



# Hi-Green Carbon Limited

Works : Survey No. 2894, Village : Rupaheli Chouraha, Th.: Hurda, Dist.: Bhilwara - 311 026, Rajasthan (India)

Regd. Office : G-557, Lodhika Industrial Estate, Gate No.-3, G.I.D.C., P. O. Metoda, Kalawad Road, Tal. Lodhika, Dist. Rajkot - 360 021. (Gujarat) India. Mo.: +91-9106409053

E-mail: compliance@higreencarbon.com ■ website: www.higreencarbon.com ■ CIN: U45100GJ2011PLC066917 ■ PAN No.: AAQCS2877J ■ GST No.: 08AAQCS2877J1ZK

Date: September 19, 2024

To,  
**National Stock Exchange of India Ltd.**  
Exchange Plaza,  
Plot no. C/1, G Block,  
Bandra-Kurla Complex,  
Bandra (E) Mumbai - 400 051

**Sub.: Notice of 13<sup>th</sup> Annual General Meeting and Annual Report for the Financial Year 2023-24:**

**Script: HIGREEN**

**Series: SM**

Respected Sir,

Pursuant to Regulations 30 and 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the soft copy of the Annual Report along with the Notice convening the 13th Annual General Meeting of the Company scheduled to be held on Friday, October 11, 2024 at 11:00 a.m. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") in compliance with the applicable circulars of Ministry of Corporate Affairs (MCA) and SEBI.

Please find enclosed copy of the Notice of the 13<sup>th</sup> Annual General Meeting along with Annual Report for the Financial Year 2023-24 which is also being uploaded on the Website of the Company at [www.higreencarbon.com](http://www.higreencarbon.com)

The soft copy of the Annual Report along with the Notice convening the 13th Annual General Meeting of the Company are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s).

Kindly take the same on your record and oblige.

Yours Faithfully.

**For, Hi-Green Carbon Limited**

**Amitkumar H. Bhalodi**

Managing Director & CFO

DIN: 00410150

CC to:

<b>National Securities Depository Limited</b> Trade World, 4th Floor, "A" Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, MUMBAI - 400 013.	<b>Central Depository Services (India) Limited</b> 17th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001.
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# ANNUAL REPORT

2023-24

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# CORPORATE INFORMATION

## BOARD OF DIRECTORS

Dr. Shaileshkumar Makadia  
.....  
Non Executive Chairman  
DIN: 00593049

Mr. Amitkumar Bhalodi  
.....  
Managing Director & CFO  
DIN: 00410150

Mr. Nirmalkumar Sutaria  
.....  
Whole Time Director  
DIN: 05208299

Mrs. Krupa Dethariya  
.....  
Non Executive Director  
DIN: 02911845

Mr. Shaileshbhai Sagpariya  
.....  
Independent Director  
DIN: 10068422

Mr. Parashar Vyas  
.....  
Independent Director  
DIN: 10068419

Mr. Narendra Patel  
.....  
Independent Director  
DIN: 03164191

## KEY MANAGERIAL PERSONNEL

Mr. Sagar Siyani  
.....  
Company Secretary & Compliance Officer

## REGISTERED OFFICE

G-557, Lodhika Industrial Estate,  
Metoda G.I.D.C.  
Gate No. 3, Metoda, Rajkot – 360021  
[compliance@higreencarbon.com](mailto:compliance@higreencarbon.com)

## SECRETARIAL AUDITORS

CS Piyush Jethva,  
Practicing Company Secretary  
(Peer Review Number: 1331/2021)  
806- Imperia, opp. Shashtri Maidan,  
Above Federal Bank, Limda Chowk,  
Rajkot – 360001  
Mail: [piyushjethva@gmail.com](mailto:piyushjethva@gmail.com)  
Contact: +91 82382 73733

## INTERNAL AUDITORS

P. N. Rangani & Associates  
Chartered Accountants  
FRN: 155863W  
705-R K Empire, Opp. Sanskar Height,  
150ft Ring Road,  
Mavdi Chowkdi, Rajkot-360004  
Mail: [carangani.rajkot@gmail.com](mailto:carangani.rajkot@gmail.com)  
Contact: +91 98984 46168

## STATUTORY AUDITOR

M/s. J C Ranpura & Co  
Star Avenue, 1st Floor, Dr. Radhakrishnan  
Road, Opp Rajkumar College,  
Rajkot, Gujarat, India-360 001

Tel: +91-281-2480035/36/37  
Email: [contact@jcranpura.com](mailto:contact@jcranpura.com)

M. No.:118411  
FRN: 108647W  
Peer Review No: 015775

## REGISTRAR & SHARE TRANSFER AGENT

AGENT: LINK INTIME INDIA PRIVATE LIMITED  
247 Park C-101, LBS Marg, Vikhroli (West),  
Mumbai-400 083

022-49186270  
022-9186060

[rnt.helpdesk@linktime.co.in](mailto:rnt.helpdesk@linktime.co.in)

[www.linkintime.co.in](http://www.linkintime.co.in)

## BANKERS TO THE COMPANY

CENTRAL BANK OF INDIA

Address: Rajkot Main Branch, P.B No. 129, Pattani  
Building, Para Bazar, M.G Road, Rajkot, Gujarat-  
360001

Email Id: [cmraj0571@centralbank.co.in](mailto:cmraj0571@centralbank.co.in)

Website: <http://www.centralbankofindia.co.in/>

Contact Person: SS Rawat

# TABLE OF CONTENTS

<b>About the Company</b>	<b>04</b>
<b>Brief profile of Board of Directors</b>	<b>06</b>
<b>Chairman's Message to Shareholders</b>	<b>13</b>
<b>Notice</b>	<b>15</b>
<b>Directors Report</b>	<b>29</b>
<b>Annexures</b>	<b>42</b>
<b>Standalone Financial Statements</b>	<b>57</b>
<b>Notes to Standalone Financial Statements</b>	<b>80</b>
<b>Consolidated Financial Statements</b>	<b>119</b>
<b>Notes to Consolidated Financial Statements</b>	<b>136</b>

# ABOUT COMPANY

**Established in 2011, Hi-Green Carbon Limited (formerly Shantol Green Hydrocarbons (India) Private Limited) is a public limited company based in Rajkot, Gujarat.**

**The company is part of the Radhe Group of Energy, a renewable energy conglomerate.**

**Hi-Green Carbon specialises in waste tire recycling using a continuous pyrolysis process.**

**This process transforms used tires into valuable products like Recovered Carbon Black (rCB) and Steel Wires, which can be used in various industrial applications.**

**As a byproduct, the recycling process also generates Fuel Oil and Synthesis Gas, which can be used for energy generation.**

**The Company utilizes Synthesis Gas to manufacture Sodium Silicate, a key raw material in Soap, Detergent and Paint industries.**





# COMMITMENT TO SUSTAINABILITY

**Hi-Green Carbon prioritises environmentally friendly practices throughout its operations.**

**The company's commitment is reflected in its certifications for ISO standards in quality, environment, health, and safety management.**

**Their products are also manufactured in accordance with REACH compliance standards, ensuring adherence to environmental regulations.**

## EXPANSION PLANS

**To meet the growing demand for sustainable waste management solutions, Hi-Green Carbon is establishing a new manufacturing plant in Dhule district, Maharashtra.**

**This new facility will have the same capacity as the existing plant, allowing the company to double its waste tire processing capabilities.**



# OUR TEAM

## **Dr. Shaileshkumar Vallabhdas Makadia**

*Chairman and Non-Executive Director*

He has an Experience of more than 19 years in the field of Biomass Briquetting, Renewable Energy, Food Processing and Recovered Carbon Black & Waste Recycling process.

## **Mr. Amitkumar Hasmukhrai Bhalodi**

*Managing Director cum CFO*

He has more than 15 years in the field of Corporate, Finance, Business Management, Manufacturing of Carbon Products, Renewable Energy Equipment, Spices and Foods products.

## **Mr. Nirmalkumar Karshandas Sutaria**

*Whole Time Director*

He has an overall experience of 19 years in wholesale trading and more than 11 Years of experience of Waste Recycling and Recovering Carbon Black.

## **Mrs. Krupa Chetankumar Dethariya**

*Non-Executive Director*

She has overall experience of 13 years in construction business as well as import and trading of Glass, Mirrors. Papers and Melamine. Also having experience of more than 5 years in Manufacturing of paper based Decorative Laminate Sheets.

## **Mr. Shaileshbhai Durlabhji Bhai Sagpariya**

*Independent Director*

He has an experience of more than 20 years in the field of finance.

## **Mr. Parashar Kishorbhai Vyas**

*Independent Director*

He has an overall experience of 10 years as Business Development Manager.

## **Mr. Narendra Kantilal Patel**

*Independent Director*

He has experience for more than 10 years in the field of PVC Manufacturing.



# A YEAR IN REVIEW

## Hi-Green Carbon Limited

Hi-Green Carbon Limited (formerly Shantol Green Hydrocarbons (India) Private Limited) is a public limited company headquartered in Rajkot, Gujarat. Incorporated in 2011, the company has evolved into a key player in the waste tire recycling industry. Notably, Hi-Green Carbon is part of the Radhe Group of Energy, a conglomerate focused on renewable energy solutions.

## Sustainable Waste Management

Hi-Green Carbon prioritises eco-friendly practices. Their core business centres around utilising a unique continuous pyrolysis process to transform used tires into valuable resources. This process minimises environmental impact while generating usable products.

## Products and Expansion

The company's recycling efforts yield several key products. Recovered Carbon Black (rCB) and Steel Wires fall under the raw material category, catering to various industrial applications. Additionally, Hi-Green Carbon produces Fuel Oil and Synthesis Gas, which can be used for energy generation. They even utilise Synthesis Gas to manufacture Sodium Silicate, a crucial component in Soap, Detergent and Paint industries. Recognizing the growing demand for sustainable waste management solutions, Hi-Green Carbon is actively expanding its operations. The company plans to establish a new manufacturing plant in Maharashtra, mirroring the capacity of their existing facility. This expansion will significantly increase their waste tire processing capabilities.



# ROAD AHEAD

Hi-Green Carbon Ltd. has a clear roadmap for the future. Our mission to be a sustainability leader in the carbon black industry hinges on two key goals: becoming the world's top manufacturer of recovered carbon black products, and advocating for environmentally conscious practices throughout the industry.

This two-pronged approach has the potential to significantly reduce the environmental impact of carbon black production. By perfecting recovered carbon black production methods, Hi-Green Carbon Ltd. could lessen reliance on virgin materials and the associated environmental costs. Furthermore, their vision of inspiring a broader industry shift towards sustainable practices could have a ripple effect, creating a more eco-friendly landscape for carbon black production as a whole. The success of this roadmap could lead to a more sustainable future for the industry and contribute to a cleaner environment for everyone.





# PLANT AND MANUFACTURING UNIT

Hi-Green Carbon Limited is a company that recycles waste tires. Their manufacturing process uses a continuous pyrolysis process to transform used tires into usable materials.

- **Continuous Pyrolysis Process:** This is an uninterrupted method that uses a program logic controller to continuously feed and discharge materials.
- **Automatic Operation:** The process requires minimal human intervention.
- **End Products:** The recycling process produces several products including Recovered Carbon Black (RCB), Steel Wires, Fuel Oil, and Synthesis Gas. Synthesis Gas is also used to manufacture Sodium Silicate.





# PRODUCT OFFERINGS

This document highlights two key products derived from the company's scrap tire recycling process via pyrolysis:

- **Recovered Carbon Black (RCB):** A processed material suitable for various industrial applications. It can function as a reinforcing agent in tires, plastics, and coatings. Additionally, rCB finds use in toners, printing inks, and can even be further processed into activated carbon for filtration and purification purposes.



- **Fuel Oil:** This product, also known as bio-oil, is a potential alternative fuel source. It offers the possibility of replacing conventional fuel in industrial applications such as boilers and furnaces. Furthermore, the oil can be refined into various valuable chemicals.

# OUR PILLARS

Hi-Green Carbon Ltd.'s success is built upon several key pillars that support their operations and commitment to sustainability. Here are five of these important pillars:

- **Pioneering Technology:** Hi-Green Carbon Ltd. invests heavily in research and development to create innovative waste processing technologies. Their state-of-the-art processing plant and patented technology allow them to efficiently convert waste hydrocarbons into valuable products.
- **High-Quality Products:** Hi-Green Carbon Ltd. prioritises producing high-quality recovered carbon black that meets or even surpasses the standards of conventional carbon black. Their meticulous quality control processes ensure consistent product performance.
- **Resource Efficiency:** Hi-Green Carbon Ltd. focuses on using resources responsibly throughout their manufacturing processes. They implement innovative technologies to minimise waste generation and maximise energy efficiency. This approach reduces their environmental impact and ensures responsible resource management.
- **Sustainable Practices:** Hi-Green Carbon Ltd. integrates sustainable practices into all aspects of their operations. This includes waste reduction, responsible resource utilisation, and minimising CO2 emissions. Their commitment to sustainability extends beyond legal requirements.
- **Strategic Partnerships:** Hi-Green Carbon Ltd. recognizes the value of collaboration and actively seeks partnerships with international entities. These partnerships allow them to leverage expertise, market access, and resources to further their sustainability goals and global presence.





# SUSTAINABILITY GOALS

Hi-Green Carbon Ltd. is committed to minimising its environmental impact and promoting a sustainable future. Here are five key goals that demonstrate this commitment:

- **Reducing Waste and Emissions:** Hi-Green Carbon Ltd. prioritises reducing waste throughout their operations. They utilise waste hydrocarbons to create valuable products and implement technologies to minimise CO2 emissions. This approach helps conserve resources and combats climate change.
- **Promoting a Circular Economy:** Hi-Green Carbon Ltd. actively promotes a circular economy by using waste as a resource. They process used tires and rubber materials to create recovered carbon black, reducing reliance on virgin materials. This approach helps conserve natural resources and reduce overall waste.
- **Optimising Resource Utilisation:** Hi-Green Carbon Ltd. focuses on using resources responsibly throughout their manufacturing processes. They implement innovative technologies to ensure efficient energy use and minimise waste generation. This approach reduces their environmental footprint and promotes responsible resource management.
- **Developing High-Quality Sustainable Products:** Hi-Green Carbon Ltd. strives to produce high-quality recovered carbon black that meets or even surpasses the quality of conventional carbon black. This ensures their products are not only environmentally friendly but also perform well, reducing the overall environmental impact of the industries they serve.
- **Continuous Improvement and Innovation:** Hi-Green Carbon Ltd. is dedicated to continuous improvement and innovation in waste processing technologies. They actively invest in research and development to find new ways to reduce their environmental impact and further promote sustainability.





# CHAIRMAN'S MESSAGE



**Dear Shareholders,**

I am delighted to convey that the preceding year witnessed to noteworthy accomplishments across various aspects of our business. The company's listing on the SME platform of NSE has greatly contributed to the success story of the Company. Our endeavors to strengthen customer partnerships, unwavering dedication to sustainability through product innovation, and ongoing process enhancements have significantly contributed to the Company's achievements.

Your company has actively pursued several Corporate Social Responsibility initiatives during the year. These crucial initiatives were designed to actively promote education and the long-term sustainability of the environment.

The company's primary focus will be on expanding its presence in the waste recycling Industry. To expand the total production capacity, the Company is establishing a Tyre Pyrolysis Plant in the Dhule District of Maharashtra.

I want to express my sincere gratitude to our board members, business partners, suppliers, bankers, shareholders, employees, and all other stakeholders for their unwavering trust and support in our company. The company is driven by enthusiasm for our potential and determined to create an inspiring success story. I am grateful to the Government of India for its continued support, particularly in fostering infrastructure development.

-Warm Regards

**Dr. Shaileshkumar Vallabhdas Makadia**  
Chairman



# HI-GREEN CARBON LTD.

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## NOTICE OF 13TH ANNUAL GENERAL MEETING

**NOTICE** is hereby given that the **13th Annual General Meeting** of the members of **Hi-Green Carbon Limited** is scheduled to be held on *Friday, October 11, 2024 at 11:00 a.m. IST at the through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) to transact the following businesses:*

### Ordinary businesses:

- To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended on March 31, 2024 together with the Reports of Directors and the Auditors thereon;

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

**“RESOLVED THAT,** Audited standalone Financial Statement for the Financial Year ended on March 31, 2024 including Standalone Balance Sheet of the Company as on March 31, 2024, Standalone Statement of Profit and Loss for the year ended on March 31, 2024 and Standalone cash flow statement along with Audit Report for the year ended on March 31, 2024 and notes to Financial Statements the annexed thereto be and are hereby considered and adopted.”

**“RESOLVED FURTHER THAT** pursuant to provision of Section 134 and other applicable provisions, if any of the companies act, 2013, read with relevant rules made thereunder including any statutory modification, re-enactment thereto, the report of Board of Directors of the Company for the year ended on March 31, 2024, together with all annexure thereto be and is hereby considered and adopted.

- To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended on March 31, 2024 together with the Reports of Directors and the Auditors thereon;

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

**“RESOLVED THAT,** Audited Consolidated Financial Statement for the Financial Year ended on March 31, 2024 including Consolidated Balance Sheet of the Company as on March 31, 2024, Consolidated Statement of Profit and Loss for the year ended on March 31, 2024 and Consolidated cash flow statement along with Audit Report for the year ended on March 31, 2024 and notes to Financial Statements the annexed thereto be and are hereby considered and adopted.”



- To appoint Director in place of Mr. Amitkumar H. Bhalodi, Managing Director and CFO (DIN: 00410150), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

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

**“RESOLVED THAT** pursuant to provisions of Section 152 and other applicable provisions, if any of the companies act, 2013, read with relevant rules made thereunder including any statutory modification, re-enactment thereto, Mr. Amitkumar H. Bhalodi, Managing Director & CFO (DIN: 00410150), who retires by rotation at this Annual General Meeting, be and is hereby re-appointed as Director of the Company, liable to retire by rotation.”

### **Special businesses:**

- To approve related party transactions with M/s. Radhe Renewable Energy Development Private Limited:

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

**RESOLVED THAT** pursuant to provisions of Section 188 of the companies act, 2013 and other applicable provisions, if any of the Companies Act, 2013, rules made thereunder (Including any statutory modification(s), amendment(s) or re-enactment thereof) and on the basis of recommendation of Board of Directors of the Company, consent of the members be and is hereby accorded to the Board of Directors of the Company to enter into the Related Party Transactions as to sale or purchase of goods including capital goods or availing or rendering services with M/s. Radhe Renewable Energy Development Private Limited, a related party within the meaning of Companies Act, 2013, up to the aggregate amount of Rs. 100 Cr. (Rupees One Hundred Crore only).

**RESOLVED FURTHER THAT** the Board of Directors (including a committee thereof) of the Company be and is hereby authorized to finalise the terms and conditions as to the Related Party Transactions as above and to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take such steps as may be required in this connection including finalizing and executing necessary documents, seeking all necessary approval to give effect to this transaction.”

**By order of Board of Directors**

**For, Hi-Green Carbon Limited**

**Amitkumar H. Bhalodi**

Managing Director & CFO

DIN: 00410150

Date: September 19, 2024

Place: Rajkot



## Important Notes

- Pursuant to the General Circular No. 10/2022 dated December 28, 2022, issued by the Ministry of Corporate Affairs (MCA) and Circular SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 issued by SEBI (hereinafter collectively referred to as “the Circulars”), companies are allowed to hold AGM through VC, without the physical presence of members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC on Friday, October 11, 2024 at 11: 00 A.M. IST. The deemed venue of the proceedings of the 13th AGM shall be the Registered Office of the Company at G-557, Lodhika Industrial Estate Metoda G.I.D.C., Gate No.3, Metoda GIDC, Rajkot – 360 021.
- The facility to appoint proxy to attend and cast vote for the members is not available for this AGM. Therefore, the proxy form is not attached with this notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
- Information regarding appointment/re-appointment of Directors and Explanatory Statement in respect of special businesses to be transacted pursuant to Section 102 of the Companies Act, 2013 and/or Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is annexed hereto.
- The Members can join the EGM/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 EGM/AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
- Since the AGM will be held through VC, the route map of the venue of the Meeting is not annexed hereto;
- The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- 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), the MCA Circulars & SEBI Circulars, the Company is providing facility of remote e-Voting to its Members in respect of the businesses to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.



- Notice calling the AGM has been sent by electronic means to those members who had registered their email addresses with the Depositories. The Notice has also been uploaded on the website of the Company at [www.higreencarbon.com](http://www.higreencarbon.com) & the website of the Stock Exchange i.e. NSE Limited at [www.nseindia.com](http://www.nseindia.com) and is also made available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone / mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.,
- Members seeking clarifications on the Annual Report are requested to send in written queries to the Company on its email id [compliance@higreencarbon.com](mailto:compliance@higreencarbon.com) at least one week before the date of the meeting. This would enable the Company to compile the information and provide the replies at the Meeting.
- To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
- The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e. October 11, 2024. Members seeking to inspect such documents can send an email to [compliance@higreen.com](mailto:compliance@higreen.com).
- In compliance with Section 108 of the Companies Act, read with the corresponding rules, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), the Company has provided a facility to its members to exercise their votes electronically through the electronic voting ("e-voting") facility provided by the NSDL. Members who have cast their votes by remote e-voting prior to the AGM may participate in the AGM but shall not be entitled to cast their votes again. The manner of voting remotely by members holding shares in dematerialised mode is provided in the instructions for e-voting section which forms part of this Notice. The Board has appointed CS Piyush R. Jethva, Practicing Company Secretary (M. No. F6377 and COP No. 5452), as the Scrutinizer to scrutinize the e-voting in a fair and transparent manner.
- The e-voting period commences on Tuesday, October, 08 2024 at 09:00 A.M (IST) and ends on October 10, 2024 at 05:00 P.M. (IST). During this period, members holding shares in dematerialized form, as on the cut-off date, i.e. as on Friday, October 04, 2024 may cast their votes electronically. The e-voting module will be



disabled by NSDL for voting thereafter. A member will not be allowed to vote again on any resolutions on which vote have already been cast.

- The facility for voting during the AGM will also be made available. Members present in the AGM through VC and who have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system during the AGM.
- The Scrutinizer will submit their report to the Chairman of the Company ('the Chairman') or to any other person authorised by the Chairman after the completion of the scrutiny of the e-voting (votes casted during the AGM and votes casted through remote e-voting). The result declared along with the Scrutinizer's report shall be communicated to the stock exchanges, NSDL and will also be displayed on the Company's website.

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

The remote e-voting period begins on Tuesday, October, 08 2024 at 09:00 A.M. (IST) and ends on Thursday, October 10, 2024 at 05:00 P.M. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. on October 04, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being October 04, 2024.

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

*The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below.*

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

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

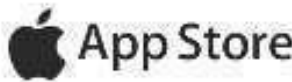



In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their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



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

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in demat mode with NSDL.</p>	<ol style="list-style-type: none"> <li>Existing IDeAS user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS Portal" or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol>



<p>Individual Shareholders holding securities in demat mode with NSDL.</p>	<p>Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: center; gap: 20px;"> <div style="text-align: center;">  </div> <div style="text-align: center;">  </div> </div> <div style="display: flex; justify-content: center; gap: 20px; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ul style="list-style-type: none"> <li>• Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li> <li>• 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.</li> <li>• Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>• Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ul>



<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<ul style="list-style-type: none"> <li>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ul>
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**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ul style="list-style-type: none"> <li>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000</li> </ul>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ul style="list-style-type: none"> <li>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33</li> </ul>

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

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

- Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- 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, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices



after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

Your User ID details are given below :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	<ul style="list-style-type: none"> <li>8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.</li> </ul>
b) For Members who hold shares in demat account with CDSL.	<ul style="list-style-type: none"> <li>16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****</li> </ul>
c) For Members holding shares in Physical Form.	<ul style="list-style-type: none"> <li>EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***</li> </ul>

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

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

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:



(i) Click on “[Forgot User Details/Password?](#)” (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

(ii) [Physical User Reset Password?](#)” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

(iii) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

(iv) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.

8. Now, you will have to click on “Login” button.

9. After you click on the “Login” button, Home page of e-Voting will open.

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

### **How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.

3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.

5. Upon confirmation, the message “Vote cast successfully” will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.



## General Guidelines for shareholders

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

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

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



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

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

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

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

## Disclosure under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-II issued by ICSI for Item No.02

<b>Name of Director</b>	Amitkumar H. Bhalodi
<b>DIN</b>	00410150
<b>Date of Birth</b>	13/01/1984
<b>Nationality</b>	Indian
<b>Expertise in Specific Functional areas and Experience</b>	Having experience of more than 19 years in the field of Corporate, Finance, Business Management, Manufacturing of Carbon Products, Renewable Energy Equipment, Spices and Foods products.
<b>Terms and Conditions of Appointment/Reappointment</b>	Liable to retire by rotation and being eligible offer herself for Re-appointment in the ensuing general meeting.
<b>Date of first appointment on the Board</b>	29/08/2011
<b>Directorships held in public companies including deemed public companies</b>	One
<b>Directorship held in other companies</b>	Hi-Mac Castings Private Limited, Radhe Associates Private Limited, Vitagreen Products Private Limited, RNG Finlease Private Limited, Shantol Recycling Private Limited
<b>Remuneration Last Drawn</b>	Rs. 1.50 Lakhs per month
<b>Shareholding in the Company</b>	11,00,000 Equity Shares
<b>Number of Board Meetings attended during the Financial Year 2023-24</b>	9 Board Meeting out of Total 9 Board Meetings
<b>Membership/Committee positions held in other companies</b>	Nil
<b>Relation with other director/s</b>	Nil
<b>Name of the Listed entities in which the proposed director also holds the directorship</b>	Director is not holding Directorship in any other Listed Entities other than Hi-Green Carbon Limited
<b>Chairman members of the Committee of the Board of the Director of the Company.</b>	Not Applicable
<b>Other Listed entities from which the director has resigned in past three years.</b>	Not Applicable



## EXPLANATORY STATEMENT

(Pursuant to Section 102 (1) of the Companies Act 2013 and Secretarial Standard II on General Meetings)

Item No. 4. : To approve related party transactions with M/s. Radhe Renewable Energy Development Private Limited:

Transactions with the related parties exceeding the limit specified in Section 188 of the Companies Act, 2013 read with Rule 15 of the Companies (Meetings of the Board and its Powers) Rules, 2014 require prior approval of Shareholders. As the Company is required to purchase capital goods and other materials from M/s. Radhe Renewable Energy Development Private Limited, a Private Limited Company in which Director of the company is also Director and Member, the Board seeks approval of the members u/s 188 of the said Act to enter Related Party Transactions with M/s. Radhe Renewable Energy Development Private Limited. This resolution is valid till the completion of the installation of Machinery and services related to such installation. The Members have already approved the related party transactions with Radhe Renewable Energy Development Private Limited at the pervious Annual General Meeting for the purchase of Capital Goods.

Particulars of Transactions to be undertaken with the Related Party are as under:

Sr. No.	Description	Particular
1.	Name of Related Party	Radhe Renewable Energy Development Pvt. Ltd.
2.	Nature of Relationship	A Private Limited Company in which a Director of the Company is Director and Member.
3.	Type of Transaction	a) Purchase of Plant and Machinery b) Purchase of Material related to Machinery
4.	Nature, duration/tenure, material terms, monetary value	Transactions in the normal course of business with terms and conditions that are generally prevalent in the industry segments that the Company operates in. The monetary value of transactions is subject to a maximum of Rs. 100 Cr. for the Financial Year 2024-25.
5.	Name of the Director or Key Managerial Personnel, who is related	Mr. Shaileshkumar V. Makadia – Chairman of the Company.

The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the Members.

None of the Directors and Key Managerial Personnel of the Company or their relatives except, Mr. Shaileshkumar V. Makadia, Chairman of the company, is, in any way, concerned or interested in the Resolution set out at Item No. 4 of the Notice.

Since, Mr. Shaileshkumar V. Makadia is interested in the transaction, he himself and his relatives, who are member of the Company, shall abstain from voting for this resolution.

