

# 28<sup>TH</sup> ANNUAL REPORT 2023-2024

2024

INDO-MIM LIMITED



[www.indo-mim.com](http://www.indo-mim.com)

Reg. Office:  
45(P), KIADB Industrial  
Area,  
Hoskote, Bangalore,  
India 562114

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## **ABOUT US**

**From its formation in 1996, INDO-MIM has grown to become a leading global supplier of components using various technologies such as Metal Injection Molding (MIM), Investment Casting, Precision Machining, 3D printing etc., INDO-MIM has been a world leader in MIM field and is a proven supplier of components to customers in more than Forty-Five countries in the Americas, Europe and Asia.**

**INDO-MIM is a fully integrated component supplier with proven proficiency in design, tooling, materials, finishing and assembly operations. The state-of-the-art manufacturing facility of Indo-MIM is spread over more than one million square feet of manufacturing floor space and is housing the world's largest installed capacity for metal injection molding. Headquartered in Bangalore, India, our modern facilities have a combined strength of over 2500 skilled engineers, technicians, and manufacturing associates. We are ISO 9001:2015, IATF 16949 : 2016, ISO 13485: 2016, ISO 14001:2015, AS 9100 : 2016 and ISO 45001 : 2018 certified. INDO-MIM has the expertise for providing one stop solution in manufacturing complex shaped precision components and sub-assemblies.**

**Once again, welcome to “INDO-MIM”, where we're sure, you'll discover simple solutions to manufacturing complexities.**



## **INDO-MIM VISION**

**To be the World's Leading Producer of Highly engineered  
Products and systems by exceeding our customers' expectation  
Of Quality, Delivery, Cost and Service.**

## **CORPORATE INFORMATION**

### **Board of Directors**

**Mr. Krishna Chivukula, Chairman and Managing Director**  
**Mrs. Jagadamba Chandrasekhar, Non-executive Director**  
**Mr. Raj Chivukula, Non-executive Director**  
**Mr. Krishna Chivukula Jr., CEO and Whole Time Director**  
**Mrs. Meera Shankar, Independent Director**  
**Mrs. Rajni Anil Mishra, Independent Director**  
**Mrs. Sujitha Karnad, Independent Director**

### **Chief Financial Officer**

**Mr. Parasuraman Balasubramanian**

### **Company Secretary**

**Mr. Santosh Dash**

### **Statutory Auditor**

**P Murali & Co**

**Chartered Accountants (Regn. No. 007257S)**  
**6-3-655/2/3, somajiguda,**  
**Hyderabad 500082, Telangana, India**

### **Bankers**

**Axis Bank Limited**  
**Export-Import Bank of India Limited**  
**Federal Bank Limited**  
**HDFC Bank Limited**  
**IDBI Bank Limited**  
**IDFC First Bank Limited**  
**Kotak Mahindra Bank Limited**  
**State Bank of India**

## **WE OPERATE FROM**

### **Registered Office & Plant**

**No. 45(P), KIADB Industrial Area, Hoskote, Bangalore 562114**

### **Other Major Plants**

**#No. 43,44,45(P), KIADB Industrial Area, Doddaballapur, Bengaluru  
561203,**

**#No. 62-B (Part I & II), APIIC Industrial Park, Chittoor, Tirupathi, AP**

### **Plants of 100% Subsidiary Companies (WOS)**

#### **INDO-MIM INC**

**3902 SW 36 St. Suite 101 San Antonio, TX, USA 78226**

#### **TRIAX Industries LLC**

**6519 W Allison Rd, Chandler, AZ, USA 85226**

#### **Conway Marsh Garrett Technologies Ltd**

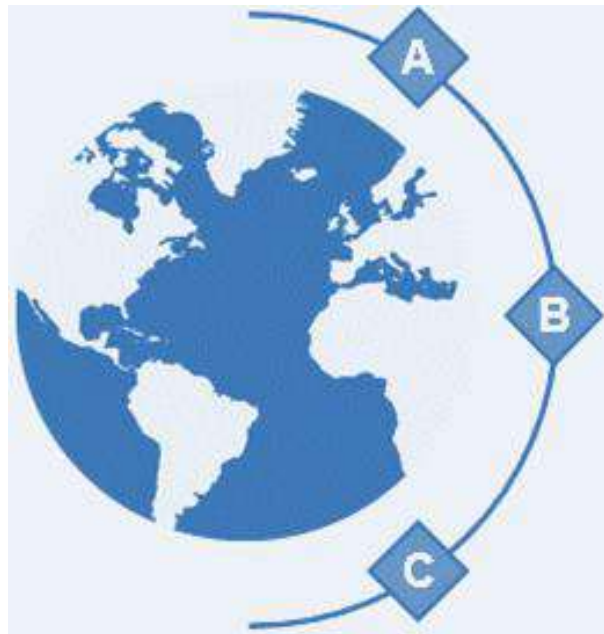
**Unit I1 Thompson Drive Base Business Park,**

**Rendlesham, Woodbridge, Suffolk, IP12 2TZ,**

**England**

**(Acquired in June 2023)**

## INTERNATIONAL PRESENCE



- (A) USA Sales office: INDO-MIM Inc. 115 Floral Vale Blvd, Yardley, PA 19067**
- (B) Europe Sales office: Oskar – Lapp Str.70565 S tuttgart-Germany**
- (C) China Sales office: 3F-T4 Hongqiao Lihpao Plaza, 36 Shenbin Road,Minhang District, Shanghai, China.**

**We also have sales representatives in various Countries who work with us on sales commission basis.**

# DIRECTORS' REPORT

**Dear Members**

Your Directors have pleasure in presenting this 28<sup>th</sup> Annual Report of INDO-MIM Limited (formerly known as INDO-MIM Private Limited) (“Company”) together with Audited Financial Statements for the financial year ended 31<sup>st</sup> March 2024.

The Performance of the Company in 2023-24 on standalone basis is as follows-

- FINANCIAL PERFORMANCE**

Particulars	(In Rupees Lakhs)		
	For the Year ended March 2024	For the Year ended March 2023	% Change
Gross Revenue	243,932.23	233,679.79	4.39%
Profit Before Interest, Depreciation and Taxes	72,805.47	73,424.41	-0.84%
Interest	8,313.46	5,069.12	64.00%
Depreciation	13,444.81	12,536.06	7.25%
Profit / (Loss) Before Taxes (PBT)	51,047.21	55,819.23	-8.55%
Provision / Reversal of Provision for Tax	15,310.59	14,241.66	7.51%
Profit / (Loss) After Taxes (PAT)	35,736.62	41,577.57	-14.05%
Weighted average no. of Shares	48,16,37,860	479,890,280	*(Note 1)
Earnings Per Share (Basic and Diluted)	7.42	8.66	-14.43%
PBT/Sales %	20.93%	23.89%	-2.96%
PAT/ Sales %	14.65%	17.79%	-3.14%

(Previous year’s figures are rounded up to nearest two decimals and are regrouped wherever necessary).

\* (Note 1: Number of outstanding Equity shares as on March 31, 2023, was 9,59,78,056 with face value of Rs. 5/- each. Face value of Equity shares became Re.1/- during FY 24 and therefore, for the purpose of comparable EPS calculation, the number of shares as on March 31, 2024, is taken as 479,890,280 with face value of Re. 1/-.)

- OPERATIONS & OUTLOOK**

- The topline grew by 4.39% in FY 24 over FY 23.
- The PBT went down by 8.55% in FY 24 over FY 23.
- The PAT went down by 14.05% in FY 24 over FY 23.
- PBT % to sales went down to 20.93% in FY 24 Vs 23.89% in FY 23.

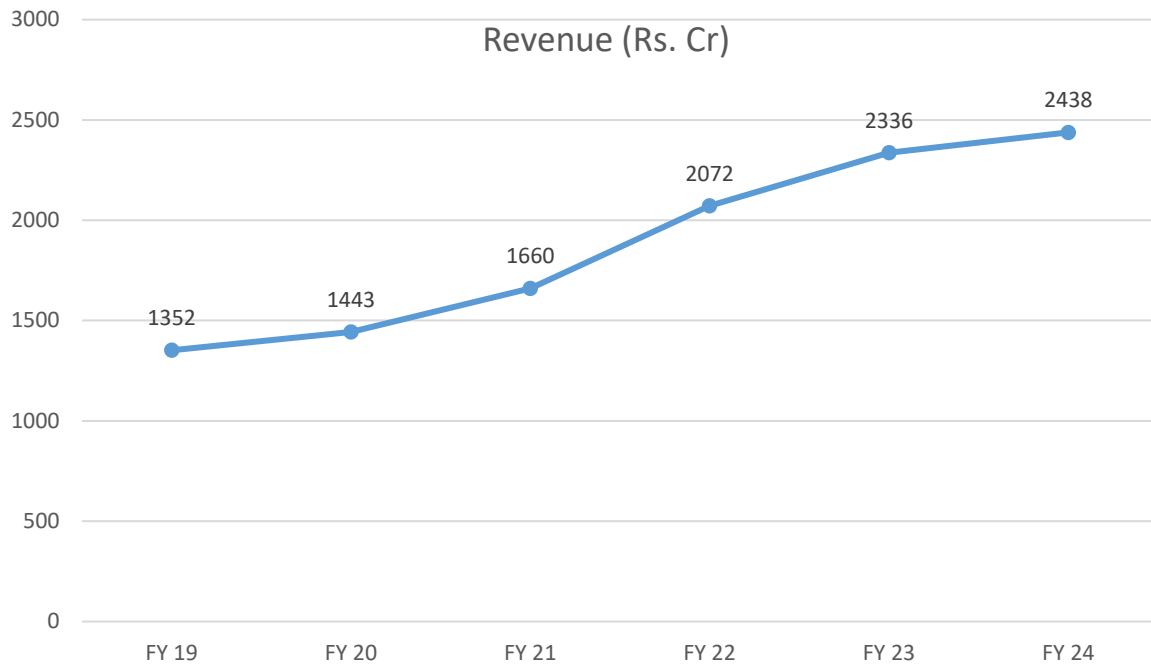


- The employee cost increase and finance cost increase were not compensated by the increase in sales and contribution margin and hence there was a reduction in the profitability of the company.
- PAT % to sales went down to 14.65% in FY 24 Vs 17.79% in FY 23
- We expect the profitability to improve in FY 25 as the turnover is expected to increase more than proportionately Vs the costs.

● **TERM LOAN POSITION AS ON 31-3-2024 (in Rs Lakhs)**

<b>Bank Name</b>	<b>Sanctioned</b>	<b>Drawn</b>	<b>Outstanding</b>
IDFC First Bank Ltd	4,500.00	4,500.00	2,025.00
IDFC First Bank Ltd	5,000.00	5,000.00	3,532.80
IDFC First Bank Ltd	7,500.00	4,651.00	4,651.00
Kotak Mahindra Bank Ltd	4,500.00	4,064.39	1,801.65
Kotak Mahindra Bank Ltd	15,000.00	15,000.00	11,299.22
Kotak Mahindra Bank Ltd	15,000.00	5,000.00	5,000.00
Federal Bank Ltd	5,000.00	4,744.82	1,863.96
Federal Bank Ltd	15,000.00	11,395.09	7,928.64
HDFC Bank Ltd	10,000.00	10,000.00	2,500.00
HDFC Bank Ltd	6,800.00	6,798.59	283.27
HDFC Bank Ltd	10,800.00	10,784.43	6,029.39
HDFC Bank Ltd	20,000.00	19,915.00	16,339.78
HDFC Bank Ltd	10,000.00	2,454.00	2,376.15
Axis Bank Ltd	4,500.00	4,500.00	1,575.00
Axis Bank Ltd	10,000.00	9,999.00	6,499.00
IDBI Bank Ltd	4,600.00	4,600.00	3,220.00
EXIM Bank Ltd	USD 9 Million	5,964.98	298.25
EXIM Bank Ltd	7,200.00	4,750.83	4,750.83
<b>Total</b>	-	-	<b>81,973.94</b>

- PERFORMANCE DURING PRECEEDING FINANCIAL YEARS (STANDALONE BASIS): -**



- CAPITAL STRUCTURE CHANGES DURING FY 24**

- SUBDIVISION OF FACE VALUE OF EQUITY SHARES:**

The Board of Directors at its meeting held on 08<sup>th</sup> May 2023 has approved Subdivision of face value of the Equity shares of the company from Rs. 5/- each to Equity shares of Re. 1/- each. Although this sub-division of face value of the Equity Shares doesn't impact the aggregate value of Authorized, Issued, Subscribed and Paid-up capital, only the number of shares got increased by 5 times.

- ISSUE OF FURTHER EQUITY SHARES ON PRIVATE PLACEMENT:**

The Board at its meeting held on 7<sup>th</sup> June 2023 has allotted 21,40,492 number of Equity Shares of Re. 1/- each at an issue price of Rs. 496/- per each Equity Shares to Green Meadows Investments Ltd, Mauritius on Private Placement basis. The Capital structure of the Company post above allotment is revised as under.

- CAPITAL STRUCTURE:**

- **Authorised Share Capital Changes in FY 24**

S No	Particulars	Date	Face Value/ Share	No. of Shares	Value Rs
1	Opening Balance	Apr 1, 2023	Rs. 5/-	12,00,00,000	60,00,00,000
2	Subdivision of Shares	May 8, 2023	Re. 1/-	60,00,00,000	60,00,00,000
3	Closing Balance	Mar 31, 2024	Re. 1/-	60,00,00,000	60,00,00,000

- **Issued and Subscribed Share Capital Changes in FY 24**

S No	Particulars	Date	Face Value/ Share	No of Shares	Value Rs
1	Opening Balance	Apr 1, 2023	Rs. 5/-	9,59,78,056	47,98,90,280
2	Subdivision of Shares	May 8, 2023	Re. 1/-	47,98,90,280	47,98,90,280
3	Further Allotment to GMI	June 7 ,2023	Re. 1/-	21,40,492	21,40,492
4	Closing Balance	Mar 31, 2024	Re. 1/-	48,20,30,772	48,20,30,772

- CHANGE IN PROMOTERS' SHAREHOLDING:**

The Board of Directors at its meeting held on 01-02-2024 has approved transfer by way of gift of 46,15,385 number of Equity Shares with face value of Re. 1/- each by promoter Mr. Krishna Chivukula to Indian Institute of Technology, Madras. Consequent upon this transfer, there is a change in Promoter's Shareholding as under:

Name of Promoters	As on 31-03-2023		As on 31-03-2024	
	No of Shares of Rs. 5/- each	% of Holding to the total	No of Share of Re. 1/- each	% of Holding to the total
Krishna Chivukula	11,22,024	1.17%	9,94,735	0.21%
Krishna	0	0	0	0

Chivukula Jr.				
Jagadamba Chandrasekhar	11,22,024	1.17%	56,10,120	1.16%
Raj Chivukula	0	0	0	0
Green Meadows Investments Ltd	8,71,49,248	90.80%	43,78,86,732	90.84%
<b>Total Promoters</b>	<b>8,93,93,296</b>	<b>93.14%</b>	<b>44,44,91,587</b>	<b>92.21%</b>
<b>Total Others</b>	<b>65,84,760</b>	<b>6.86%</b>	<b>3,75,39,185</b>	<b>7.79 %</b>
<b>Grand Total</b>	<b>95,978,056</b>	<b>100%</b>	<b>48,20,30,772</b>	<b>100%</b>

- **CONVERSION OF PRIVATE LIMITED TO PUBLIC LIMITED**

During the year, we successfully converted the status of our company from Private to Public as a part of our IPO preparation and the same was formalized with the issuance of a new Certificate of Incorporation by the Ministry of Corporate Affairs effective from 12-01-2024.

