares of Rs. 10/- each.

The Board of Directors of the Company in its meeting held on Monday, May 17, 2024 have recommended the issuance of bonus shares in the ratio of 1:1 [i.e. 1 (One) fully paid up equity shares for every 1 (One) equity shares held.] if the resolution for issuance of bonus shares as recommended by the Board; shall be approved by the members of the Company then additional 30,89,500 paid up equity shares shall be allotted to the members post completion of process of bonus issue. So, the total paid up share capital post bonus issue shall be Rs. 6,17,90,000/- which shall exceed the present Authorised Share Capital of the Company. So, in view of the proposed issuance of bonus shares, the present Authorised Share Capital of the Company need to be increased from Rs. 3,25,00,000/- (Rupees Three Crore Twenty Five Lakhs Only) to Rs. 11,00,00,000/- (Rupees Eleven Crore only) by creating Rs. 7,75,00,000 divided into 77,50,000 (Seventy Seven Lakhs Fifty Thousand) equity shares of Rs. 10/- each. Further, in view of increasing the Authorised Share Capital it is also necessary to amend Clause V of the Memorandum of Association to increase the Authorised Share Capital from Rs. 3.25 Crore to Rs. 11 Crore.

As per the provisions of Sections 13 & 61 of the Companies Act, 2013, approval of the shareholders is required to be accorded for alteration in the Memorandum of Association and for increasing the Authorised Share Capital of the Company by way of passing an Ordinary Resolution.

Accordingly, the Directors recommend the matter and the resolution set out under Item no. 9 for the approval of the Members by way of passing an Ordinary Resolution.

Pursuant to Section 102 of Companies Act, 2013, the Board of Directors of the Company do hereby confirm that none of its Directors, Key Managerial Personnel and relatives thereof are interested, financially or otherwise in the aforesaid resolution.

#### **ITEM NO. 10: To Consider the proposal for issuance of Bonus Shares to the Equity Shareholders of the Company.**

As on March 31, 2024 total free reserves and surplus of the Company is Rs. 22,03,87,263/- and Security Premium Account is Rs. 4,06,85,450/-. With a view to rationalize the capital structure, Board of Directors in its meeting held on May 17, 2024 have proposed to issue bonus shares at the ratio of 1:1 [i.e. 1 (One) fully paid up equity shares for every 1 (One) equity share held] to the shareholders appearing in the Register of Members as on the Record Date i.e. July 19, 2024.

The new equity bonus shares to be allotted and issued shall be subject to the terms of Memorandum & Articles of Association of the Company and shall rank pari passu in all respects with the existing fully paid equity shares of the Company.

Pursuant to the provisions of Section 63 of the Companies Act, 2013, approval of the Members is required for issuance of Bonus Shares to the Members of the Company by way of passing a Special Resolution. Accordingly, the resolutions set out at Item No. 10 seek approval of the Members for Issue of Bonus Shares to the Members of the Company.

The Board of Directors is of the opinion that the aforesaid issue of Bonus shares, is in the best interest of the Company and hence recommends passing of the resolutions set out at Item No. 10 as Special Resolution.



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

**Registered Office:**  
L-9, Lower Ground Floor,  
Kalkaji, New Delhi – 110019

**Date:** June 10, 2024  
**Place:** New Delhi

**By the order of Board of Directors  
For Siddhika Coatings Limited**

**Sd/-  
Pooja Agrawal  
Company Secretary  
M.No - A68645**