**By order of Board of Directors**

Date: September 19, 2024

**For, Hi-Green Carbon Limited**

**Amitkumar H. Bhalodi**

Managing Director & CFO

DIN: 00410150

Place: Rajkot

# 13TH REPORT OF BOARD OF DIRECTORS

[In terms of Section 134 (3) and other applicable provisions of the Companies Act, 2013 (the "Act")]

To the Members,

Directors of your Company are pleased to present herewith their 13th Annual Report together with the Audited Financial Statements for the Financial Year 2023-24 and report of Auditors thereon.

## Financial Summary:

Particulars		2023-24 (Rs. In Lakh)	2022 - 23 (Rs. In Lakh)
Revenue from Operation		7024.7	7794.71
Other Income		36.26	39.88
<b>Total Revenue</b>		<b>7060.96</b>	<b>7834.59</b>
<b>Total Expenses other than Finance Cost and Depreciation</b>		<b>5236.22</b>	<b>5793.74</b>
<b>Earnings before interest, tax, depreciation (EBITDA)</b>		<b>1824.74</b>	<b>2040.85</b>
Depreciation		308.03	312.47
Finance Cost		116.54	129.93
<b>Profit before Extraordinary Items and Tax</b>		<b>1400.17</b>	<b>1598.45</b>
<b>Profit before Tax (PBT)</b>		<b>1400.17</b>	<b>1598.45</b>
Tax Expenses:	Current Tax	392.22	102
	Deferred Tax	-19.6	261.4
<b>Profit after tax (PAT)</b>		<b>1027.55</b>	<b>1235.06</b>
<b>Appropriations:</b>			
Amount Transferred to General Reserves		---	----
Interim dividend/proposed dividend		---	----
<b>Profit/loss Carried to Balance Sheet</b>		<b>1027.55</b>	<b>1235.06</b>



## Operational Results and State of Company's Affairs

During the Financial Year under review, Sales revenue of the Company decreased by 10.88% to Rs. 7024.70 Lakhs as compared to Rs. 7789.06 Lakhs in the Previous Financial Year. Total Expenses has been decreased to Rs. 5660.79 Lakhs as compared to Rs. 6236.14 Lakhs as compared to previous financial year.

### Dividend:

The Board of Directors does not recommend any dividend for the year 2023-24. Since there was no unpaid/unclaimed Dividend declared and paid last year, the provisions of Section 125 of the Companies Act, 2013 do not apply. and no amount from current profit is proposed to be carried to general reserves.

### Amount Transferred To Reserve

During the year under review, the Company has not transferred any amount to Free Reserve.

### Initial Public Offer (IPO)

During the year under review, Company successfully completed its Initial Public Offer (IPO). Company has raised Rs. 4492.50 Lacs in its Initial Public Offering by issuance of 59,90,000 Equity Shares of Rs. 10/- each at premium of Rs. 65/- per share. The Equity Shares of the company is listed on EMERGE platform of National Stock Exchange (NSE) w.e.f. September 28, 2023.

### Share Capital

The Authorized Share Capital of the Company is Rs. 25,00,00,000/- (Rupees Twenty Five Crores only) divided into 2,50,00,000 (Two Crore Fifty Lacs) equity shares of Rs. 10/- each.

The Issued, Subscribed and Paid Up Capital of the Company as on March 31, 2024 was Rs. 24,99,00,000/- (Rupees Twenty Four Crores Ninety Nine Lacs) divided into 2,49,90,000 Equity Shares of Rs. 10/- each.

### Change in the nature of business of the Company:

There was no change in nature of the business of the Company during the year under report.

### Details as to holding, subsidiary, associate, joint venture:

RNG Finlease Private Limited (RNG for brevity) is the Holding Company of your Company at the beginning and at the end of the financial year. While Shantol Recycling Private Limited is incorporated as a Wholly Owned Subsidiary Company of Hi-Green Carbon Limited on April 16, 2023. Other than this, Company does not have any subsidiary, associate or joint venture Company either at the beginning or end of the year under report and none of the Company has become or ceased to be holding, subsidiary, associate or joint venture Company of your Company.

## Material changes and commitments, if any, affecting financial position:

There was no material change or commitment, in between balance sheet date and date of this Report, which may affect financial position of the Company except that as stated earlier the Company has been in the process of coming out with its maiden public offer.

## Web Link of Annual Return:

Annual Return of the Company in Form MGT-7 once filed with RoC, the same shall be placed on the website of the Company at [www.higreencarbon.com](http://www.higreencarbon.com) as required under section 92(3) of the Act.

## Vigil Mechanism/Whistle Blower Policy

Pursuant to Section 177 of the Companies Act, 2013 and Regulation 22 of SEBI (Listing Obligations and Disclosure Requirements), 2015, the company has vigil mechanism in the form of Whistle Blower Policy for their Directors and employees to report genuine concerns or grievances to deal with instances of fraud or mismanagement.

## Disclosure as to deposits covered under Section 73 or 76 of the Act:

Sr. No.	Particulars	Amount
1.	Deposit Accepted During the year (See below note)	NIL
2.	Deposit Remained unpaid or unclaimed at the end of the year	NIL
3.	Whether there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved.	N.A.
	At the beginning of the year.	N.A.
	Maximum During the year.	N.A.
	At the end of the Year.	N.A.
4.	Details of deposits which are not in compliance with the requirements of chapter V of the Act	NIL

**Note:** During the year under report Company has accepted unsecured loans only from Directors of the Company or their relatives or Inter Corporate Deposits which are disclosed in Note No. 6 to the Financial Statements as required by virtue of proviso to Rule 2 (1) (c) (viii) of the Companies (Acceptance of Deposits), Rules, 2014

## Particulars of Loans, Guarantees or Investments under Section 186 of the Act:

The Company, during the year, has not granted any loan or provided any guarantee or security or made any investments covered u/s 186 of the Act other than M/s. Shantol Recycling Private Limit, a Wholly Owned Subsidiary Company of Hi-Green Carbon Limited, Details of Loans provided and investments made are given below:



Particulars	Opening Balance	Increase	Decrease	Balance
Loan	0.00	443.80 Lakhs	400.00 Lakhs	43.80 Lakhs
Investment	0.00	500.00 Lakhs	--	500.00 Lakhs

## Board Composition and changes among them:

During the year under review, there were no changes in the composition of Board of Directors. Board of Directors comprised following Directors at the end of the year under report:

Sr. No.	Name of Director & DIN	Designation
1.	Shaileshkumar Vallabhdas Makadia (DIN: 00593049)	Chairman
2.	Amitkumar Hasmukhrai Bhalodi (DIN : 00410150)	Managing Director & CFO
3.	Nirmalkumar Karshandas Sutaria (DIN: 05208299)	Whole Time Director
4.	Krupa Chetankumar Dethariya (DIN: 02911845)	Director
5.	Shaileshbhai Durlabhjibhai Sagpariya (DIN: 10068422)	Independent Director
6.	Parashar Kishorbhai Vyas (DIN: 10068419)	Independent Director
7.	Narendra Kantilal Patel (DIN: 03164191)	Independent Director

## Annual evaluation of Board's Performance

The evaluation framework for assessing the performance of the Directors of the Company comprises of contributions at the Meeting(s) and strategic perspective or inputs regarding the growth and performance of the Company, amongst others.

Pursuant to the provisions of the Companies Act, 2013 and rules made thereunder and as provided under Schedule IV of the Act and Listing Regulations, the Board has carried an annual performance evaluation of its own performance, all the committees of Board and the directors individually including Chairman & Managing Director and Independent Directors in accordance with the criteria of evaluation approved by Nomination & Remuneration Committee.

## Outcome of Evaluation:

Board of the Company was satisfied with the functioning of the Board and its Committees. The Committees are functioning well and besides covering the Committees' terms of reference, as mandated by law, important issues are brought up and discussed in the Committee meetings. The Board was also satisfied with the contribution of Directors, in their individual capacities

## Board Meetings and participation of directors at Board Meetings

Details of Board Meetings held during the FY 2022 - 23 and attendance of directors thereat are as under:

Sr. No.	Date of Meeting	Attendance of Directors at Board Meetings	
		No. Directors entitled to attend meeting	No. of Directors attended the Meeting
1.	11.04.2023	7	4
2.	22.05.2023	7	5
3.	28.06.2023	7	7
4.	13.09.2023	7	5
5.	20.09.2023	7	4
6.	25.09.2023	7	5
7.	26.09.2023	7	5
8.	04.11.2023	7	5
9.	03.02.2024	7	5

## Number of Board meeting attended by Director:

Sr. No.	Name of Director	No. of Meeting Entitled	No. of Meeting Attended
1.	Shaileshkumar Vallabhdas Makadia	9	9
2.	Amitkumar Hasmukhrai Bhalodi	9	9
3.	Nirmalkumar Karshandas Sutaria	9	9
4.	Krupa Chetankumar Dethariya	9	9
5.	Shaileshbhai Durlabhjibhai Sagpariya	9	7
6.	Parashar Kishorbhai Vyas	9	1
7.	Narendra Kantilal Patel	9	1

All the said Board Meetings were convened and held and proceedings thereof were recorded and signed in compliance of applicable provisions of the Act and Secretarial Standards (SS - 1).



## **Directors' Responsibility Statement:**

In pursuance of the provisions of Section 134 (3) (c) and 134 (5) of the Act, the directors of your Company state that:

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

## **Independent director's declaration:**

The Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the rules made thereunder and Listing Regulations.

## **Familiarisation program for independent directors:**

The familiarisation program seeks to update the Directors on the roles, responsibilities, rights and duties under the Act and other statutes and about the overall functioning and performance of the Company.

## **Audit Committee:**

In compliance with the provisions of section 177 of the Act and regulation 18 of the SEBI LODR Regulations, the Board has constituted an Audit Committee. The Statutory Auditors and Internal Auditors of the Company are regular invitees at the Audit Committee Meetings.

The Audit Committee holds discussions with the Statutory Auditors on the 'Limited Review' of the half yearly, the yearly Audit Plan, matters relating to compliance of Accounting Standards, their observations arising from the annual audit of the Company's accounts and other related matters.

The Audit Committee is presented with a summary of internal audit observations and follow up actions thereon. The terms of reference of Audit Committee includes the matters prescribed under Section 177 of the Companies Act, 2013 read with SEBI (LODR) Regulation, 2015.

The Company Secretary acts as the Secretary to the committee. The composition of the Audit Committee as at March 31, 2024:

Name of the Directors	Designation	Nature of Directorship
Mr. Shileshkumar D. Sagpariya	Chairman	Independent
Mr. Narendra K. Patel	Member	Independent
Mrs. Krupa C. Dethariya	Member	Non-Executive

During the year under review 3 (Three) Meetings of Audit Committee were held.

### Stakeholders' Relationship Committee

Our Company has formed the Stakeholders Relationship Committee as per the applicable provisions of the Section 178 of the Companies Act, 2013 and Regulation 20 of SEBI Listing Regulation, 2015 vide Resolution dated May 22, 2023. As The constituted Stakeholders Relationship Committee comprises the following:

Name of the Directors	Designation	Nature of Directorship
Mr. Shaileshkumar V. Makadia	Chairman	Non-Executive Director
Mr. Shileshkumar D. Sagpariya	Member	Independent Director

During the year under review, 1 (One) Meeting was held.

### Nomination and remuneration committee and company's policy on directors' appointment and remuneration:

In compliance with the provisions of section 178 of the Act and regulation 19 of the SEBI Listing Regulations, the Board has constituted the Nomination and Remuneration Committee ("NRC"). The brief terms of reference of NRC as specified in clause A of Part D of Schedule II of the Listing Regulations inter alia contains:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees.
- Formulation of criteria for evaluation of performance of independent directors and the Board.
- Devising a policy on Board diversity
- Identifying persons who are qualified to become directors of the Company and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.
- Recommending the remuneration, in whatever form, payable to the senior management personnel.
- Determining whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.



- Perform such functions as are required to be performed by the NRC committee under the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014.
- Performing such other activities as may be delegated by the Board and/or are statutorily prescribed under any law to be attended to by the Nomination and Remuneration Committee.
- The composition of NRC as on March 31, 2024:

Name of the Directors	Designation	Nature of Directorship
Mr. Parashar K. Vyas	Chairman	Independent Director
Mr. Shaileshbhai D. Sagpariya	Member	Independent Director
Mr. Shaileshkumar V. Makadia	Member	Non-Executive Director

During the year under review, 2 (Two) Meetings of NRC were held.

## Particulars of related party transaction referred to in Section 188 (1) of the Act:

The disclosures as to Related Party Transactions covered u/s 188 (1) of the Act are given in Form AOC-2 marked as 'Annexure – II'.

## Statutory Auditors:

M/s. J C Ranpura & Co., (FRN 108647W), Chartered Accountants has been appointed as Statutory Auditors of the Company for the Term of Five Years starting from Annual General Meeting held for Financial Year 2022-2023 till the conclusion of Financial Year 2027-28.

The Report of the Statutory Auditors has issued Audit Report with unmodified opinion on Standalone and Consolidated Financial Statements of the Company for the financial year ended on March 31, 2024. The notes on the Financial Statements referred to in the Audit Report are self-explanatory and therefore, do not call for any further explanation or comments from the Board under Section 134 (3) (f) of the Companies Act, 2013.

## Internal Auditors:

Pursuant to the provisions of Section 139 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, Internal Audit of functions and Activities of the Company was taken by the M/s. P. N. Rangani & Associates, Rajkot (FRN: 155863W, Membership No. 602392).

## 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, CS Piyush Jethva (ICSI Membership No. F6377}, a practice Company Secretary, Rajkot appointed to conduct Secretarial Audit of the Company for the Financial Year 2023-24.

Report of Secretarial Auditor in prescribed Form MR-3 annexed herewith as Annexure - III. The said Audit Report does not contain any adverse remarks or qualifications.

## **Explanations on qualifications/ adverse remarks contained in the audit report:**

### **Statutory Auditors:**

**Remark 1:** The Auditors stated in their Report that the Company has not provided for interest due and payable to suppliers falling under the Micro, Small and Medium Enterprise Development Act, 2006, which is contrary to the provisions of the said act.

In this regards, Board likes to state that the company informs all its suppliers to confirm their status about registered under Micro, Small and Medium Enterprise Development Act, 2006. However, the company has received confirmation from a few Suppliers only. Company usually settles the outstanding of MSME suppliers within 45 days only, except for those suppliers with whom agreed terms of payments are more than 45 days. Hence, no provision is made as to interest for delayed payment to MSME suppliers.

### **Secretarial Auditors:**

**Remark 1:** The Company has not filed form MGT-14 related to filing of resolution for issue of securities pursuant to section 179 (3) of the Companies Act, 2013 and Form MSME, till the completion of financial year ended on 31.03.2024.

Due to oversight by the management, the Company has not filed form MGT-14 for the Resolution Passed for the issue of securities. While the company has submitted the said Form MGT-14.

**Remark 2:** The Company has not given advance notice of Five days under regulation 29 of SEBI (LODR) Regulations, 2015 for one Board meeting held on 04th November 2023, in which there was an agenda of financial result

As this was the first half-year results of the company after Listing, We have by mistake considered both the days i.e. Date of Intimation and Date of Meeting while calculating the Five days advance notice. We have already paid the penal amount as directed by the Exchange.

**Remark 3:** The Financial result for the half-year need on 30th September 2023 was filed on 15th April 2024 due to some glitches problem in a filing.

As stated by the Secretarial Auditors, there were some technical glitch in the XBRL utilities for submitting Half Yearly Results to the Exchange. We have made communication with the Exchange officials regarding the error and as guided by the Exchange we have filed the full Results on April 15, 2024 for Half Year ended on September 30, 2023.

## **Details in respect of fraud reported by Auditor u/s 143 (12) of the Act:**

No fraud was noticed by the Auditors under Section 143(12) of the Companies Act, 2013.



## Risk Management Policy:

Except the market risk involved in every business, the Board of Directors does not foresee any inherent or foreseeable external risk involved in business of the Company which may threaten the existence of the Company.

The Risk Management Policy of the Company consists of identifying those market risks which includes availability and pricing of raw materials, competitors in the markets, fluctuation in forex rates, technological changes and upgradation etc. and remedial actions to overcome those risk factors. In the opinion of the Board, the risk management policy of the Company has been working effectively.

## Internal Controls including internal financial control:

The Directors wish to state that the Company is having adequate internal control and internal financial control system that commensurate with the size and nature of business.

Almost all financial and other operational activities are under the direct supervision of the Directors leaving no scope for any manipulation, fraud or other irregularities. The Board reviews the internal control policy of the Company and in the opinion of the Board, the internal control and internal financial control policy of the Company have been operating effectively leaving no scope for any operational or financial irregularities including fraud.

## Conservation of energy, technology absorption, foreign exchange earnings and outgo:

### Conservation of Energy:

(a)	Steps taken for conservation of energy	NIL
(b)	Impact on conservation of energy	N.A.
(c)	Steps taken by Company for utilizing alternate sources energy	NIL
(d)	Capital investment on energy conservation equipments	NIL

### Technology absorption:

(a)	Efforts made towards technology absorption	All the plants, machinery or other technology purchased by the Company from time to time are put to use. However benefits in terms of product improvement, product development or reduction in cost etc. cannot be quantified.
(b)	Benefits derived like product improvement, cost reduction, product development or import substitution	
(c)	Expenditure incurred on Research and Development	Nil
(d)	Imported Technology	Nil

## Foreign Exchange Earnings and Outgo:

Sr. No.	Particulars	Current Year	Previous Year
(a)	Foreign exchange earnings	Rs. 120.05 Lakhs	Rs. 316.89 Lakhs
(b)	Foreign exchange outgo	Rs. 33.46 Lakhs	Rs. 31.52 Lakhs

## Particulars of employee:

In terms of the provisions of Section 134, 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the details of the employees drawing remuneration in excess of the limits set out in the said rules and relevant disclosures pertaining to the remuneration and the other details are provided in the "Annexure-I" forming part of the Annual Report.

## Management Discussion & Analysis Report

The Management Discussion & Analysis Report is attached as Annexure IV and forms a part of this report.

## Cost accounting records under section 148 of the Act:

Since company has crossed the turnover of Rs. 35 Crore during previous financial year and products of the company fall under the products specified by the central government for which maintenance of cost records under section 148 of the Act read with rules framed thereunder are mandatory. Company is in the process of maintaining cost records as mandated u/s 148 of the Act.

## Policy on Corporate Social Responsibility (CSR):

In accordance with the provisions of Section 135 of the Act, Company required to frame a Corporate Social Responsibility Policy indicating the activities to be taken by the company as specified in Schedule VII to the Act, to recommend the amount of expenditure to be incurred on such activities, action plan, and to monitor the Corporate Social Responsibility Policy of the Company from time to time.

Details of Corporate Social Responsibility is given under the separate section as Annexure V and form part of this report.

## Details of significant and material orders passed by the regulators or courts or tribunals:

No order was passed by any Regulator or Court or Tribunal, during the year 2022 – 23, which may impact on going concern status and Company's operations in future.

## Prevention Of Insider Trading

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The said code of conduct is in line with SEBI (Prohibition of Insider Trading)



Regulations, 2015 as amended time to time.

The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code.

## Other Statutory Disclosure:

- (a) Equity Shares with Differential Rights:** Since your Company has not issued Equity Shares with Differential Rights, no disclosure under Rule 4 (4) of the Companies (Share Capital and Debenture) Rules, 2014, are required to be made in this report.
- (b) Sweat Equity Shares:** Since your Company has not issued Sweat Equity Shares, no disclosure under Rule 8 (13) of the Companies (Share Capital and Debenture) Rules, 2014 are required to be made in this report.
- (c) Employee Stock Option/Purchase Scheme:** Since your Company does not have any Employee Stock Option/Purchase Scheme and has not issued any shares under any such scheme, no disclosure under Rule 12 (9) of the Companies (Share Capital and Debenture) Rules, 2014 are required to be made in this report.
- (d) Disclosure under Rule 16 (4) of the Companies (Share Capital and Debenture), Rules, 2014:** Since your Company has not provided for any money or has given any financial assistance to the employees for purchase of shares of your Company, no disclosure under the said Rule is required to be made in this report.
- (e) Buy back of securities:** Since the Company has not bought back any shares during the year, no disclosure relating to buy back required to be made in this report.
- (f) Loan for purchase of own shares:** Company has not provided any loan for the purchase of its own shares in violation of section 67 of the Act.
- (g) Disclosure under Section 22 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:** The Company has not received any complaint nor has come across any event requiring disclosure under the said Act. Your Company is fully committed to uphold and maintain the dignity of every women working at the Company or visiting the Company.
- (h) Details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016:** During the year under report, no application or any other proceedings under the IBC, 2016 is made by or against the Company, no such proceedings is pending at the end of the FY 2022-23.
- (i) Revision in Financial Statements or Directors report:** Company has not initiated any process under section 131 of the Act for revision in financial statements or Board's Report.
- (j) Directors' Remuneration:** Remuneration paid to Directors is disclosed in Note No. 30 to Audited Financial Statements.

## **Appreciation:**

Your Directors take this opportunity to place on record their appreciation and sincere gratitude to the Bankers to the Company for their valuable support and look forward to their continued co-operation in the years to come. Your Directors acknowledge the support and co-operation received from the employees and all those who have helped in the day to day management. The Board would be failing in its duty without acknowledging the co-operation received from various government, semi government and local authorities. The Board expects continuous patronage from all its stakeholders.

**By the order of Board of Directors**  
**For, Hi-Green Carbon Limited**

**Amitkumar H. Bhalodi**  
Managing Director & CFO  
DIN: 00410150

Date: September 19, 2024  
Place: Rajkot

**Shaileshkumar V. Makadia**  
Non-Executive Chairman  
DIN: 00593049



## Annexure I

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 MANAGERIAL PERSONNEL RULE 2014.)

Sr. No.	Name of Director/KMP	Designation	Remuneration of Director/KMP for the financial year 2023-24 (In Rs.)	Percentage Increase in Remuneration for F.Y. 2023-24	Ratio of Median Remuneration of all Employees
1	Amitkumar H. Bhalodi	Managing Director & CFO	18,00,000	50%	5.71 : 1
2	Nirmalkumar K. Sutaria	Whole Time Director	12,00,000	60%	3.81 : 1
3	Sagar D. Siyani	Company Secretary	5,55,000	--	1.76 : 1

The number of employees on the rolls of Company: 30

The percentage increase in the median remuneration of employees in the financial year: (-0.33%)

Average percentile increases in salaries of Employees other than Managerial personnel in the last financial year and its comparison with the percentile increase in the Managerial Remuneration and justification thereof and any exceptional circumstances for increase in thereof and any exceptional circumstances for increase in the Managerial Remuneration (if any):

The Average salary of employee was decreased by 3.43 % due to decrease in number of employees in comparison to previous year, whereas the remuneration of the Key Managerial Personnel were increased due to increase in the responsibility of the KMP while company has also appointed Compliance Officer through out the Year therefore there is increase in remuneration of Key Managerial Personal as compare to Decrease in salary of Other Employees.

It is affirmed that remuneration is as per remuneration policy of the company.

**By the order of Board of Directors**  
.....  
**For, Hi-Green Carbon Limited**

**Amitkumar H. Bhalodi**  
Managing Director & CFO  
DIN: 00410150

Date: September 19, 2024  
Place: Rajkot

**Shaileshkumar V. Makadia**  
Non-Executive Chairman  
DIN: 00593049

# Annexure II

## Form 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)

Details of contracts or arrangements or transactions not at arm's length basis: No such transactions during Financial Year 2023 – 24

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

Sr. No.	Name of Related Party and Nature of Relationship	Nature of contracts / arrangements / transactions	Duration of the contracts / arrangements / transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Justification for entering into such contracts or arrangements or transactions	Date(s) of approval by the Board	Amount paid as advances, if any
1	Radhe Renewable Energy Development Private Limited (A Company in which director is director)	Purchase of Capital Goods and Materials	During Financial Year 2023-24	Purchase of Plant and Machinery for New Plant Payment as and when accrued and according to normal credit policy agreed between the parties;	Radhe Renewable Energy Development Private Limited is experienced in manufacturing pyrolysis plants. The company is unable to find machinery of similar efficiency at such a low rate from any other supplier.	11/04/2024	16.27 Cr.

***By the order of Board of Directors***

**For, Hi-Green Carbon Limited**

**Amitkumar H. Bhalodi**  
Managing Director & CFO  
DIN: 00410150

**Shaileshkumar V. Makadia**  
Non-Executive Chairman  
DIN: 00593049

Date: September 19, 2024  
Place: Rajkot



# Annexure III

## SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024

Form No. MR-3

**[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]**

To,  
The Members,  
HI-GREEN CARBON LIMITED  
G-557, Lodhika Industrial Estate,  
Metoda G.I.D.C. Gate No. 3, Metoda,  
Rajkot, Lodhika, Gujarat, India, 360021

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **HI-GREEN CARBON LIMITED (U45100GJ2011PLC066917)** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts /statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, during the audit period covering the financial year ended on **31st March, 2024** ('Audit Period'), the Company has, 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 there-under;
- II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;
- III. The Depositories Act, 1996 and the Regulations & Bye-laws framed there under;
- IV. Foreign Exchange Management Act, 1999 (FEMA) & the Rules and Regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -

- a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and 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. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2021. Not Applicable to the Company during the Audit period;
- e. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
- f. The Securities and Exchange Board of India (Issue and Listing of Securitised Debt Instrument and security Receipt) Regulations, 2008 - Not Applicable to the Company during the Audit period;
- g. 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;
- h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021: Not Applicable to the Company during the Audit period;
- i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - Not applicable to the Company during Audit period.

VI. As confirmed and identified by the company, the following laws as specifically applicable to the Company.

- a. The Trade Mark Act, 1999
- b. Labour Laws and other incidental laws related to Labour and employees appointed by the Company either on its payroll or on contractual basis as related to wages, provident fund, ESIC, compensation etc.
- c. Water (Prevention & Control of Pollution) Act, 1974
- d. Air (Prevention & Control of Pollution) Act, 1981

Based on the representation made by the Company and its officers, during the period under review the Company has proper system and process in place for compliance under provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.



I further report that compliance of applicable financial laws including Direct and Indirect Tax laws and various law related to labour and employee of the company has not been reviewed in this Audit since the same has been subject to review by the Statutory Auditors and other designated professionals.

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

- i) Secretarial Standards issued by the Institute of Company Secretaries of India.
- ii) The Listing Agreements entered into by the Company with the Bombay Stock Exchange Limited.

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

1. The Company has not filed form MGT-14 related to filing of resolution for issue of securities pursuant to section 179 (3) of the Companies Act, 2013 and Form MSME, till completion of financial year ended on 31.03.2024.
2. The Company has not given advance notice of Five days under regulation 29 of SEBI (LODR) Regulations, 2015 for one Board meeting held on 04th November 2023, in which there was an agenda of financial result
3. The Financial result for the Half year need on 30th September 2023 was filed on 15th April 2024.

I further report that:

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the year, if any, under review were carried out in compliance with the provisions of the Act.
- Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance or lesser days as agreed by all directors pursuant to clause no. 1.3.7 of Secretarial Standard 1 ("SS 1"), circulated separately or placed at the Meetings of the Board and the Committees, after due compliance with the SS 1 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.
- Minutes of the meeting is duly recorded and signed by the Chairman, Decision of Board is unanimous and no dissenting views have been recorded.
- The Company is registered as a listed company on Emerge Platform of the NSE as SME Company therefore the compliance with the corporate governance provisions as specified in regulations 17, 17A, 18, 19, 20, 21,22, 23, 24, 60[24A,] 25, 26, 27 and clauses (b) to (i) 61[and (t)] of sub-regulation (2) of regulation 46 and para-C, D and E of Schedule V shall not apply.

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

I further report that during the Audit Period the company has done transaction as under which can be considered material in nature:

- Three Independent Director viz. Mr. Shailesh Sagpariya, Mr. Narendra Patel and Mr. Parashar Vyas were appointed as an Independent Director w.e.f. 01.04.2023.
- The Company came with Initial Public Offer of Equity shares, which was started on 21st September, 2023 and ended on 25th September, 2023.
- The Shares of the Company was got listed on 28th September 2023.

This report is to be read with letter dated 10th July 2024 which is annexed as **“Annexure-A”** and forms an integral part of this report.