- **ACQUISITION OF CONWAY MARSH GARRETT TECHNOLOGIES LIMITED (“CMG”):**

To expand the business geographically, INDO-MIM has acquired 100% stake in an existing Metal Injection Molding Company named Conway Marsh Garrett Technologies Limited, UK pursuant to Share Purchase Agreement executed in the month of June 2023.

- **DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNELS APPOINTED / RESIGNED:**

Post Conversion of the company from Private to Public, following changes are carried out in the Board and KMP structure.

Sl. No.	Name	Designation	Appointment/ Reappointment Date	Date of Change in Designation
1	Krishna Chivukula DIN : 01625119	Chairman and Managing Director	-	30/03/2024
2	Jagadamba Chandrasekhar DIN : 01711450	Non-executive Director	30/03/2024 (regularization date)	-
3	Raj Chivukula DIN : 02484081	Non-executive Director	30/03/2024 (regularization date)	-
4	Krishna Chivukula Jr.	CEO And Whole	-	30/03/2024

	DIN : 02483835	Time Director		
5	Meera Shankar DIN: 06374957	Additional Director	30/03/2024	27/04/2024
6	Rajni Anil Mishra DIN: 08386001	Additional Director	30/03/2024	27/04/2024
7	Sujitha Karnad DIN: 07787485	Additional Director	30/03/2024	27/04/2024
8	P Balasubramanian	CFO	30/03/2024	-
9	Santosh Dash	Company Secretary	Continuing	Continuing

- **SECRETARIAL STANDARDS**

The Company has followed all applicable mandatory Secretarial Standards. Non-mandatory standards are being followed on best effort basis as a matter of best practice.

- **TRANSFER TO RESERVES:**

During year under Report, the Company has not transferred any amount to Reserves Account as there is no mandatory requirement in this regard.

- **DIVIDEND:**

For FY 24, the Board has declared and paid 1<sup>st</sup> interim dividend of Rs. 3.75 per share (375% on Face Value of Re. 1.00 per share). The Board has not recommended any final dividend for FY 24 for consideration and approval of the Members of the Company. Thus, the interim dividend of Rs 3.75 per share (375% on the Face Value of Re. 1.00 per share) as already paid to shareholders shall be deemed and confirmed as the final dividend for FY 24.

- **STATUTORY AUDITORS:**

P. Murali & Co Chartered Accountants (Firm Registration No.007257S) were appointed as Statutory auditor of the company in the 26<sup>th</sup> Annual General Meeting held on 30<sup>th</sup> September 2022 to hold office from the conclusion of 26<sup>th</sup> Annual General Meeting till the conclusion of 31<sup>st</sup> Annual General Meeting of the Company.

The Auditors' Report does not contain any qualification, reservation and adverse remarks. The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments.

- **COST RECORD AND AUDIT:**

Pursuant to provisions of Section 148 of the Companies Act, 2013 read with Rules made thereunder, the Company is maintaining adequate cost records for the products covered in such Rules. But the Company is not required to have Cost Audit in terms of exemption granted by such Rule due to having more than 75% export turnover. The Company has not voluntarily appointed any Cost Auditor during financial year ended March 31, 2024. The company has a qualified Cost Accountant running the costing function in the company.

- **SECRETARIAL AUDIT:**

Pursuant to provisions of Section 204 of the Companies Act, 2013 read with Rules made thereunder, the board has appointed M/s. SNM & Associates, Practicing Company Secretary, Bangalore with Certificate of Practice No. 4684 as its secretarial auditor to undertake the secretarial audit for FY 24 of the company. Report of Secretarial Audit and management clarification on qualification, reservation and adverse remarks, wherever applicable forms part of this Report.

- **CONSTITUTION OF THE AUDIT COMMITTEE:**

In compliance with Section 177 and other applicable provisions of the Companies Act, 2013, read with rules made thereunder, the Board has approved the constitution of the “Audit Committee” at its meeting held on March 30, 2024.

**Composition of Audit Committee:**

<b>Name</b>	<b>Position in the Committee</b>	<b>Designation</b>
Mrs. Sujitha Karnad	Chairperson	Independent Director
Mr. Krishna Chivukula	Member	Chairman & MD – Executive
Mr. Krishna Chivukula Jr.	Member	WTD & CEO – Executive
Mrs. Rajni Anil Mishra	Member	Independent Director
Mrs. Meera Shankar	Member	Independent Director

- **CONSTITUTION OF THE NOMINATION AND REMUNERATION COMMITTEE:**

In compliance with Section 178 and other applicable provisions, if any, of the Companies Act, 2013, read with Rules made thereunder, the Board has approved the constitution of the “Nomination and Remuneration Committee” at its meeting held on March 30, 2024.

**Composition Nomination and remuneration Committee:**

<b>Name</b>	<b>Position on the Committee</b>	<b>Designation</b>
Mrs. Sujitha Karnad	Chairperson	Independent Director
Mrs. Rajni Anil Mishra	Member	Independent Director
Mrs. Meera Shankar	Member	Independent Director

- **CONSTITUTION OF THE STAKEHOLDERS RELATIONSHIP COMMITTEE:**

In compliance with Section 178 and other applicable provisions, if any, of the Companies Act, 2013, read with Rules made thereunder, the Board has approved the constitution of the “Stakeholders Relationship Committee” at its meeting held on March 30, 2024.

### Composition of Stakeholders Relationship Committee:

Name	Position in the Committee	Designation
Mrs. Meera Shankar	Chairperson	Independent Director
Mr. Krishna Chivukula	Member	Chairman & MD – Executive
Mr. Krishna Chivukula Jr.	Member	WTD & CEO – Executive
Mrs. Rajni Anil Mishra	Member	Independent Director

- CONSTITUTION OF THE RISK MANAGEMENT COMMITTEE:**

In compliance with Regulation 21 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Board has approved the constitution of the “the “Risk Management Committee” at its meeting held on March 30, 2024.

### Composition of Risk Management Committee:

Name	Position in the Committee	Designation
Mrs. Rajni Anil Mishra	Chairperson	Independent Director
Mr. Krishna Chivukula	Member	Chairman & MD – Executive
Mr. Krishna Chivukula Jr.	Member	WTD & CEO – Executive
Mrs. Sujitha Karnad	Member	Independent Director

- CONSTITUTION OF THE INITIAL PUBLIC OFFER (“IPO”) COMMITTEE:**

For the purpose of giving effect to the proposed initial public offering of equity shares of the Company through an offer for sale and or fresh issue of Equity Shares (“ IPO”), and listing of the Equity Shares on one or more of the stock exchanges, a committee of the Board and Senior Executives of the Company named the “IPO Committee” was formed by the Board at its meeting held on March 30, 2024 with following members:

Name	Position in the Committee	Designation
Mr. Krishna Chivukula	Member	Chairman & MD – Executive
Mr. Krishna Chivukula Jr.	Member	WTD & CEO – Executive
Mr. P. Balasubramanian	Member	CFO
Mr. K R Shyam Ballal	Member	GM - Finance
Mr. Santosh Kumar Dash	Member	Company Secretary

- INTERNAL AUDITORS**

The Company has appointed Mr. Bipin Kumar Jha, Chartered Accountant by profession, as Internal Auditor of the Company pursuant to provisions of Section 138 of the Companies Act, 2013. He continues to hold the office during FY 24. The Company also has additionally appointed M/s. Kayess Square Consultants Private Limited as Internal Audit Service Provider for the year 2023-24.

- **ESTABLISHMENT OF VIGIL MECHANISM:**

The Company has established Vigil Mechanism in accordance with the requirement of Section 177(9) of the Companies Act 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014. Copy of Vigil Mechanism Policy is available in company website at <https://www.indo-mim.com> under investor column.

The number of complaints received during FY 24 is NIL.

- **DISCLOSURE UNDER SEC 134(3):**

Pursuant to Section 134(3) of the Companies Act, 2013, read with Rule 8 of the Companies (Accounts) Rule, 2014, the Board hereby state as under –

- **ANNUAL RETURN U/S 92(3):**

Annual Return is available in company website <https://www.indo-mim.com> .

- **DETAILS OF BOARD AND COMMITTEE MEETINGS:**

The details of Board and Committee Meetings as held during FY 24 is as under:

Name of the Director	Board Meetings held during FY 24									Total
	11/04/2023	07/06/2023	26/06/2023	11/07/2023	03/08/2023	01/09/2023	07/11/2023	01/02/2024	30/03/2024	
Mr. Krishna Chivukula	√	√	√	√	√	√	√	-	√	8
Mrs. Jagadamba Chandrasekhar	√	√	√	√	√	√	√	√	√	9
Mr. Krishna Chivukula Jr.	√	-	-	√	√	-	-	√	-	4
Mr. Raj Chivukula	√	√	√	√	√	√	√	-	√	8

CSR Committee Meetings held during FY 24						
Name of the Member	11/04/2023	11/07/2023	07/11/2023	01/02/2024	30/03/2024	Total
Mr. Krishna Chivukula	√	√	√	-	√	4
Mrs. Jagadamba Chandrasekhar	√	√	√	√	√	5
Mr. Krishna Chivukula Jr.	√	√	-	√	-	3



- **DIRECTOR'S RESPONSIBILITY STATEMENTS:**

Pursuant to Section 134(5) of the Companies Act 2013, the Directors confirm that:

- a) In the preparation of the annual accounts, applicable Accounting Standards have been followed along with proper explanation relating to material departures.
- b) They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period.
- c) They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- d) They have prepared the annual accounts on a going concern basis.
- e) They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

- **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

A detailed report on Management discussion and Analysis forms part of this Report as Annexure - 3.

- **INDEPENDENT DIRECTOR DECLARATION U/S 149(6):**

As on 31-3-2024, the Company has three independent directors in its Board. The Company has received necessary declaration from all Independent Director pursuant to Section 149 of the Companies Act, 2013.

- **POLICY OF DIRECTORS' APPOINTMENT AND REMUNERATION U/S 178:**

The Nomination and Remuneration Committee ("NRC") was formed on March 30, 2024 and the Company is in the process of formulating the policy as required under Section 178(4) of the Companies Act, 2013.

- **EXPLANATIONS ON QUALIFICATION, RESERVATION, ADVERSE REMARK OR DISCLAIMER MADE BY STATUTORY / SECRETARIAL AUDITOR:**

<b>Observations of Auditor</b>	<b>Management response</b>
During the period under review until March 30, 2024 the Company is not in compliance with the requirement of at least one resident Director as required under Section 149(3) of Companies Act, 2013.	The Company has appointed Independent Directors who are resident Indians on March 30, 2024 and therefore we are complying the requirement of Resident Directors from March 30, 2024 onwards.
The Annual Performance Report for the wholly owned subsidiary Indo-MIM Inc for the period ended March 31, 2023 is not yet filed by the Company.	<p>The Annual Performance Report for the year ended March 31, 2023 for Indo-MIM Inc was filed by us on 28 Dec 2023 based on the Consolidated accounts of Indo-MIM Inc. This was the practice followed by us in earlier years and the same were accepted by AD bank too.</p> <p>However, the same was rejected by the AD bank this time with a note that it needs to be re-filed based on standalone accounts of Indo-MIM Inc.</p> <p>We have received the standalone accounts from the Auditor of Indo-MIM Inc and the filing will be completed in a week time.</p>

- **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS U/S 186:**

Particulars of Loans, Guarantees and Investments are as disclosed in Financial Statements of the Company for the Year ended 31.03.2024.

- **PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES U/S 188(1) IN PRESCRIBED FORM AOC-2:**

The details of contracts/arrangements with Related Parties in AOC-2 are enclosed as Annexure - 5.

- **MATERIAL CHANGES AND COMMITMENTS OCCURRED BETWEEN END OF FINANCIAL YEAR AND DATE OF THIS REPORT:**

- **DECLARATION OF 1<sup>ST</sup> INTERIM DIVIDEND FOR FY 25:**

The Board has declared and paid 1<sup>st</sup> interim dividend of Rs. 2.00 per share (200% on Face Value of Re. 1.00 per share) for the period for FY 25, out of the profits of first quarter of FY 25 and the same is approved by the Board of Directors in the first meeting of FY 25 held on 26-07-2024.

- **APPROVAL OF INVESTMENT IN EQUITY SHARES OF FP SOLAR SHAKTI PVT. LTD.**

The Company is in the process of purchasing renewable solar energy for its Chittoor plant from FP Solar Shakti Private Limited in Group Captive Model. The Board in its meeting held on 26-7-2024 has approved the proposed investment of Rs. 3,04,00,000/- (Rupees Three Crores Four Lakhs) in equity shares of FP Solar Shakti Private Limited ( will be representing approx. 11% of the equity Shares of the company in compliance of the Group Captive Regulation).

- **DETAILS OF SUBSIDIARIES AND ASSOCIATES:**

As at the end of the FY 24 the company has three wholly owned subsidiaries, namely

- (1) INDO-MIM INC, USA
- (2) TRIAX Industries LLC, USA and
- (3) Conway Marsh Garrett Technologies Limited, UK.

There are no non-operating subsidiaries of the company as on date.

INDO-MIM MÉXICO, S. DE R. L. DE C. V. continues to be the associate company as our WOS, INDO-MIM INC owns 49% equity of this company.

The Company is compliant with the rules of maximum layer of subsidiaries as per the provisions of the Companies Act, 2013 read with Rules made thereunder.

- **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO:**

**(A) Conservation of energy-**

**(i) The steps taken or impact on conservation of energy**

The company continues its focus on energy conservation in all its operations. The effort is twofold – Adoption of more efficient production process and switching to latest energy efficient options. On both these fronts, we have done commendable work during FY 24 as detailed below:

**IC/MC Plant**

1. With the initiation of recycling the RO wastewater from water jet blasting machine in FY 23 and taking it forward, 170 KL of RO water was recycled and used for cooling tower in FY 24.
2. Replacement of Shell room old Braine Chiller with energy efficient chiller saving 12000 units per month of operation power.
3. Modified the Logic control of 35 CNC machine for sleep mode to switch off all the coolant pumps and chip conveyor when idle for more than 7-10 minutes.
4. Reduction of energy consumption by recovering heat from exhaust steam for melting wax and draining in dewaxing process.
5. Introduction of negative pressure LPG fired preheat furnaces to reduce the heat loss from door leakages and to reduce LPG consumption.
6. Implementation of foot/ hand operated valves to supply compressed air for air gauges only during the part checking to reduce the power consumption of air compressors.
7. Implementation of evidenced based Preventive Maintenance records using tabs for digital documentation, reducing the paper consumption, printer power consumption and printer consumables.

**MIM Plant**

1. Reduction of Argon gas vent loss by modifying the Argon vent pipeline (33% to 12%) resulting in a savings of Rs 26.48 Lakhs.
2. Serec Boiler Drain Steam Hot water recovery utilization in LOMI De-binding tank preheating (Heat recovery system) there by saving of 2.51 lacs KWhrs of electricity annually resulting in a savings of Rs 16.29 Lakhs.
3. Reducing the power consumption of Air Handling Unit (3 no's) by replacing conventional blower type by Electronically commutated fans there by savings of 2.42 lacs KWhrs of electricity annually resulting in a savings of Rs 15.76 Lakhs.
4. Day lights installed at Furnace shop floor to improve the lights in day time & reduction of electrical power.
5. Cooling Tower fan RPM regulated w.r.t water temperature. This led to about 30% reduction in Energy consumption resulting in a savings of Rs 20.43 Lakhs.