**PIYUSH JETHVA**  
Practising Company secretary

FCS: 6377, CP: 5452  
UDIN: F006377F000706593  
Peer Review Certificate No. 1331/2021  
Date: 10.07.2024  
Place: Rajkot



## ANNEXURE – A

To,  
The Members,  
HI-GREEN CARBON LIMITED  
G-557, Lodhika Industrial Estate,  
Metoda G.I.D.C. Gate No. 3, Metoda,  
Rajkot, Lodhika, Gujarat, India, 360021

Secretarial Audit Report dated 10th July 2024 is to be read along with this letter.

1. The Company's Management is responsible for preparation and maintenance of Secretarial Records and for devising proper systems to ensure compliance with the provision of applicable laws and regulations. Our responsibility is to express an opinion on the secretarial records, standards and procedures followed by the Company with respect to secretarial compliances by inspecting the records, documents return etc. on random basis.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis and in random manner to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of secretarial record, financial records and Books of Accounts of the company.
4. Where ever required, we have obtained the Management representation and clarification about the compliance of Laws, Rules and Regulations and happening of events etc.,
5. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**PIYUSH JETHVA**

Practising Company secretary

Date: 10.07.2024

Place: Rajkot

FCS: 6377, CP: 5452

UDIN: F006377F000706593

Peer Review Certificate No. 1331/2021

# Management Discussion and Analysis

## TIRE RECYCLING INDUSTRY OVERVIEW

Every year over billions of new tires are produced and almost same numbers of waste tires are generated. However, the recycling industry processed only few million tires every year. In today's scenario, recycling is the only way by which we can attain the Sustainable Development Goals (SDG) through an overall growth socially, economically and environmentally. Therefore, India's recycling industry is playing a very important role in terms of its economic output as well as employment generation along with a contribution to the sustainable management of resources.

The tire recycling industry plays a crucial role in addressing environmental concerns posed by the accumulation of scrap tires. Annually, billions of tires are discarded globally, creating significant environmental and health challenges. Recycling these tires not only mitigates these issues but also provides valuable materials for various industries. The tire recycling industry encompasses a range of processes and technologies aimed at converting waste tires into useful products.

The Global Tire Recycling Industry size was valued at \$11,980.9 million in 2018, and is projected to reach \$18,137.8 million by 2032, growing at a CAGR of 3.3% from 2023 to 2032.

The rate of tire recycling in countries such as Japan, South Korea, the U.S., and countries in Europe is very high. For example, in 1996, only around 50% of the total waste tires generated in Europe were recycled, however by 2019, around 95% of the waste tires in Europe were recycled.

However, the global average of tire recycling is only 25%, indicating the high potential for growth of the industry.

## RECOVERED CARBON BLACK

The recovered carbon black produced from the pyrolysis of end-of-life-tires. The rCB is an ideal replacement of virgin carbon black. Moreover the Recovering carbon black contributes towards reducing carbon footprint and providing sustainable feedstock for various end uses. The consumption of virgin carbon black releases an enormous amount of CO<sub>2</sub>, leading to environmental pollution. Replacing virgin carbon black with rCB would reduce approximately 2,000 Kilo of CO<sub>2</sub> per ton of production.

The Global rCB market was 117,000 mt in 2023 and it is estimated to be of 1,000,000 Mt by 2033. Currently less than 1% rCB is used new tire production and it is suppose to be 7% by 2033 backed by the tire manufacturing companies' initiative to use more and more sustainable product in their tire making, rCB market is supposed to grow @11% over next ten year globally. Apart from tire there are several use of rCB in plastic, rubber, battery and others, which are equally contributing to the growth of market. Hi-Green plays a vital role in addressing the environmental impact of waste tires. By converting scrap tires into valuable products, it not only mitigates environmental hazards but also provides economic opportunities. Continued innovation, regulatory support, and global cooperation are essential for advancing tire recycling practices and achieving a sustainable future.



## COMPANY

Hi-Green Carbon Limited is a pioneering company in India's tire recycling industry, specializing in the sustainable conversion of waste tires (ELTs) into valuable resources. Utilizing advanced pyrolysis technology having robust capacity of 100 TPD, Hi-Green Carbon Ltd. efficiently processes end-of-life tires to produce high-quality carbon black and industrial fuel oil. These products are then reintroduced into the market, supporting various industries such as manufacturing, construction, and energy. The company's operations significantly reduce the volume of waste tires in landfills, mitigate the risk of tire fires, and decrease the dependency on fossil fuels by providing alternative energy sources. By transforming waste into valuable commodities, Hi-Green Carbon Ltd. contributes to resource conservation and the reduction of environmental degradation.

Moreover, Hi-Green Carbon is dedicated to implementing environmentally friendly practices throughout its operations. The company's pyrolysis process is designed to minimize emissions and energy consumption, making it one of the most sustainable methods of tire recycling available.

Hi-Green Carbon also ensures that the by-products of the recycling process, such as Syngas used in manufacturing of product like sodium silicate so as to further reducing the environmental footprint. Through partnerships with local governments and organizations, Hi-Green Carbon actively promotes awareness about the importance of tire recycling and the benefits it brings to the environment and public health.

Company is currently buying electricity from grid for Rajasthan plant except this there is no other external energy being used in plant, we recover waste energy from every part of process and use it in next step of process to maximize the energy efficiency and minimize carbon foot print. Company is focusing on 100 % self-dependent on its energy need and as part of it Solar plant is being under construction in premises of plant and will commence in next two month to fulfill maximum need of electricity for Rajasthan plant.

## GROWTH PLAN AND ENVIRONMENTAL IMPACT

Committed to minimizing pollution and fostering a greener future, Hi-Green Carbon Limited has set ambitious growth plans aimed at scaling its positive impact across India. The company plans to expand its processing capacity by establishing more recycling plants in strategic locations to address the growing tire waste problem more effectively. The second unit, with a capacity of 100 tons per day (TPD), will be commissioned in Dhule District, Maharashtra. Following this, the third plant, also with a capacity of 100 TPD, will commence operations in Dhar District, Madhya Pradesh, by June 2025. Both the Dhule and Dhar plants will feature state-of-the-art technology, enhancing efficiency and environmental sustainability.

In addition to physical expansion, Hi-Green Carbon is heavily investing in research and development to advance its recycling technologies. The focus is on improving the efficiency and sustainability of the pyrolysis process, reducing emissions, and maximizing the yield of

valuable by-products. Projects like Generation of power from Syngas or bottling it and selling it as fuel like LPG/CNG are under research and development stage so as to maximize gain from every process output for our new as well as existing plants. To Further upgrade the quality of rCB, company is working in close loop with big tire manufacturer as well as virgin carbon black producer company in India.

By staying at the forefront of technological innovation, Hi-Green Carbon aims to set new standards in the tire recycling industry. Furthermore, the company is committed to creating economic opportunities through job creation and supporting local economies where its plants are located. By contributing to a circular economy, Hi-Green Carbon not only addresses environmental challenges but also plays a vital role in India's sustainable development goals, paving the way for a cleaner, healthier, and more sustainable future.

## **OPPORTUNITIES, RISK AND CONCERNS:**

With a focus on building a sustainability footprint across aligned sectors, your company is well positioned to not only strengthen its presence in the tyre recycling sector. The foundation for success for such integrated players has been laid GOI's introduction of Extended Producer Responsibility (EPR) for Tyres and Plastics, apart from other 9 sectors of the economy. The regulation has prompted brand owners and material manufacturers to invest along with material recovery and recycling companies for improved value addition. Your company is well poised for investment in other forms of tyre recycling to leverage the GOI policy and remains in pole position in the EOL tyre ecosystem.

## **THREATS**

End of Life / Waste Tyres are among the most problematic source of waste in World. Incorrect disposal of Old tyres can create many environmental and health hazards. It is estimated that by recycling a kilo of rubber translates into saving 2 kilograms of greenhouse gases. If not recycled, tyres are an enormous global problem because of their nonbiodegradability, inflammability and chemical composition.

## **RISKS AND CONCERNS**

Your Company follows a proactive risk management policy aimed at protecting its employees, assets and the environment, while at the same time ensuring growth and continuity of its business, Regular updates are made available to the Directors of the Company in Board Meetings.

Key risks identified by your Company are as under:

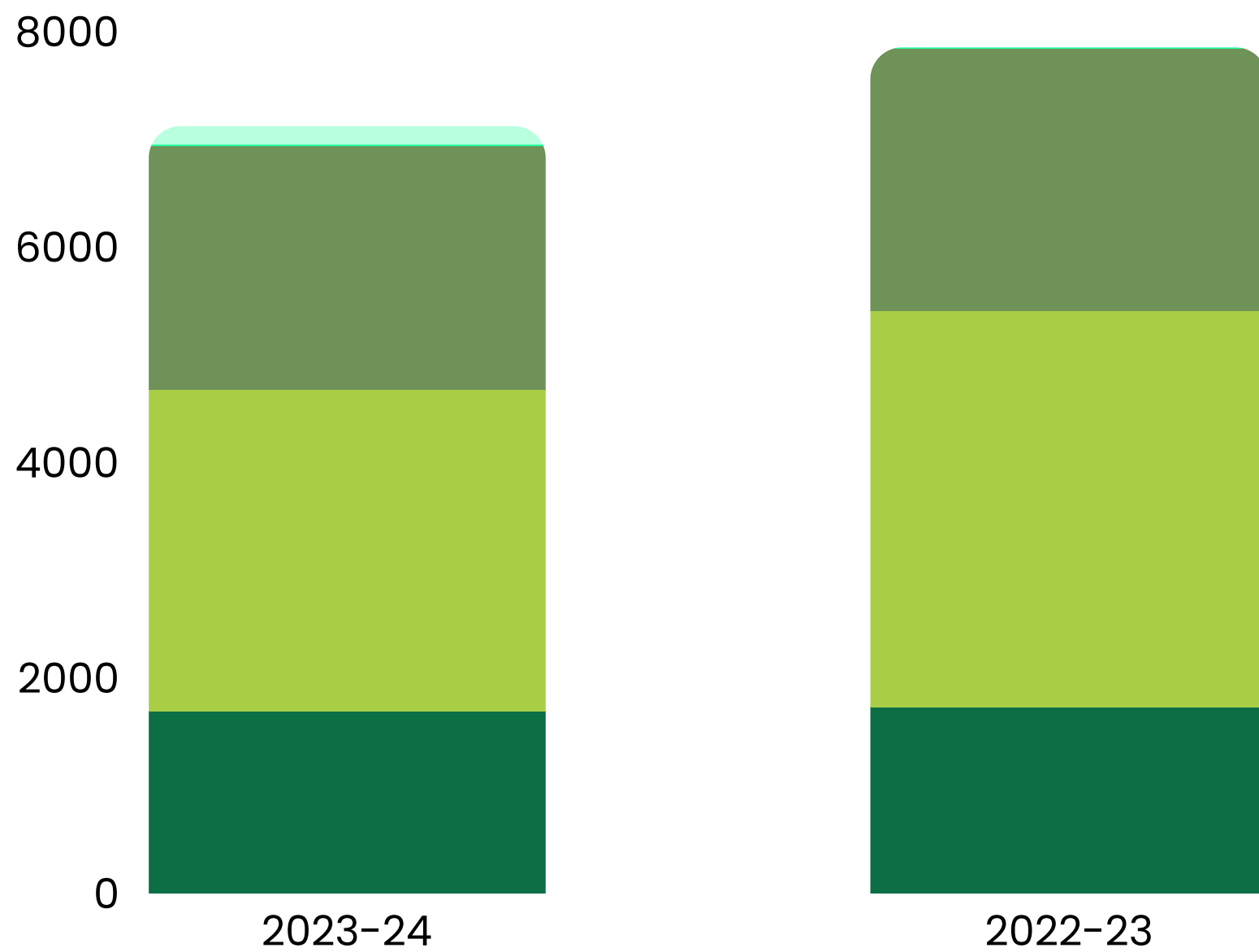
Tyres are highly inflammable and your Company's property and stock are subject to risk of loss due to fire and these are mitigated with insurance and fire detecting and firefighting equipments and proper security personnel. Regular training program for employees are being organised by the Company relating to fire control.

- Any change in Government policies may adversely affect the demand/profitability of the product.

## **PRODUCT WISE PERFORMANCE:**

Company continues to operate in only one Segment i.e Recycling of Waste and there is no change in nature of business of the Company during the Financial Year 2023-24. Product Performance during Financial Year 2023-24 as compared to the Financial Year 2022-23 are as under:





Dynamic development of the automobile industry and growing number of various vehicles produced worldwide will result into generating millions tons of Waste tyres. As stated earlier in this report, waste tires when neglected or injudiciously managed can have serious social impacts to communities like causing pollution and health problems. As a result of this serious social and environment problems the recycling industry has a very active role to play by generating other products and resources without damaging the ecosystem.

## RISK AND CONCERNS:

### DISCUSSION OF FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:

Particulars		2023-24 (Rs. In Lakh)	2022 - 23 (Rs. In Lakh)
Revenue from Operation		7024.70	7794.71
Other Income		36.26	39.88
Total Revenue		7060.96	7834.59
Total Expenses other than Finance Cost and Depreciation		5236.22	5793.74
Earnings before interest, tax, depreciation (EBITDA)		1824.74	2040.85
Depreciation		308.03	312.47
Finance Cost		116.54	129.93
Profit before Tax (PBT)		1400.17	1598.45
Tax Expenses:	Current Tax	392.22	102.00
	Deferred Tax	-19.60	261.40
Profit after tax (PAT)		1027.55	1235.06

## MATERIAL DEVELOPMENTS IN HUMAN RESOURCES

The company's relationship with its employees remained cordial and harmonious. The company considers its employees to be its most valuable asset, and they have been the driving force behind the company's growth and expansion. The company acknowledges that its employees are its principal assets, and it has continued to make efforts to build a diverse and inclusive workforce. As of March 31, 2024, the company had a total of 30 employees on its rolls, including factory workers.

The company will continue to create opportunities and ensure that it recruits diverse candidates without compromising on merit.



## KEY FINANCIAL RATIOS

Ratio	2022-2023	2023-24	Change (%)	Explanation for Change in Ratio (for more than 25% in comparison with last year)
Debtors Ratio	14.72	10.46	-28.95%	Due to the reduction in sales of the company and the simultaneous increase in trade receivables, the Trade Receivables' turnover has decreased.
Inventory Turnover	7.20	5.95	-17.36%	---
Interest Coverage Ratio	14.72	11.77	19.97%	---
Current Ratio	1.25	2.95	135.89%	The reason for such exponential increase is the synergy availed through utilization of funds raised in Initial public offer in working capital of the company.
Debt Equity Ratio	0.56	0.32	-43.0%	As the Equity share capital and securities premium are increased due to public issue of shares, the Debt Equity ratio fell despite of the new loan from Central Bank of India amounting to Rs. 14 crores.
Operating Profit Margin	22.01%	21.78	1.07%	---
Net Profit Margin	15.84%	14.63%	7.68%	---
Return on Net Worth	68.24%	20.59%	69.82%	As the Equity share capital and securities premium are increased due to the public issue of shares and a slight decrease in Net Profit of the Company
Tax Expenses:	Current Tax	392.22	102.00	
	Deferred Tax	-19.60	261.40	
Profit after tax (PAT)		1027.55	1235.06	

# Annexure V

## Report on CSR pursuant to Rule 8 of Companies (Corporate Social Responsibility Policy) Rules, 2014

### 1. Brief outline of CSR Policy of the Company:

The Company, as responsible corporate, has been carrying out Corporate Social Responsibility during the year. Management familiar with the impact of the business activities of the company with society. The Company strives to integrate its business values and operations in an ethical and transparent manner to demonstrate its commitment to sustainable development and to meet the interests of its stakeholders. The company is committed to continuously improving its social responsibilities, environment and economic practices to make positive impact on the society. The company undertake CSR activities in accordance with the provisions of Section 135 of the Companies Act, 2013 read with Schedule VII and the Companies (Corporate Social Responsibility Policy) Rules, 2014

### 2. The Composition of the CSR Committee:

As total amount to be spend for CSR does not exceeds Fifty Lakhs Rupees during the Year, Company has not constitute the CSR Committee. While all functions of the CSR committee as provided under Companies Act, 2013 and rule made thereunder are discharged by the Board of Directors of the Company.

3. Provide the web-link(s) where the composition of CSR Committee, CSR Policy and CSR Projects approved by the Board are disclosed on the website of the Company: [www.higreencarbon.com](http://www.higreencarbon.com)

4. Provide the executive summary along with web-link(s) of impact assessment of CSR Projects carried out in pursuance of sub-rule 3 of rule 8, if applicable. : Not Applicable

5. a) Average Net Profit of the Company as per sub-section (5) of the Section 135. : Rs. 6,97,34,202/-  
 b) Two percent of average net profit of the Company as per Sub-Section (5) of section 135 : Rs. 13,94,684/-  
 c) Surplus arising out of CSR project or Programme or activities of the previous Years : NIL  
 d) Amount Required to be set off for the Year : NIL  
 e) Total CSR Obligation for the Year (b+c-d) : Rs. 13,94,684/-

6. a) Amount spent on CSR projects for the financial year: **Rs. 14,64,131/-**  
 b) Amount spent in administrative overheads: **NIL**  
 c) Amount spent on Impact Assessment, if applicable: **Not Applicable**  
 d) Total Amount Spent for the Financial Year: **Rs. 14,64,131/-**  
 e) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount	Date of Transfer	Name of Fund	Amount	Date of Transfer
Rs. 14,64,131/-	Nil	--	Not Applicable	Nil	--



f) Excess amount available for Set off, if any:

Two Percent of average Profit as mention above	<b>Rs. 13,94,684/-</b>
Total Amount Spent during the Year	<b>Rs. 14,64,131/-</b>
Excess spent for the Year	<b>Rs. 69,447/-</b>
Surplus arising out of CSR Project of Previous Years	<b>NIL</b>
Amount Available for set off in succeeing Financial Years:	<b>Rs. 69,447/-</b>

**7. Details of Unspent CSR Amount for the Preceding Three Financial Years:**

Since Financial Year 2023-24 is the First year to which CSR applicable to the Company, there is no Unspent CSR amount for the Preceding Three Financial Years

**8.** Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent during the Financial Year: **NIL**

**9.** Specify the reason(s), if company has failed to spend two percent of the average net profit as per sub-section (5) of Section 135 : **Not applicable.**

***By the order of Board of Directors***

**For, Hi-Green Carbon Limited**

**Amitkumar H. Bhalodi**  
Managing Director & CFO  
DIN: 00410150

**Shaileshkumar V. Makadia**  
Non-Executive Chairman  
DIN: 00593049

Date: September 19, 2024  
Place: Rajkot

# INDEPENDENT AUDITOR'S REPORT

To,  
the Members of,  
M/s. Hi-Green Carbon Limited,  
Rajkot.

Report on the Audit of the standalone Financial Statements

## Opinion

1. We have audited the standalone financial statements of M/s. Hi-Green Carbon Limited, Rajkot (CIN: U45100GJ2011PLC066917) (hereinafter referred to as the "Company"), which comprise the balance sheet as at 31 March 2024, and the statement of profit and loss and the cash flow statement for the year then ended, and notes to the financial statements, including a summary of 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 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2024, and its profit and cash flows for the year ended on that date.

## Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 (hereinafter referred to as the "Act"). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India 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 matters

1. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements for the financial year ended on 31 March 2024. 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. For each matter below, our description of how our audit addressed the matter is provided in that context.



2. We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial statements.

Transactions with Related parties as defined u/s 2(76) of the Companies Act, 2013	
	<b>How our audit addressed the key audit matter</b>
<p>The company has advanced of ₹. 1927.80 Lakhs for acquisition of capital goods to one of its related parties defined under clause (76) of section 2 of the Companies Act, 2013. At the end of the financial year 2023-24, the closing balance of such advances were ₹ 2022.51 Lakhs</p>	<p>We performed the following audit procedures, amongst others:</p> <ul style="list-style-type: none"> <li>• We obtained an understanding of the Company's design and implementation of controls over recording of the transactions with related parties and tested the operating effectiveness of these controls.</li> <li>• We also performed various analytical procedures to identify any unusual trends for further testing.</li> <li>• The Company has passed resolution under section 188 of the Company Act, 2013 authorizing its board of directors to give advances.</li> </ul>
<b>Utilization of the funds raised through Public Offer.</b>	
<p>The company has raised funds of ₹. 4492.50 Lakhs from public by way of Public Issue of shares.</p>	<p>We performed the following audit procedures, amongst others:</p> <ul style="list-style-type: none"> <li>• We verified the Prospectus issued by the Company and verified the purpose for which the funds were raised.</li> <li>• We compared the amount shown as proposed to be used in the prospectus with actual amount used/utilized.</li> <li>• We analyzed the timing of the issue of the shares and utilization of funds.</li> </ul>
<b>Investment in Subsidiary as defined u/s 2(87) of Companies Act, 2013</b>	
<p>The company has invested ₹. 500 Lakhs in a subsidiary company M/s. Shantol Recycling Private Limited, Rajkot.</p>	<p>We performed the following audit procedures, amongst others:</p> <ul style="list-style-type: none"> <li>• We have verified the Bank statements of the Company showing payment for the investment.</li> <li>• We have verified the memorandum of association of M/s. Shantol Recycling Private Limited, Rajkot to ascertain that the objects of the said Company are in line with the Company.</li> <li>• Further, the company has passed the resolution for the purpose of formation of subsidiary company.</li> </ul>

## **Information other than the financial statements and auditors' report thereon:**

1. The Company's board of directors is responsible for the preparation of the other information. The other information comprises the Board's Report including Annexure to Board's Report but does not include the financial statements and auditor's report thereon.
2. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
3. 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 during the course of our audit or otherwise appears to be materially misstated. If based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

## **Responsibility of Management and those charged with Governance for the standalone Financial Statements:**

1. The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.
2. In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
3. The Board of Directors is also responsible for overseeing the company's financial reporting process.



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

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

3. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with the relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

### **Other Matters:**

1. We were not physically present at the time of inventory verification by the management and therefore, we have relied on the inventory as taken, verified, and valued by the management.
2. The Company is not possessing any evidence to demonstrate whether sections 206AB and 206CCA of the Income-tax Act, 1961 has been complied with or not at the time tax has been deducted or collected at source.
3. We draw attention to Note No. 9.1 of the "Notes to Accounts" of the Financial Statements attached herewith which discloses the Company's trade payable into sub-head "Due to Micro and Small Enterprises" and "Due to Others". The Company informed us that it has classified its suppliers into Micro and Small enterprises and Medium Enterprises as defined under the Micro, Small and Medium Enterprises Development Act, 2006 (the "MSMED Act"). We have relied on the management for classification of such suppliers into Micro and Small Enterprises. The Company has, further, not provided any interest payable under section 16 of the MSMED Act to suppliers falling under the MSMED Act. The Company has not produced before us any details of such interest payable under section 16 of the MSMED Act.
4. Having regard to the size of the Company and its operation, we have not modified our report in the above matters.

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

1. As required by the Companies (Auditor's Report) Order, 2020 (the "Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure-A statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by sub-section (3) of section 143 of the Act, further to our comments in the Annexure, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in sub-paragraph (j)(h) below on reporting under clause (g) of Rule 11;



- (c) Accounts of the Company's branch office is audited by us, and therefore, in our opinion, reporting under clause (c) of sub-section 3 of section 143 is not required;
- (d) The Balance Sheet, and the Statement of Profit and Loss dealt with by this Report are in agreement with the books of account;
- (e) In our opinion, the standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- (f) In our opinion, there are no observations or comments on financial transactions or matters which have any adverse effect on the functioning of the Company;
- (g) On the basis of the written representations received from the directors as on 31 March 2024 taken on record by the Board of Directors, none of the directors are disqualified as on 31 March 2024 from being appointed as a director in terms of sub-section (2) of Section 164 of the Act;
- (h) The qualifications, reservations or adverse remarks relating to the maintenance of accounts and other matters connected therewith are as stated in the sub-paragraph (b) above on reporting under clause (b) of sub-section (3) of section 143 and sub-paragraph (j)(h) below on reporting under clause (g) of Rule 11;
- (i) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure-B";
- (j) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - (i) The Company does not have any pending litigations which would impact its financial position in its financial statements.
  - (ii) The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
  - (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
  - (iv) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note No. 45 of the financial statements attached herewith, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person/s or entity/is including foreign entity/is ("Intermediaries"), with

the understanding, whether recorded in writing or otherwise, that the Intermediaries shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on the behalf of the Ultimate Beneficiaries.

- (vi) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note No. 46 of the financial statements attached herewith, no funds have been received by the Company from any person/s or entity/is including foreign entity/is ("Funding Party/ies"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party/is ("Ultimate Beneficiaries") or provide any guarantee, security or the like on the behalf of the Ultimate Beneficiaries.
- (vii) Based on the audits procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that representations under sub-clauses (i) and (ii) of clause (e) of Rule 11 contain any material misstatement.
- (viii) During the financial year under audit, no dividend has been declared, or paid by the Company.
- (ix) Based on our examination on test check basis, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility. However, the Company did not operate such facility during the year. Further, as proviso to sub-rule 1 of Rule 3 of the Companies (Account) Rule, 2014 is applicable from April 1, 2023, reporting under sub-rule (g) of Rule 11 of the Companies (Audit and Auditors) Rule, 2014 on preservation of audit trail as the statutory requirement for record retention is not applicable for the financial year ended on March 31, 2024.

For **J C Ranpura & Co.,**  
Chartered Accountants  
Firm Registration no. 108647W

**Ketan Y. Sheth**  
Partner  
Membership no. 118411  
UDIN: 24118411BJZWQZ4608

Place: Rajkot  
Date: 18 May 2024



## Annexure-A to the Independent Auditor's Report

In terms of the information and explanations sought by us and given by the Company and the books of account made available to 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.

The Company has not acquired or purchased any intangible assets and accordingly, the requirement to report on item (B) of sub-clause (a) of clause (i) of Paragraph 3 of the Order is not applicable to the Company.

- (b) Property, plant, and equipment have been physically verified by the management during the year as there is a regular program of verification. In our opinion, the frequency of verification is reasonable.

- (c) The title deeds of 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 note 12 to the financial statements are held in the name of the Company.

- (d) The Company has not revalued its Property, Plant, and Equipment (including Right of Use assets) or intangible asset or both during the year, and hence, this clause is not applicable to the Company.

- (e) No proceedings have been initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made there under.

- ii. (a) The inventory has been physically verified during the year by the management. We were not physically present at the time such verification and therefore, we are unable to comment as to whether the coverage and procedure of such verification by the management of the company are appropriate or not. As reported to us, discrepancies of 10% or more in the aggregate for each class of inventories were not noticed.

- (b) During the financial year 2023-24, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from a bank on the basis of security of current assets, and quarterly returns or statements filed by the Company with such bank are not in agreement with the books of account of the Company. The management has informed is that the main reason was delay in recognition of invoices of purchase and sales.

(₹ In Lakhs)

Particulars	June, 2023	September, 2023	December, 2023	March, 2024	Total
Current assets as per Quarterly returns filed with Bank	1733.79	1857.60	2030.57	1884.37	7506.34
Current assets as per Books of accounts	1806.17	1923.11	2111.94	1915.99	7757.21
Difference	72.38	65.51	81.37	31.62	250.88

iii. The Company has during the financial year 2023-24, made investment in, or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties.

(a) The Company has made investments in and provided loans or advances in the nature of loan to any other entities and subsidiaries, joint ventures, and associates. The details of such investment and loans are as under.

(₹ In Lakhs)

	Investment	Loans	Advances	Guarantee	Security
Aggregate amount granted or provided during the year					
Subsidiaries	500.00	443.80	--	--	--
Others	-	--	--	--	--
Balance outstanding as at balance sheet date					
Subsidiaries	500.00	43.80	--	--	--
Others	-	-	--	--	--

(b) In our opinion, the investments made, and terms and conditions of the grant of all loans and advances are not prejudicial to the company's interest.

(c) In respect of loans and advances in the nature of loans, the schedule of repayment of principal and payment of interest has not been stipulated and therefore we are not able to comment as to whether repayments or receipts are regular or not.

(d) As stated in item (c) of clause III above, in the absence of terms and conditions of repayment of loans granted during the year, we are unable to state as to whether such loan was overdue for its repayment or not and therefore, we are unable to comment as to whether reasonable steps have been taken by the Company for recovery of the principal and interest.