(ii) the steps taken by the company for utilising alternate sources of energy:

The company is environmentally conscious and hence continues to increase the percentage of renewable energy consumption year-on-year. Since the company does not have its own renewable energy generation, it purchases renewable energy from third party sources. The result of our efforts on this front in FY 24 is indicated here below:

SI NO	Particulars	HSK		DBP		Tirupati		Total	
		FY 24	FY 23	FY 24	FY 23	FY 24	FY 23	FY 24	FY 23
1	Total energy Consumption in KWH (In Lakhs)	97.70	96.65	596.88	586.37	172.04	152.12	<b>866.62</b>	<b>835.14</b>
2	Energy procured from Green Source (Solar, Wind & Hydro) in KWH (In Lakhs)	90.90	70.8	569.8	519.55	33.29	0	<b>693.99</b>	<b>590.35</b>
3	% of Green Energy to total energy consumed (Solar, Wind & Hydro power)	93%	73%	95%	89%	19%	0%	<b>80%</b>	<b>71%</b>

(iii) the capital investment on energy conservation equipment:

We have not made any specific investment for the sake of energy conservation. However, we have adopted new and improved methods and have also replaced old energy inefficient equipment with better energy efficient equipment as this is a part of our continuous improvement projects. However, we have not quantified the investments made separately as these investments we made mainly to derive better efficiency in the process which incidentally resulted in energy conservation also.

**(B) Technology absorption-**

(i) the efforts made towards technology absorption;

(ii) the benefits derived like product improvement, cost reduction, product development or import substitution:

The company is a technical solution provider to its customers and hence has to continuously evolve on the technology front to offer better and better solution to the customers.

All our efforts on this front are geared towards offering better products to our customer and optimal cost.

(iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- **Not Applicable as no new technology was imported during the year.**

(a) the details of technology imported; **NA**

(b) the year of import; **NA**

(c) whether the technology been fully absorbed; **NA**

(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof;**NA**

(iv) the expenditure incurred on Research and Development.

Revenue Expenditure – Rs.192.36/- Lakhs (Salary cost of R & D Staff).

### **(C) Foreign exchange earnings and Outgo-**

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows.

- Foreign Exchange Earnings : Rs. 2,07,537.01/- Lakhs
- Foreign Exchange Outflow : Rs. 81,418.45/- Lakhs

### • **RISK MANAGEMENT POLICY**

The Board of Directors has developed and implemented Risk Management Policy for the Company.

### • **OTHER DISCLOSURES**

Details of frauds reported by auditors under Sec 143(12): NIL

- **DISCLOSURE UNDER COMPANIES (SHARE CAP AND DEBENTURE) RULES, 2014:**

**A) ISSUE OF EQUITY SHARES WITH DIFFERENTIAL VOTING RIGHTS: NIL**

The Company doesn't have any shares with differential voting rights, hence disclosure as required under Rule 4(4) of the Companies (Share Capital and Debentures) Rules, 2014 is not applicable.

**B) ISSUE OF SWEAT EQUITY SHARES: NIL**

During year under report, the Company has not issued any Sweat Equity Shares, hence disclosure as required under Rule 8(13) of the Companies (Share Capital and Debentures) Rules, 2014 is not applicable.

**C) ISSUE OF EMPLOYEE STOCK OPTIONS (ESOP): NIL**

During year under report, the Company has not Granted any option or issued any Shares under Employee Stock Option Scheme, hence disclosure as required under Rule 12(9) of the Companies (Share Capital and Debentures) Rules, 2014 is not applicable.

**D) PROVISION FOR PURCHASE OF ITS OWN SHARES: NIL**

During year under report, the Company has not made any provision for purchase of its own shares by Employees or by Trustees for the benefit of Employees, hence disclosure as required under Rule 16(4) of the Companies (Share Capital and Debentures) Rules, 2014 is not applicable.

- **DISCLOSURE UNDER COMPANIES (ACCOUNTS) RULES, 2014:**

**A) CHANGE IN THE NATURE OF BUSINESS: NIL**

There is no change in the nature of Business during year under Report. The Company is keeping itself updated with changes in technology. At present, the Company has its presence in Metal Injection Molding (MIM), Ceramic Injection Molding (CIM), Investment Casting, Precision Machining, Powder Manufacturing, 3D printing and trading. The company desires to venture into other allied and ancillary technologies in the days to come, either organically or by inorganic acquisition of other companies.

**B) DETAILS OF DIRECTORS OR KEY MANAGERIAL PERSONNEL APPOINTED / RESIGNED:**

Changes in structure of Board of Directors and Key Managerial Personnel of the company is already disclosed in earlier portion of the Report.

**C) COMPANIES WHICH HAVE BECOME/ CEASED TO BE SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR:**

The Company has acquired Conway Marsh Garrett Technologies Limited, UK during the year. During FY 24, the Company has not formed any subsidiary, associate or Joint Venture Company.

The Company is compliant with the rules of maximum layer of subsidiaries as per the provisions of the Companies Act, 2013 read with Rules made thereunder.

**• PERFORMANCE OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES DURING THE YEAR AND THEIR CONTRIBUTION TO THE OVERALL PERFORMANCE OF THE COMPANY**

During the year ended March 31, 2024, the financial performance of operating Subsidiaries is as under and further mentioned in AOC-1 as Annexure - 4 to this report:

(INR Lakhs)

Name of subsidiary	Turnover	Profit / (loss) before Tax
INDO-MIM INC	46,294.20	7,138.97
TRIAX Industries LLC	11,920.99	(6,069.59)
CONWAY MARSH GARRETT TECHNOLOGIES LIMITED	2,177.72	112.77

**• DETAILS OF DEPOSITS COVERED UNDER CHAPTER V OF THE ACT:**

The Company has not accepted/ renewed any deposits, covered under Chapter V of the Act, during FY 24. There are no outstanding deposits payable by the Company as on 31/03/2024. Deposits transactions during the year is as under.

- (a) Accepted during the year: **NIL**
- (b) Remained unpaid or unclaimed as at the end of the year: **NIL**
- (c) Default in repayment of deposits or interest thereon during the year: **NIL**
- (d) Details of deposits which are not in compliance with the Chapter V of the Act: **NIL**

**• DETAILS OF ORDERS PASSED BY REGULATORS, COURTS, TRIBUNALS, IMPACTING GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE.**

**No Orders** were passed by Regulators, Courts, Tribunals etc. during FY 24 which will impact the Going Concern Status and future operation of the Company.





- **ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR)**

Annual Report on Corporate Social Responsibility (CSR) is placed in Annexure - 1 to this report.

- **INTERNAL FINANCIAL CONTROL**

The Directors have laid down adequate internal financial controls with reference to the Financial Statements and that such internal financial controls are operating effectively.

- **COMPLIANCE OF SEXUAL HARASSMENT ACT, 2013**

The Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The Company has formed Internal Complaint Committee under Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013 and no complaints was received during the financial year 2024.

- **OTHER DISCLOSURES**

(a) **IBC** ; There are no proceedings initiated/pending against your Company under the Insolvency and Bankruptcy Code, 2016 which materially impact the business of the Company.

(b) **Revaluation**: There were no instances where your Company required the valuation for one-time settlement or while taking the loan from the Banks or Financial institutions, except the valuation of land and building which are mortgaged with lenders of certain term loans.

- **DISCLOSURE UNDER COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL), RULES, 2014:**

**PARTICULARS OF EMPLOYEES:**

Details of Top Ten Employees in terms of remuneration drawn and details of Employees who, during FY 2024, drew remuneration of not less than Rs. 1 crore 2 lakhs per year or Rs. 8 Lakhs 50 thousand per month as required to be disclosed under Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is kept as Annexure - 6 and forms part of the report.

- **CORPORATE GOVERNANCE:**

The Company is a closely held unlisted public company. However, the Company adopts the principles and practices of good Corporate Governance to the extent feasible. A detailed report on Corporate Governance forms part of this Report as Annexure - 2.

- **ACKNOWLEDGEMENTS**

The Board expresses its gratitude and appreciation to Employees, Customers, Suppliers, Banks & Financial Institutions, Insurance Companies, other Business Associates, Promoters and Shareholders of the Company for their continued support.

**Date: Sept 03, 2024**

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

**KRISHNA CHIVUKULA**  
**Chairman and**  
**Managing Director**  
**(DIN 01625119)**  
Place: Florida, USA

**KRISHNA CHIVUKULA JR.**  
**Whole time Director & CEO**  
**(DIN 02483835)**  
Place: Bangalore, India

# ANNUAL REPORT ON CSR ACTIVITIES

ANNEXURE-1

For the Financial Year ended on 31-03-2024

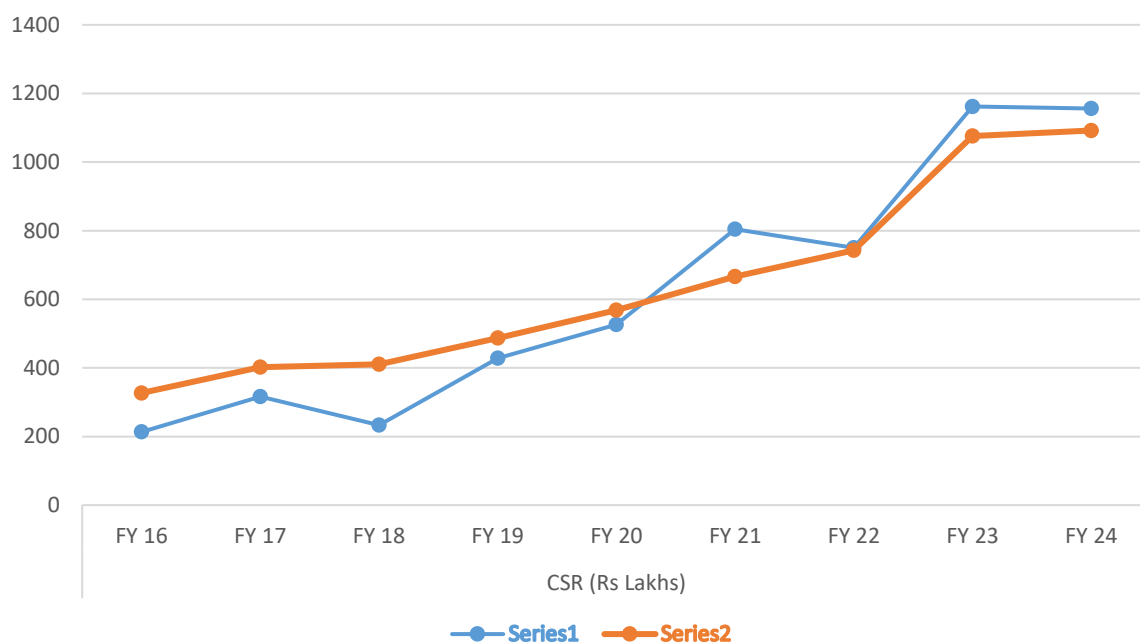
Pursuant to Section 135 of the Companies Act, 2013 read with Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and Rule 9 of the Companies (Accounts) Rules, 2014, the Board state as under :-

Sl. No.	CSR Spend Summary	Rupees Lakhs		
		FY 24	FY 23	FY 22
1	Average net profit of the company as per section 135(5) of 3 preceding Financial Years	59,296.69	53,801.88	44,069.38
2	Two percent of average net profit of the company as per section 135(5)	1,185.93	1076.04	881.39
3	Amount available for set off	93.64	7.34	138.95
4	Net amount to be spent for the Financial Year (2-3)	1,092.29	1068.70	742.44
5	Total amount spent for the Financial Year	1155.97	1162.34	749.78
6	Amount available for set off in succeeding financial years ( 5-4)	63.68	93.64	7.34
7	Unspent CSR amount transferred to Fund specified in Schedule VII	-	-	-

## 1) BRIEF OUTLINE ON CSR POLICY OF THE COMPANY -

The Company's CSR Policy is in adherence to the provisions of Section 135 of the Act read with rules framed thereunder and provides for carrying out CSR activities in the area of Education, Healthcare including preventive healthcare, Rural Development, etc. either directly by the Company or through 'Non-Profit Organizations'.

### CSR Contribution : Actuals vs Target



\*Series 1 represents “Actuals” and Series 2 represents “Target”.

## 2) COMPOSITION OF CSR COMMITTEE -

The CSR Committee of the Company is reconstituted on March 30, 2024 with changes as under:

Sl. No.	Name of Director	Designation/Nature of Directorship
1	Mrs. Meera Shankar	Chairperson of the Committee – Independent Director
2.	Mr. Krishna Chivukula	Member – Chairman of the Company and Managing Director
3.	Mr. Krishna Chivukula Jr.	Member – Whole Time Director & CEO
4.	Mrs. Sujitha Karnad	Member – Independent Director
5	Mrs. Rajni Anil Mishra	Member – Independent Director

3) The Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company and web-link for the same: <https://www.indo-mim.com/>.

4) The details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014: Requirement of Impact Assessment is **not applicable** for FY 24 as the CSR obligation of the company is below an average of Rupees Ten Crores in the 3 immediately preceding financial years.

5) Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year:

**(In Rupees Lakhs)**

Sl. No.	Financial Year	Amount available for set-off	Amount required to be setoff for the financial year, (in Rs)
1	2022-23	93.64	93.64

6) Average net profit of the company as per section 135(5): Rs. 59,296.69 Lakhs

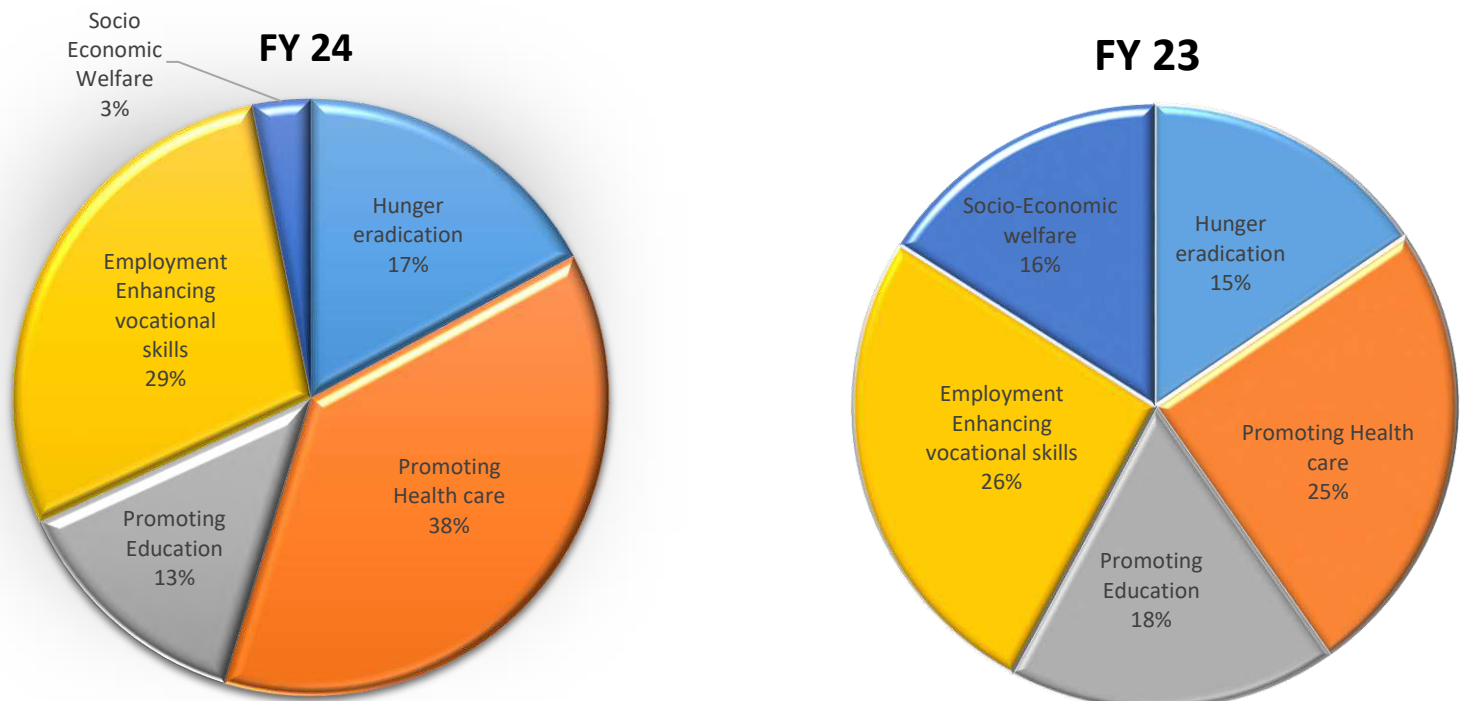
7) (a) Two percent of average net profit of the company as per section 135(5): Rs. 1185.93 Lakhs

(b) Surplus arising out of the CSR projects or programs or activities of the previous financial years: NA

(c) Amount required to be set off for the financial year: 93.64 Lakhs

(d) Total CSR obligation for the financial year (7a+7b-7c): Rs. 1,092.29 Lakhs

## Sector Wise Spending



8) (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (in Rs. Lakhs)	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 the Fund	Amount	Date of transfer
1155.97	NA	NA	NA	NA	NA

(b) Details of CSR amount spent against **ongoing projects** for the financial year: NA

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project.	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No).	Loca tion of the proje ct.		Proj ect dura tion.	Amount Allocate d for the project (in Rs.).	Amou nt spent in the curre nt financ ial Year (in Rs.).	Amount transfer red to Unspent CSR Account for the project as per Section 135(6) (in Rs.).	Mod e of Impl ementati on Direc t (Yes/ No).	Mode of Impleme ntation - Through Implementing Agency	
				State	District						Name	CSR Reg. No.
NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	
<b>TOTAL</b>												

(c) Details of CSR amount spent against **other than ongoing projects** for the financial year:

(1) Sl. No.	(2) Name of the Project	(3) Item from the list of activities in schedule VII to the Act.	(4) Local area (Yes/No).	(5) Location of the project		(6) Amount spent (In Lakhs Rs.)	(7) Mode of Implementation  Direct (Yes/No)	(8) Mode of implementation - Through implementing agency	
				State	District			Name	CSR Registration No.
1	Mid-Day Meals to Children of Govt. Schools	Promoting education	Yes	Karnataka	Bangalore	93.00	No	SSSSS Trust	CSR00010220
2	Support to Children of HIV patients	Promoting Preventive Healthcare	Yes	Karnataka	Bangalore	60.00	No	Asha Foundation	CSR00004465
3	Poor Patient care	Promoting Healthcare	Yes	Karnataka	Bangalore	36.00	No	Baptist Hospital	CSR00005121
4	Educational & Hostel support to children of Poor & Tribal families	Promoting education	No	Karnataka	Chamaraja	48.00	No	Deenabandhu Trust	CSR00002654
5	Vocational training program	Promoting education	Yes	Karnataka	Bangalore	33.78	No	Vishranthi Trust	CSR00006482
6	Doddaballapur Industries Association	Rural development project	Yes	Karnataka	Bangalore	6.00	No	Doddaballapur Industries Association	CSR00004758

7	Healthy noon meals distribution in Govt schools	Promoting Healthcare And Education	Yes	Karnataka	Bangalore	99.00	No	The Akshaya Patra Foundation	CSR00000286
8	Eye surgeries of needy patients	Promoting Healthcare	Yes	Karnataka	Bangalore	99.00	No	Sri Kanchi Kamakoti Medical Trust (Sankara Eye Foundation)	CSR00003159
9	Free dialysis for poor patients	Promoting Healthcare	Yes	Karnataka	Bangalore	94.50	No	Bangalore Kidney foundation	CSR00001302
10	Treatment for Heart Diseases	Promoting Healthcare	Yes	Karnataka	Bangalore	10.50	Yes	Needy Heart Foundation	Direct Spend
11	Educational help for needy children	Promoting Education	No	Karnataka	Chikkamagaluru	2.50	No	JCBM College, Sringeri	CSR00030805
12	Miscellaneous direct contribution by the company	Promoting healthcare and education	Yes	Karnataka	Bangalore	74.39	Yes	-	-
13	Apprenticeship CSR	Promoting Education	Yes	Karnataka	Bangalore	331.07	Yes	-	-
14	Promoting Poor Student Education	Promoting Education	Yes	Karnataka	Bangalore	18.09	No	RK Mutt	CSR00002806
15	Promoting Poor Student Education	Promoting Education	Yes	Karnataka	Bangalore	1.38	No	Advaya Charitable Trust	CSR00061870



16	Promoting Poor Student Education	Promoting Education	No	Tamil Nadu	Alwar	37.86	No	Sevalaya	CSR00000863
17	Promotion of Poor Student Education	Promoting Education	No	Telangana	Hyderabad	14.40	No	Hare Krishna Movement	CSR00001738
18	Hunger Eradication	Socio Economic Welfare	No	Tamil Nadu	Chennai	36.50	No	Touchstone Foundation	CSR00005738
19	Poor Patient Care	Promoting Healthcare	Yes	Karnataka	Bangalore	30.00	No	Sri Kanchi Kamakoti Child Trust Hospital	CSR00002494
20	Poor Patient Care	Promoting Healthcare	No	Tamil Nadu	Chennai	30.00	No	Ray of Light	CSR00012138
<b>TOTAL</b>						<b>1155.97</b>			

- (d) Amount spent in Administrative Overheads: NA
- (e) Amount spent on Impact Assessment, if applicable: NA
- (f) Total amount spent for the Financial Year (8b+8c+8d+8e): Rs. 1155.97 Lakhs
- (g) Excess amount for set off, if any: Rs. 63.68 Lakhs

Sl. No.	Particular	Amount (in Rs Lakhs)
(i)	Two percent of average net profit of the company as per section 135(5)	1185.93
(ii)	Total amount spent for the Financial Year(including set-off of previous year (FY 23) amounting to Rs 93.64 Lakhs)	1249.61
(iii)	Excess amount spent for the financial year [(ii)-(i)]	63.68

(iv)	Surplus arising out of the CSR projects or programs or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	63.68

9) (a) Details of Unspent CSR amount for the preceding three financial years:

S. No	Preceding Financial Year.	Amount transferred to Unspent CSR Account under <u>section 135 (6)</u> (in Rs Lakhs.)	Amount spent in the reporting Financial Year (in Rs. Lakhs).	Amount transferred to any fund specified under Schedule VII as per <u>section 135(6)</u> , if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the fund	Amount	Date of transfer	
1.	2022-23	141.42	141.42	-	-	-	-
2.	2021-22	-	-	-	-	-	-
3.	2020-21	-	-	-	-	-	-

(b) Details of CSR amount spent in the financial year for **ongoing projects** of the preceding financial year(s): NIL.

10) In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year: Enclosed as Annexure to the CSR Report.

(a) Date of creation or acquisition of the capital asset(s)

(b) Amount of CSR spent for creation or acquisition of capital asset

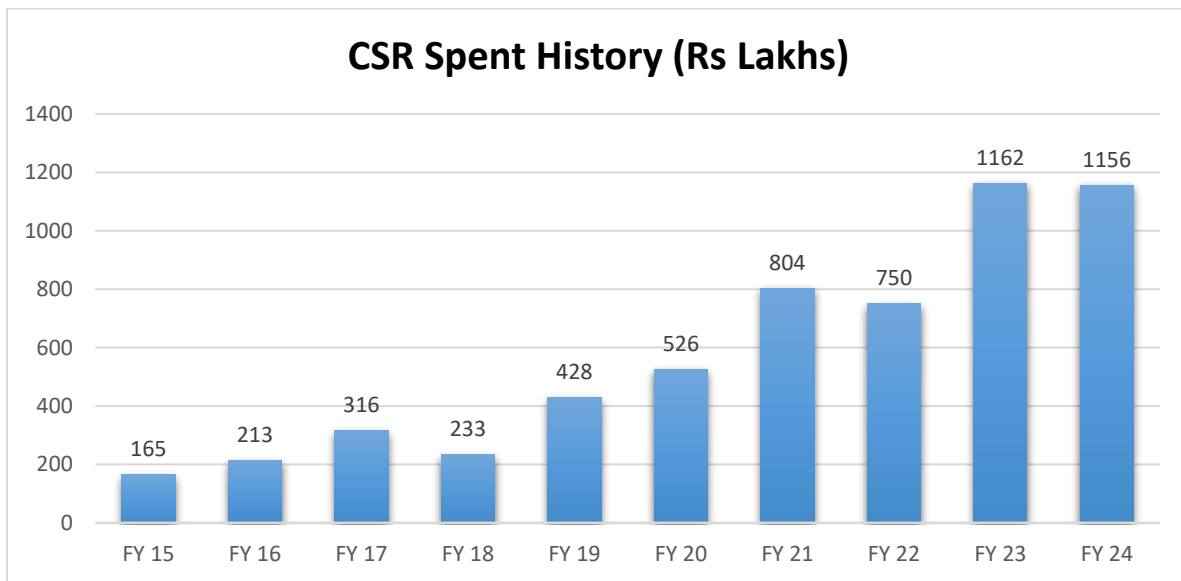
(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.

(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset)

11) Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): NA

**CSR HISTORY OF THE COMPANY DURING LAST 10 YEARS:**

The Company has started its CSR program well before the same became mandatory as per the provisions of Companies Act, 2013. Company’s cumulative contribution towards CSR activities during last 10 years is Rs. 4,597 Lakhs.



**Date: Sept 03, 2024**  
**Place: Bangalore, India**

**For and on behalf of the CSR Committee**

**Meera Shankar**  
**Chairperson, CSR**  
**Committee**

**Krishna Chivukula Jr.**  
**Member, CSR Committee**

# **CORPORATE GOVERNANCE REPORT**

ANNEXURE-2

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

We believe, good and sound Corporate Governance is essential for economic growth of the Company and also to protect interest of the stakeholders. Since the company is an Unlisted Public company, the corporate governance standard as prescribed for listed Companies are not applicable to us. However, the Company has adopted the governance practices and standards to the extent feasible.

## **2. BOARD OF DIRECTORS:**

### **2.1 COMPOSITION OF THE BOARD -**

As on 31<sup>st</sup> March, 2024, the Board consists of following Directors -

<b>Sl.</b>	<b>Name of Director</b>	<b>Category, Designation</b>
1	Mr. Krishna Chivukula	Chairman and Managing Director
2	Mrs. Jagadamba Chandrasekhar	Non-Executive Director
3	Mr. Krishna Chivukula Jr.	Whole Time Director and CEO
4	Mr. Raj Chivukula	Non-Executive Director
5	Mrs. Sujitha Karnad	Independent Director
6	Mrs. Rajni Anil Mishra	Independent Director
7	Mrs. Meera Shankar	Independent Director

### **2.2 BRIEF RESUME OF DIRECTORS UNDER APPOINTMENT -**

As per Article 112 of the Articles of Association of the Company read with Sec 152 of the Companies Act 2013, all Directors other than Independent Directors are liable to retire by rotation. Mr. Krishna Chivukula will retire in ensuing Annual General Meeting and Board has recommended for their re-appointment of Mr. Krishna Chivukula whose office will not be liable to retire by rotation. Brief profile of Mr. Krishna Chivukula is annexed as Annexure-6.

## **3. ANNUAL GENERAL MEETINGS :**

The details as to the timings, date and venue of the last three Annual General Meetings (AGM) of the Company held are, as under:

<b>Financial Year</b>	<b>2022-23</b>	<b>2021-22</b>	<b>2020-21</b>
AGM No., Date & Time	27 <sup>th</sup> AGM Date: 30.09.2023 Time: 10:00 AM	26 <sup>th</sup> AGM Date: 30.09.2022 Time: 10:00 AM	25 <sup>th</sup> AGM Date: 30.11.2021 Time: 10:00 AM

Venue	Registered Office of the Company at 45(P), KIADB Industrial Area, Hoskote, Bangalore 562114
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### **POSTAL BALLOT**

During FY 24, the Company has not passed any resolution by Postal Ballot in accordance with Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014.

### **3.1 DETAILS OF SHAREHOLDERS' COMPLAINTS RECEIVED AND RESOLVED**

No. of complaints received from the shareholders during FY 24 – Nil.

Shareholders are hereby requested to send their grievances / complaints / queries / suggestions to the attention of Company Secretary either by physical letter to the Registered Office address of the Company or by e-mail to [cs@indo-mim.com](mailto:cs@indo-mim.com).

### **4. DISCLOSURE OF ACCOUNTING TREATMENT:**

The Company has followed all the applicable mandatory Accounting Standards prescribed under the Companies Act, 2013 in the preparation of its annual Financial Statements.

### **5. MEANS OF COMMUNICATION:**

The Annual Report is sent to each shareholder and other stakeholders entitled to copy of Annual report at their registered e-mail id. If any shareholder wishes to have physical copy of the Annual Report, they are advised to send a request letter to the attention of the Company Secretary either by physical letter to the Registered Office address of the Company or by e-mail to [cs@indo-mim.com](mailto:cs@indo-mim.com).

**Date: Sept 03, 2024**

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

**Krishna Chivukula  
Chairman and  
Managing Director  
(DIN 01625119)  
Place: Florida, USA**

**Krishna Chivukula Jr.  
Whole time Director & CEO  
(DIN 02483835)  
Place: Bangalore, India**

# **MANAGEMENT DISCUSSION AND ANALYSIS**

## **REPORT**

ANNEXURE-3

- **INTRODUCTION:**

The Company was formed in 1996 and is the largest producer of Metal Injection Molded (MIM) Parts all over the World. At present, the Company is operating its MIM manufacturing operations from Bengaluru, Karnataka and Investment Casting manufacturing operations from Tirupati, Andhra Pradesh.

The Company's wholly owned subsidiary M/s INDO-MIM INC is running a MIM manufacturing unit in San Antonio, Texas. USA. It also formed a step-down Associate Company in Mexico in which 49% of ownership is held by INDO-MIM INC to take care of post manufacturing secondary operations.

The company has acquired M/s TRIAX Industries LLC, USA during FY 21 which is involved in the business of manufacture of parts and components using casting and machining.

The company has also acquired M/s Conway Marsh Garrett Technologies Limited, UK in the month of June, 2023 which is involved in the business of manufacture of components using MIM technology.

- **AN OVERVIEW OF PERFORMANCE:**

- The FY 24 was the year of decent growth for the company even though many companies all over the world faced great challenges. The topline of the company grew up by 4.39% in FY 24 over the previous year.
- However, PBT of the company went down by 8.55% in FY 24 Vs the previous year.
- While the variable costs in % terms continued to be around the previous year levels the cost increases on two fronts viz Employee Costs and Finance Costs were not compensated by the incremental contribution on the marginally higher turnover achieved by the company .
- While the employee costs increases were planned based on higher level of operations of the company the finance cost increase is on account of interest cost increases by the Banks during the year .
- Because of the increase in these costs, the PBT % went down to 20.93% in FY 24 Vs 23.89% in FY 23.
- PAT % went down to 14.65% in FY 24 Vs 17.79% in FY 23.
- The company expects to do better in FY 25 as the turnover of the company is expected to increase by close to 15% during FY 25.