(e) As stated in item (c) of clause III above, in the absence of terms and conditions of loans granted during the year, we are not able to comment that the Company's granting of loans to other companies were fresh loans for settling the overdue of existing loan or not.



(f) The Company has granted loans or advances in the nature of loans without specifying any terms or period of repayment to companies. Of these, following are the details of the aggregate amount of loans or advances in the nature of loans.

(₹ In Lakhs)

	All Parties	Promoters	Related Parties
Aggregate amounts of loans/ advances in nature of loans - Repayable on demand	443.80	-	443.80
Percentage of loans/ advances in nature of loans to the total loans	100%	-	100%

(iv) The Company has complied with section 185 and 186 of the Companies Act, 2013, wherever applicable.

(v) The Company has complied Sec 73 to 76 of the Companies Act, 2013 for the financial year 2023-24.

(vi) The Central Government has prescribed the maintenance of cost records under section 148(1) of the Act for the Company. However, the Company is in preparation of such records and therefore we have not viewed such records.

(vii) a. 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 any other statutory dues have not been regularly deposited by the Company with appropriate authority though the delays in deposit have not been serious. No undisputed amounts payable in respect of Goods and Services Tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess, and other statutory dues were in arrears as at 31 March 2024 for a period of more than six months from the date they became payable.

b. No statutory dues referred to in sub-clause (a) are there except income tax for the assessment years mentioned below, which have not been deposited on account of any dispute.

Name of the statute	Nature of the dues	Amount (₹)	Period to which the amount relates	Forum where dispute is pending	Remarks, if any
Income Tax Act,1961	Income Tax	4,11,32,440/-	A.Y. 2013-14	Commissioner of Income Tax (Appeals)	No Remarks
Income Tax Act,1961	Income Tax	Not ascertainable	A.Y. 2014-15	High Court	Against Reassessment u/s 147

- (viii) There were no transactions which have, during the financial year 2023-24, been surrendered or disclosed as income during the year in the tax assessment under the Income-tax Act, 1961.
- (ix) a. The Company is not defaulting its repayment of loans or borrowing to financial institutions, banks, or Government.
- b. The Company is not a declared willful defaulter by any bank or financial institution or other lender.
- c. The term loans were applied for the purpose for which the loans were obtained.
- d. The Company has not utilized short-term funds for long term purposes.
- e. The company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates and joint ventures.
- f. The company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures and associate companies.
- (x) a. Moneys raised during the year by the Company by way of initial public offer were applied for the purpose for which they were raised, except funds which were not utilized have been invested in time deposits with bank. The maximum amount of such funds invested during the year was ₹. 10,00.00 Lakhs and the said amount was outstanding at the end of the year.
- b. The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and therefore, the requirement of sections 42 and 62 of the Companies Act, 2013 is not required to be complied with.
- (xi) a. We have not, prima facie, noticed any fraud (i.e. intentional material misstatements resulting from fraudulent financial reporting and misappropriations of assets) on or by the company, during the year. Further, the management has represented to us that no fraud by the company or any fraud on the company by its officers or employees has been noticed or reported during the year. However, we are unable to determine/verify as to whether any such reporting has been made during the year or not.
- b. During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by us in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- c. We have not received any whistle-blower complaints during the year under audit.
- (xii) a. This clause is not applicable to the Company as the Company is not Nidhi Company.



- b. This clause is not applicable to the Company as the Company is not Nidhi Company.
  - c. This clause is not applicable to the Company as the Company is not Nidhi Company.
- (xiii) All transactions with related parties are in compliance with section 177 and 188 of the Companies Act, 2013 where applicable and the details have been disclosed in the financial statements etc. as required by the applicable Indian Accounting Standards.
- (xiv) a. The Company has an internal audit system commensurate with the size and nature of its business.
- b. The Company is required to appoint internal auditor as per clause (c) of sub-rule 1 of rule 13 of the Companies (Accounts) Rules, 2014 r.w.s 138 of the Companies Act, 2013.
- (xv) a. The Company has not entered into non-cash transactions with directors or persons connected with him.
- (xvi) a. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.
- b. The Company has not conducted any Non-Banking Financial or Housing Finance activities.
- c. The Company is not a Core Investment Company and therefore, this clause is not applicable to the Company.
- d. The Company is not a part of the Group of Core Investment Company and therefore, this clause is not applicable to the Company.
- (xvii) The Company has not incurred cash losses in the financial year under audit and in the immediately preceding financial year.
- (xviii) There has been no resignation of statutory auditor of the company and therefore this clause is not applicable.
- (xix) On the basis of the financial ratios disclosed in note 44 to the financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on 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) a. In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act, 2013 in compliance with second proviso to sub section 5 of section 135 of the Companies Act, 2013. This matter has been disclosed in note 47 to the financial statements.

b.

This clause is not applicable to the Company for the financial year under audit as there is no on-going project as defined under sub-section (5) of section 135 of the Companies Act, 2013.

(xxi)

As this is a standalone financial statement, this clause is not applicable.

For **J C Ranpura & Co.,**  
Chartered Accountants  
Firm Registration no. 108647W

**Ketan Y. Sheth**

Partner

Membership no. 118411

UDIN: 24118411BJZWQZ4608

Place: Rajkot

Date: 18 May 2024



## **ANNEXURE-B**

# **TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANALONE FINANCIAL STATEMENTS OF HI-GREEN CARBON LIMITED, RAJKOT.**

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

1. We have audited the internal financial controls over financial reporting of M/s. Hi-Green Carbon Limited, Rajkot (CIN: U45100GJ2011PLC066917) (hereinafter referred to as the "Company") as of 31 March 2024 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

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

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

### **Auditors' Responsibility**

1. Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.
2. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the

design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

## Meaning of Internal Financial Controls Over Financial Reporting

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

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

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

## Opinion:

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



For **J C Ranpura & Co.,**  
Chartered Accountants  
Firm Registration no. 108647W

**Ketan Y. Sheth**

Partner

Membership no. 118411

UDIN: 24118411BJZWQZ4608

Place: Rajkot

Date: 18 May 2024

## Balance Sheet as at 31 March 2024

(₹ In Lakhs)

Particulars	Note	31 March 2024	31 March 2023
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholders' Funds</b>			
(a) Share Capital	4	2,499.00	1,900.00
(b) Reserves and Surplus	5	5,052.98	526.61
(c) Money Received against Share Warrants		-	-
<b>Total</b>		<b>7,551.98</b>	<b>2,426.61</b>
<b>(2) Share application money pending allotment</b>			
		-	-
<b>(3) Non-current liabilities</b>			
(a) Long-term Borrowings	6	1,412.34	381.71
(b) Deferred Tax Liabilities (Net)	7	18.39	37.99
(c) Other Long term Liabilities		-	-
(d) Long-term Provisions	8	18.93	15.84
<b>Total</b>		<b>1,449.66</b>	<b>435.54</b>
<b>(4) Current liabilities</b>			
(a) Short-term Borrowings	9	987.16	980.48
(b) Trade Payables	10		
- Due to Micro and Small Enterprises		23.13	426.73
- Due to Others		40	10.01
(c) Other Current Liabilities	11	163.92	152.66
(d) Short-term Provisions	12	318.49	116
<b>Total</b>		<b>1,532.70</b>	<b>1,685.88</b>
<b>Total Equity and Liabilities</b>		<b>10,534.34</b>	<b>4,548.03</b>



**Hi Green Carbon Limited**  
(CIN: U45100GJ2011PLC066917)  
Balance Sheet as at 31 March 2024

(₹ In Lakhs)

Particulars	Note	31 March 2024	31 March 2023
<b>II. ASSETS</b>			
<b>(1) Non-current assets</b>			
(a) Property, Plant and Equipment and Intangible Assets			
(i) Property, Plant and Equipment	13	1,782.92	1,797.68
(ii) Intangible Assets	13	6.95	0.1
(iii) Capital Work-in-progress	13	785.93	187.27
(iv) Intangible Assets under Development		-	-
(b) Non-current Investments	14	500.2	0.2
(c) Deferred Tax Assets (net)		-	-
(d) Long-term Loans and Advances	15	2,796.29	432.2
(e) Other Non-current Assets	16	129.11	18.72
<b>Total</b>		<b>6,001.40</b>	<b>2,436.17</b>
<b>(2) Current assets</b>			
(a) Current investments		-	-
(b) Inventories	17	1,134.66	1,227.77
(c) Trade Receivables	18	781.34	562.12
(d) Cash and cash equivalents	19	1,006.53	9
(e) Short-term Loans and Advances	20	1,602.14	304.78
(f) Other Current Assets	21	8.27	8.2
<b>Total</b>		<b>4,532.94</b>	<b>2,111.87</b>
<b>Total Assets</b>		<b>10,534.34</b>	<b>4,548.04</b>

See accompanying notes to the financial statements

For **J C Ranpura & Co.,**  
Chartered Accountants  
Firm Registration no. 108647W

**Ketan Y. Sheth**  
Partner  
Membership no. 118411  
UDIN: 24118411BJZWQZ4608  
Place: Rajkot  
Date: 18 May 2024

**Sagar Sayani**  
Company Secretary  
Membership no. A55224

For and on behalf of the board of directors  
**M/s. Hi- Green Carbon Limited**

**Shaileshkumar Makadia**  
Director  
DIN: 00593049

**Amit Bhalodi**  
Managing Director & CEO  
DIN:00410150

# Statement of Profit and loss for the year ended 31 March 2024

(₹ In Lakhs)

Particulars	Note	31 March 2024	31 March 2023
Revenue from Operations	22	7,024.70	7,794.72
Other Income	23	36.27	39.88
<b>Total Income</b>		<b>7,060.97</b>	<b>7,834.60</b>
<b>Expenses</b>			
Cost of Material Consumed	24	4,374.32	4,955.36
Purchases of Stock in Trade		-	-
Change in Inventories of work in progress and finished goods	25	-136.24	-117.41
Employee Benefit Expenses	26	145.64	151.03
Finance Costs	27	116.54	129.93
Depreciation and Amortization Expenses	28	308.03	312.47
Other Expenses	29	852.51	804.76
<b>Total expenses</b>		<b>5,660.79</b>	<b>6,236.14</b>
Profit/(Loss) before Exceptional and Extraordinary Item and Tax		1,400.18	1,598.46
Exceptional Item		-	-
Profit/(Loss) before Extraordinary Item and Tax		1,400.18	1,598.46
Prior Period Item		-	-
Extraordinary Item		-	-
Profit/(Loss) before Tax		1,400.18	1,598.46
Tax Expenses	30		
- Current Tax		300.00	102.00
- Deferred Tax		-19.60	261.40
- MAT Credit Entitlement		-	-
- Prior Period Taxes		92.22	-
- Excess/Short Provision Written back/off		-	-



Profit/(Loss) for the Period from Continuing Operations		1,027.56	1,235.06
Profit/(loss) from Discontinuing Operation (before tax)		-	-
Tax Expenses of Discounting Operation		-	-
Profit/(loss) from Discontinuing Operation (after tax)		-	-
Profit/(Loss) for the period		1,027.56	1,235.06
Earnings Per Share (Face Value per Share Rs.10 each)			
-Basic (In Rs)	31	4.66	6.50
-Diluted (In Rs)	31	4.66	6.50

**See accompanying notes to the financial statements**

For **J C Ranpura & Co.,**  
Chartered Accountants  
Firm Registration no. 108647W

For and on behalf of the board of directors  
**M/s. Hi- Green Carbon Limited**

**Ketan Y. Sheth**

Partner

Membership no. 118411

UDIN: 24118411BJZWQZ4608

Place: Rajkot

Date: 18 May 2024

**Amit Bhalodi**

Managing Director & CEO

DIN:00410150

**Shaileshkumar Makadia**

Director

DIN: 00593049

**Sagar Sayani**

Company Secretary

Membership no. A55224

# Cash Flow Statement for the year ended 31 March 2024

(₹ In Lakhs)

Particulars	Note	31 March 2024	31 March 2023
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>			
Net Profit after tax		1,027.55	1,598.45
Profit/(loss) from Discontinuing Operation (after tax)		-	-
Depreciation and Amortisation Expense		308.03	312.47
Provision for tax		372.62	-
Effect of Exchange Rate Change		-0.42	-
Loss/(Gain) on Sale / Discard of Assets (Net)		-9.55	-
Bad debt, provision for doubtful debts		-	-
Net Loss/(Gain) on Sale of Investments		-	-
Non Cash Expenses		-	-
Dividend Income		-	-
Interest Income		-23.77	0.63
Finance Costs		116.54	129.93
<b>Operating Profit before working capital changes</b>		<b>1,791.00</b>	<b>2,040.22</b>
Adjustment for:			
Inventories		93.11	-289.46
Trade Receivables		-218.80	-64.93
Loans and Advances		-949.74	-644.81
Other Current Assets		-0.02	1.94
Other Non current Assets		-48.54	-
Trade Payables		-373.62	-45.95
Other Current Liabilities		11.27	-18.08
Long term Liabilities		-	-
Short-term Provisions		4.49	13.00
Long-term Provisions		3.09	-
Cash (Used in)/Generated from Operations		312.25	991.92
Tax paid(Net)		498.04	5.97
<b>Net Cash (Used in)/Generated from Operating Activities</b>		<b>-185.79</b>	<b>985.95</b>



Particulars	Note	31 March 2024	31 March 2023
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>			
Purchase of Property, Plant and Equipment		-926.24	-630.14
Sale of Property, Plant and Equipment		37.00	-
Purchase of Investments Property		-	-
Sale of Investment Property		-	-
Purchase of Equity Instruments		-500.00	-
Purchase of debentures or bonds		-	-
Proceeds from Sale/Redemption of debentures or bonds		-	-
Purchase of Other Investments		-	-
Sale / Redemption of Other Investments		-	-
Loans and Advances given		-2,407.89	-
Proceeds from Loans and Advances		-	-
Investment in Term Deposits		-	-
Maturity of Term Deposits		-	-
Movement in other non current assets		-61.86	0.54
Interest received		23.72	0.63
Dividend received		-	-
<b>Net Cash (Used in)/Generated from Investing Activities</b>		<b>-3,835.26</b>	<b>-628.97</b>
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>			
Proceeds from Issue of Share Capital		4,097.81	-
Buyback of Shares		-	-
Proceeds from Long Term Borrowings		1,030.63	110.95
Repayment of Long Term Borrowings		-	-27.31
Proceeds from Short Term Borrowings		6.67	-
Repayment of Short Term Borrowings		-	-308.14
Minority Interest Movement		-	-
Dividends Paid (including Dividend Distribution Tax)		-	-
Interest Paid		-116.54	-129.93

Particulars	Note	31 March 2024	31 March 2023
Net Cash (Used in)/Generated from Financing Activities		5,018.58	-354.43
Net Increase/(Decrease) in Cash and Cash Equivalents		997.53	2.55
Opening Balance of Cash and Cash Equivalents		9.00	6.45
Exchange difference of Foreign Currency Cash and Cash equivalents		-	-
Closing Balance of Cash and Cash Equivalents	19	1,006.53	9.00

Components of cash and cash equivalents	Note	31 March 2024	31 March 2023
Cash on hand		5.10	6.87
Cheques, drafts on hand		-	-
Balances with banks in current accounts		1,001.43	2.14
Bank Deposit having maturity of less than 3 months		-	-
Others		-	-
<b>Cash and cash equivalents as per Cash Flow Statement</b>		<b>1,006.53</b>	<b>9.00</b>

Note:  
The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Accounting Standard 3 (AS-3), "Cash Flow Statements".

**See accompanying notes to the financial statements**

For **J C Ranpura & Co.,**  
Chartered Accountants  
Firm Registration no. 108647W

For and on behalf of the board of directors  
**M/s. Hi- Green Carbon Limited**

**Ketan Y. Sheth**  
Partner  
Membership no. 118411  
UDIN: 24118411BJZWQZ4608

Place: Rajkot  
Date: 18 May 2024

**Amit Bhalodi**  
Managing Director & CEO  
DIN:00410150

**Shaileshkumar Makadia**  
Director  
DIN: 00593049

**Sagar Sayani**  
Company Secretary  
Membership no. A55224

# Significant Accounting Policies and Notes to financial statements for the financial year 2023-24

## 1. COMPANY OVERVIEW:

(i) **M/s. Hi-Green Carbon Limited, Rajkot** is a public company incorporated under the provisions of the Companies Act, 1956 and is engaged in the business of Manufacturing and Recycling of waste rubber and to produce hydro carbon fuel.

## 2. SIGNIFICANT ACCOUNTING POLICIES:

### (a) Basis of preparation of financial statements:

- (i) The Company was Small and Medium Sized Company (SMC) as defined under Rule 2(1)(e) of the Companies (Accounting Standards) Rules, 2021 notified under the Companies Act, 2013 and it availed of the exemption or relaxations available to SMCs. From the financial year 2023-24, the Company is no longer SMC.
- (ii) These financial statements have been prepared to comply with the Generally Accepted Accounting Principles in India (Indian GAAP).
- (iii) The financial statements are prepared on accrual basis under the historical cost convention. The financial statements are presented in Indian rupees rounded off to the Lakhs of rupees and decimal thereof.

### (b) Changes in accounting policy

- (i) During the year ended on 31 March 2024, there is no change in accounting policy having significant impact on presentation and disclosure made in the financial statements. The company has also reclassified the previous year figures in accordance with the requirements applicable in the current year.

### (c) Use of estimates

- (i) The preparation of financial statements in conformity with Indian GAAP requires judgments, estimates and assumptions to be made that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period.
- (ii) The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to the accounting estimates are recognized in the period in which such revisions are revised and future periods affected.



### (d) Inventories

- (i) Inventories are assets (a) held for sale in the ordinary course of business; (b) in the process of production of such sale; or (c) in the form of materials or supplies to be consumed in the production process or in the rendering of services.
- (ii) Cost of inventories comprises of cost of purchase, cost of conversion and other costs including manufacturing overheads incurred in bringing them to their respective present location and condition.

Sr. No.	Particulars	Valuation Method
1.	Raw Materials	At costs
2.	Finished Goods	At costs
3.	Work-in-progress	At costs
4.	Stores and spares	At costs

- (iii) Costs are assigned by using weighted average method after providing for obsolescence, if any.

### (e) Revenue recognition

- (i) Revenue is recognized only when risks and rewards incidental to ownership are transferred to the customer and the company retains no effective control of the goods so transferred to a degree usually associated with ownership and it can be reliably measured and it is reasonable to expect ultimate collection.
- (ii) Revenue from operations includes sale of goods, and services and sales during trial run period, (excluding any indirect taxes levied on the company and collected by it from customers and clients), and adjusted for discounts (net).
- (iii) Revenue is measured by the charges made to customers or clients for goods supplied and services rendered to them and by the charges and rewards arising from the use of resources by them.
- (iv) Claims for damages etc. against the contractors/service providers are recognized on due basis, as and when the certainty to receive the claim is ascertained.
- (v) Interest income is recognized on a time proportion basis taking into account the amount outstanding and the interest rate applicable. Export incentives are recognized as and when right to receive is established.
- (vi) During the financial year ended on 31 March 2024, there were no circumstances in which revenue recognition has been postponed pending the resolution of significant uncertainties.
- (vii) Goods and services tax is accounted for at the time of removal of goods cleared / services provided and recognized separately from revenue from operations.

## **(f) Property, Plant, and Equipment**

### **Tangible items:**

- i. Property, plant and equipment are tangible items that (a) are held for use in the production or supply of goods or services, for rental to others or for administrative purposes; and (b) are expected to be used during more than a period of twelve months.
- ii. The costs of tangible items are recognized as an asset if, and only if (a) it is probable that future economic benefits associated with the item will flow to the company; and (b) the costs of item can be measured reliably.
- iii. The costs of each property, plant and equipment are measured at Cost less any accumulated depreciation and any accumulated impairment losses.
- iv. The cost of Property, Plant & Equipment comprises its purchase price, borrowing cost and any cost directly attributable to bringing the asset to its working condition for its intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets.

### **Intangible Assets:**

- v. Intangible Assets are stated at cost of acquisition net of recoverable taxes less accumulated amortization/depletion and impairment loss, if any. The cost comprises purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use and net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the intangible assets.

## **(g) Depreciation, amortization and depletion:**

### **Tangible assets**

- i. Depreciation on Property, Plant & equipment is provided to the extent of depreciable amount on the Written down value (WDV) Method. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.
- ii. In respect of additions or extensions forming an integral part of existing property, plant and equipment and insurance spares, including incremental cost arising on account of translation of foreign currency liabilities for acquisition of property, plant and equipment, depreciation is provided as aforesaid over the residual life of the respective property, plant and equipment.

iii. The useful life of the property, plant, and equipment is mentioned hereunder.

Sr. No.	Description	Useful Life (in years)
1.	Free hold Land	Perpetual
2.	Building – Freehold	30
3.	Plant & Machinery	15
4.	Furniture & Fixtures	10
5.	Vehicles	8
6.	Computers	3
7.	Office Equipment	5

### **(h) Foreign Currency Transactions:**

- i. Transactions denominated in foreign currencies are recorded at the exchange rate prevailing on the date of the transaction or that approximate of the actual rate at the date of transaction.
- ii. Monetary items denominated in foreign currencies at the year-end are restated at year end rates.
- iii. In case of items which are covered by forward exchange contracts, the difference between the year-end rate and rate on the date of the contract is recognized as exchange difference and the premium paid on forward contracts is recognized over the life of the contracts/in time proportion basis.
- iv. Any income or expense on account of exchange difference either on settlement or on translation is recognized in the Profit and Loss statement except in case of long-term liabilities, where they relate to acquisition of fixed assets, in which case they are adjusted to the carrying costs of such assets.

### **(i) Investments:**

- i. Investments are assets held by the company for earning income by way of interest, rental or dividends, for capital appreciation, or for other benefits to the company.
- ii. Investments are classified as current and non-current investments.
- iii. Current investments are carried at lower of cost and quoted/fair value, computed category-wise.
- iv. Non-Current investments are stated at cost. Provision for diminution in the value of non-Current investments is made only if such a decline is other than temporary.



- v. The company has made investment of ₹ 500 lakhs in Wholly owned subsidiary company M/s. Shantol Recycling Private Limited. This is shown in the financial statements under Non-current Investments.

## **(j) Employee Benefits:**

### **Short term employee benefits:**

- i. The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognized as an expense during the period when the employees render the services. These benefits include performance incentive and compensated absences.

### **Post-employment benefits defined contribution plans:**

- ii. A defined contribution plan is a post-employment benefit plan under which the Company pays specified contributions to a separate entity. The Company makes specified monthly contributions towards Provident Fund, State Government Schemes. The Company's contribution is recognized as an expense in the Profit and Loss Statement during the period in which the employee renders the related service.

### **Post-Employment Benefits Defined Benefit Plans:**

- iii. The Liability in respect of defined benefits in the form of gratuity, leave encashment, post-retirement medical scheme is provided based on the percentage notified by the Government.
- iv. See Note No.25 of the financial statement attached herewith for details.

## **(k) Borrowing costs:**

- i. Borrowing costs include exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.
- ii. Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets.
- iii. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use.
- iv. All other borrowing costs are charged to the Profit and Loss Statement in the period in which they are incurred.

## (I) Impairment:

- i. An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value.
- ii. An impairment loss is charged to the Profit and Loss Statement in the year in which an asset is identified as impaired. The impairment loss recognized in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

## (m) Income taxes:

- i. Tax expense comprises of current tax and deferred tax. Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the provisions of the Income-tax Act 1961, using the applicable tax rates.
- ii. Deferred income tax reflects the current period timing differences between taxable income and accounting income for the period and reversal of timing differences of earlier years/period. Deferred tax assets are recognized only to the extent that there is a reasonable certainty that sufficient future income will be available except that deferred tax assets, in case there are unabsorbed depreciation or losses, are recognized if there is virtual certainty that sufficient future taxable income will be available to realize the same.
- iii. Deferred tax assets and liabilities are measured using the tax rates and tax law that have been enacted or substantively enacted by the Balance Sheet date.
- iv. During the year position of Deferred tax asset and liabilities are mentioned in below mentioned table.

(₹ In Lakhs)					
Sr No.	Particulars	Opening as on 01.04.2023	Charge	Reversal	Closing as on 31.03.2024
1.	Deferred tax asset related to				
	Preliminary expenses written off	-	1.66	-	1.66
	Unabsorbed depreciation and loss(Normal Depreciation)	-	-	-	-
2.	Deferred Tax Liability related to				
	Property, plant and equipment (Assets)	(37.99)	-	(19.97)	(20.05)
	Net Deferred tax asset/ liability	37.99	1.66	19.97	(18.39)

## (n) Provisions, contingent liabilities and contingent assets:

i. Provision is recognized in the accounts when there is a present obligation as a result of past event(s), and it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

ii. During the year provisions were made are as under:

(₹ In Lakhs)

Sr. No.	Particulars	Opening balance (₹.)	Charge Against the Provision (₹.)	Provision reversed during the year(₹.)	Provision Made during the year(₹.)	Closing (₹.)
1.	Income tax	102.00	102.00	-	300.00	300.00
2.	Provident Fund	0.09	0.09	-	0.11	0.11
3.	Gratuity	18.10	-	-	3.71	21.81
4.	Employees' state insurance	0.05	0.05	-	0.06	0.06
5.	Audit fees	1.00	1.00	-	1.25	1.25
6.	Electricity Expenses	13.00	13.00	-	17.24	17.24

iii. No provision has been made in the financial statements for the doubtful debt and loan and advances.

## 3. Other notes:

### (a) Securities premium on the shares issued to the public:

i. During the financial year, the company has issued 59,90,000 equity shares of ₹. 10/- each at a share premium of ₹. 65/- each. The Share premium is used by the company to write off the initial public offer expenses of ₹. 394.69 lakhs

### (b) Utilization of the funds raised through the initial public offer:

i. The Company has raised funds of ₹. 4492.50 Lakhs from the Initial public offer for shares to the public. The purpose of this issue was to set up the plant at Dhule, Maharashtra. Along with this issue, the company has also raised funds by availing fresh term loan of ₹. 1400.00 Lakhs from Central Bank of India. This loan is availed for acquisition of Plant and machinery for the production in plant based in Dhule, Maharashtra.



- ii. As on 31 March 2024, the operations of the company in Dhule plant have not been initiated. Thus, all the expenses incurred for the plant in Dhule are capitalized in Capital Work in Progress.
- iii. Advances recoverable in cash or in kind or for value to be received as shown in Note-19 Short-Term Loans & Advances include the following amount due from related parties.

(₹ In Lakhs)

Name of the Company or concern	As at 31.03.2024	Maximum amount during the year	As at 31.03.2023	Maximum amount during the year
Radhe Renewable Energy Development Private Limited	2022.54	2360.00	432.20	432.20
Shantol Recycling Private Limited	43.80	404.50	-	-

For **J C Ranpura & Co.,**  
Chartered Accountants  
Firm Registration no. 108647W

For and on behalf of the board of directors  
**M/s. Hi- Green Carbon Limited**

**Ketan Y. Sheth**  
Partner  
Membership no. 118411  
UDIN: 24118411BJZWQZ4608

**Amit Bhalodi**  
Managing Director & CEO  
DIN:00410150

Place: Rajkot  
Date: 18 May 2024

**Shaileshkumar Makadia**  
Director  
DIN: 00593049

**Sagar Sayani**  
Company Secretary  
Membership no. A55224

## Notes forming part of the Financial Statements

### 4. Share Capital

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
<b>Authorised Share Capital</b>		
Equity Shares, of Rs. 10 each, 25000000 (Previous Year -25000000) Equity Shares	2,500.00	2,500.00
<b>Issued, Subscribed and Fully Paid up Share Capital</b>		
Equity Shares, of Rs. 10 each, 24990000 (Previous Year -19000000) Equity Shares paid up	2,499.00	1,900.00
Total	2,499.00	1,900.00

#### (i) Reconciliation of number of shares

(₹ In Lakhs)

Particulars	31 March 2024		31 March 2023	
	No. of shares	(Rs in lakhs)	No. of shares	(Rs in lakhs)
Equity Shares				
Opening Balance	1,90,00,000	1,900.00	1,90,00,000	1,900.00
<b>Issued during the year</b>	59,90,000	599.00	-	-
Deletion	-	-	-	-
<b>Closing balance</b>	<b>2,49,90,000</b>	<b>2,499.00</b>	<b>1,90,00,000</b>	<b>1,900.00</b>

#### (ii) Rights, preferences and restrictions attached to shares

Equity Shares: The Company has one class of issued, subscribed & paid up equity shares having par value of Rs.10/- Each. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company. The Distribution will be in proportion to the number of equity shares held by shareholders.

**(iii) Shares held by Holding company, its Subsidiaries and Associates**

Particulars	31 March 2024		31 March 2023	
	No of Shares	(Rs in lakhs)	No of Shares	(Rs in lakhs)
<b>Holding Company :- M/s RNG Finlease Pvt. Ltd.</b>	1,25,56,400	1,255.64	1,36,00,000	1,360.00

**(iv) Details of Shares held by shareholders holding more than 5% of the aggregate shares in the company**

Equity Shares	31 March 2024		31 March 2023		
	Name of Shareholder	No. of shares	In %	No. of shares	In %
	RNG Finlease Pvt. Ltd.	1,25,56,400	50.25%	1,36,00,000	71.58%
	Amitkumar Hasmukhrai Bhalodi	11,00,000	4.40%	11,00,000	5.79%
	Krupa Dethariya	11,00,000	4.40%	11,00,000	5.79%
	Shaileshkumar Vallabhdas Makadia	11,00,000	4.40%	11,00,000	5.79%

**(v) Shares held by Promoters at the end of the year 31 March 2024**

Name of Promoter	Class of Shares	No. of Shares	% of total shares	% Change during the year
RNG Finlease Pvt. Ltd.	Equity	1,25,56,400	50.25%	-21.33%
Amitkumar Hasmukhrai Bhalodi	Equity	11,00,000	4.40%	-1.39%
Krupa Dethariya	Equity	11,00,000	4.40%	-1.39%
Kush Dethariya	Equity	7,00,000	2.80%	-0.88%
Radhika Bhalodi	Equity	7,00,000	2.80%	-0.88%
Shaileshkumar Vallabhdas Makadia	Equity	11,00,000	4.40%	-1.39%
Shriya Makadia	Equity	7,00,000	2.80%	-0.88%



### Shares held by Promoters at the end of the year 31 March 2023

Name of Promoter	Class of Shares	No. of Shares	% of total shares	% Change during the year
RNG Finlease Pvt. Ltd.	Equity	1,36,00,000	71.58%	-28.42%
Amitkumar Hasmukhrai Bhalodi	Equity	11,00,000	5.79%	5.79%
Krupa Dethariya	Equity	11,00,000	5.79%	5.79%
Kush Dethariya	Equity	7,00,000	3.68%	3.68%
Radhika Bhalodi	Equity	7,00,000	3.68%	3.68%
Shaileshkumar Vallabhdas Makadia	Equity	11,00,000	5.79%	5.79%
Shriya Makadia	Equity	7,00,000	3.68%	3.68%

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

## 5. Reserves and Surplus

Particulars	31 March 2024	31 March 2023
<b>Securities Premium</b>		
Opening Balance	-	-
Add: Issue of Shares	3,893.50	-
(Add)/Less: Written off share issued expenses	394.69	-
<b>Closing Balance</b>	3,498.81	-
<b>Statement of Profit and loss</b>		
Balance at the beginning of the year	526.61	-708.44
Add: Profit/(loss) during the year	1,027.55	1,235.06
<b>Balance at the end of the year</b>	1,554.17	526.61
<b>Total</b>	5,052.98	526.61

The company has incurred expenses of ₹394.69 lakhs for issue of shares and the said has been written off againsts share premium received in such issue of shares.

## 6. Long term borrowings

Particulars	31 March 2024	31 March 2023
Secured Term loans from banks	1,170.34	117.26
Unsecured Loans and advances from related parties	242.00	264.45
<b>Total</b>	<b>1,412.34</b>	<b>381.71</b>

### Particulars of Long term Borrowings

Name of Lender/Type of Loan	Nature of Security	Rate of Interest	Monthly Installments	No of Installment
HDFC Toyota Fortuner Loan	See 1 below	8.00%	75311	60
CBI Kia Carnival Loan	See 2 below	8.40%	43986	60
CBI Tata Harrier Loan	See 3 below	8.40%	23653	60
CBI Term Loan 415	See 4 below	10.00%	2334000	60
CBI Term Loan 916	See 5 below	7.50%	356588	60

1. Secured against hypothecation of Fortuner Car.
2. Secured against hypothecation of Carnival Car.
3. Secured against hypothecation of Harrier Car.
4. Secured against hypothecation of plant and machinery.
5. Secured against hypothecation of plant and machinery.

### Loans Guaranteed by Directors or Others (Long-term Borrowing)

Particulars	31 March 2024	31 March 2023
Secured Term Loans from Banks	1133.88	67.21

Secured Term Loans from Central Bank of India are Guaranteed by Mr. Amitkumar Bhalodi, Mr. Shaileshkumar Makadia, Mr. Nirmalkumar Sutaria Directors of the Company and M/s. RNF Finlease Private Limited, a Holding Company and M/s. Radhe Renewable Energy Development Private Limited and M/s. Radhe Real Estate and Infrastructure.

## 7. Deferred tax liabilities Net

Particulars	31 March 2024	31 March 2023
Deferred Tax Liabilities	18.39	37.99
<b>Total</b>	<b>18.39</b>	<b>37.99</b>

### Significant components of Deferred Tax

Particulars	31 March 2024	31 March 2023
<b>Deferred Tax Liability</b>		
Difference between WDV of Property, plant and equipments as per books and Income Tax	19.58	37.63
Difference between profit on sale of assets as per books and as per Income Tax	-	0.36
Gross Deferred Tax Liability (A)	19.58	37.99
<b>Deferred Tax Asset</b>		
Difference between Preliminary Expenses under Income Tax and as shown in Books	1.19	-
Gross Deferred Tax Asset (B)	1.19	-
<b>Net Deferred Tax Liability (A)-(B)</b>	<b>18.39</b>	<b>37.99</b>

In the opinion of management, deferred tax assets and liabilities are reviewed periodically and there are no items in deferred tax assets or liabilities that need to be written off.

### 8. Long term provisions

Particulars	31 March 2024	31 March 2023
Provision for employee benefits	18.93	15.84
<b>Total</b>	<b>18.93</b>	<b>15.84</b>

### 9. Short term borrowings

Particulars	31 March 2024	31 March 2023
Current maturities of long-term debt	336.46	64.77
Secured Loans repayable on demand from banks	650.70	915.71
<b>Total</b>	<b>987.16</b>	<b>980.48</b>

#### Loans Guaranteed by Directors or Others (Short-term Borrowing)

Particulars	31 March 2024	31 March 2023
Secured Term Loans from Banks	1133.88	67.21

Secured Repayable on Demand from Central Bank of India is Guaranteed by Mr. Amitkumar Bhalodi, Mr. Shaileshkumar Makadia, Mr. Nirmalkumar Sutaria Directors of the Company and M/s. RNF Finlease Private Limited, a Holding Company and M/s. Radhe Renewable Energy Development Private Limited and M/s. Radhe Real Estate and Infrastructure.



## 10. Trade payables

Particulars	31 March 2024	31 March 2023
Due to Micro and Small Enterprises	23.13	426.73
Due to others	40.00	10.01
<b>Total</b>	<b>63.13</b>	<b>436.74</b>

### 10.1 Trade Payable ageing schedule as at 31 March 2024

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME	23.13	-	-	-	23.13
Others	40.00	-	-	-	40.00
Disputed dues- MSME	-	-	-	-	-
Disputed dues- Others	-	-	-	-	-
Sub total					63.13
MSME - Undue					-
Others - Undue					-
MSME - Unbilled dues					-
<b>Total</b>					<b>63.13</b>

## 10.2 Trade Payable ageing schedule as at 31 March 2023

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME	425.93	0.80	-	-	426.73
Others	10.01	-	-	-	10.01
Disputed dues- MSME					-
Disputed dues- Others					-
Sub total					436.75
MSME - Undue					
Others - Undue					
<b>Total</b>					<b>436.75</b>

## 10.3 Micro and Small Enterprise

Particulars	31 March 2024		31 March 2023	
	Principal	Interest	Principal	Interest
Amount Due to Supplier	23.13	-	426.73	-
Principal amount paid beyond appointed date	-	-	-	-
Interest due and payable for the year	-	-	-	-
Interest accrued and remaining unpaid	-	-	-	-
Interest paid other than under Section 16 of MSMED Act to suppliers registered under the MSMED Act, beyond the appointed day during the year.	-	-	-	-
Interest paid under Section 16 of MSMED Act to suppliers registered under the MSMED Act beyond the appointed day during the year.	-	-	-	-
Further interest remaining due and payable for earlier years.	-	-	-	-

## 11. Other current liabilities

Particulars	31 March 2024	31 March 2023
Statutory dues	161.69	113.25
Advances from customers	2.23	39.41
<b>Total</b>	<b>163.92</b>	<b>152.66</b>

## 12. Short term provisions

Particulars	31 March 2024	31 March 2023
Provision for income tax	300	102
Provision for Audit Fees	1.25	1
Provision for Electricity Exps.	17.24	13
<b>Total</b>	<b>318.49</b>	<b>116</b>



### 13. Property, Plant and Equipment

Name of Assets	Gross Block				Depreciation and Amortization				Net Block	
	As on 01-Apr-23	Addition	Deduction	As on 31-Mar-24	As on 01-Apr-23	for the	Deduction	As on 31-Mar-24	As on 31-Mar-24	As on 31-Mar-24
(i) Property, Plant and Equipment										
Land	285.42	-	2.5	282.92	-			-	282.92	
Building	539.41		-	539.41	318.05	20.21		338.26	201.15	
Plant & Machinery	3,412.95	298.41	35.5	3,675.86	2,247.24	244.08	9.13	2,482.18	1,193.68	
Office Equipments	9.64	1.94	-	11.58	6.86	1.84		8.69	2.89	
Computers	10.52	1.85	-	12.37	8.02	2.44		10.46	1.91	
Furniture & Fixtures	25.46	8.19	-	33.65	17.56	3.57		21.14	12.52	
Vehicles	196.8	12.66	14.04	195.43	84.8	35.74	12.96	107.58	87.85	
<b>Total</b>	<b>4,480.20</b>	<b>323.06</b>	<b>52.04</b>	<b>4,751.23</b>	<b>2,682.53</b>	<b>307.87</b>	<b>22.09</b>	<b>2,968.31</b>	<b>1,782.92</b>	
(ii) Intangible Assets										
Trademark (Hi Green Carbon)	0.25			0.25	0.15	0.01		0.16	0.09	
Trademark (Shantol)	0.47			0.47	0.46			0.46	0	
ISCC Plus Certificate		7.01		7.01		0.15		0.15	6.86	
<b>Total</b>	<b>0.72</b>	<b>7.01</b>	<b>-</b>	<b>7.73</b>	<b>0.62</b>	<b>0.17</b>	<b>-</b>	<b>0.78</b>	<b>6.95</b>	

Name of Assets	Gross Block						Depreciation and Amortization				Net Block	
	As on 01-Apr-23	Addition	Deduction	As on 31-Mar-24	As on 01-Apr-23	for the Deduction	As on 31-Mar-24	As on 31-Mar-24	As on 31-Mar-24	As on 31-Mar-24	As on 31-Mar-24	
(i) Property, Plant and Equipment												
Land	27.38	258.05		285.42	-	-					285.42	
Building	537.15	2.26		539.41	295.75	22.3				318.05	221.36	
Plant & Machinery	3,354.63	58.32		3,412.95	1,993.76	253.48				2,247.24	1,165.71	
Office Equipments	7.55	2.09		9.64	5.83	1.03				6.86	2.78	
Computers	<b>8.33</b>	2.19		10.52	6.27	1.75				8.02	2.5	
Furniture & Fixtures	<b>21.26</b>	4.2		25.46	15.07	2.5				17.56	7.9	
Vehicles	81.03	115.77		196.8	53.42	31.38				84.8	112.01	
<b>Total</b>	<b>4,037.33</b>	<b>442.87</b>	-	<b>4,480.20</b>	<b>2,370.09</b>	<b>312.44</b>				<b>2,682.53</b>	<b>1,797.68</b>	
(ii) Intangible Assets												
Trademark (Hi Green Carbon)	0.25	-	-	0.25	0.14	0.01				0.15	0.1	
Trademark (Shantol)	0.47	-	-	0.47	0.45	0.02				0.46	0	
ISCC Plus Certificate				-						-	-	
<b>Total</b>	<b>0.72</b>	-	-	<b>0.72</b>	<b>0.59</b>	<b>0.03</b>				<b>0.62</b>	<b>0.1</b>	

### (iii) Capital Work-in-progress

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Opening Balance	187.27	-
Add: Addition during the year	639.66	187.27
Less: Capitalised during the year	40.99	-
<b>Closing Balance</b>	<b>785.93</b>	<b>187.27</b>

### Capital Work-in-Progress Ageing Schedule

(₹ In Lakhs)

Capital Work-in-Progress	Amount in CWIP for a period of				31 March 2024	Amount in CWIP for a period of				31 March 2023
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	Total	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
<b>Projects in progress</b>	639.66	146.27	-	-	785.93	187.27	-	-	-	187.27
Projects temporarily suspended	-	-	-	-	-	-	-	-	-	-

### Disclosure for Project Overdue or exceeded its budgeted cost

Capital Work-in-Progress	Project Status	To be Completed				Project Status	To be Completed			
		Less than 1 year	1-2 Years	2-3 Years	More than 3 Years		Less than 1 year	1-2 Years	2-3 Years	More than 3 Years

### Intangible assets under development ageing Schedule

(₹ In Lakhs)

Intangible assets under development	Amount in CWIP for a period of				31 March 2024	Amount in CWIP for a period of				31 March 2023
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	Total	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
Projects in progress	-	-	-	-	-	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-	-	-	-	-	-



## Title deeds of Immovable Property not held in name of the Company

(₹ In Lakhs)

Relevant line item in the Balance Sheet	Description of item of Property	Gross Carrying Value 31 March 2024	Gross Carrying Value 31 March 2024	Title deeds held in the name of	Title Holder	Property held since which date	Reason for not held in the Company name
Property, Plant and Equipment	Land and Building	-	-	NA	NA	NA	NA
Investment Property	Land and Building	-	-	NA	NA	NA	NA
Property, Plant and Equipment retired from active use and held for disposal	Land and Building	-	-	NA	NA	NA	NA
Others	Land and Building	-	-	NA	NA	NA	NA

The company has not revalued its property, plant and equipment for the year ended on 31 March, 2024

## 14. Non current investments

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Unquoted Trade Investments in Equity Instruments	500	0.20
Other non-current investments		<b>0.20</b>
-N.S.C. Certificates	0.2	
<b>Total</b>	<b>500.2</b>	

### 14.1 Details of Investments

(₹ In Lakhs)

Name of Entity	No of Shares	31 March 2024	No of Shares	31 March 2023
Shantol Recycling Private Limited Equity shares of Rs. 10 each fully paid up	50,00,000	500	-	-

## 15. Long term loans and advances

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Capital Advances	2,796.29	432.2
<b>Total</b>	<b>2,796.29</b>	<b>432.2</b>

## 16. Other non current assets

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Security Deposits	129.11	18.72
<b>Total</b>	<b>129.11</b>	<b>18.72</b>

## 17. Inventories

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Raw materials	352.71	579.35
Work-in-progress	152.95	75.36
Finished goods	451.84	393.19
Stores and spare parts	177.16	179.88
<b>Total</b>	<b>1,134.66</b>	<b>1,227.77</b>

## 18. Trade receivables

Particulars	31 March 2024	31 March 2023
Unsecured considered good	781.34	562.12
<b>Total</b>	<b>781.34</b>	<b>562.12</b>

## 18.1 Trade Receivables ageing schedule as at 31 March 2024

(₹ In Lakhs)

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables- considered good	755.28	-	-	-	26.05	781.34
Undisputed Trade Receivables- considered doubtful	-	-	-	-	-	-
Disputed Trade Receivables considered good	-	-	-	-	-	-
Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
<b>Sub total</b>						<b>781.34</b>
Undue - considered good						-
Undue - considered doubtful						-
Provision for doubtful debts						-
<b>Total</b>						<b>781.34</b>

## 18.2 Trade Receivables ageing schedule as at 31 March 2023

(₹ In Lakhs)

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables- considered good	518.56	-	14.81	-	28.75	562.12
Undisputed Trade Receivables- considered doubtful	-	-	-	-	-	-
Disputed Trade Receivables considered good	-	-	-	-	-	-
Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
<b>Sub total</b>						<b>562.12</b>
Undue - considered good						-
Undue - considered doubtful						-
Provision for doubtful debts						-
<b>Total</b>						<b>562.12</b>



## 19. Cash and cash equivalents

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Cash on hand	5.1	6.87
Balances with banks in current accounts		
-Central Bank Current A/c No. 3217839915	0.23	0.93
-Others	1,001.20	1.2
<b>Total</b>	<b>1,006.53</b>	<b>9.00</b>

## 20. Short term loans and advances

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Loans and advances to related parties	43.8	-
Advances to suppliers	1,090.26	144.57
Advance Income Tax (Net of provision for taxes)	300	-
Balances with Government Authorities	168.08	160.21
<b>Total</b>	<b>1,602.14</b>	<b>304.78</b>

## 21. Other current assets

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Interest accrued	0.05	-
Others		
-TCS Receivables	2.42	2.42
-TDS Receivable 2020-21	0.17	0.17
-TDS Receivables 2021-22	2.06	2.06
-TDS-TCS Receivables 2022-23	3.57	3.55
<b>Total</b>	<b>8.27</b>	<b>8.2</b>

## 22. Revenue from operations

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Sale of products	6,847.59	7,789.06
Other operating revenues		
-Freight Outward (Inter State Sales)	6.71	2.84
-Freight Outward (Intra State Sales)	6.15	2.82
-Sale of EPR Certificates	164.25	-
<b>Total</b>	<b>7,024.70</b>	<b>7,794.72</b>

## 23. Other Income

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Interest Income	23.77	0.63
Other non-operating income (net of expenses)	0.95	-
Balance Written Off	-	27.84
Custom Duty Drawback	1.14	4.28
Foreign Currency Rate Diff.	0.42	7.13
Profit on Sale of Fixed Asset	9.99	-
<b>Total</b>	<b>36.27</b>	<b>39.88</b>

## 24. Cost of Material Consumed

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Raw Material Consumed		
Opening stock	579.35	392.79
Purchases	4,168.24	5,153.54
Direct expenses	-20.57	-11.62
Less: Closing stock	352.71	579.35
<b>Total</b>	<b>4,374.32</b>	<b>4,955.36</b>

## 25. Change in Inventories of work in progress and finished goods

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Opening Inventories		
Finished Goods	393.19	187.13
Work-in-progress	75.36	164.01
Less: Closing Inventories		
Finished Goods	451.84	393.19
Work-in-progress	152.95	75.36
<b>Total</b>	<b>-136.24</b>	<b>-117.41</b>

## 26. Employee benefit expenses

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Salaries and wages	105.35	104.6
Contribution to provident and other funds	1.32	1.21
Staff welfare expenses	1.81	1.9
Bonus	3.45	2.99
Directors Remuneration	30	22.23
Gratuity	3.71	18.1
<b>Total</b>	<b>145.64</b>	<b>151.03</b>

## Defined Contribution Plan

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Employers Contribution to Provident Fund	0.79	0.76
Employers Contribution to Employee State Insurance	0.53	0.46



## Defined Benefit Plan

### Changes in the present value of the defined benefit obligation

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Defined Benefit Obligation at beginning of the year	18.1	14.81
Current Service Cost	3.47	2.91
Interest Cost	1.26	0.98
Actuarial (Gain) / Loss	-1.02	-0.6
<b>Defined Benefit Obligation at year end</b>	<b>21.8</b>	<b>18.1</b>
<b>Fair value of plan assets as at the end of the year</b>	<b>-</b>	<b>-</b>

### Reconciliation of present value of defined benefit obligation and fair value of assets

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Present value obligation as at the end of the year	21.8	18.1
Amount classified as:		
Short term provision	2.87	2.25
<b>Long term provision</b>	<b>18.93</b>	<b>15.84</b>

### Expenses recognized in Profit and Loss Account

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Current service cost	3.47	2.91
Interest cost	1.26	0.98
Net actuarial loss/(gain) recognized during the year	-1.02	-0.6
<b>Total expense recognised in Profit and Loss</b>	<b>3.71</b>	<b>3.29</b>

## Actuarial assumptions

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Discount Rate	0.07	0.07
Expected Rate of increase in Compensation Level	0.06	0.06
Expected Rate of return on Plan assets	Not Applicable	Not Applicable
Mortality Rate	IALM	IALM
Withdrawal Rate	0.1	0.1

## General Description of the Plan

The Entity operates gratuity plan through a trust wherein every employee is entitled to the benefit equivalent to fifteen days salary last drawn for each completed year of service. The same is payable on termination of service or retirement, whichever is earlier. The benefit vests after five years of continuous service. In case of some employees, the Entity's scheme is more favourable as compared to the obligation under Payment of Gratuity Act, 1972.

## 27. Finance costs

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Interest expense	116.54	129.93
<b>Total</b>	<b>116.54</b>	<b>129.93</b>

## 28. Depreciation and amortization expenses

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Depreciation on property, plant and equipment	308.03	312.47
<b>Total</b>	<b>308.03</b>	<b>312.47</b>

## 29. Other expenses

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Auditors' Remuneration	1.25	1.00
Administrative expenses		
-Commission Expense	1.3	7.82
-Donation Exp	1.75	0.5
<b>Total continued</b>	<b>4.3</b>	<b>9.32</b>

## Other expenses

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Total continued from previous page	4.3	9.32
-Fire & Safety Exp	0.27	0.54
-Misc Expenses	0.12	0.17
-Others	75.48	91.11
Direct expenses		
-Consumable Stores , Spares & Packing	290.92	279.1
-Others	20.3	9.39
Power and fuel	180.11	158.74
Professional fees	10.49	13.86
Rates and taxes	2.95	1.76
Selling & Distribution Expenses	236.62	240.77
Other Business Administrative Expenses	16.31	-
CSR Expense	14.64	-
<b>Total</b>	<b>852.51</b>	<b>804.76</b>

## 30. Tax Expenses

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Current Tax	300	102
Deferred Tax	-19.6	261.4
Prior Period Taxes	92.22	-
<b>Total</b>	<b>372.62</b>	<b>363.4</b>

## Significant components of Deferred Tax charged during the year

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Difference between book depreciation and tax depreciation	-20.85	-24.12
Temporary difference arising due to profit/(loss) on sale of assets	2.4	
Deferred tax asset arising due to opening balance rectification	-1.71	
Deferred tax asset arising due to difference of Losses brought forward under books and Income tax		285.51
Deferred tax liabilities on preliminary expenses disallowed	0.55	
<b>Total</b>	<b>-19.6</b>	<b>261.4</b>



### 31. Earning per share

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Profit attributable to equity shareholders (Rs in lakhs)	1,027.55	1,235.06
Weighted average number of Equity Shares	2,20,68,849	1,90,00,000
Earnings per share basic (Rs)	4.66	6.5
Earnings per share diluted (Rs)	4.66	6.5
Face value per equity share (Rs)	10	10

### 32. Auditors' Remuneration

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Payments to auditor as		
- Auditor	1.25	1.00
<b>Total</b>	<b>1.25</b>	<b>1.00</b>

### 33. Contingent Liabilities and Commitments

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Claims against the Company not acknowledged as debt		
- Income tax demands	567.54	567.54
- Indirect tax demands	-	-
<b>Total</b>	<b>567.54</b>	<b>567.54</b>

The company has gone into appeal to Commissioner of Income Tax (Appeals) for demand related to Income tax amounting to Rs. 4,11,32,440 pertaining to A.Y. 2013-14.

### 34. Earnings in Foreign Currencies

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Export of Goods calculated on FOB basis	120.05	316.89
<b>Total</b>	<b>120.05</b>	<b>316.89</b>

### 35. Expenditure made in Foreign Currencies

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Other Expenses	3.15	7.82
<b>Total</b>	<b>3.15</b>	<b>7.82</b>

### 36. Value of Import on CIF basis

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Raw Materials	30.32	
Capital goods		23.7
<b>Total</b>	<b>30.32</b>	<b>23.7</b>

### 37. Related Party Disclosure

(₹ In Lakhs)

(i)	List of Related Parties	Relationship
	Nirmalkumar Karshandas Sutaria	Whole-time Director
	Amitkumar Hasmukhrai Bhalodi	Managing Director and CFO
	R N G Finlease Private Limited	Holding Company
	Radhe Renewable Energy Development Private Limited	Company with same director
	Shaileshkumar Vallabhdas Makadia	Director
	Vitagreen Products Private Limited	Subsidiary of the Holding company
	Radhika Bhalodi	Relative of director
	Hasmukhbhai A Bhalodi	Relative of director
	Samsara Recycling Private Limited	Company with same director
	Heenaben N Sutaria	Relative of director
	Shantol Recycling Private Limited	Subsidiary of the company

## (ii) Related Party Transactions

(₹ In Lakhs)

Particulars	Relationship	31 March 2024	31 March 2023
Directors' Remuneration			
- Nirmalkumar Karshandas Sutaria	Whole-time Director	12	9.23
- Amitkumar Hasmukhrai Bhalodi	Managing Director and CFO	18	13
Loan received			
- Amitkumar Hasmukhrai Bhalodi	Managing Director and CFO	18.5	27.5
- R N G Finlease Private Limited	Holding Company	197.1	478.05
- Shaileshkumar Vallabhdas Makadia	Director	-	33.5
Loan repaid			
- Amitkumar Hasmukhrai Bhalodi	Managing Director and CFO	18.5	27.5
- R N G Finlease Private Limited	Holding Company	350.15	389.1
- Shaileshkumar Vallabhdas Makadia	Director	2	31.5
- Nirmalkumar Karshandas Sutaria	Whole-time Director	8.5	-
- Heenaben N Sutaria	Relative of director	10	-
Share of IPO Expenses			
- R N G Finlease Private Limited	Holding Company	81.82	-
Payment of the Shares in Offer for sale			
- R N G Finlease Private Limited	Holding Company	705.68	-
Scrap Sales			
- Radhe Renewable Energy Development Private Limited	Company with same director	3.92	-
Purchase of goods			
- Radhe Renewable Energy Development Private Limited	Company with same director	0.37	0.78
- Vitagreen Products Private Limited	Subsidiary of the Holding company	-	716.29
- Samsara Recycling Private Limited	Company with same director	133.58	-
Purchase of Tyre Pyrolysis Plant			
- Radhe Renewable Energy Development Private Limited	Company with same director	115.35	19.2
Purchase of MS Scrap Capital Work in Progress			



## (ii) Related Party Transactions

(₹ In Lakhs)

Purchase of MS Scrap Capital Work in Progress			
- Radhe Renewable Energy Development Private Limited	Company with same director	0.18	-
Purchase of D G Set			
- Radhe Renewable Energy Development Private Limited	Company with same director	29.5	-
Payment of advances for Plant and Machinery			
- Radhe Renewable Energy Development Private Limited	Company with same director	1,627.80	432.2
Purchase of Jet Mill			
- Radhe Renewable Energy Development Private Limited	Company with same director	-	14.16
Payment for advertisement expense			
- Shaileshkumar Vallabhdas Makadia	Director	-	1.41
Sale of goods			
- Vitagreen Products Private Limited	Subsidiary of the Holding company	0.66	-
Salary			
- Hasmukhbhai A Bhalodi	Relative of director	0.25	3
Sale of goods and Property, plant and equipment			
- Samsara Recycling Private Limited	Company with same director	21.11	-
Investment made			
- Shantol Recycling Private Limited	Subsidiary of the company	500	-
Loan given			
- Shantol Recycling Private Limited	Subsidiary of the company	43.8	-

### (iii) Related Party Balances

(₹ In Lakhs)

Particulars	Relationship	31 March 2024	31 March 2023
Advances for Property, Plant and Equipments			
- Radhe Renewable Energy Development Private Limited	Company with same director	2,022.54	432.2
Creditors for expenses			
- Nirmalkumar Karshandas Sutaria	Whole-time Director	0.85	0.88
- Amitkumar Hasmukhrai Bhalodi	Managing Director and CFO	0.59	1.26
- Hasmukhbhai A Bhalodi	Relative of director	-	0.25
Unsecured Loan			
- Nirmalkumar Karshandas Sutaria	Whole-time Director	-	8.5
- R N G Finlease Private Limited	Holding Company	242	88.95
- Shaileshkumar Vallabhdas Makadia	Director	-	2
- Heenaben N Sutaria	Relative of director	-	10
Advances for purchase of goods			
- Samsara Recycling Private Limited	Company with same director	252.9	-
Non current Investment			
- Shantol Recycling Private Limited	Subsidiary of the company	500	-
Short term Loans and advances			
- Shantol Recycling Private Limited	Subsidiary of the company	43.8	-

### 38. Long Term provision: Gratuity payable

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Balance as at 31 March, 2022 (As at 31 March, 2021)	-	-
Add: Created in the year	-	-
Less: Utilised in the year	-	-
Less: Transferred to others	-	-
Balance as at 31 March, 2023 (As at 31 March, 2022)	15.84	-
Add: Created in the year	3.09	15.84
Less: Utilised in the year	-	-
Less: Transferred to others	-	-
Balance as at 31 March, 2024 (As at 31 March, 2023)	18.93	15.84
<b>Total</b>	<b>37.86</b>	<b>31.68</b>

### 39. Short Term provision: Income Tax, Audit Fees and Electricity (₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Balance as at 31 March, 2022 (As at 31 March, 2021)	1.00	1.00
Add: Created in the year	116	1.00
Less: Utilised in the year	-1.00	-1.00
Less: Transferred to others	-	-
Balance as at 31 March, 2023 (As at 31 March, 2022)	116	1.00
Add: Created in the year	318.49	116
Less: Utilised in the year	-116	-1.00
Less: Transferred to others	-	-
Balance as at 31 March, 2024 (As at 31 March, 2023)	318.49	116
<b>Total</b>	<b>752.97</b>	<b>233</b>

### 40. Loans and Advances given to Related Parties (₹ In Lakhs)

Type of Borrower	31 March 2024		31 March 2023	
	Amount outstanding	% of Total	Amount outstanding	% of Total
Related Parties	43.8	100.00%	-	0.00%
Total	43.8	100.00%	-	0.00%

### 41. Security of Current Assets Against Borrowings

#### Reconciliation between Current Assets as per Quarterly statement filed with Bank and Current Asset as per Books of Account

Particulars	Jun, 2023	Sept, 2023	Dec, 2023	Mar, 2024
Current Assets as per Quarterly Return filed with Bank	1,733.79	1,857.60	2,030.57	1,884.37
Add:				
Purchase Bill accounted later	29.05	0.87	0.91	-
Sale Bill accounted later (for debtors)	43.33	64.64	80.46	31.62
Current Assets as per Books of Account	1,806.17	1,923.11	2,111.95	1,916.00



## **42. Details of Benami Property held**

The company is not holding any Benami property as defined under Prohibition of Benami Property Transactions Act, 1988.