- **RESEARCH AND DEVELOPMENT:**

The company's focus on R & D is focused on material development and process development with specific focus on process improvement, cost reduction, Supplier diversification, supplier substitutions, and absorption of new technologies.

- **RISK MANAGEMENT:**

This is an area in which the company has been taking conscious steps to mitigate the impact of risks. The company has identified the risks in the following areas and has put up a risk mitigation system commensurate with the risk:

- **Credit Risk** - The Company has put up a very effective credit control policy and the same is being implemented very rigorously. The receivables are reviewed twice in a month (once in each fortnight) and this has helped us identify accounts which would come under stress ahead of time. This helps us to initiate corrective action well before it is too late. Since we happen to be a sole supplier to our customers in most cases and since we have been working with our customers for years now, we have been able to impress upon the customers the importance of honoring the commitments from either side. Continued follow-up on regular basis ensures that the payments happen with minimal delay.
- **Currency Risk** - Very significant portion of our revenue comes from exports and hence managing the currency risk is a very important requirement of our business. All the raw materials, most capital goods and spares that we use are imported from outside the country and hence the company has a natural hedge for the export receivables in the form of import payables. Hence, the company uses plain forwards to cover up to about 50% of its net currency exposure based on the current market realities in the currency market. During FY 24 our coverage was less than 50% as we expected Rupee to depreciate further, and our expectation came true. Being a USD surplus company, we stand to gain when Rupee depreciates.
- **Raw Material Price Risk** - The Company imports all its Raw materials. There are two risks associated with the imported Raw Materials. The first is currency risk which is covered by the currency risk management and the next is the price risk. During the year under review the Raw Material price per Kilogram went up marginally. But we did not experience any major price shock on the Raw Material front.
- **Natural Calamities Risk** - The Company has insured the machinery, stock as well as the premises against the fire and other natural calamities. The Company has also covered the stock in transit by way marine insurance policy. The coverage is considered adequate considering the risk potential. It may be pertinent to note that the facilities of the company are not located in the identified natural calamity zone.
- **Business continuity Risk - IT** - The Company runs on its information technology systems. A failure or non-availability of the IT systems will significantly affect the performance of

the Company and hence this is a major risk which the company has to cover. The company has put up a policy and practice of daily on-site back-up of all its data at a defined time of the day and the said back up information is stored in the premises of the company. While this practice will cover the data corruption risk it does not cover the risk associated with the systems not being accessible due to whatever reasons. The company has put up an offsite back-up server which will ensure that the company can continue to use its information systems seamlessly even when the primary data storage of the company becomes unavailable due to any reason.

- The availability of the IT systems could also be affected due to hacking by outside unlawful players. While the company has put up sufficient security and fire wall to protect its systems, the company has also made a start in securing a cyber-risk insurance policy for the company which will take care of an unfortunate eventuality of a possible breach of the security systems of the company.

- **STRENGTHS, WEAKNESS, OPPORTUNITIES & THREATS:**

- **Strength:** The strength of the Company is its speed - Speed in quote , Sample submission, Production and delivery . High Speed coupled with Superior Quality is a very big differentiator in the marketplace. We submit our quote against an RFQ even before a competitor would ask for a clarification on the drawings. This speed of delivery acts as a catalyst for the business growth and helps us maintain our leadership position in the industry. To help us achieve this we create capacity ahead of time and maintain sufficient spare capacity to address the surge orders if any from the customer.
- **Weakness:** The Company's business is mostly foreign currency denominated and hence, the company's financials are exposed to the currency risk. The company has a natural hedge in the form of Raw material imports and capital goods imports. Most of the customers do prefer a simple contract direct in the foreign exchange. The company normally covers its net foreign exchange exposure up to about 50% by way of plain forward contracts based on its reading of the market from time to time. The balance of the net exposure is left open to the possible business swings as the Company is surplus in USD (\$). During FY 24 the level of coverage was lower than 50% as we felt the Rupee would depreciate during the year. There are a few occasions the company does look at options and other structures too. But prudence and conservatism are the base line of all the actions of the company on this front.
- **Opportunities:** The stress of the Indian government to improve the manufacturing companies with an eye to create a manufacturing hub for the entire world provides an excellent growth opportunity for the company. We believe that the continued slow growth of the world economy would push many western customers to look for cost effective solutions from all over the world which provides an opportunity for the company to grow. The company's focus on being in the market at place where the customer wants has helped the company get into Investment casting, Machining and 3D printing. This approach of the company too will help it open new doors of market which are normally not available for an exclusive MIM manufacturer.
- **Threat:** The competition from other countries , players and technologies is the biggest threat for any company . The company continues its focus on productivity which will keep it ahead of its competition. The size of the company also gives the economies of scale to



the company which the newer companies will find it difficult to match. This should help us meet the challenge from the present as well as the potential competition both within as well as outside the country effectively.

- **HUMAN RESOURCES MANAGEMENT & DEVELOPMENT:**

The company recognizes that irrespective of the superiority of the technology and market position of the company, it is capability of its manpower which makes a critical difference in the marketplace. Since the company is working on a technology which is relatively new for India there is no readymade source of trained manpower in the country. Hence, there is a need to recruit freshers in each area of operation of the company and train them to handle various functions. Further to keep the employees current and up to date on various aspects of the technology the company spends lot of resources in training the employees on continuous basis so that the employees of the company are able to deliver solutions which are way beyond any other competitor can do.

Apart from the training, all the HR policies of the company continues to be in favor of the employees of the company so that the employees build a sense of belongingness to the company.

The company continues to enjoy a very moderate labor turnover over years including the year under review. We will continue to focus on this aspect of our business in years to come too as we feel this is the only way to sustain and improve the customer service.

**Date: Sept 03, 2024**

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

**Krishna Chivukula  
Chairman and  
Managing Director  
(DIN 01625119)  
Place: Florida, USA**

**Krishna Chivukula Jr.  
Whole time Director & CEO  
(DIN 02483835)  
Place: Bangalore, India**

# SUBSIDIARIES/ASSOCIATE COMPANIES/JOINT VENTURES

ANNEXURE-4

## Form AOC-1

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

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

**As on 31-3-2024**

### Part "A": Subsidiaries

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

Sl. No.	1	2	3
Name of the Subsidiary	INDO-MIM INC	TRIAX Industries LLC	CONWAY MARSH GARRETT TECHNOLOGIES LIMITED
Reporting period for the subsidiary	April - March	April - March	July - March
Reporting currency and Exchange rate	Reporting Currency : USD Exchange rate: Closing INR 83.3739 Average INR 82.7954	Reporting Currency : USD Exchange rate: Closing INR 83.3739 Average INR 82.7954	Reporting Currency : GBP Exchange rate: Closing INR 105.2935 Average INR 103.5832
Share capital	27,513.39	8,837.63	368.53
Reserves & surplus	36,171.72	9,485.68	2,263.39
Total assets	82,560.01	26,377.11	2,750.49
Total Liabilities	82,560.01	26,377.11	2,750.49
Investments	-	-	299.15
Turnover	46,294.20	11,920.99	2,177.72
Profit/ (Loss) before taxation	7,138.97	(6,069.59)	112.77
Provision for taxation	1,760.89	-	-
Profit/ (Loss) after taxation	5,378.07	(6,069.59)	112.77
Proposed Dividend	0	0	0
% of Shareholding	100%	100%	100%

Notes:

1. Above figures are in INR Rs. Lakhs.
2. Names of subsidiaries which have been liquidated or sold during the year: NIL.

**For INDO-MIM Limited**

**For INDO-MIM Limited**

**Krishna Chivukula**  
**Chairman and Managing Director**  
**(DIN 01625119)**

**Krishna Chivukula Jr.**  
**Whole time Director & CEO**  
**(DIN 02483835)**

**For INDO-MIM Limited**

**For P Murali & Co, Chartered Accountants**

**Santosh Dash**  
**Company Secretary (F11798)**

**A Krishna Rao, Partner**  
**M. No. 020085, Firm Regn. No. 007257S**

**Part “B”: Associates and Joint Ventures**

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

Name of Associates/ <del>Joint Venture</del>	INDO-MIM Mexico S. De R. L. De C. V.
Latest audited Balance Sheet Date	31/03/2024
Shares of Associate/Joint Ventures held by the company on the year end:	
a) No of Shares	-
b) Amount of Investment in Associates/Joint Venture	-
c) Extend of Holding %	Investment through Wholly Owned Subsidiary (INDO MIM INC, USA) = 49%
Description of how there is significant influence	The Company enjoys significant influence over the Associate Company as per Bye Laws of the Associate Company.
Reason why the associate/joint venture is not Consolidated	Accounts are consolidated.
Net-worth attributable to Shareholding as per latest audited Balance Sheet, (negative)	USD (3,558,837.00)
Profit / (Loss) for the year	USD (1,279,194.00)
i. Considered in Consolidation	USD (1,279,194.00)
ii. Not Considered in Consolidation	Nil

Note:

- Names of associates / JV which are yet to commence operations: NIL
- Names of associates / JV which have been liquidated or sold during the year: NIL

**For INDO-MIM Limited**

**For INDO-MIM Limited**

**Krishna Chivukula**  
**Chairman and Managing Director**  
**(DIN 01625119)**

**Krishna Chivukula Jr.**  
**Whole Time Director & CEO**  
**(DIN 02483835)**

**For INDO-MIM Limited**

**For P Murali & Co, Chartered Accountants**

**Santosh Dash**  
**Company Secretary (F11798)**

**A Krishna Rao, Partner**  
**M. No. 020085, Firm Regn. No. 007257S**

## RELATED PARTY TRANSACTIONS

ANNEXURE-5

### Form AOC-2

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

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

1. Details of contracts or arrangements or transactions not at arm's length basis: **N.A.**
  - (a) Name(s) of the related party and nature of relationship
  - (b) Nature of contracts/arrangements/transactions
  - (c) Duration of the contracts/arrangements/transactions
  - (d) Salient terms of the contracts or arrangements or transactions including the value, if any
  - (e) Justification for entering into such contracts or arrangements or transactions
  - (f) date(s) of approval by the Board:
  - (g) Amount paid as advances, if any:
  - (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188
  
2. Details of material contracts or arrangement or transactions at arm's length basis:

- **Summary of Related Party Transactions during FY 24**

S No	Name of the Related Party & Nature of Relationship	Nature of Transaction	Duration of Contract	Value of Transactions Rs lakhs	Advance if any paid
1	INDO-MIM Inc, Wholly Owned Subsidiary Company	Sale of Goods	Ongoing Contract	3,217.87	Nil
2	INDO-MIM Inc, Wholly Owned Subsidiary Company	Purchase of Goods	Ongoing Contract	184.24	Nil
3	INDO-MIM Inc, Wholly Owned Subsidiary Company	Purchase of Service – Sales Commission	Ongoing Contract	8,568.85	Nil
4	TRIAX Industries LLC, Wholly Owned Subsidiary Company	Sale of Goods	Ongoing Contract	385.23	Nil
5	TRIAX Industries LLC, Wholly Owned Subsidiary Company	Purchase of Goods	Ongoing Contract	171.53	Nil
6	Conway Marsh Garrett Technologies Limited,	Sale of Goods	Ongoing Contract	3.49	Nil

	Wholly Owned Subsidiary Company				
7	Conway Marsh Garrett Technologies Limited, Wholly Owned Subsidiary Company	Purchase of Goods	Ongoing Contract	1.51	Nil
	<b>Total</b>			<b>12,532.72</b>	

- **Terms of Contract**

S No	Name of the Related Party & Nature of Relationship	Nature of Transaction	Terms of contract
1	INDO-MIM Inc, Wholly Owned Subsidiary Company	Sale of Goods	Arm's Length pricing with regular Commercial Terms
2	INDO-MIM Inc, Wholly Owned Subsidiary Company	Purchase of Goods	Arm's Length pricing with regular Commercial Terms
3	INDO-MIM Inc, Wholly Owned Subsidiary Company	Purchase of Service – Sales Commission	Cost Based pricing with regular Commercial Terms
4	TRIAX Industries LLC, Wholly Owned Subsidiary Company	Sale of Goods	Arm's Length pricing with regular Commercial Terms
5	TRIAX Industries LLC, Wholly Owned Subsidiary Company	Purchase of Goods	Arm's Length pricing with regular Commercial Terms
6	Conway Marsh Garrett Technologies Limited, Wholly Owned Subsidiary Company	Sale of Goods	Arm's Length pricing with regular Commercial Terms
7	Conway Marsh Garrett Technologies Limited, Wholly Owned Subsidiary Company	Purchase of Goods	Arm's Length pricing with regular Commercial Terms

- **Approval & Justification details**

S No	Name of the Related Party & Nature of Relationship	Nature of Transaction	Board Meeting Approval Date	Justification
1	INDO-MIM Inc, Wholly Owned Subsidiary Company	Sale of Goods	11-04-2023	Supplies to subsidiary to satisfy customer demand and ensure uniform quality
2	INDO-MIM Inc, Wholly Owned Subsidiary Company	Purchase of Goods	11-04-2023	Short Lead time requirements
3	INDO-MIM Inc, Wholly Owned Subsidiary Company	Purchase of Service - Sales Commission	11-04-2023	Sales support - Sourcing and servicing Customer

	Company			orders
4	TRIAX Industries LLC, Wholly Owned Subsidiary Company	Sale of Goods	11-04-2023	Supplies to subsidiary to satisfy customer demand
5	TRIAX Industries LLC, Wholly Owned Subsidiary Company	Purchase of Goods	11-04-2023	Short Lead time requirements
6	Conway Marsh Garrett Technologies Limited, Wholly Owned Subsidiary Company	Sale of Goods	26-06-2023	Supplies to subsidiary to satisfy customer demand
7	Conway Marsh Garrett Technologies Limited, Wholly Owned Subsidiary Company	Purchase of Goods	26-06-2023	Short Lead time requirements

**For INDO-MIM Limited**

**For INDO-MIM Limited**

**Krishna Chivukula**  
**Chairman and Managing Director**  
**(DIN 01625119)**

**Krishna Chivukula Jr.**  
**Whole time Director & CEO**  
**(DIN 02483835)**

# **NOTICE OF 28TH AGM**

## **NOTICE**

NOTICE is hereby given that the **28th Annual General Meeting** of Members of INDO-MIM Limited will be held on Monday, 30<sup>th</sup> September 2024 at 10.00 AM at the Registered Office of the Company at No: 45(P), KIADB Industrial Area, Hoskote, Bangalore 562114, to consider and transact the following businesses:

### **I. ORDINARY BUSINESS**

1. To consider and adopt the audited Standalone and Consolidated Financial Statements of the Company for the financial year ended on March 31, 2024 together with the Reports of Directors and Auditors thereon.
2. To confirm the interim dividend paid before the date of Annual General Meeting as the final dividend for the financial year ended March 31, 2024.
3. To re-appoint Mr. Krishna Chivukula (DIN: 01625119), Director who retires by rotation and being eligible, offers himself for re-appointment.

To consider and approve the following resolution, with or without modification, as Ordinary Resolution:

RESOLVED THAT, pursuant to section 152(6) of the Companies Act, 2013 and Article 112 of the Articles of Association of the Company, the consent of the Members be and is hereby given for the reappointment of Mr. Krishna Chivukula, as Director of the Company, whose office shall not be liable to retire by rotation, for a period of Five (5) years from the conclusion of the 28th Annual General Meeting (for FY 24) till conclusion of 33rd Annual General Meeting (for Fy 29).