## **43. Wilful Defaulter**

The board of directors of the Company is of the opinion that the Company has, till the date of signing of this financial statement, not been declared as willful defaulter by its banks or financial institution

## **44. Relationship with Struck off Companies**

On the basis of confirmation with the parties, the board of directors of the Company is of the opinion that the Company did not have any transactions with companies struck off under section 248 of the Companies Act, 2013.

## **45. Registration of Charge**

There are two vehicles purchased on loan for which charges thereof is to be registered with ROC.

## **46. Compliance with number of layers of companies**

There are no number of layers as prescribed under clause 87 of section 2 of the Companies Act, 2013 read with the Companies (Restrictions on number of layers) Rules, 2017.

## 47. Ratio Analysis

(₹ In Lakhs)

Particulars	Numerator/Denominator	31 March 2024	31 March 2023	Change in %
(a) Current Ratio	Current Assets	2.96	1.25	136.09%
	Current Liabilities			
(b) Debt-Equity Ratio	Total Debts	0.32	0.56	-43.40%
	Shareholder's Equity			
(c) Return on Equity Ratio	Profit after Tax	20.60%	68.27%	-69.83%
	Average Shareholder's Equity			
(d) Inventory turnover ratio	Total Turnover	5.95	7.2	-17.37%
	Average Inventories			
(e) Trade receivables turnover ratio	Total Turnover	10.46	14.72	-0.29
	Average Trade Receivable			
(f) Trade payables turnover ratio	Total Purchases	16.68	11.21	48.77%
	Average Trade Payable			
(g) Net capital turnover ratio	Total Turnover	2.34	18.3	-87.20%
	Closing Working Capital			
(h) Net profit ratio	Net Profit	14.63%	15.84%	-7.68%
	Total Turnover			
(i) Return on Capital employed	Earning before interest and taxes	15.21%	45.17%	-66.32%
	Capital Employed			

### Reasons for Variances

- (a) There is an increase of huge proportion in the current ratio. The reason for such exponential increase is the synergy availed through utilization of funds raised in Initial public offer in working capital of the company.
- (b) As the Equity share capital and securities premium are increased due to public issue of shares, the DebtEquity ratio fell despite of the new loan from Central Bank of India amounting to Rs. 14 crores.

- (c) Return on equity ratio has decreased as compared to last year because the Shareholders' Equity has increased as a result of Public issue of shares of the company and this has impacted the Average shareholders' equity to decrease. Further, the overall profitability of the company in current year has decreased due to decrease in sales of the company.
- (d) Due to reduction in sales of the company and simultaneously increase in trade receivables, the Trade Receivables' turnover has decreased.
- (e) As a result of raising of funds and increase in the sanction limit of Bank cash credit, the company has surplus funds available for the purpose of working capital and this has resulted in increase in effectiveness of payments being made to trade payables and overall working capital cycle of the working capital. This has resulted into increase in the ratio.
- (f) Due to utilization of funds raised in day to day operations of the company, all the current liabilities are minimized due to improvement of the working capital cycle of the company. This has resulted into increase in working capital of the company. Thus, the Net capital Turnover ratio has decreased.
- (g) During the current year, the company has issued shares to public and also raised the term loan amounting to Rs. 14 crores. This has resulted into increase in Capital Employed of the company. Further, during the current year, the profit of the company has decreased. This has effected fall of the Return on Capital Employed.

#### **48. Disclosure where company has given loan or invested to other person or entity to lend or invest in another person or entity**

No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person/s or entity/ies including foreign entity/ies ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediaries shall lend or invest in party ("Ultimate Beneficiaries") identified by or on behalf of the Company.

#### **49. Disclosure where company has received fund from other person or entity to lend or invest in other person or entity**

The Company has not received any fund from any party(s) ("Funding Party/ies"), 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 by or on behalf of the Company ("Ultimate Beneficiary") or provide any guarantee, security, or the like on behalf of the Ultimate Beneficiary.



## 50. Undisclosed Income

The Company has not disclosed any transaction not recorded in books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961 and also not recorded any previously unrecorded income and related assets .

## 51. CSR Expenditure

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Amount required to be spent by the company during the year	13.95	-
Amount of expenditure incurred	14.64	-

### Nature of CSR activities

The company has incurred expense of corporate social responsibility for the purpose of promotion of education and general public utility in the villages near the factory and plantation of trees at nearby areas of factory.

## 52. Details of Crypto Currency

The Company has not traded or invested in Crypto Currency or Virtual Currency during the financial year ended on 31 March, 2024

## 53. Other Statutory Disclosures as per the Companies Act, 2013

- The company has not entered into any scheme of arrangement approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.
- There are no dividends proposed to be distributed to equity and preference share holders.
- The company has issued the shares to the public for the specific purpose and there are funds available to the company unutilized upto the date of the Financial Statements and Audit Report. These unutilized amount of funds are invested in Fixed deposits amounting to 10 crores. The said figure of Fixed deposit is shown as a part of Cash and Cash Equivalents in the Financial Statements.
- The Board of the Company is of the opinion that the assets other than Property, plant and equipment, Intangible assets and Non-current investments have a value on realization in the ordinary course of business at least equal to the amount at which they are stated.
- The company has used the borrowings from banks and financial institutions for the specific purpose for which it was taken at the balance sheet date.



The Real Green Carbon Black

**Hi Green Carbon Limited**  
**(CIN: U45100GJ2011PLC066917)**  
**Notes forming part of the Financial Statements**

**See accompanying notes to the financial statements**

For **J C Ranpura & Co.,**  
Chartered Accountants  
Firm Registration no. 108647W

**Ketan Y. Sheth**  
Partner  
Membership no. 118411  
UDIN: 24118411BJZWQZ4608  
Place: Rajkot  
Date: 18 May 2024

For and on behalf of the board of directors  
**M/s. Hi- Green Carbon Limited**

**Amit Bhalodi**  
Managing Director & CEO  
DIN:00410150

**Shaileshkumar Makadia**  
Director  
DIN: 00593049

**Sagar Sayani**  
Company Secretary  
Membership no. A55224

# INDEPENDENT AUDITOR'S REPORT

To,  
the Members of,  
M/s. Hi-Green Carbon Limited,  
Rajkot.

Report on the audit of consolidated financial statements

## Opinion

1. We have audited the accompanying consolidated financial statements of M/s. Hi-Green Carbon Limited, Rajkot (CIN: U45100GJ2011PLC066917) (hereinafter referred as the "Holding Company") and its subsidiary M/s. Shantol Recycling Private Limited, Rajkot (CIN: U38300GJ2023PTC140169), (hereinafter referred as the "Subsidiary Company") (together they are referred as the "Group Company") which comprise the Balance sheet as at 31 March 2024 and the Statement of profit and loss, the Cash flow statement for the year ended, and a summary of 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 Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Group Company as at 31 March 2024, and its Profit and its cash flows for the year ended on that date.

## Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Consolidated Financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.



## Key audit matters

1. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the financial year ended on 31 March 2024. 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. For each matter below, our description of how our audit addressed the matter is provided in that context.
2. We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial statements.

Transactions with Related parties as defined u/s 2(76) of the Companies Act, 2013	
	How our audit addressed the key audit matter
<p>The Parent Company has advanced of ₹. 1927.80 Lakhs for acquisition of capital goods to one of its related parties defined under clause (76) of section 2 of the Companies Act, 2013.</p> <p>At the end of the financial year 2023-24, the closing balance of such advances were ₹ 2022.51 Lakhs</p>	<p>We performed the following audit procedures, amongst others:</p> <ul style="list-style-type: none"> <li>• We obtained an understanding of the Holding Company's design and implementation of controls over recording of the transactions with related parties and tested the operating effectiveness of these controls.</li> <li>• We also performed various analytical procedures to identify any unusual trends for further testing.</li> <li>• The Holding Company has passed resolution under section 188 of the Company Act, 2013 authorizing its board of directors to give advances.</li> </ul>
Utilization of the funds raised through Public Offer.	
<p>The Holding Company has raised funds of ₹. 4492.50 Lakhs from public by way of Public Issue of shares.</p>	<p>We performed the following audit procedures, amongst others:</p> <ul style="list-style-type: none"> <li>• We verified the Prospectus issued by the Company and verified the purpose for which the funds were raised.</li> <li>• We compared the amount shown as proposed to be used in the prospectus with actual amount used/utilized.</li> <li>• We analysed the timing of the issue of the shares and utilization of funds.</li> </ul>

## Investment of Holding Company in Subsidiary Company as defined u/s 2(87) of Companies Act, 2013

<p>The company has invested ₹. 500 Lakhs in a subsidiary company M/s. Shantol Recycling Private Limited, Rajkot.</p>	<p>We performed the following audit procedures, amongst others:</p> <ul style="list-style-type: none"> <li>• We have verified the Bank statements of the Holding Company showing payment for the investment.</li> <li>• We have verified the memorandum of association of Subsidiary Company to ascertain that the objects of the said company are in line with the Holding Company.</li> <li>• Further, the Holding Company has passed the resolution for the purpose of formation of subsidiary company.</li> </ul>
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### Responsibility of Management and those charged with Governance for the standalone Financial Statements:

1. The Holding Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 (hereinafter referred to as 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 and Consolidated Financial performance of the Group Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal Consolidated Financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
2. In preparing the Consolidated Financial statements, management is responsible for assessing the Group Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate companies or to cease operations, or has no realistic alternative but to do so.
3. The Board of Directors are also responsible for overseeing the Group Company's Consolidated Financial reporting process.

## Auditor's Responsibility for the Audit of Consolidated Financial Statements

1. Our objectives are to obtain reasonable assurance about whether the Consolidated Financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated Financial statements.
2. As a part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
  - Identify and assess the risks of material misstatement of the Consolidated Financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
  - Obtain an understanding of internal 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 Consolidated Financial controls system in place and the operating effectiveness of such controls.
  - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
  - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
  - Evaluate the overall presentation, structure and content of the Consolidated Financial statements, including the disclosures, and whether the Consolidated Financial statements represent the underlying transactions and events in a manner that achieves fair presentation.



3. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

1. As required by the Companies (Auditor's Report) Order, 2020 (hereinafter referred to as 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 statements on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - (c) The branch of the Holding company is audited by us and there is no branch of the Subsidiary company;
  - (d) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
  - (e) 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 (Accounts) Rules, 2014;
  - (f) In our opinion, there are no observations or comments on Consolidated Financial transactions or matters which have any adverse effect on the functioning of the Company;
  - (g) On the basis of the written representations received from the directors as on 31 March 2024 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;
  - (h) With respect to the adequacy of the internal Consolidated Financial controls over Consolidated Financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A";

- (i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- (1) The Company does not have any pending litigations which would impact its Consolidated Financial position in its Consolidated Financial statements;
  - (2) The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts,
  - (3) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company,
  - (4) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note No. 45 of the financial statements attached herewith, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person/s or entity/ies including foreign entity/ies ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediaries shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on the behalf of the Ultimate Beneficiaries,
  - (5) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note No. 46 of the financial statements attached herewith, no funds have been received by the Company from any person/s or entity/ies including foreign entity/ies ("Funding Party/ies"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party/ies ("Ultimate Beneficiaries") or provide any guarantee, security or the like on the behalf of the Ultimate Beneficiaries,
  - (6) Based on the audits procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that representations under sub-clauses (iv) and (v) contain any material mis-statement,
  - (7) The company has not declared dividend during the year and hence, this clause is not applicable,
  - (8) Based on our examination on test check basis, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility. However, the Company did not operate such facility during the year.

Further, as proviso to sub-rule 1 of Rule 3 of the Companies (Account) Rule, 2014 is applicable from April 1, 2023, reporting under sub-rule (g) of Rule 11 of the Companies (Audit and Auditors) Rule, 2014 on preservation of audit trail as the statutory requirement for record retention is not applicable for the financial year ended on March 31, 2024.

For **J C Ranpura & Co.,**  
Chartered Accountants  
Firm Registration no. 108647W

**Ketan Y. Sheth**

Partner

Membership no. 118411

UDIN: 24118411BJZWQZ4608

Place: Rajkot

Date: 18 May 2024



## Annexure A to the Independent Auditor's Report

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

xxi. According to the information and explanations given to us, following companies incorporated in India and included in the consolidated financial statements, have certain remarks included in their reports under Companies (Auditor's Report) Order, 2020 ("CARO"), which have been reproduced as per the requirements of the Guidance Note on CARO:

Sr.No.	Name of the Company	CIN	Status	Clause number of CARO Report which has adverse remarks
[1]	[2]	[3]	[4]	[5]
1.	M/s. Hi Green Carbon Limited	U45100GJ2011PLC066917	Holding Company	Para 3 Clause (ii) (b)Para 3 Clause (vii) (b)
2.	M/s. Shantol Recycling Private Limited	U38300GJ2023PTC140169	SubsidiaryCompany	

Place: Rajkot

Date: 18 May 2024

# Consolidated Balance Sheet as at 31 March 2024

(₹ In Lakhs)

Particulars	Note	31 March 2024	31 March 2023
<b>(i) EQUITY AND LIABILITIES</b>			
(1) Shareholders' Funds			
(a) Share Capital	3	2,499.00	1,900.00
(b) Reserves and Surplus	4	5,052.98	526.61
(c) Money Received against Share Warrants		-	-
<b>Total</b>		<b>7,551.98</b>	<b>2,426.61</b>
<b>(2) Share application money pending allotment</b>		<b>-</b>	<b>-</b>
<b>(4) Non-current liabilities</b>			
(a) Long-term Borrowings	5	1,412.34	381.71
(b) Deferred Tax Liabilities (Net)	6	18.39	37.99
(c) Other Long term Liabilities		-	-
(d) Long-term Provisions	7	18.93	15.84
<b>Total</b>		<b>1,449.66</b>	<b>435.54</b>
<b>(5) Current liabilities</b>			
(a) Short-term Borrowings	8	987.16	980.48
(b) Trade Payables	9		
- Due to Micro and Small Enterprises		23.13	426.73
- Due to Others		42.18	10.01
(c) Other Current Liabilities	10	164.71	152.66
(d) Short-term Provisions	11	318.64	116.00
<b>Total</b>		<b>1,535.82</b>	<b>1,685.88</b>
<b>Total Equity and Liabilities</b>		<b>10,537.46</b>	<b>4,548.03</b>

**Hi Green Carbon Limited**  
**(CIN: U45100GJ2011PLC066917)**  
**Consolidated Balance Sheet as at 31 March 2024**

(₹ In Lakhs)

Particulars	Note	31 March 2024	31 March 2023
<b>II. ASSETS</b>			
<b>(1) Non-current assets</b>			
(a) Property, Plant and Equipment and Intangible Assets			
(i) Property, Plant and Equipment	12	2,193.20	1,797.68
(ii) Intangible Assets	12	6.95	0.10
(iii) Capital Work-in-progress	12	811.57	187.27
(iv) Intangible Assets under Development		-	-
(b) Non-current Investments	13	0.20	0.20
(c) Deferred Tax Assets (net)		-	-
(d) Long-term Loans and Advances	14	2,906.51	432.20
(e) Other Non-current Assets	15	129.11	18.72
<b>Total</b>		<b>6,047.54</b>	<b>2,436.17</b>
<b>(2) Current assets</b>			
(a) Current investments		-	-
(b) Inventories	16	1,134.66	1,227.77
(c) Trade Receivables	17	781.34	562.12
(d) Cash and cash equivalents	18	1,007.32	9.00
(e) Short-term Loans and Advances	19	1,558.33	304.78
(f) Other Current Assets	20	8.27	8.20
<b>Total</b>		<b>4,489.92</b>	<b>2,111.87</b>
<b>Total Assets</b>		<b>10,537.46</b>	<b>4,548.04</b>

See accompanying notes to the financial statements  
As per our report of even date





The Real Green Carbon Black

**Hi Green Carbon Limited**  
**(CIN: U45100GJ2011PLC066917)**  
**Consolidated Balance Sheet as at 31 March 2024**

For **J C Ranpura & Co.,**  
Chartered Accountants  
Firm Registration no. 108647W

For and on behalf of the board of directors  
**M/s. Hi- Green Carbon Limited**

**Ketan Y. Sheth**

Partner

Membership no. 118411

UDIN: 24118411BJZWQZ4608

Place: Rajkot

Date: 18 May 2024

**Amit Bhalodi**

Managing Director & CEO

DIN:00410150

**Shaileshkumar Makadia**

Director

DIN: 00593049

**Sagar Sayani**

Company Secretary

Membership no. A55224

# Consolidated Statement of Profit and loss for the year ended 31 March 2024

(₹ In Lakhs)

Particulars	Note	31 March 2024	31 March 2023
Revenue from Operations	21	7,024.70	7,794.72
Other Income	22	36.27	39.88
<b>Total Income</b>		<b>7,060.97</b>	<b>7,834.60</b>
<b>Expenses</b>			
Cost of Material Consumed	23	4,374.32	4,955.36
Purchases of Stock in Trade		-	-
Change in Inventories of work in progress and finished goods	24	-136.24	-117.41
Employee Benefit Expenses	25	145.64	151.03
Finance Costs	26	116.54	129.93
Depreciation and Amortization Expenses	27	308.03	312.47
Expenses ©		-	-
Other Expenses	28	852.51	804.76
<b>Total expenses</b>		<b>5,660.79</b>	<b>6,236.14</b>
<b>Profit/(Loss) before Exceptional and Extraordinary Item and Tax</b>		<b>1,400.18</b>	<b>1,598.46</b>
Exceptional Item		-	-
<b>Profit/(Loss) before Extraordinary Item and Tax</b>		<b>1,400.18</b>	<b>1,598.46</b>
Prior Period Item		-	-
Extraordinary Item		-	-
Profit/(Loss) before Tax		1,400.18	1,598.46
Tax Expenses	29		
- Current Tax		300.00	102.00
- Deferred Tax		-19.60	261.40
- MAT Credit Entitlement		-	-
- Prior Period Taxes		92.22	-
- Excess/Short Provision Written back/off		-	-



The Real Green Carbon Black

**Hi Green Carbon Limited**  
(CIN: U45100GJ2011PLC066917)

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

(₹ In Lakhs)

Particulars	Note	31 March 2024	31 March 2023
<b>Profit/(Loss) for the Period from Continuing Operations</b>		<b>1,027.56</b>	<b>1,235.06</b>
Profit/(loss) from Discontinuing Operation (before tax)		-	-
Tax Expenses of Discounting Operation		-	-
Profit/(loss) from Discontinuing Operation (after tax)		-	-
<b>Profit/(Loss) for the period</b>		<b>1,027.56</b>	<b>1,235.06</b>
<b>Profit/(Loss) for the period (before Minority interest adjustment)</b>		<b>1,027.56</b>	<b>1,235.06</b>
Less: Minority interest in (Profit)/losses		-	-
<b>Profit/(Loss) for the period (after Minority interest adjustment)</b>		<b>1,027.56</b>	<b>1,235.06</b>
<b>Earnings Per Share (Face Value per Share Rs.10 each)</b>			
-Basic (In Rs)	30	4.66	6.50
-Diluted (In Rs)	30	4.66	6.50

For **J C Ranpura & Co.,**  
Chartered Accountants  
Firm Registration no. 108647W

For and on behalf of the board of directors  
**M/s. Hi- Green Carbon Limited**

**Ketan Y. Sheth**  
Partner  
Membership no. 118411  
UDIN: 24118411BJZWQZ4608

Place: Rajkot  
Date: 18 May 2024

**Amit Bhalodi**  
Managing Director & CEO  
DIN:00410150

**Shaileshkumar Makadia**  
Director  
DIN: 00593049

**Sagar Sayani**  
Company Secretary  
Membership no. A55224



# Consolidated Cash Flow Statement for the year ended 31 March 2024

(₹ In Lakhs)

Particulars	Note	31 March 2024	31 March 2023
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>			
Net Profit before tax		1,400.17	1,598.45
Profit/(loss) from Discontinuing Operation (after tax)		-	-
Depreciation and Amortisation Expense		308.03	312.47
Provision for tax		-	-
Effect of Exchange Rate Change		(0.42)	-
Loss/(Gain) on Sale / Discard of Assets (Net)		(9.55)	-
Bad debt, provision for doubtful debts		-	-
Net Loss/(Gain) on Sale of Investments		-	-
Non Cash Expenses		-	-
Dividend Income		-	-
Interest Income		(23.77)	(0.63)
Finance Costs		116.54	129.93
<b>Operating Profit before working capital changes</b>		<b>1,791.00</b>	<b>2,040.22</b>
<b>Adjustment for:</b>			
Inventories		93.11	(289.46)
Trade Receivables		(218.80)	(64.93)
Loans and Advances		(949.74)	(644.81)
Other Current Assets		(0.02)	1.94
Other Non current Assets		(48.54)	-
Trade Payables		(371.43)	(45.95)
Other Current Liabilities		12.06	(18.08)
Long term Liabilities		-	-
Short-term Provisions		4.64	13.00
Long-term Provisions		3.09	-
Cash (Used in)/Generated from Operations		315.37	991.92
Tax paid(Net)		498.04	5.97
<b>Net Cash (Used in)/Generated from Operating Activities</b>		<b>(182.66)</b>	<b>985.95</b>

(₹ In Lakhs)

Particulars	Note	31 March 2024	31 March 2023
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>			
Purchase of Property, Plant and Equipment		(1,362.15)	(630.14)
Sale of Property, Plant and Equipment		37.00	-
Purchase of Investments Property		-	-
Sale of Investment Property		-	-
Purchase of Equity Instruments		-	-
Proceeds from Sale of Equity Instruments		-	-
Purchase of Mutual Funds		-	-
Proceeds from Sale / Redmption of Mutual Funds		-	-
Purchase of Preference Shares		-	-
Proceeds from Sale/Redemption of Preference Shares		-	-
Purchase of Government or trust securities		-	-
Proceeds from Sale/Redemption of Government or trust securities		-	-
Purchase of debentures or bonds		-	-
Proceeds from Sale/Redemption of debentures or bonds		-	-
Purchase of Other Investments		-	-
Sale / Redemption of Other Investments		-	-
Loans and Advances given		(2,474.31)	-
Proceeds from Loans and Advances		-	-
Investment in Term Deposits		-	-
Maturity of Term Deposits		-	-
Movement in other non current assets		(61.86)	0.54
Interest received		23.72	0.63
Dividend received		-	-
<b>Net Cash (Used in)/Generated from Investing Activities</b>		<b>(3,837.60)</b>	<b>(628.97)</b>

**Hi Green Carbon Limited**  
**(CIN: U45100GJ2011PLC066917)**  
**Consolidated Cash Flow Statement for the year ended 31 March 2024**

(₹ In Lakhs)

Particulars	Note	31 March 2024	31 March 2023
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>			
Proceeds from Issue of Share Capital		4,097.81	-
Buyback of Shares		-	-
Proceeds from Long Term Borrowings		1,030.63	110.95
Repayment of Long Term Borrowings		-	(27.31)
Proceeds from Short Term Borrowings		6.67	-
Repayment of Short Term Borrowings		-	(308.14)
Minority Interest Movement		-	-
Dividends Paid (including Dividend Distribution Tax)		-	-
Interest Paid		(116.54)	(129.93)
Net Cash (Used in)/Generated from Financing Activities		5,018.58	(354.43)
<b>Net Increase/(Decrease) in Cash and Cash Equivalents</b>		998.31	2.55
Opening Balance of Cash and Cash Equivalents		9.00	6.45
Exchange difference of Foreign Currency Cash and Cash equivalents		-	-
<b>Closing Balance of Cash and Cash Equivalents</b>	<b>18</b>	<b>1,007.32</b>	<b>9.00</b>

Particulars	Note	31 March 2024	31 March 2023
<b>Components of cash and cash equivalents</b>			
Cash on hand		5.10	6.87
Cheques, drafts on hand		-	-
Balances with banks in current accounts		1,002.22	2.14
Bank Deposit having maturity of less than 3 months		-	-
Others		-	-
<b>Cash and cash equivalents as per Cash Flow Statement</b>		<b>1,007.32</b>	<b>9.00</b>

**Note:**

The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Accounting Standard 3 (AS-3), "Cash Flow Statements".

See accompanying notes to the financial statements





The Real Green Carbon Black

**Hi Green Carbon Limited**

**(CIN: U45100GJ2011PLC066917)**

**Consolidated Cash Flow Statement for the year ended 31 March 2024**

For **J C Ranpura & Co.,**  
Chartered Accountants  
Firm Registration no. 108647W

For and on behalf of the board of directors  
**M/s. Hi- Green Carbon Limited**

**Ketan Y. Sheth**

Partner

Membership no. 118411

UDIN: 24118411BJZWQZ4608

Place: Rajkot

Date: 18 May 2024

**Amit Bhalodi**

Managing Director & CEO

DIN:00410150

**Shaileshkumar Makadia**

Director

DIN: 00593049

**Sagar Sayani**

Company Secretary

Membership no. A55224

# Significant Accounting Policies and Other notes on consolidated financial statements for 2023-24

## 1. COMPANY OVERVIEW:

- (i) M/s. Hi-Green Carbon Limited, Rajkot is a public company incorporated under the provisions of the Companies Act, 1956 and is engaged in the business of Manufacturing and Recycling of waste rubber and to produce hydro carbon fuel.