### **II. SPECIAL BUSINESS**

1. **To consider and approve the borrowing powers of the Board of Directors u/s 180(1)(c) of the Companies Act, 2013.**

To consider and approve the following resolution, with or without modification, as Special Resolution.

“RESOLVED THAT pursuant to the provisions of Section 180 (1)(c) and other applicable provisions, if any, of the Companies Act, 2013, the approval of shareholders by way of special resolution be and is hereby accorded to the Board of Directors to borrow money from time to time as they may think fit, any sum or sums of money not exceeding Rs. 3,450 Crores (Indian Rupees Three Thousand Four Hundred Fifty Crores), including the money already borrowed by the Company, exceeding in aggregate, the paid-up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose.



RESOLVED FURTHER THAT Mr. Krishna Chivukula, Chairman and Managing Director, Mr. Krishna Chivukula Jr., Whole Time Director & CEO, Mr. P. Balasubramanian, CFO, Mr. Santosh Dash, Company Secretary, Mr. Krishna Sharma, Asst. Company Secretary and Mr. Kamalesh Nagaraj Prabhu, Asst. Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds and things as may be necessary to give effect to this resolution and for matter connected therewith or incidental thereto.”

**By Order of the Board**

**Place: Bangalore**  
**Date: Sept 08, 2024**

**Santosh Dash**  
**Company Secretary**

**NOTES:**

- 1) **The Notice of the Annual General Meeting (“AGM”), Annual Report 2023-24 and other related documents can be accessed on the Company’s website at <https://www.indo-mim.com/annual-report/>.**
- 2) A member entitled to attend & vote, is entitled to appoint proxy to attend & vote on his/her behalf and proxy need not be a member of the company.
- 3) The instrument of Proxy, to be effective, should be duly filled, signed and deposited at the Registered Office of the Company at least 48 hours before the commencement of meeting.
- 4) A person can act as a Proxy on behalf of maximum of fifty (50) members and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A Member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as Proxy and such person shall not act as Proxy for any other Member. A Proxy form for the AGM is enclosed.
- 5) Section 91 of the Companies Act, 2013, being optional, the Register of Member & Share Transfer Books is not closed for the purpose of Meeting and for declaration of Dividend.
- 6) Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, which mandates facility for voting through electronic means is applicable to listed companies and other companies having minimum of 1000 number of shareholders. This being not applicable to us, the Company is not providing such facility to its members.
- 7) Explanatory statement for proposed special business as per requirement of Sec 102 of the Companies Act 2013 is annexed hereunder.
- 8) As per Article 112 of the Articles of Association of the Company read with Sec 152 of the Companies Act 2013, certain directors are liable to retire by rotation at the Annual General Meeting and it is proposed for consideration and approval of Shareholders to reappoint retiring Directors.
- 9) The Board has declared and paid 1st interim dividend of Rs. 3.75 per share (375% on Face Value of Re. 1.00 per share for the period for FY 24 and has not recommended any final dividend for consideration and approval of Members of the Company. Thus, the interim dividend of Rs 3.75 per share (375% on the Face Value of Re. 1.00 per share) shall be deemed and confirmed as the final dividend for FY 24 during the Annual General Meeting.
- 10) Members wishing to seek any clarification on Annual Accounts, Directors Report, Auditors Report etc. are requested to send their queries to Company Secretary either by physical letter at the Company’s registered office address or by e-mail to cs@indo-mim.com at any early date to facilitate compilation and dissemination of the same at the Annual General Meeting.
- 11) Members holding physical share certificates are requested to intimate to company in case of change in their mailing address, email address, contact number or bank account details. In case shareholders holding shares in demat form, they can intimate the changes to the demat service provider.

- 12) Pursuant provisions of Section 124, 125 and other applicable provisions of the Companies Act, 2013 read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, any dividend unpaid or unclaimed for seven years from the date of transfer to Unpaid Dividend Account, shall be transferred to the Investor Education and Protection Fund (IEPF) established by Central Government. Hence, all members are requested to claim their dividends who have not claimed so far. During FY 24, the company has transferred unpaid and unclaimed dividend of **Rs. NIL** to IEPF. Similarly, pursuant to Sec 124(6) of the Companies Act, 2013 read with IEPF Rules, 2016, all shares, in respect of which dividend has remain unpaid or unclaimed for 7 consecutive years, are required to be transferred to the Demat Account of IEPF. The Company has transferred **NIL** number of shares to IEPF during FY 24.
- 13) Pursuant provisions of Section 72 of the Companies Act, 2013, Shareholders may file their nomination in the prescribed Form SH-13.
- 14) Members are requested to bring their copy of the Annual Report to the Annual General Meeting. Members/Proxies/Representatives are requested to bring the attendance slip enclosed to the annual report / notice for attending the meeting.
- 15) Corporate members intending to send their authorized representative(s) to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
- 16) During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member, by giving 3 days advance notice to the company, is entitled to inspect proxies lodged with the company.
- 17) The Register of Directors and Key Managerial Personnel and their Shareholding as maintained under Sec 170 of the Companies Act 2013 and the Register of Contracts or Arrangements in which Directors are interested as maintained under Sec 189 of the Companies Act 2013 will be available for inspection by members at the Annual General Meeting.
- 18) Pursuant to section 152(6) of the Companies Act, 2013, Article 112 of the Articles of Association of the Company and terms of appointment of all Directors, the total number of Directors of the Company who are liable to retire by rotation (excluding Independent Directors) are FOUR and 1/3rd of it shall retire by rotation at every Annual General Meeting of the Company. Since the length of service of Mr. Krishna Chivukula, Chairman and Managing Director, is more than the length of service of other Directors, Mr. Krishna Chivukula retires at this Annual General Meeting. Out of FOUR Directors (excluding Independent Directors who are not liable to retire by rotation), the Company is permitted to have 1/3rd of FOUR (i.e ONE Director) as “Non-Rotational Director” and balance 2/3rd (i.e THREE Directors) shall be the Directors whose office is liable to retire by rotation. Since Mr. Krishna Chivukula is the Chairman of the company, it is proposed to re-appoint Mr. Krishna Chivukula as “Non-Rotational Director”. The proposal to appoint Mr. Krishna Chivukula as Non-Rotational Director is approved by the Nomination and Remuneration Committee and Board of Directors of the Company at their meeting held on September 02 and September 03, 2024 respectively.

#### **Explanatory Statement for Special Business (Sec 102) –**

#### **SPECIAL BUSINESS**

#### **ITEM NO. 1 TO CONSIDER AND APPROVE THE BORROWING POWERS OF THE BOARD OF DIRECTORS U/S 180(1)(C) OF THE COMPANIES ACT, 2013.**

The present borrowing of the Company as on March 31, 2024 is below the ceiling of paid up capital and free reserves of the Company. However, it is proposed, for consideration and approval of the Shareholders, to authorize the Board to borrow money, in excess of the prescribed limit of paid up capital and free reserves, up to maximum outstanding limit at any time, to not to exceed Rs 3,450 Crores (Three thousand four hundred fifty Crores).

Section 180 of the Companies Act, 2013 requires consent of the Shareholders by way of Special Resolution to authorize Board to borrow money in excess of paid up capital and free reserves and therefore the proposed resolution is placed before the General Meeting for approval of Shareholders.

The proposal is approved by Board of Directors at its meeting held on Sept 03, 2024.

**PROXY FORM**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: **U28110KA1996PLC137499**, Name of the Company: **INDO-MIM Limited**  
Registered Office: **45(P), KIADB Industrial Area, Hoskote, Bangalore 562114.**

Name of Members		
Registered Address		
e-mail id		
Folio No/Client Id		DP Id -

I/We, being the member (s) of \_\_\_\_\_ shares of the above-named company, hereby appoint -

1	Name –	Address -
	e-mail –	Signature - or failing him/ her
2	Name –	Address -
	e-mail –	Signature - or failing him / her
3	Name –	Address -
	e-mail –	Signature -

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 28<sup>th</sup> Annual General Meeting of INDO-MIM Limited to be held on Monday, 30<sup>th</sup> September 2024 at 10:00 AM at the Registered Office of the Company and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl.	Resolution
<b>Ordinary Business:</b>	
1	To consider and adopt the audited Standalone and Consolidated Financial Statements of the Company for the financial year ended on March 31, 2024 together with the Reports of Directors and Auditors thereon.
2	To confirm the interim dividend paid before the date of Annual General Meeting as the final dividend for the financial year ended March 31, 2024.
3	To re-appoint Mr. Krishna Chivukula (DIN: 01625119), Director who retires by rotation and being eligible, offers himself for re-appointment.
<b>Special Business:</b>	
1	To consider and approve the borrowing powers of the Board of Directors U/s 180(1)(c) of the Companies Act, 2013.

Signed this..... day of..... 2024.

Signature of shareholder(s)- \_\_\_\_\_  
Signature of Proxy holder(s)- \_\_\_\_\_

**Affix Re. 1/- Stamp**

**ATTENDANCE SLIP**

**(To be handed over at the entrance of the meeting hall)**

**CIN: U28110KA1996PLC137499,**

**Name of the Company: INDO-MIM Limited**

**Registered Office: 45(P), KIADB Industrial Area, Hoskote, Bangalore 562114.**

Name of Members/Proxy		
No. of Shares held		
e-mail id		
Folio No/Client Id		DP Id -

I hereby record my presence at the 28<sup>th</sup> Annual General Meeting of the Company at 45(P), KIADB Industrial Area, Hoskote, Bangalore 562114 on Monday, 30<sup>th</sup> September 2024 at 10.00 AM.

\_\_\_\_\_  
Signature of the Member(s) / Proxy

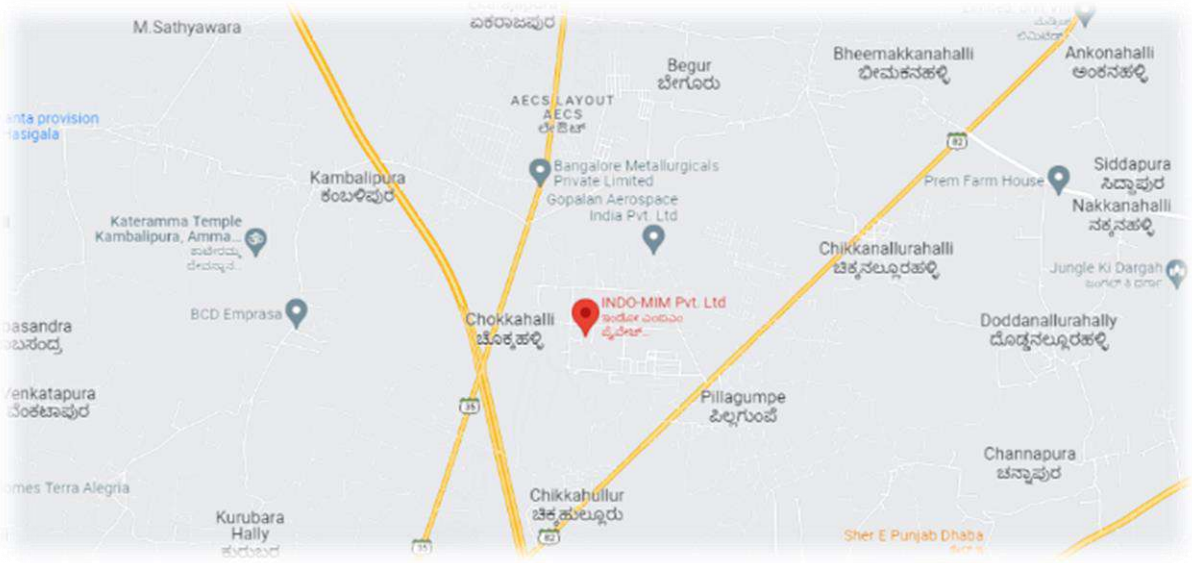
Notes:

1. Members are requested to bring their copies of Annual Report at the AGM.
2. Please strike off whichever portion is not applicable.

**Route Map to the Venue of the meeting**

**Venue: 45(P) KIADB Industrial Area, Hoskote, Bangalore  
Karnataka India , 562114**

**Landmark: KIADB Industrial Area**



**Details relating to the asset created through CSR spent in the financial year**

**Asset-wise details**

S. No.	Name of project	Date of creation of the capital asset	Amount of CSR spent for creation of capital asset (in INR Lakhs)	Name of the entity/ beneficiary under whose name such capital asset is registered	Location of the capital asset
1	RO Plant – 1	08-06-2023	43.44	Jaladharee aqua system (Supplier)	1) Gangammadevi Temple, Sulibeli road 2) Kolathur, Jadigenahalli 3) Handenahalli, Devanagundi 4) Ward no. 28, Near Govt. PU College, Hoskote 5) Medur, Nandagundi
2	RO Plant – 2	06-11-2023	06.90	Cauvery Enterprises (Supplier)	1) Kachanayakanahalli, BLR 2) Byandahalli, BLR
3	Primary school classroom requirement	01-03-2024	22.00	Higher primary school, Hunshettikoppa, Yellapur Taluk	Higher primary school, Hunshettikoppa, Yellapur Taluk

**FORM MR-3**

**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED ON 31<sup>ST</sup> MARCH, 2024**

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

**To,**  
**The Members,**  
**INDO-MIM LIMITED (formerly known as Indo-MIM Private Limited)**  
**CIN: U28110KA1996PLC137499**  
**45 (P), KIADB Industrial Area**  
**Hoskote, Bangalore**  
**Karnataka - 562114**

I, S.N. Mishra proprietor of SNM & Associates, Bengaluru bearing Membership No. 6143 and C.P. No. 4684, have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by INDO-MIM LIMITED (formerly known as Indo-MIM Private Limited) CIN: U28110KA1996PLC137499 (hereinafter called “the Company”) for the financial year ended March 31, 2024. Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

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

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;

- (ii) Secretarial Standards with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India;
- (iii) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder;
- (iv) The Depositories Act, 1996 and the regulations and byelaws framed thereunder;
- (v) The Arms Act, 1959 and the rules and regulations made thereunder;
- (vi) Labour Laws as applicable and the rules and regulations made thereunder;
- (vii) Environmental Laws as applicable and the rules and regulations made thereunder;

During the period under review, based on verification of the records maintained by the Company and also on the review of compliance reports / statements by respective department heads / Company Secretary taken on record by the Board of Directors of the Company, in my opinion, adequate systems and process and control mechanism exists in the Company to monitor and ensure compliance with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc., mentioned above.

I have conducted online and physical verification & examination of records, as facilitated by the Company, for the purpose of issuing this Report. I have not reviewed the applicable financial laws, direct and indirect tax laws since the same have been subject to review and audit by the Statutory Auditors of the Company.

*During the period under audit the Company changed its status from a Private Limited Company to Public Limited Company. The change is effective from January 12, 2024. My audit has covered compliance by the Company as a Public Limited Company from such date till the end of reporting period.*



**I report that:**

1. The Board of Directors of the Company is duly constituted and is in compliance with Section 149 of the Companies Act, 2013 read with Rule 3 of the Companies (Appointment & Qualification of Directors) Rules, 2014. *However, during the period under review until March 30, 2024 the Company is not in compliance with the requirement of at least one resident Director as required under Section 149(3) of Companies Act, 2013.*

The Board met 9 (Nine) times during the year on 11.04.2023, 07.06.2023, 26.06.2023, 11.07.2023, 03.08.2023, 01.09.2023, 07.11.2023, 01.02.2024 and 30.03.2024. The intervening gap between the Meetings was within the period prescribed under Section 173 of the Companies Act, 2013.

Based on the duly recorded and signed Board minutes I opine that during the period under review the requisite quorum was present in all the Board Meetings by participation of Directors by physical presence in the meetings.

The Company has a system of sending notices and agenda of the schedules meetings and seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

No circular resolutions were passed during the period under review.

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

2. The annual general meeting for the financial year ending on 31<sup>st</sup> March 2023 was held on 30.09.2023 upon giving notice to the members of the Company, with the requisite quorum and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.

Two extraordinary general meetings were held on 05.09.2023 and 08.05.2023 respectively upon giving notice to the members of the Company, with the requisite quorum and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.

No postal ballot was conducted by the Company during the period under review.

3. The Company has duly constituted a Corporate Social Responsibility Committee and the members of the Committee meet at regular intervals to discuss and execute the relevant functions/operations as per the terms of the policy framed for the purpose. The provisions relating to constitution of various Committees by Public Limited Companies were

applicable to the Company from January 12, 2024. As on March 30, 2024 the Company constituted the following Committees and approved their terms of reference:

1. Audit Committee
2. Nomination and Remuneration Committee
3. Stakeholders Relationship Committee
4. Risk Management Committee
5. IPO Committee

Further, the Corporate Social Responsibility Committee was also reconstituted on March 30, 2024 to include Independent Directors.

4. The Company is generally regular in filing forms and returns with the Registrar of Companies, and other statutory bodies as applicable from time to time within the time prescribed under the Act and the rules made there under and with additional fees wherever there is a delay.
5. The Company is registered with a Registrar and Transfer Agent as provided hereunder, who are duly registered as per The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 who on behalf of the Company, maintains the records of holders of securities issued by the company and deals with all matters connected with the transfer and redemption of securities.

**Link Intime India Private Limited**

Add: C-101, 247 Park,  
L.B.S. Marg, Vikhroli West,  
Mumbai – 400 083  
Email id: [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)  
Telephone no. 022 – 4918 6270

6. The Company is in compliance with the Foreign Exchange Management Act, 1999 and the rules and regulations thereunder to the following extent:
  - The Annual Return on Foreign Assets and Liabilities for the financial year 2022-23 to the Reserve Bank of India was filed within the stipulated time frame in compliance with RBI/ 2013-14/646 A .P. (DIR Series) Circular No. 145.

- The Annual Performance Report for the wholly owned subsidiary Triax Industries LLC for the period ended March 31, 2023 as required under RBI//2015-16/374 A.P. (DIR Series) Circular No.62 was filed on 02.03.2024 with payment of LSF. *As informed to me, the Company is in the process of filing the Annual Performance Report for the Wholly owned subsidiary Indo-MIM INC for the period ended March 31, 2023.*
  - The Company is in compliance with Regulation 6 of Foreign Exchange Management (Transfer or Issue of Any Foreign Security) Regulations w.r.t. investments made in Overseas Corporate Bodies during the period under review.
  - The Company is in compliance with the reporting requirements under Foreign Exchange Management (Non-Debt Instrument) Rules, 2019 w.r.t. equity instruments issued against foreign direct investments during the reporting period.
7. The nature of business activity of the Company comes under the governance of Ministry of Home Affairs, Department of Internal Security and requires compliances under the Arms Act, 1959. The company has a valid license as required under the enactment.
8. As per the information provided to us the Company has framed a policy on Prevention and Prohibition of Sexual Harassment at Workplace and has constituted an Internal Committee to handle matters under the Sexual Harassment of Women at Workplace Act, 2013 and its corresponding rules and regulations. The Company is in compliance with filing the Annual Return for calendar year 2023 with the department.
9. The compliances under the following Labour Laws have been scrutinised by me:
- a. Factories Act, 1948;
  - b. The Minimum Wages Act, 1948
  - c. The Payment of Wages Act, 1936
  - d. The Payment of Bonus Act, 1965
  - e. Equal Remuneration Act, 1976
  - f. The Payment of Gratuity Act, 1972
  - g. The Employees' Compensation Act, 1923
  - h. The Maternity Benefit Act, 1961
  - i. The Child Labour (Prohibition and Regulation) Act, 1986
  - j. The Contract Labour (Regulation and Abolition) Act, 1970
  - k. The Employment Exchanges (Compulsory Notification of Vacancies) Act, 1959
  - l. The Apprentices Act, 1961
  - m. Industrial Employment (Standing Orders) Act, 1946 read with Industrial Employment (Standing Orders) (Karnataka) Rules, 1961
  - n. Labour Welfare Fund Act

- o. Rights of Persons with Disabilities Act, 2016
  - p. The Employee State Insurance Act, 1948 (ESI)
  - q. The Employees' Provident Funds and Miscellaneous Provisions Act, 1952
  - r. The Rights of Persons with Disabilities Act, 2016
10. During the period under review, the Company has complied with the applicable provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above. Certain non-material findings as highlighted by me during audit have been addressed suitably by the management by initiating necessary steps.
11. For compliances under various tax laws I have relied on the reports submitted by the Internal Auditors and the Statutory Auditors of the Company. As per the reports provided the Company is in compliance under the various tax laws and the corresponding rules, regulations and guidelines as applicable to the Company.
12. 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.

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

Place: Bangalore  
Date : 03.09.2024

Signature : .....  
Name: S.N.Mishra.  
Company Secretary  
C. P. No. : 4684  
FCS No. : 6143  
UDIN : F006143F001114074

Annexure 'A'

To,  
The Members  
**INDO-MIM LIMITED (formerly known as Indo-MIM Private Limited)**  
**CIN: U28110KA1996PLC137499**  
45 (P), KIADB Industrial Area  
Hoskote, Bangalore  
Karnataka - 562114

My Secretarial Audit Report for the financial year ended March 31, 2024 of even date is to be read along with this letter.

1. Maintenance of secretarial record, devise proper systems to ensure compliance with the provisions of all applicable laws, regulations and to ensure that the systems are adequate and operate effectively is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to the secretarial compliances.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that processes and practices I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, I have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place: Bangalore  
Date : 03.09.2024

Signature : .....  
Name: S.N.Mishra.  
Company Secretary  
C. P. No. : 4684  
FCS No. : 6143  
UDIN : F006143F001114074

## **INDEPENDENT AUDITOR'S REPORT**

**To the Members of**

**M/s INDO-MIM LIMITED**

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

### **Opinion**

We have audited the accompanying Standalone Ind AS Financial Statements of M/s INDO-MIM LIMITED ("the company"), which comprise the Balance Sheet as at 31<sup>st</sup> March, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024 and its profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

### **Basis for Opinion**

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

## **Management's Responsibilities for the Standalone Ind AS Financial Statements**

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

In preparing the standalone financial statements, 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.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

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

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain

professional skepticism throughout the audit. We also:

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

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



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

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

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

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

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, based on our audit we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act, as amended.
  - e) On the basis of the written representations received from the directors as on March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms

of Section 164(2) of the Act.

- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure B”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements.
  - ii. The Company does not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - 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, other than as disclosed in the notes to accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever (“Ultimate Beneficiaries”) by or on behalf of the Company or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
  - v. The Management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to accounts, no funds have been received by the Company from any persons or entities, including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or

invest in other persons or entities identified in any manner whatsoever (“Ultimate Beneficiaries”) by or on behalf of the Funding Parties or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- vi. Based on the audit 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 the representations in sub-clause (i) and (ii) of Rule 11(e), as provided under (iv) and (v) above contain any material misstatement.
- vii. The interim dividend declared and paid by the Company during the year is in compliance with Section 123 of the Act.
- viii. Based on our examination, which included test checks, the Company has used accounting softwares for maintaining its books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the softwares. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.

**For P. Murali & co,**  
**Chartered Accountants**  
**FRN: 007257S**

**A. Krishna Rao**  
**Partner**  
**Membership No. 020085**  
**UDIN No. 24020085BKAUWP4576**

**Place: Hyderabad**  
**Date: 03-09-2024**

## 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 to the Members of *INDO-MIM LIMITED* of even date)

- i. In respect of the Company's Property, Plant and Equipment and Intangible Assets:
  - (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets.

(B) The Company does not have intangible assets.
  - (b) According to the information and explanations given to us and on the basis of our examination of records, the Company has a regular program of physical verification of Property Plant & Equipment and right-of-use assets (leased assets) in a phased periodic manner, which in our opinion is reasonable having regard to the size of the company and nature of its assets. No material physical discrepancies were noticed on such physical verification.
  - (c) According to the information and explanations given to us and on the basis of our examination of records of the Company, we report that, the title in respect 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 the financial statements included under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date.
  - (d) According to the information and explanations given to us and on the basis of our examination of records, the company has not revalued its Property, Plant and Equipment.
  - (e) According to the information and explanations given to us and on the basis of our examination of records of the company, no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988.
- ii. (a) As informed to us and in our opinion, the inventories have been physically verified during the year by the management at reasonable intervals and as explained to us

there were no material discrepancies noticed on verification between the physical stocks and the book records.

(b)The company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. The quarterly returns or statements filed by the company with such banks or financial institutions are in agreement with the books of account of the company.

- iii. (a)As per the information and explanation given to us and in our opinion, during the year, the Company has not provided any guarantee or security or granted any loans or advances in nature of loans, secured or unsecured to companies, firms, limited liability partnerships or any other entity.
- (b) The Company has not provided any guarantee or security or granted any advances in the nature of loan during the year. As per the information and explanations provided to us and on the basis of our examination of records, the company has made investments prima facie, are not prejudicial to the interest of the company.
- iv. In our opinion and according to the information and explanations given to us, the Company has not given any loans, guarantees and securities as referred to in section 185 and 186 of the Act.
- v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits within the meaning of section 73 to 76 or any other relevant provisions of the Companies Act,2013 and the rules framed there under.
- vi. We have broadly verified the books of account and records maintained by the company in respect of products where, pursuant to the rules made by the central government of India, the maintenance of cost records has been specified under the sub-section(1) of section 148 of Companies Act, 2013 and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.

vii. According to the information and explanations given to us, in respect of statutory dues:

(a) The Company has regular in depositing undisputed statutory dues. There were no undisputed amounts payable in respect of statutory dues in arrears as at March 31, 2024 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and based on the records of the company examined by us, there are no Statutory dues which have not been deposited as at March 31, 2024 on account of any dispute except as given below in respect of the following:

Name of the Statute	Disputed demand (Rs. In lakhs)	Period to which the amount relates	Forum where dispute is pending
Central Excise	<b>43.10</b>	2011-12	CESTAT
Central Excise	<b>138.96</b>	2014-15	CESTAT
Central Excise	<b>88.89</b>	2015-19	CESTAT
Service Tax	<b>49.92</b>	2002-03 to 2009-10	CESTAT & Commissioner of Appeals
Service Tax	<b>7.49</b>	2009-10	CESTAT
Service Tax	<b>27.65</b>	2012-13	Original adjudicating authority
Service Tax	<b>1,404.04</b>	2011-12 to 2014-15	CESTAT
Service Tax	<b>37.00</b>	2015-16	Commissioner's Appeal remanded back to original authority for re confirmation
Service Tax	<b>24.33</b>	2016-17	Commissioner's Appeal remanded back to original authority for re confirmation
Service Tax	<b>50.98</b>	2016-17	CESTAT
Service Tax	<b>141.88</b>	May 2014 to Sep 2015	CESTAT
Service Tax	<b>216.74</b>	OCT 2015 to MAR 2017	CESTAT
Service Tax	<b>31.41</b>	Mar 2015 to June 2017	CESTAT
GST	<b>148.36</b>	2017-2020	ACC Customs
GST	<b>1.11</b>	2017-18 to 2018-19	Original adjudicating authority
GST	<b>1.59</b>	2017-18 to 2018-19	Original adjudicating authority
GST	<b>30.80</b>	2017-18 to 2018-19	Original adjudicating authority
GST	<b>35.82</b>	2017-18 to 2018-19	Original adjudicating authority
GST	<b>756.40</b>	2017-18 to 2018-19	Appellate Authority
Income Tax	<b>95.44</b>	2018-19	ITAT, Hyderabad
Income Tax	<b>132.60</b>	2019-20	ITAT, Hyderabad
Customs	<b>43.45</b>	2009-10	Commissioner of Appeals

viii. According to the information and explanations given to us and on the basis of our examination of the records of the company, the company has not surrendered or

disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

ix. (a) Based on our audit procedures and according to the information and explanations given to us, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our examination of records, the company has not been declared willful defaulter by any bank or financial institution or other lender.

(c) In our opinion and according to the information and explanations given to us, the company has utilized the money obtained by way of term loans during the year for the purposes for which they were obtained.

(d) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) According to the information and explanations given to us and on examination of the financial statements, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary companies. The company does not have associate company and joint ventures.

(f) According to the information and explanations given to us and procedures performed by us, we report that the company has not raised any loans during the year on the pledge of securities held in its subsidiary companies. The company does not have associate company and joint ventures.

x. (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year.

(b) The Company has made private placement of shares during the year under review.

In respect of the above issue, we further report that:

a. the requirement of Section 42 of the Companies Act, 2013 as applicable, have been complied with; and

b. the amounts raised have been applied by the Company during the year for the purposes for which the funds were raised.

- xi. (a)Based on examination of books and records of the Company and according to the information and explanations given to us, no material fraud by the Company or on the Company has been noticed or reported during the year.
- (b) According to the information and explanations given to us, no report under sub-section (12) of section 143 of the Companies Act has been filed in form ADT- 4 as prescribed under rule 13 of the companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
- (c)As represented to us by the management, there are no whistle blower complaints received by the company during the year.
- xii. The Company is not a Nidhi Company.
- xiii. The Company has entered into transactions with related parties in compliance with the provisions of section 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under Indian Accounting standard (Ind AS) 24, related party disclosures specified under section 133 of the Act, read with relevant rules issued there under.
- xiv. (a) In our opinion and based on our examination, the company has an adequate internal audit system commensurate with the size and nature of its business.
- (b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- xv. According to the information and explanations given to us, in our opinion, during the year the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence provisions of section 192 of the Companies Act 2013 are not applicable to the Company.
- 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 as per the Reserve Bank of India Act, 1934.



(c) The Company is not a Core Investment Company as defined in the regulations made by the Reserve Bank of India.

(d) The Company is not part of any group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016 as amended).

- xvii. The company has not incurred cash losses during the current year and in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors of the company during the year.
- xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, based on our knowledge of the Board of Directors' and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report and company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.
- xx. In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of section 135 of the Act pursuant to any project.

**For P. Murali & co,  
Chartered Accountants  
FRN: 007257S**

**A. Krishna Rao  
Partner  
Membership No. 020085  
UDIN No. 24020085BKAUWP4576**

**Place: Hyderabad  
Date: 03-09-2024**

## **ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT**

(Referred to in paragraph 2(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of **INDO-MIM LIMITED** of even date)

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

We have audited the internal financial controls over financial reporting of INDO-MIM LIMITED (the “Company”) as of March 31, 2024 in conjunction with our audit of the Standalone Ind AS Financial Statements of the Company for the year ended on that date.

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

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

#### **Auditor’s Responsibility**

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting of the Company 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”) issued by the ICAI and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013,

to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

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

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

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

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

### **Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2024, based on the criteria for internal financial control over financial reporting 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 ICAI.