## 2. SIGNIFICANT ACCOUNTING POLICIES:

### (a) Basis of preparation of financial statements:

- (i) The Company was Small and Medium Sized Company (SMC) as defined under Rule 2(1)(e) of the Companies (Accounting Standards) Rules, 2021 notified under the Companies Act, 2013 and it availed of the exemption or relaxations available to SMCs. From the financial year 2023-24, the Company is no longer SMC.
- (ii) These financial statements have been prepared to comply with the Generally Accepted Accounting Principles in India (Indian GAAP).
- (iii) The financial statements are prepared on accrual basis under the historical cost convention. The financial statements are presented in Indian rupees rounded off to the Lakhs of rupees and decimal thereof.

### (b) Principles of consolidation:

- (i) The Consolidated financial statements consist of Hi Green Carbon Limited, Rajkot ("the Company") and its Subsidiary company Shantol Recycling Private Limited, Rajkot. The Consolidated Financial Statements have been prepared on the following basis:
  - a. The financial statements of the Company and its subsidiary companies have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances as per Accounting Standard 21 "Consolidated Financial Statements" notified by Companies (Accounting Standards) Rules, 2006.
  - b. Profit and loss from intra group transactions that are recognized in assets, such as inventory and Property, Plant and Equipment are eliminated in full.
  - c. Offset (eliminate) the carrying Amount of Parent's Investment in each Subsidiary and the Parent's Portion of equity of each Subsidiary.
  - d. The list of subsidiary companies which are included in the consolidation the Group's holdings therein are as under:

Name of the Company	Relationship	Ownership in %2023-24	Ownership in %2022-23
Shantol Recycling Private Limited	Subsidiary Company	100%	100%

### (c) Changes in Accounting Policy:

(i) During the year ended on 31 March, 2024, there is no change in accounting policy having significant impact on presentation and disclosure made in the financial statements. The company has also reclassified the previous year figures in accordance with the requirements applicable in the current year.

### (d) Use of estimates:

(i) The preparation of financial statements in conformity with Indian GAAP requires judgments, estimates and assumptions to be made that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period.

(ii) The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to the accounting estimates are recognized in the period in which such revisions are revised and future periods affected.

### (e) Inventories:

(i) Inventories are assets (a) held for sale in the ordinary course of business; (b) in the process of production of such sale; or (c) in the form of materials or supplies to be consumed in the production process or in the rendering of services.

(ii) Inventories are valued as under.

Sr. No.	Particulars	Valuation Method
1.	Raw Materials	At Costs
2.	Finished Goods	At Costs
3.	Work-in-progress	At Costs
4.	Stores and spares	At Costs

(iii) Costs are assigned by using weighted average method after providing for obsolescence, if any.

(iv) Cost of inventories comprises of cost of purchase, cost of conversion and other costs including manufacturing overheads incurred in bringing them to their respective present location and condition.



## **(f) Revenue Recognition:**

- (i) Revenue is measured by the charges made to customers or clients for goods supplied and services rendered to them and by the charges and rewards arising from the use of resources by them.
- (ii) Revenue is recognized only when risks and rewards incidental to ownership are transferred to the customer and the company retains no effective control of the goods so transferred to a degree usually associated with ownership and it can be reliably measured and it is reasonable to expect ultimate collection. Revenue from operations includes sale of goods, sale of services and sales during trial run period, (excluding any indirect taxes levied on the company and collected by it from customers and clients) adjusted for discounts (net).
- (iii) Interest income is recognized on a time proportion basis taking into account the amount outstanding and the interest rate applicable. Export incentives are recognized as and when right to receive is established.
- (iv) During the financial year ended on 31 March 2024, there were no circumstances in which revenue recognition has been postponed pending the resolution of significant uncertainties.
- (v) Goods and services tax is accounted for at the time of removal of goods cleared / services provided and recognized separately from revenue from operations.

## **(g) Property, plant, and equipment:**

### **Tangible items:**

- (i) Property, plant and equipment are tangible items that (a) are held for use in the production or supply of goods or services, for rental to others or for administrative purposes; and (b) are expected to be used during more than a period of twelve months.
- (ii) The costs of tangible items are recognized as an asset if, and only if (a) it is probable that future economic benefits associated with the item will flow to the company; and (b) the costs of item can be measured reliably.
- (iii) The costs of each property, plant and equipment are measured at Cost less any accumulated depreciation and any accumulated impairment losses.
- (iv) The cost of Property, Plant & Equipment comprises its purchase price, borrowing cost and any cost directly attributable to bringing the asset to its working condition for its intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets.

## Intangible Assets:

(v) Intangible Assets are stated at cost of acquisition net of recoverable taxes less accumulated amortization/depletion and impairment loss, if any. The cost comprises purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use and net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the intangible assets.

## (h) Depreciation, amortization and depletion:

- (i) Depreciation on Property, Plant & equipment is provided to the extent of depreciable amount on the Written down value (WDV) Method. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.
- (ii) In respect of additions or extensions forming an integral part of existing assets and insurance spares, including incremental cost arising on account of translation of foreign currency liabilities for acquisition of Fixed Assets, depreciation is provided as aforesaid over the residual life of the respective assets.
- (iii) The useful life of the property, plant, and equipment is mentioned hereunder.

Sr. No.	Description	Useful Life (in years)
1.	Free hold Land	Perpetual
2.	Building – Freehold	30
3.	Plant & Machinery	15
4.	Furniture & Fixtures	10
5.	Vehicles	8
6.	Computers	3
7.	Office Equipment	5

## (i) Foreign Currency Transactions:

- (i) Transactions denominated in foreign currencies are recorded at the exchange rate prevailing on the date of the transaction or that approximate of the actual rate at the date of transaction. Monetary items denominated in foreign currencies at the year-end are restated at year end rates.
- (ii) In case of items which are covered by forward exchange contracts, the difference between the year-end rate and rate on the date of the contract is recognized as exchange difference and the premium paid on forward contracts is recognized over the life of the contracts/in time proportion basis.

- (iii) Any income or expense on account of exchange difference either on settlement or on translation is recognized in the Profit and Loss statement except in case of long-term liabilities, where they relate to acquisition of fixed assets, in which case they are adjusted to the carrying costs of such assets.

## **(j) Investments:**

- (i) Investments are assets held by the company for earning income by way of interest, rental or dividends, for capital appreciation, or for other benefits to the company.
- (ii) Investments are classified as current and non-current investments. Current investments are carried at lower of cost and quoted/fair value, computed category-wise. Non-Current investments are stated at cost. Provision for diminution in the value of non-Current investments is made only if such a decline is other than temporary.
- (iii) The company has made investment in Wholly owned subsidiary company Shantol Recycling Private Limited amounting to ₹. 5,00,00,000/-. This is shown in the financial statements under Non - current Investments.

## **(k) Employee Benefits:**

### **Short term employee benefits:**

- (i) The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognized as an expense during the period when the employees render the services. These benefits include performance incentive and compensated absences.

### **Post-employment benefits defined contribution plans:**

- (ii) A defined contribution plan is a post-employment benefit plan under which the Company pays specified contributions to a separate entity. The Company makes specified monthly contributions towards Provident Fund, State Government Schemes. The Company's contribution is recognized as an expense in the Profit and Loss Statement during the period in which the employee renders the related service.

### **Post-employment benefits defined benefit plans:**

- (iii) The Liability in respect of defined benefits in the form of gratuity, leave encashment, post-retirement medical scheme is provided based on the percentage notified by the Government.
- (iv) See Note No.25 of the financial statement attached herewith for details.



## **(l) Borrowing costs:**

- (i) Borrowing costs include exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to the Profit and Loss Statement in the period in which they are incurred.

## **(m) Impairment:**

- (i) An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value.
- (ii) An impairment loss is charged to the Profit and Loss Statement in the year in which an asset is identified as impaired. The impairment loss recognized in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

## **(n) Income taxes:**

- (i) Tax expense comprises of current tax and deferred tax. Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the provisions of the Income-tax Act 1961, using the applicable tax rates.
- (ii) Deferred income tax reflects the current period timing differences between taxable income and accounting income for the period and reversal of timing differences of earlier years/period. Deferred tax assets are recognized only to the extent that there is a reasonable certainty that sufficient future income will be available except that deferred tax assets, in case there are unabsorbed depreciation or losses, are recognized if there is virtual certainty that sufficient future taxable income will be available to realize the same.
- (iii) Deferred tax assets and liabilities are measured using the tax rates and tax law that have been enacted or substantively enacted by the Balance Sheet date.
- (iv) During the year, position of Deferred tax asset and liabilities are mentioned in below mentioned table.

(₹ In Lakhs)

Sr No.	Particulars	Opening as on 01.04.2023	Charge	Reversal	Closing as on 31.03.2024
1.	Deferred tax asset related to				
	Preliminary expenses written off	-	1.66	-	1.66
	Unabsorbed depreciation and loss(Normal Depreciation)	-	-	-	-
2.	Deferred Tax Liability related to				
	Property, plant and equipment (Assets)	(37.99)	-	(19.97)	(20.05)
	Net Deferred tax asset/ liability	37.99	1.66	19.97	(18.39)

### (o) Provisions, contingent liabilities and contingent assets:

(i) Provision is recognized in the accounts when there is a present obligation as a result of past event(s), and it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

(ii) During the year provisions were made are as under:

(₹ In Lakhs)

Sr. No.	Particulars	Opening balance (₹.)	Charge Against the Provision (₹.)	Provision reversed during the year(₹.)	Provision Made during the year(₹.)	Closing (₹.)
1.	Income tax	102.00	102.00	-	300.00	300.00
2.	Provident Fund	0.09	0.09	-	0.11	0.11
3.	Gratuity	18.10	-	-	3.71	21.81
4.	Employees' state insurance	0.05	0.05	-	0.06	0.06
5.	Audit fees	1.00	1.00	-	1.40	1.40
6.	Electricity Expenses	13.00	13.00	-	17.24	17.24

(iii) No provision has been made in the financial statements annexed herewith for the doubtful debt and loan and advances. These may include some bad debts, which have not been determined so far.

### 3. Other notes:

#### (a) Securities premium on the shares issued to the public:

- (i) During the financial year, the company has issued 59,90,000 equity shares of ₹. 10/- each and share premium of ₹. 65/- each. The Share premium is used by the company to write off the initial public offer expenses of ₹. 3,94,68,677/-.

#### (b) Utilization of the funds raised through the initial public offer:

- (i) The Company has raised funds amounting to ₹. 44,92,50,000/- from the Initial public offer for shares to the public. The purpose of this issue was to set up the plant at Dhule, Maharashtra. Along with this issue, the company has also raised funds by availing fresh term loan amounting to ₹ 14,00,00,000/- from Central Bank of India. This loan is availed for acquisition of Plant and machinery for the production in plant based in Dhule, Maharashtra.
- (ii) As on 31 March 2024, the operations of the company in Dhule plant have not been initiated. Thus, all the expenses incurred for the plant in Dhule are capitalized in Capital Work in Progress. In addition to that, as the operations are not started yet,

#### (c) Advances:

- (i) Advances recoverable in cash or in kind or for value to be received as shown in Note-19 Short-Term Loans & Advances include the following amount due from related parties.

(₹ In Lakhs)

Name of the Company or concern	As at 31.03.2024	Maximum amount during the year	As at 31.03.2023	Maximum amount during the year
Radhe Renewable Energy Development Private Limited	2022.54	2360.00	432.20	432.20
Shantol Recycling Private Limited	43.80	404.50	-	-

- (ii) Provision is made for accrued liability for Gratuity in respect of employees who leave the service of the Company during any year. No provision, however, is made in respect of present value for future payments.



For **J C Ranpura & Co.,**  
Chartered Accountants  
Firm Registration no. 108647W

**Ketan Y. Sheth**  
Partner  
Membership no. 118411  
UDIN: 24118411BJZWQZ4608

Place: Rajkot  
Date: 18 May 2024

For and on behalf of the board of directors  
**M/s. Hi- Green Carbon Limited**

**Amit Bhalodi**  
Managing Director & CEO  
DIN:00410150

**Shaileshkumar Makadia**  
Director  
DIN: 00593049

**Sagar Sayani**  
Company Secretary  
Membership no. A55224

# Notes forming part of the Financial Statements

## 3. Share Capital

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
<b>Authorised Share Capital</b>		
Equity Shares, of Rs. 10 each, 25000000 (Previous Year -25000000) Equity Shares	2,500.00	2,500.00
<b>Issued, Subscribed and Fully Paid up Share Capital</b>		
Equity Shares, of Rs. 10 each, 24990000 (Previous Year -19000000) Equity Shares paid up	2,499.00	1,900.00
<b>Total</b>	<b>2,499.00</b>	<b>1,900.00</b>

### (i) Reconciliation of number of shares

Particulars	31 March 2024		31 March 2023	
	No. of shares	(Rs in lakhs)	No. of shares	(Rs in lakhs)
<b>Equity Shares</b>				
Opening Balance	19,000,000	1,900.00	19,000,000	1,900.00
Issued during the year	5,990,000	599.00	-	-
Deletion	-	-	-	-
<b>Closing balance</b>	<b>24,990,000</b>	<b>2,499.00</b>	<b>19,000,000</b>	<b>1,900.00</b>

### (ii) Rights, preferences and restrictions attached to shares

Equity Shares: The Company has one class of issued, subscribed & paid up equity shares having par value of Rs.10/- Each. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company. The Distribution will be in proportion to the number of equity shares held by shareholders.

### (iii) Shares held by Holding company, its Subsidiaries and Associates

Particulars	31 March 2024		31 March 2023	
	No of Shares	(Rs in lakhs)	No of Shares	(Rs in lakhs)
Holding Company :- M/s RNG Finlease Pvt. Ltd.	12,556,400	1,255.64	13,600,000	1,360.00

### (iv) Details of Shares held by shareholders holding more than 5% of the aggregate shares in the company

(₹ In Lakhs)

Equity Shares	31 March 2024		31 March 2023		
	Name of Shareholder	No. of shares	In %	No. of shares	In %
RNG Finlease Pvt. Ltd.	12,556,400	50.25%	13,600,000	71.58%	
Amitkumar Hasmukhrai Bhalodi	1,100,000	4.40%	1,100,000	5.79%	
Krupa Dethariya	1,100,000	4.40%	1,100,000	5.79%	
Shaileshkumar Vallabhdas Makadia	1,100,000	4.40%	1,100,000	5.79%	

### (v) Shares held by Promoters at the end of the year 31 March 2024

(₹ In Lakhs)

Name of Promoter	Class of Shares	No. of Shares	% of total shares	% Change during the year
RNG Finlease Pvt. Ltd.	Equity	12,556,400	50.25%	-21.33%
Amitkumar Hasmukhrai Bhalodi	Equity	1,100,000	4.40%	-1.39%
Krupa Dethariya	Equity	1,100,000	4.40%	-1.39%
Kush Chetankumar Dethariya	Equity	700,000	2.80%	-0.88%
Radhika Amitkumar Bhalodi	Equity	700,000	2.80%	-0.88%
Shaileshkumar Vallabhdas Makadia	Equity	1,100,000	4.40%	-1.39%
Shriyakumari Shaileshkumar Makadia	Equity	700,000	2.80%	-0.88%

### Shares held by Promoters at the end of the year 31 March 2023

(₹ In Lakhs)

Name of Promoter	Class of Shares	No. of Shares	% of total shares	% Change during the year
RNG Finlease Pvt. Ltd.	Equity	13,600,000	71.58%	-28.42%
Amitkumar Hasmukhrai Bhalodi	Equity	1,100,000	5.79%	5.79%
Krupa Dethariya	Equity	1,100,000	5.79%	5.79%
Kush Chetankumar Dethariya	Equity	700,000	3.68%	3.68%



**Hi Green Carbon Limited**  
(CIN: U45100GJ2011PLC066917)

**Notes forming part of the Financial Statements**

Radhika Amitkumar Bhalodi	Equity	700,000	3.68%	3.68%
Shaileshkumar Vallabhdas Makadia	Equity	1,100,000	5.79%	5.79%
Shriyakumari Shaileshkumar Makadia	Equity	700,000	3.68%	3.68%

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

#### 4. Reserves and Surplus

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
<b>Securities Premium</b>		
Opening Balance	-	-
Add: Issue of Shares	3,893.50	-
Less: Deletion	-	-
(Add)/Less: Adjustment	394.69	-
Closing Balance	3,498.81	-
<b>Statement of Profit and loss</b>		
Balance at the beginning of the year	526.61	-708.44
Add: Profit/(loss) during the year	1,027.55	1,235.06
<b>Balance at the end of the year</b>	1,554.17	526.61
<b>Total</b>	<b>5,052.98</b>	<b>526.61</b>

The company has incurred expenses of ₹ 394.69 lakhs for issue of shares and the said has been written off againsts share premium received in such issue of shares.

#### 5. Long term borrowings

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Secured Term loans from banks	1,170.34	117.26
Unsecured Loans and advances from related parties	242.00	264.45
<b>Total</b>	<b>1,412.34</b>	<b>381.71</b>

## Particulars of Long term Borrowings

(₹ In Lakhs)

Name of Lender/Type of Loan	Nature of Security	Rate of Interest	Monthly Installments	No of Installment
HDFC Toyota Fortuner Loan	See 1 below	8.00%	75311	60
CBI Kia Carnival Loan	See 2 below	8.40%	43986	60
CBI Tata Harrier Loan	See 3 below	8.40%	23653	60
CBI Term Loan 415	See 4 below	10.00%	2334000	60
CBI Term Loan 916	See 5 below	7.50%	356588	60

1. Secured against hypothecation of Fortuner Car.
2. Secured against hypothecation of Carnival Car.
3. Secured against hypothecation of Harrier Car.
4. Secured against hypothecation of plant and machinery.
5. Secured against hypothecation of plant and machinery.

## Loans Guaranteed by Directors or Others (Long-term Borrowing)

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Secured Term Loans from Banks	1133.88	67.21

Secured Term Loans from Central Bank of India are Guaranteed by Mr. Amitkumar Bhalodi, Mr. Shaileshkumar Makadia, Mr. Nirmalkumar Sutaria Directors of the Company and M/s. RNF Finlease Private Limited, a Holding Company and M/s. Radhe Renewable Energy Development Private Limited and M/s. Radhe Real Estate and Infrastructure.

## 6. Deferred tax liabilities Net

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Deferred Tax Liabilities	18.39	37.99
<b>Total</b>	<b>18.39</b>	<b>37.99</b>

## Significant components of Deferred Tax

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Deferred Tax Liability		
Difference between WDV of Property, plant and equipments as per books and Income Tax	19.58	37.63
Difference between profit on sale of assets as per books and as per Income Tax	-	0.36
Gross Deferred Tax Liability (A)	19.58	37.99
Deferred Tax Asset		
Difference between Preliminary Expenses under Income Tax and as shown in Books	1.19	
Gross Deferred Tax Asset (B)	1.19	-
<b>Net Deferred Tax Liability (A)-(B)</b>	<b>18.39</b>	<b>37.99</b>

In the opinion of management, deferred tax assets and liabilities are reviewed periodically and there are no items in deferred tax assets or liabilities that need to be written off.

## 7. Long term provisions

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Provision for employee benefits	18.93	15.84
<b>Total</b>	<b>18.93</b>	<b>15.84</b>

## 8. Short term borrowings

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Current maturities of long-term debt	336.46	64.77
Secured Loans repayable on demand from banks	650.70	915.71
<b>Total</b>	<b>987.16</b>	<b>980.48</b>

## Loans Guaranteed by Directors or Others (Short-term Borrowing)

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Secured Loans repayable on demand from Banks	650.7	915.71
Current maturities of Long-term Debt	322.87	42.79

Secured Repayable on Demand from Central Bank of India is Guaranteed by Mr. Amitkumar Bhalodi, Mr. Shaileshkumar Makadia, Mr. Nirmalkumar Sutaria Directors of the Company and M/s. RNF Finlease Private Limited, a Holding Company and M/s. Radhe Renewable Energy Development Private Limited and M/s. Radhe Real Estate and Infrastructure.

## 9. Trade payables

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Due to Micro and Small Enterprises	23.13	426.73
Due to others	42.18	10.01
<b>Total</b>	<b>65.31</b>	<b>436.74</b>



## 9.1 Trade Payable ageing schedule as at 31 March 2024

(₹ In Lakhs)

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME	23.13	-	-	-	23.13
Others	42.18	-	-	-	42.18
Disputed dues- MSME	-	-	-	-	-
Disputed dues- Others	-	-	-	-	-
<b>Sub total</b>					<b>65.31</b>
MSME - Undue					-
Others - Undue					-
MSME - Unbilled dues					-
Others - Unbilled dues					-
<b>Total</b>					<b>65.31</b>

## 9.2 Trade Payable ageing schedule as at 31 March 2023

(₹ In Lakhs)

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME	425.93	0.80	-	-	426.73
Others	10.01	-	-	-	10.01
<b>Disputed dues- MSME</b>	-	-	-	-	-
<b>Disputed dues- Others</b>	-	-	-	-	-
<b>Sub total</b>					<b>436.75</b>
<b>MSME - Undue</b>					-
<b>Others - Undue</b>					-
<b>MSME - Unbilled dues</b>					-
<b>Others - Unbilled dues</b>					-
<b>Total</b>					<b>436.75</b>

### 9.3 Micro and Small Enterprise

(₹ In Lakhs)

Particulars	31 March 2024		31 March 2023	
	Principal	Interest	Principal	Interest
Amount Due to Supplier	23.13	-	426.73	-
<b>Principal amount paid beyond appointed date</b>	-	-	-	-
<b>Interest due and payable for the year</b>	-	-	-	-
<b>Interest accrued and remaining unpaid</b>	-	-	-	-
<b>Interest paid other than under Section 16 of MSMED Act to suppliers registered under the MSMED Act, beyond the appointed day during the year.</b>	-	-	-	-
<b>Interest paid under Section 16 of MSMED Act to suppliers registered under the MSMED Act beyond the appointed day during the year.</b>	-	-	-	-
<b>Further interest remaining due and payable for earlier years.</b>	-	-	-	-

### 10. Other current liabilities

(₹ In Lakhs)

Particulars	31 March 2024		31 March 2023	
Statutory dues	162.48		113.25	
Advances from customers	2.23		39.41	
<b>Total</b>	<b>164.71</b>		<b>152.66</b>	

### 11. Short term provisions

(₹ In Lakhs)

Particulars	31 March 2024		31 March 2023	
Provision for income tax	300.00		102.00	
Provision for Audit Fees	1.40		1.00	
Provision for Electricity Exps.	17.24		13.00	
<b>Total</b>	<b>318.64</b>		<b>116.00</b>	

## 12. Property, Plant and Equipment

(₹ In Lakhs)

Name of Assets	Gross Block			Depreciation and Amortization					Net Block
	As on 1-Apr-23	Addition	Deduction	As on 31-Mar-24	As on 1-Apr-23	for the year	Deduction	As on 31-Mar-24	As on 31-Mar-24
<b>(i) Property, Plant and Equipment</b>									
Land	285.42	410.27	2.50	693.20	-	-	-	-	693.20
Building	539.41	-	-	539.41	318.05	20.21	-	338.26	201.15
Plant & Machinery	3,412.95	298.41	35.50	3,675.86	2,247.24	244.08	9.13	2,482.18	1,193.68
Office Equipments	9.64	1.94	-	11.58	6.86	1.84	-	8.69	2.89
Computers	10.52	1.85	-	12.37	8.02	2.44	-	10.46	1.91
Furniture & Fixtures	25.46	8.19	-	33.65	17.56	3.57	-	21.14	12.52
Vehicles	196.80	12.66	14.04	195.43	84.80	35.74	12.96	107.58	87.85
<b>Total</b>	<b>4,480.20</b>	<b>733.34</b>	<b>52.04</b>	<b>5,161.50</b>	<b>2,682.53</b>	<b>307.87</b>	<b>22.09</b>	<b>2,968.31</b>	<b>2,193.20</b>
<b>(ii) Intangible Assets</b>									
Trademark (Hi Green Carbon)	0.25	-	-	0.25	0.15	0.01	-	0.16	0.09
Trademark (Shantol)	0.47	-	-	0.47	0.46	-	-	0.46	0.00
ISCC Plus Certificate	-	7.01	-	7.01	-	0.15	-	0.15	6.86
<b>Total</b>	<b>0.72</b>	<b>7.01</b>	<b>-</b>	<b>7.73</b>	<b>0.62</b>	<b>0.17</b>	<b>-</b>	<b>0.78</b>	<b>6.95</b>





The Real Green Carbon Black

**Hi Green Carbon Limited**  
(CIN: U45100GJ2011PLC066917)

Notes forming part of the Financial Statements

(₹ In Lakhs)

Name of Assets	Gross Block			Depreciation and Amortization				Net Block	
	As on 1-April-22	Addition	Deduction	As on 31-Mar-23	As on 1-Apr-22	for the Year	Deduction	As on 31-Mar-23	As on 31-Mar-23
<b>(i) Property, Plant and Equipment</b>									
Land	27.38	258.05	-	285.42	-	-	-	-	285.42
Building	537.15	2.26	-	539.41	295.75	22.30	-	318.05	221.36
Plant & Machinery	3,354.63	58.32	-	3,412.95	1,993.76	253.48	-	2,247.24	1,165.71
Office Equipments	7.55	2.09	-	9.64	5.83	1.03	-	6.86	2.78
Computers	8.33	2.19	-	10.52	6.27	1.75	-	8.02	2.50
Furniture & Fixtures	<b>21.26</b>	4.20	-	25.46	15.07	2.50	-	17.56	7.90
Vehicles	<b>81.03</b>	115.77	-	196.80	53.42	31.38	-	84.80	112.01
<b>Total</b>	<b>4,037.33</b>	<b>442.87</b>	<b>-</b>	<b>4,480.20</b>	<b>2,370.09</b>	<b>312.44</b>	<b>-</b>	<b>2,682.53</b>	<b>1,797.68</b>
<b>(ii) Intangible Assets</b>									
Trademark (Hi Green Carbon)	0.25	-	-	0.25	0.14	0.01	-	0.15	0.10
Trademark (Shantol)	0.47	-	-	0.47	0.45	0.02	-	0.46	0.00
ISCC Plus Certificate				-				-	-
<b>Total</b>	<b>0.72</b>	<b>-</b>	<b>-</b>	<b>0.72</b>	<b>0.59</b>	<b>0.03</b>	<b>-</b>	<b>0.62</b>	<b>0.10</b>
<b>(iii) Capital Work-in-progress</b>								<b>811.57</b>	<b>187.27</b>
	281	145	145	145	145	145	145		

(iii) Capital Work-in-progress	(Rs in lakhs)	
Particulars	31 March 2024	31 March 2023
<b>Opening Balance</b>	187.27	-
Add: Addition during the year	665.30	187.27
Less: Capitalised during the year	40.99	-
<b>Closing Balance</b>	<b>811.57</b>	<b>187.27</b>

### Capital Work-in-Progress Ageing Schedule

(₹ In Lakhs)

Capital Work-in-Progress	Amount in CWIP for a period of				31 March 2024	Amount in CWIP for a period of				31 March 2023
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	Total	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
<b>Projects in progress</b>	665.30	146.27	-	-	811.57	187.27	-	-	-	187.27
Projects temporarily suspended	-	-	-	-	-	-	-	-	-	-

### Disclosure for Project Overdue or exceeded its budgeted cost

Capital Work-in-Progress	Project Status	To be Completed				Project Status	To be Completed			
		Less than 1 year	1-2 Years	2-3 Years	More than 3 Years		Less than 1 year	1-2 Years	2-3 Years	More than 3 Years

### Intangible assets under development ageing Schedule

(₹ In Lakhs)

Intangible assets under development	Amount in CWIP for a period of					Amount in CWIP for a period of				
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	Total	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
Projects in progress	-	-	-	-	-	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-	-	-	-	-	-

## Disclosure for Project Overdue or exceeded its budgeted cost

(₹ In Lakhs)

Intangible assets under development	To be Completed as at 31 March 2024					To be Completed as at 31 March 2023				
	Project Status	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	Project Status	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years

## Title deeds of Immovable Property not held in name of the Company

(₹ In Lakhs)

Relevant line item in the Balance Sheet	Description of item of Property	Gross Carrying Value 31 March 2024	Gross Carrying Value 31 March 2024	Title deeds held in the name of	Title Holder	Property held since which date	Reason for not held in the Company name
Property, Plant and Equipment	Land and Building	-	-	NA	NA	NA	NA
Investment Property	Land and Building	-	-	NA	NA	NA	NA
Property, Plant and Equipment retired from active use and held for disposal	Land and Building	-	-	NA	NA	NA	NA
Others	Land and Building	-	-	NA	NA	NA	NA

**The company has not revalued its property, plant and equipment for the year ended on 31 March, 2024**

## 13. Non current investments

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Other non-current investments		
-N.S.C. Certificates	0.20	0.20
<b>Total</b>	<b>0.20</b>	<b>0.20</b>

## 14. Long term loans and advances

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Capital Advances	2,906.51	432.20
<b>Total</b>	<b>2,906.51</b>	<b>432.20</b>



## 15. Other non current assets

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Security Deposits	129.11	18.72
<b>Total</b>	<b>129.11</b>	<b>18.72</b>

## 16. Inventories

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Raw materials	352.71	579.35
Work-in-progress	152.95	75.36
Finished goods	451.84	393.19
Stores and spares	-	-
Stores and spare parts	177.16	179.88
<b>Total</b>	<b>1,134.66</b>	<b>1,227.77</b>

## 17. Trade receivables

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Unsecured considered good	781.34	562.12
<b>Total</b>	<b>781.34</b>	<b>562.12</b>

## 17.1 Trade Receivables ageing schedule as at 31 March 2024

(₹ In Lakhs)

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables- considered good	755.28	-	-	-	26.05	781.34
Undisputed Trade Receivables- considered doubtful	-	-	-	-	-	-
Disputed Trade Receivables considered good	-	-	-	-	-	-
Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
<b>Sub total</b>						<b>781.34</b>
Undue - considered good						-
Undue - considered doubtful						-
Provision for doubtful debts						-
<b>Total</b>						<b>781.34</b>

## 17.2 Trade Receivables ageing schedule as at 31 March 2023

(₹ In Lakhs)

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables- considered good	518.56	-	14.81	-	28.75	562.12
Undisputed Trade Receivables- considered doubtful						-
Disputed Trade Receivables considered good						-
Disputed Trade Receivables considered doubtful						-
<b>Sub total</b>						<b>562.12</b>
Undue - considered good						
<b>Total</b>						<b>562.12</b>

## 18. Cash and cash equivalents

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Cash on hand	5.10	6.87
Balances with banks in current accounts	1,002.22	2.13
<b>Total</b>	<b>1,007.32</b>	<b>9.00</b>

## 19. Short term loans and advances

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Advances to suppliers	1,090.26	144.57
Advance Income Tax (Net of provision for taxes)	300.00	-
Balances with Government Authorities	168.07	160.21
<b>Total</b>	<b>1,558.33</b>	<b>304.78</b>

## 20. Other current assets

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Interest accrued	0.05	-
Others		
-TCS Receivables	2.42	2.42
-TDS Receivable 2020-21	0.17	0.17
-TDS Receivables 2021-22	2.06	2.06
-TDS-TCS Receivables 2022-23	3.57	3.55
<b>Total</b>	<b>8.27</b>	<b>8.20</b>

## 21. Revenue from operations

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Sale of products	6,847.59	7,789.06
Other operating revenues		
-Freight Outward (Inter State Sales)	6.71	2.84
-Freight Outward (Intra State Sales)	6.15	2.82
-Sale of EPR Certificates	164.25	-
<b>Total</b>	<b>7,024.70</b>	<b>7,794.72</b>



## 22. Other Income

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Interest Income	23.77	0.63
Other non-operating income (net of expenses)	0.95	-
Balance Written Off	-	27.84
Custom Duty Drawback	1.14	4.28
Foreign Currency Rate Diff.	0.42	7.13
Profit on Sale of Fixed Asset	9.99	-
<b>Total</b>	<b>36.27</b>	<b>39.88</b>

## 23. Cost of Material Consumed

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Raw Material Consumed		
Opening stock	579.35	392.79
Purchases	4,168.24	5,153.54
Adjustment	(20.57)	(11.62)
Less: Closing stock	352.71	579.35
<b>Total</b>	<b>4,374.32</b>	<b>4,955.36</b>

## 24. Change in Inventories of work in progress and finished goods

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Opening Inventories		
Finished Goods	393.19	187.13
Work-in-progress	75.36	164.01
Less: Closing Inventories		
Finished Goods	451.84	393.19
Work-in-progress	152.95	75.36
<b>Total</b>	<b>(136.24)</b>	<b>(117.41)</b>

## 25. Employee benefit expenses

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Salaries and wages	105.35	104.60
Contribution to provident and other funds	1.32	1.21
Staff welfare expenses	1.81	1.90
Bonus	3.45	2.99
Directors Remuneration	30.00	22.23
Gratuity	3.71	18.10
<b>Total</b>	<b>145.64</b>	<b>151.03</b>

## Defined Contribution Plan

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Employers Contribution to Provident Fund	0.79	0.76
Employers Contribution to Employee State Insurance	0.53	0.46

## Defined Benefit Plan

### Changes in the present value of the defined benefit obligation

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Defined Benefit Obligation at beginning of the year	18.10	14.81
Current Service Cost	3.47	2.91
Interest Cost	1.26	0.98
Actuarial (Gain) / Loss	(1.02)	(0.60)
<b>Defined Benefit Obligation at year end</b>	<b>21.80</b>	<b>18.10</b>
<b>Fair value of plan assets as at the end of the year</b>	<b>-</b>	<b>-</b>

## Reconciliation of present value of defined benefit obligation and fair value of assets

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Present value obligation as at the end of the year	21.80	18.10
Amount classified as:		
Short term provision	2.87	2.25
Long term provision	18.93	15.84

## Expenses recognized in Profit and Loss Account

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Current service cost	3.47	2.91
Interest cost	1.26	0.98
Net actuarial loss/(gain) recognized during the year	(1.02)	(0.60)
<b>Total expense recognised in Profit and Loss</b>	<b>3.71</b>	<b>3.29</b>

### Government of India Securities

Corporate Bonds	-	-
Insurer Managed Fund	-	-
Special Deposit Scheme	-	-
Others	-	-
Others 1	-	-
Others 2	-	-

## Actuarial assumptions

Particulars	31 March 2024	31 March 2023
Discount Rate	7.20%	7.40%
Expected Rate of increase in Compensation Level	6.00%	6.00%
Expected Rate of return on Plan assets	Not Applicable	Not Applicable
Mortality Rate	IALM	IALM
Withdrawal Rate	10.00%	10.00%



## General Description of the Plan

The Entity operates gratuity plan through a trust wherein every employee is entitled to the benefit equivalent to fifteen days salary last drawn for each completed year of service. The same is payable on termination of service or retirement, whichever is earlier. The benefit vests after five years of continuous service. In case of some employees, the Entity's scheme is more favourable as compared to the obligation under Payment of Gratuity Act, 1972.

## 26. Finance costs

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Interest expense	116.54	129.93
<b>Total</b>	<b>116.54</b>	<b>129.93</b>

## 27. Depreciation and amortization expenses

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Depreciation on property, plant and equipment	308.03	312.47
<b>Total</b>	<b>308.03</b>	<b>312.47</b>

## 28. Other expenses

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Auditors' Remuneration	1.25	1.00
Administrative expenses		
-Commission Expense	1.30	7.82
-Donation Exp	1.75	0.50
-Fire & Safety Exp	0.27	0.54
-Misc Expenses	0.12	0.17
-Others	75.48	91.11
Direct expenses		
-Consumable Stores , Spares & Packing	290.92	279.10
-Others	20.30	9.39
Power and fuel	180.11	158.74
<b>Total continued</b>	<b>571.50</b>	<b>548.37</b>

## Other expenses

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
<b>Total continued from previous page</b>	<b>571.50</b>	<b>548.37</b>
Professional fees	10.49	13.86
Rates and taxes	2.95	1.76
Selling & Distribution Expenses	236.62	240.77
Other Business Administrative Expenses	16.31	-
CSR Expense	14.64	-
<b>Total</b>	<b>852.51</b>	<b>804.76</b>

## 29. Tax Expenses

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Current Tax	300.00	102.00
Deferred Tax	(19.60)	261.40
Prior Period Taxes	92.22	-
<b>Total</b>	<b>372.62</b>	<b>363.40</b>

## Significant components of Deferred Tax charged during the year

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Difference between book depreciation and tax depreciation	(20.85)	(24.12)
Temporary difference arising due to profit/(loss) on sale of assets	2.40	
Deferred tax asset arising due to opening balance rectification	(1.71)	
Deferred tax asset arising due to difference of Losses brought forward under books and Income tax		285.51
Deferred tax liabilities on preliminary expenses disallowed	0.55	
<b>Total</b>	<b>(19.60)</b>	<b>261.40</b>

### 30. Earning per share

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Profit attributable to equity shareholders (Rs in lakhs)	1,027.55	1,235.06
Weighted average number of Equity Shares	22,068,849	19,000,000
Earnings per share basic (Rs)	4.66	6.50
Earnings per share diluted (Rs)	4.66	6.50
Face value per equity share (Rs)	10	10

### 31. Contingent Liabilities and Commitments

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Claims against the Company not acknowledged as debt		
- Income tax demands	567.54	567.54
- Indirect tax demands		
<b>Total</b>	<b>567.54</b>	<b>567.54</b>

The company has gone into appeal to Commissioner of Income Tax (Appeals) for demand related to Income tax amounting to Rs. 4,11,32,440 pertaining to A.Y. 2013-14.

### 32. Earnings in Foreign Currencies

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Export of Goods calculated on FOB basis	120.05	316.89
<b>Total</b>	<b>120.05</b>	<b>316.89</b>

### 33. Expenditure made in Foreign Currencies

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Others	3.15	7.82
<b>Total</b>	<b>3.15</b>	<b>7.82</b>



### 34. Value of Import on CIF basis

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Raw Materials	30.32	
Capital goods		23.70
<b>Total</b>	<b>30.32</b>	<b>23.70</b>

### 35. Related Party Disclosure

(i) List of Related Parties	Relationship
Nirmalkumar Karshandas Sutaria	Whole-time Director
Amitkumar Hasmukhrai Bhalodi	Managaing Director and CFO
R N G Finlease Private Limited	Holding Company
Radhe Renewable Energy Development Private Limited	Company with same director
Shaileshkumar Vallabhdas Makadia	Director
Vitagreen Products Private Limited	Subsidiary of the Holding company
Radhika Amitkumar Bhalodi	Relative of direcor
Hasmukhbhai A Bhalodi	Relative of direcor
Samsara Recycling Private Limited	Company with same director
Heenaben N Sutaria	Relative of direcor
Shantol Recycling Private Limited	Subsidiary of the company
Madhav Shaileshbhai Makadia	Additional Director

## (ii) Related Party Transactions

(₹ In Lakhs)

Particulars	Relationship	31 March 2024	31 March 2023
Directors' Remuneration			
- Nirmalkumar Karshandas Sutaria	Whole-time Director	12.00	9.23
- Amitkumar Hasmukhrai Bhalodi	Managaing Director and CFO	18.00	13.00
- Madhav Shaileshbhai Makadia	Additional Director	0.50	-
Loan received			
- Amitkumar Hasmukhrai Bhalodi	Managaing Director and CFO	18.50	27.50
- R N G Finlease Private Limited	Holding Company	197.10	478.05
- Shaileshkumar Vallabhdas Makadia	Director	-	33.50
- Shantol Recycling Private Limited	Subsidiary of the company	400.00	-
Loan repaid			
- Amitkumar Hasmukhrai Bhalodi	Managaing Director and CFO	18.50	27.50
- R N G Finlease Private Limited	Holding Company	350.15	389.10
- Shaileshkumar Vallabhdas Makadia	Director	2.00	31.50
- Nirmalkumar Karshandas Sutaria	Whole-time Director	8.50	-
- Heenaben N Sutaria	Relative of direcor	10.00	-
Share of IPO Expenses			
- R N G Finlease Private Limited	Holding Company	81.82	-
Scrap Sales			
- Radhe Renewable Energy Development Private Limited	Company with same director	3.92	-
Purchase of goods			
- Radhe Renewable Energy Development Private Limited	Company with same director	0.37	0.78
- Vitagreen Products Private Limited	Subsidiary of the Holding company	-	716.29
- Samsara Recycling Private Limited	Company with same director	133.58	-
Purchase of Tyre Pyrosis Plant			
- Radhe Renewable Energy Development Private Limited	Company with same director	115.35	19.20

(₹ In Lakhs)

Purchase of MS Scrap Capital Work in Progress			
- Radhe Renewable Energy Development Private Limited	Company with same director	0.18	-
Purchase of D G Set			
- Radhe Renewable Energy Development Private Limited	Company with same director	29.50	-
Payment of advances for Plant and Machinery			
- Radhe Renewable Energy Development Private Limited	Company with same director	1,627.80	432.20
Purchase of Jet Mill			
- Radhe Renewable Energy Development Private Limited	Company with same director	-	14.16
Payment for advertisement expense			
- Shaileshkumar Vallabhdas Makadia	Director	-	1.41
Sale of goods			
- Vitagreen Products Private Limited	Subsidiary of the Holding company	0.66	-
Salary			
- Hasmukhbhai A Bhalodi	Relative of director		3.00
- Madhav Shaileshbhai Makadia	Additional Director	0.50	-
Sale of goods and Property, plant and equipment			
- Samsara Recycling Private Limited	Company with same director	21.11	-
Investment made			
- Shantol Recycling Private Limited	Subsidiary of the company	500.00	-

## Related Party Transactions

(₹ In Lakhs)

Particulars	Relationship	31 March 2024	31 March 2023
Continued from previous page			
Loan given			
- Shantol Recycling Private Limited	Subsidiary of the company	443.80	-



### (iii) Related Party Balances

(₹ In Lakhs)

Particulars	Relationship	31 March 2024	31 March 2023
Advances for Property, Plant and Equipments			
- Radhe Renewable Energy Development Private Limited	Company with same director	2,022.54	432.20
Creditors for expenses			
- Nirmalkumar Karshandas Sutaria	Whole-time Director	0.85	0.88
- Amitkumar Hasmukhrai Bhalodi	Mnagaing Director and CFO	0.59	1.26
- Hasmukhbhai A Bhalodi	Relative of direcor	-	0.25
Unsecured Loan			
- Nirmalkumar Karshandas Sutaria	Whole-time Director	-	8.50
- R N G Finlease Private Limited	Holding Company	242.00	88.95
- Shaileshkumar Vallabhdas Makadia	Director	-	2.00
- Heenaben N Sutaria	Relative of direcor	-	10.00
Advacnes for purchase of goods			
- Samsara Recycling Private Limited	Company with same director	252.90	-
Non current Investment			
- Shantol Recycling Private Limited	Subsidiary of the company	500.00	-
Short term Loans and advances			
- Shantol Recycling Private Limited	Subsidiary of the company	43.80	-

### 36. Long Term provision: Gratuity payable

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Balance as at 31 March, 2022 (As at 31 March, 2021)	-	-
Add: Created in the year	-	-
Less: Utilised in the year	-	-
Less: Trasnsferred to others	-	-
Balance as at 31 March, 2023 (As at 31 March, 2022)	15.84	-
Add: Created in the year	3.09	15.84
Less: Utilised in the year	-	-
Less: Trasnsferred to others	-	-
Balance as at 31 March, 2024 (As at 31 March, 2023)	18.93	15.84
<b>Total</b>	<b>37.86</b>	<b>31.68</b>

### 37. Short Term provision: Income Tax, Audit Fees and Electricity

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Balance as at 31 March, 2022 (As at 31 March, 2021)	1.00	1.00
Add: Created in the year	116.00	1.00
Less: Utilised in the year	(1.00)	(1.00)
Less: Transferred to others	-	-
Balance as at 31 March, 2023 (As at 31 March, 2022)	116.00	1.00
Add: Created in the year	318.49	116.00
Less: Utilised in the year	(116.00)	(1.00)
Less: Transferred to others	-	-
Balance as at 31 March, 2024 (As at 31 March, 2023)	318.49	116.00
<b>Total</b>	<b>752.97</b>	<b>233.00</b>

### 38. Disclosure for Consolidation

(₹ In Lakhs)

Name of the entity	Net Assets, i.e., total assets minus total liabilities		Share in profit or loss	
	As % of consolidated net assets	(Rs in lakhs)	As % of consolidated profit or loss	(Rs in lakhs)
Hi Green Carbon Limited	100.00%	7,551.98	100.00%	1,027.55
Indian Subsidiary				
Shantol Recycling Private Limited			0.00%	-
Foreign				
NA	0.00%	-	0.00%	-
Minority Interest in all subsidiaries				
Associates				
Indian				
NA	0.00%	-	0.00%	-
Foreign				
NA	0.00%	-	0.00%	-
Joint Ventures				
Indian				
NA	0.00%	-	0.00%	-
Foreign				
NA	0.00%	-	0.00%	-
<b>Total</b>	<b>100.00%</b>	<b>7,551.98</b>	<b>100.00%</b>	<b>1,027.55</b>

Subsidiary company Shantol Recycling Private Limited has Nil Balance in its Reserves and Surplus. Thus, it does not contribute in Net Assets shown in Consolidated Financial Statements.

### 39. Loans and Advances given to Related Parties

The company has not given any loans and advances to related parties.

### 40. Security of Current Assets Against Borrowings

Reconciliation between Current Assets as per Quarterly statement filed with Bank and Current Asset as per Books of Account

(₹ In Lakhs)

Particulars	Jun, 2023	Sept, 2023	Dec, 2023	Mar, 2024
Current Assets as per Quarterly Return filed with Bank	1,733.79	1,857.60	2,030.57	1,884.37
Add:				
Purchase Bill accounted later	29.05	0.87	0.91	-
Sale Bill accounted later (for Debtors)	43.33	64.64	80.46	31.62
<b>Current Assets as per Books of Account</b>	<b>1,806.17</b>	<b>1,923.11</b>	<b>2,111.95</b>	<b>1,916.00</b>

### 41. Details of Benami Property held

The company is not holding any Benami property as defined under Prohibition of Benami Property Transactions Act, 1988.

### 42. Wilful Defaulter

Date of declaration as wilful defaulter

The board of directors of the Company is of the opinion that the Company has, till the date of signing of this financial statement, not been declared as willful defaulter by its banks or financial institution.

### 43. Relationship with Struck off Companies

On the basis of confirmation with the parties, the board of directors of the Company is of the opinion that the Company did not have any transactions with companies struck off under section 248 of the Companies Act, 2013.

### 44. Registration of Charge

There are two vehicles purchased on loan for which charges thereof is to be registered with ROC.



## 45. Compliance with number of layers of companies

There are no number of layers as prescribed under clause 87 of section 2 of the Companies Act, 2013 read with the Companies (Restrictions on number of layers) Rules, 2017.

## 46. Ratio Analysis

(₹ In Lakhs)

Particulars	Numerator/Denominator	31 March 2024	31 March 2023	Change in %
<b>(a) Current Ratio</b>	<b>Current Assets</b>	<b>2.92</b>	<b>1.25</b>	<b>133.38%</b>
	<b>Current Liabilities</b>			
<b>(b) Debt-Equity Ratio</b>	<b>Total Debts</b>	<b>0.32</b>	<b>0.56</b>	<b>-43.40%</b>
	<b>Shareholder's Equity</b>			
(c) Debt Service Coverage Ratio	Earning available for Debt Service	-	-	
	Debt Service			
(d) Return on Equity Ratio	Profit after Tax	20.60%	68.27%	-69.83%
	Average Shareholder's Equity			
(e) Inventory turnover ratio	Total Turnover	5.95	7.20	-17.37%
	Average Inventories			
(f) Trade receivables turnover ratio	Total Turnover	10.46	14.72	-28.94%
	Average Trade Receivable			
(g) Trade payables turnover ratio	Total Purchases	16.60	11.21	48.12%
	Average Trade Payable			
(h) Net capital turnover ratio	Total Turnover	2.38	18.30	-87.00%
	Closing Working Capital			
(i) Net profit ratio	Net Profit	14.63%	15.84%	-7.68%
	Total Turnover			
(j) Return on Capital employed	Earning before interest and taxes	15.21%	45.17%	-66.32%
	Capital Employed			

**Note:**

i. Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability

**Reasons for Variances**

a) There is an increase of huge proportion in the current ratio. The reason for such exponential increase is the synergy availed through utilization of funds raised in Initial public offer in working capital of the company.

b) As the Equity share capital and securities premium are increased due to public issue of shares, the Debt Equity ratio fell despite of the new loan from Central Bank of India amounting to Rs. 14 crores.

c) Return on equity ratio has decreased as compared to last year because the Shareholders' Equity has increased as a result of Public issue of shares of the company and this has impacted the Average shareholders' equity to decrease. Further, the overall profitability of the company in current year has decreased due to decrease in sales of the company.

d) Due to reduction in sales of the company and simultaneously increase in trade receivables, the Trade Receivables' turnover has decreased.

e) As a result of raising of funds and increase in the sanction limit of Bank cash credit, the company has surplus funds available for the purpose of working capital and this has resulted in increase in effectiveness of payments being made to trade payables and overall working capital cycle of the working capital. This has resulted into increase in the ratio.

f) Due to utilization of funds raised in day to day operations of the company, all the current liabilities are minimized due to improvement of the working capital cycle of the company. This has resulted into increase in working capital of the company. Thus, the Net capital Turnover ratio has decreased.

g) During the current year, the company has issued shares to public and also raised the term loan amounting to Rs. 14 crores. This has resulted into increase in Capital Employed of the company. Further, during the current year, the profit of the company has decreased. This has effected fall of the Return on Capital Employed.

## 47. Disclosure where company has given loan or invested to other person or entity to lend or invest in another person or entity

No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person/s or entity/ies including foreign entity/ies (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediaries shall lend or invest in party (“Ultimate Beneficiaries”) identified by or on behalf of the Company.

## 48. Disclosure where company has received fund from other person or entity to lend or invest in other person or entity

The Company has not received any fund from any party(s) (“Funding Party/ies”), 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 by or on behalf of the Company (“Ultimate Beneficiary”) or provide any guarantee, security, or the like on behalf of the Ultimate Beneficiary.

## 49. Undisclosed Income

The Company has not disclosed any transaction not recorded in books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961 and also not recorded any previously unrecorded income and related assets .

## 50. CSR Expenditure

(₹ In Lakhs)

Particulars	31 March 2024	31 March 2023
Amount required to be spent by the company during the year	13.95	-
Amount of expenditure incurred	14.64	-

### Nature of CSR activities

The company has incurred expense of corporate social responsibility for the purpose of promotion of education and general public utility in the villages near the factory and plantation of trees at the nearby areas of the factory.

## 51. Details of Crypto Currency

The Company has not traded or invested in Crypto Currency or Virtual Currency during the financial year ended on 31 March, 2024



## **52. Other Statutory Disclosures as per the Companies Act, 2013**

- a) The company has not entered into any scheme of arrangement approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.
- b) There are no dividends proposed to be distributed to equity and preference share holders.
- c) The company has issued the shares to the public for the specific purpose and there are funds available to the company unutilized upto the date of the Financial Statements and Audit Report. These unutilized amount of funds are invested in Fixed deposits amounting to 10 crores. The said figure of Fixed deposit is shown as a part of Cash and Cash Equivalents in the Financial Statements.
- d) The Board of the Company is of the opinion that the assets other than Property, plant and equipment, Intangible assets and Non-current investments have a value on realization in the ordinary course of business at least equal to the amount at which they are stated.
- e) The company has used the borrowings from banks and financial institutions for the specific purpose for which it was taken at the balance sheet date.

### **See accompanying notes to the financial statements**

For **J C Ranpura & Co.,**  
Chartered Accountants  
Firm Registration no. 108647W

For and on behalf of the board of directors  
**M/s. Hi- Green Carbon Limited**

**Amit Bhalodi**  
Managing Director & CEO  
DIN:00410150

**Shaileshkumar Makadia**  
Director  
DIN: 00593049

**Sagar Sayani**  
Company Secretary  
Membership no. A55224

**Ketan Y. Sheth**  
Partner  
Membership no. 118411  
UDIN: 24118411BJZWQZ4608  
Place: Rajkot  
Date: 18 May 2024

# Annexure

## FORM NO. AOC.1

### Statement containing salient features of the financial statement of Subsidiaries/associate companies/joint ventures (Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

#### Part "A": Subsidiaries

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

Sr. No.	Name of Subsidiaries	SHANTOL RECYCLING PRIVATE LIMITED
1.	The date since when subsidiary was acquired	16.04.2023
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Not Applicable
3.	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries.	Not Applicable
4.	Share capital	5,00,00,000
5.	Reserves & surplus	-
6.	Total assets	5,46,92,527
7.	Total Liabilities	46,92,527
8.	Investments	-
9.	Turnover	-
10.	Profit before taxation	-
11.	Provision for taxation/Deferred Tax/ Prior period tax	-
12.	Profit after taxation	-
13.	Proposed Dividend	-
14.	% of shareholding	100.00% of Equity Capital

## Part "B": Associates and Joint Ventures

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

Since there is no Associate Company or Joint-Venture Company of M/s. Hi-Green Carbon Limited, the details pertaining to Part-B are not furnished in this Statement.

For **J C Ranpura & Co.,**  
Chartered Accountants  
Firm Registration no. 108647W

For and on behalf of the board of directors  
**M/s. Hi- Green Carbon Limited**

**Ketan Y. Sheth**

Partner

Membership no. 118411

UDIN: 24118411BJZWQZ4608

Place: Rajkot

Date: 18 May 2024

**Amit Bhalodi**

Managing Director & CEO

DIN:00410150

**Shaileshkumar Makadia**

Director

DIN: 00593049

**Sagar Sayani**

Company Secretary

Membership no. A55224



# CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

**(Pursuant to Regulation 34 (3) and Schedule V Para C Clause (10) (i) of the SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015)**

**To,  
The Members,  
HI-GREEN CARBON LIMITED  
G-557, Lodhika Industrial Estate,  
Metoda G.I.D.C. Gate No. 3, Metoda, Rajkot,  
Lodhika, Gujarat, India, 360021**

We have examined the relevant register, records, forms, returns and disclosures received from the Directors of HI-GREEN CARBON LIMITED (U45100GJ2011PLC066917) having registered office at G-557, Lodhika Industrial Estate, Metoda G.I.D.C. Gate No. 3, Metoda, Rajkot, Rajkot, Lodhika, Gujarat, India, 360021 and other necessary record produced before us by the Management of the Company, for the purpose of issuing this certificate in accordance with regulation 34 (3) read with Schedule V, Para -C, Sub Clause 10 (i) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirement) regulation 2015.

In our opinion and to the best of our information and according to the verification (Including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanation furnished to us by the Company & its officer, we hereby certify that none of the Directors on the Board of the company as stated herein below for the Financial year ended on 31st March 2024 have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Ministry of Corporate affairs or any such statutory authority.

Sr. NO.	Name of the Director	Director Identification Number	Date of Appointment	Date of Resignation
1	AMITKUMAR HASMUKHRAI BHALODI	410150	29/08/2011	-
2	NIRMALKUMAR KARSHANDAS SUTARIA	5208299	30/03/2012	-
3	SHAILESHKUMAR VALLABHDAS MAKADIA	593049	15/10/2022	-
4	PARASHAR KISHORBHAI VYAS	10068419	01/04/2023	-
5	SHAILESHBHAI DURLABHJIBHAI SAGPARIYA	10068422	01/04/2023	-
6	NARENDRA KANTILAL PATEL	3164191	01/04/2023	-
7	KRUPA DETHARIYA	2911845	14/02/2023	-

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

**PIYUSH JETHVA**  
Practising Company secretary

Date: 17.09.2024  
Place: Rajkot

Sd/-  
FCS: 6377, CP: 5452  
UDIN: F006377F000706593  
Peer Review Certificate No. 1331/2021

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