**For P. Murali & co,  
Chartered Accountants  
FRN: 007257S**

**A. Krishna Rao  
Partner  
Membership No. 020085  
UDIN No. 24020085BKAUWP4576**

**Place: Hyderabad  
Date: 03-09-2024**

**INDO-MIM LIMITED**

Factory &amp; Registered office: No.45(P), KIADB Industrial Area, Hosakote, Bengaluru - 562 114

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

(Amounts in INR Lakhs, unless otherwise stated)

Particulars	Note No	As at	As at
		31 March 2024	31 March 2023
<b>ASSETS</b>			
<b>1 Non-current assets</b>			
Property, plant and equipment	1(a)	95,846.68	90,205.92
Right of use asset	2(a)	5,235.36	5,799.02
Capital work-in-progress	1(a)	12,867.81	4,899.06
Financial Assets			
- Investments	3	62,718.61	43,400.00
- Other financial assets	4	1,577.76	1,402.89
Other non-current assets	9(a)	45,187.08	37,407.68
<b>Total non-current assets</b>		<b>223,433.30</b>	<b>183,114.56</b>
<b>2 Current assets</b>			
Inventories	5	53,065.56	49,395.86
Financial assets			
- Trade receivables	6	37,892.54	37,507.28
- Cash and cash equivalents	7	5,852.93	14,365.30
- Bank balances other than above	8	2,345.83	36.31
Other current assets	9(b)	4,204.16	4,348.58
<b>Total current assets</b>		<b>103,361.02</b>	<b>105,653.34</b>
<b>TOTAL ASSETS</b>		<b>326,794.32</b>	<b>288,767.90</b>
<b>EQUITY AND LIABILITIES</b>			
<b>1 Equity</b>			
Equity Share capital	10	4,820.30	4,798.90
Other equity		167,761.22	160,405.03
<b>Total Equity</b>		<b>172,581.52</b>	<b>165,203.93</b>
<b>2 Non-current liabilities</b>			
Financial liabilities			
- Borrowings	11	54,893.93	49,992.19
- Lease liabilities	2(b)	1,574.40	2,040.50
Provisions	12(a)	743.98	599.88
Deferred Tax liabilities (Net)	13	1,701.16	2,295.17
Other Non-current Liabilities	16(c)	3,544.33	-
<b>Total non-current liabilities</b>		<b>62,457.80</b>	<b>54,927.74</b>
<b>3 Current liabilities</b>			
Financial liabilities			
- Borrowings	14	52,151.92	30,427.50
- Lease liabilities	2(b)	828.97	810.75
- Trade Payables			
> Dues to micro and small enterprises	15	1,278.94	1,747.34
> Dues to others		17,355.35	17,670.51
Other current liabilities	16(a)	1,258.40	460.59
Provisions	12(b)	3,560.54	3,174.25
Current Tax Liabilities	16(b)	15,320.88	14,345.30
<b>Total current liabilities</b>		<b>91,755.00</b>	<b>68,636.24</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>326,794.32</b>	<b>288,767.90</b>
Summary of Significant Accounting Policies 24			
The accompanying notes are an integral part of the Financial Statements			
<i>As per our report of even date annexed</i>			
<b>For P Murali &amp; Co</b>		<b>For INDO-MIM Limited</b>	
<b>Chartered Accountants</b>			
<b>Firm Regn. No. 007257S</b>			
A Krishna Rao		<b>Krishna Chivukula</b>	<b>Krishna Chivukula Jr</b>
Partner		<b>Chariman &amp; MD</b>	<b>Director &amp; CEO</b>
M.No. 020085		<b>DIN: 01625119</b>	<b>DIN: 02483835</b>
UDIN:		Place: Florida, USA	Place: Bangalore, India
Place: Hyderabad, India		<b>P Balasubramanian</b>	<b>Santosh Dash</b>
Date: 03-09-2024		<b>CFO</b>	<b>Company Secretary</b>
		Place: Bangalore	<b>F11798, place: Bangalore</b>

## INDO MIM LIMITED

*Factory & Registered office: No.45(P), KIADB Industrial Area, Hosakote, Bengaluru - 562 114*

### Standalone Statement of Profit and Loss for the year ending 31st March 2024

(Amounts in INR Lakhs, unless otherwise stated)

Particulars	Note No	For the Year ended March 2024	For the Year ended March 2023
Revenue from operations	17	241,736.10	231,738.74
Other income	18	2,196.12	1,941.05
<b>Total Income</b>		<b>243,932.22</b>	<b>233,679.79</b>
<b>Expenses</b>			
Cost of materials consumed	19	38,469.92	33,104.63
Changes in inventories of finished goods, work in progress and stock-in-trade	20	(2,551.41)	2,103.41
Employee benefit expenses	21	42,113.97	36,238.15
Finance cost	22	8,313.45	5,069.12
Depreciation and amortisation expense	1(b)	13,444.81	12,536.06
Other expenses	23	93,094.28	88,809.19
<b>Total expenses</b>		<b>192,885.02</b>	<b>177,860.56</b>
<b>Profit/ (loss) before exceptional items and tax</b>		<b>51,047.21</b>	<b>55,819.23</b>
Exceptional items		-	-
<b>Profit/ (loss) before tax</b>		<b>51,047.21</b>	<b>55,819.23</b>
<b>Tax expense</b>			
- Current Tax		15,320.88	14,345.30
- Deferred Tax		(10.29)	(103.64)
<b>Profit/ (loss) for the period from continuing operations</b>		<b>35,736.62</b>	<b>41,577.57</b>
<b>Profit/ (loss) from discontinued operations</b>		-	-
Tax expense of discontinued operations		-	-
<b>Profit/ (loss) from discounting operations (after tax)</b>		-	-
<b>Profit/ (loss) for the period</b>		<b>35,736.62</b>	<b>41,577.57</b>
<b>Other comprehensive income</b>			
A (i) Items that will not be reclassified to profit or loss		(2,319.27)	(820.75)
(ii) Income tax relating to items that will not be reclassified to profit or loss		583.72	206.57
B (i) Items that will be reclassified to profit or loss			
(ii) Income tax relating to items that will be reclassified to profit or loss			
<b>Total comprehensive income for the period</b>		<b>34,001.07</b>	<b>40,963.39</b>
<i>(Profit/ loss + other comprehensive income)</i>			
<b>Earnings per equity share (for continuing operations)</b>			
a) Basic		<b>7.42</b>	<b>8.66</b>
b) Diluted		<b>7.42</b>	<b>8.66</b>
<b>Earnings per equity share (for discontinued operations)</b>			
a) Basic		-	-
b) Diluted		-	-
<b>Earnings per equity share (for discontinued &amp; continuing operations)</b>			
a) Basic		<b>7.42</b>	<b>8.66</b>
b) Diluted		<b>7.42</b>	<b>8.66</b>

Summary of Significant Accounting Policies

24

The accompanying notes are an integral part of the Financial Statements

*As per our report of even date annexed*

**For P Murali & Co**

**For INDO-MIM Limited**

**Chartered Accountants**

**Firm Regn. No. 007257S**

**A Krishna Rao**

**Partner**

**M.No. 020085**

**UDIN:**

**Krishna Chivukula**

**Chariman & MD**

**DIN: 01625119**

Place: Florida, USA

**Krishna Chivukula Jr.**

**Director & CEO**

**DIN: 02483835**

Place: Bangalore, India

**Place: Hyderabad, India**

**Date: 03-09-2024**

**P Balasubramanian**

**CFO**

Place: Bangalore

**Santosh Dash**

**Company Secretary**

**F11798**, place: Bangalore

<b>INDO-MIM LIMITED</b>		
<i>Factory &amp; Registered office: No.45(P), KIADB Industrial Area, Hosakote, Bengaluru - 562 114</i>		
<b>STANDALONE STATEMENT OF CASH FLOWS FOR THE YEAR ENDED ON 31ST MARCH 2024</b>		
(Amounts in INR Lakhs, unless otherwise stated)		
Particulars	For the period ended 31.03.2024	For the period ended 31.03.2023
<b>Cash Flow from Operating Activities</b>		
profit/Loss before Tax	51,047.21	55,819.23
<i>Adjustments:</i>		
Depreciation and Amortisation	13,444.81	12,536.06
Finance Cost	8,313.45	5,069.12
Deferred tax liability	(594.01)	783.88
Remeasurment of gain or loss	(1,735.56)	(614.18)
interest received	(110.30)	(67.15)
<b>Operating Profit before working capital changes</b>	<b>70,365.60</b>	<b>73,526.95</b>
<i>Movements in working capital:</i>		
Increase/(decrease) in trade payables	(783.56)	3,423.77
Increase/(decrease) in long term provisions	144.11	125.54
Increase/(decrease) in short term provisions	386.29	(355.05)
Increase/(decrease) in other current liabilities	797.81	105.87
Increase/(decrease) in current tax liabilities	975.58	(1,342.07)
Increase/(decrease) in other long term liabilities	1,751.32	-
Decrease/(increase) in trade receivables	(385.25)	(5,871.29)
Decrease/(increase) in inventories	(3,669.70)	(7,122.40)
Decrease/(increase) in Non-current - Other Financial Assets	388.78	(2,317.28)
Decrease/(increase) in other current assets	144.42	596.58
Decrease/(increase) in other non Current assets	(2,248.84)	465.53
Others	0.41	(968.12)
<b>Cash generated from/(used) in operations</b>	<b>67,866.97</b>	<b>60,268.03</b>
(Direct Taxes Paid -net of refunds)	(16,200.00)	(15,041.05)
<b>Net cash flow from / (used) in operating activities</b>	<b>51,666.97</b>	<b>45,226.98</b>
<b>Cash Flow from Investing activities</b>		
Purchase of fixed assets and CWIP/Capital advances	(29,485.32)	(24,331.93)
Proceeds from Margin Money Deposits	(2,309.52)	1,042.60
Proceeds from Sale of fixed assets	2,862.36	249.12
Proceeds from Sale of Current Investments/purchase of investment	(19,318.60)	(8,822.35)
Investment in employee group gratuity fund	42.46	702.15
Interest received	110.30	67.15
<b>Net cash flow from / (used) in investing activities</b>	<b>(48,098.32)</b>	<b>(31,093.26)</b>
<b>Cash flow from Financing activities</b>		
Repayment of sales tax / VAT	(5,115.38)	272.70
Income tax refund	117.07	-
Proceeds from issue of shares	21.40	-
Proceeds from long term borrowings	26,626.16	13,419.06
Finance Costs paid	(8,313.45)	(5,069.12)
Repayment of Lease Liability	(447.89)	148.19
Dividend Paid	(37,357.38)	(13,062.61)
<b>Net cash flow from / (used) in financing activities</b>	<b>(24,469.47)</b>	<b>(4,291.78)</b>
<b>Net Increase/(decrease) in Cash and Cash Equivalents</b>	<b>(20,900.82)</b>	<b>9,841.94</b>
<b>Cash and Cash Equivalents as at beginning of the year</b>	<b>14,365.30</b>	<b>4,523.37</b>
<b>Cash and Cash Equivalents as at end of the period</b>	<b>(6,535.51)</b>	<b>14,365.30</b>
	<b>5,852.93</b>	<b>14,365.30</b>

For P Murali & Co  
Chartered Accountants  
Firm Regn. No. 007257S

for INDO-MIM Limited

A Krishna Rao  
Partner  
M.No. 020085  
UDIN: 24020085BKAUWP4576  
Place: Hyderabad, India  
Date: 03-09-2024

Krishna Chivukula  
Chairman & MD  
DIN: 01625119  
Place: Florida, USA

Krishna Chivukula Jr.  
Director & CEO  
DIN: 02483835  
Place: Bangalore, India

P Balasubramanian  
CFO  
Place: Bangalore, India

Santosh Dash  
Company Secretary  
F11798  
Place: Bangalore, India

**INDO-MIM LIMITED****Statement of changes in equity for the year ended March 31,2024**

(Amounts in INR Lakhs, unless otherwise stated)

**a. Equity Share Capital**

<b>Paid up Equity Share capital</b>	<b>Note No.</b>	<b>No of Shares</b>	<b>Amount</b>
As at March 31, 2023	10	95,978,056	4,798.90
Changes in equity share capital		386,052,716	21.41
<b>As at March 31, 2024</b>		<b>482,030,772</b>	<b>4,820.31</b>

**b. Other Equity**

<b>Particulars</b>	<b>Securities Premium</b>	<b>General Reserve</b>	<b>Profit &amp; Loss</b>	<b>OCI</b>	<b>Total</b>
<b>Balance as at April 01, 2022</b>	<b>74.94</b>	<b>2,091.79</b>	<b>132,216.90</b>	<b>(788.75)</b>	<b>133,594.87</b>
Profit for the year			41,577.57		41,577.57
Others			(1,289.14)	198.53	(1,090.61)
Dividend paid			(13,062.61)		(13,062.61)
Bonus shares / ( Forfeiture of Bonus shares)			-		-
Remeasurements of defined benefits plan				(614.18)	(614.18)
<b>Total comprehensive income for the year</b>	<b>-</b>	<b>-</b>	<b>27,225.82</b>	<b>(415.65)</b>	<b>26,810.17</b>
<b>Balance as at March 31, 2023</b>	<b>74.94</b>	<b>2,091.79</b>	<b>159,442.72</b>	<b>(1,204.40)</b>	<b>160,405.03</b>
<b>Balance as at April 01, 2023</b>	<b>74.94</b>	<b>2,091.79</b>	<b>159,442.72</b>	<b>(1,204.40)</b>	<b>160,405.03</b>
Additions/Profit for the year	10,595.44		35,736.62		46,332.06
Others			117.07		117.07
Dividend paid			(37,357.38)		(37,357.38)
Bonus shares / ( Forfeiture of Bonus shares)			-		-
Remeasurements of defined benefits plan				(1,735.56)	(1,735.56)
<b>Total comprehensive income for the year</b>	<b>10,595.44</b>	<b>-</b>	<b>(1,503.69)</b>	<b>(1,735.56)</b>	<b>7,356.19</b>
<b>Balance as at March 31, 2024</b>	<b>10,670.38</b>	<b>2,091.79</b>	<b>157,939.02</b>	<b>(2,939.96)</b>	<b>167,761.22</b>

The accompanying notes are an integral part of the Financial Statements

**For P Murali & Co**  
Chartered Accountants  
Firm Regn. No. 007257S

**For INDO-MIM Private Limited**

**A Krishna Rao**  
Partner  
M.No. 020085  
UDIN:

**Krishna Chivukula**  
Chariman & MD  
DIN: 01625119  
Place: Florida, USA

**Krishna Chivukula Jr**  
Director & CEO  
DIN: 02483835  
Place:

Place: Hyderabad, India  
Date: 03-09-2024

**P Balasubramanian**  
CFO

**Santosh Dash**  
Company Secretary  
F11798



## INDO-MIM LIMITED

Notes to the Standalone Financial statements

(Amounts in INR Lakhs, unless otherwise stated)

### NOTE NO. 1(a) : PROPERTY, PLANT & EQUIPMENT

Sl. No.	Particulars	Gross Block				Depreciation/Amortization				Net Block as on 31.03.2024	Net Block as on 31.03.2023
		As on 01.04.2023	Additions during the year	Sale/Deletions during the year	As on 31.03.2024	Dep. As on 01.04.2023	Dep. For the year 23-24	Impairment / Loss /Reversal	Total Depreciation as on 31.03.2024		
1	LAND	2,593.11			2,593.11	-			-	2,593.11	2,593.11
2	BUILDING	18,059.40	285.41		18,344.81	4,430.98	582.88		5,013.86	13,330.95	13,628.42
3	PLANT & MACHINERY	1,24,520.94	16,141.36	(467.14)	1,40,195.16	60,068.41	10,439.42	(177.48)	70,330.35	69,864.81	64,452.53
4	ELECTRICAL EQUIPMENT	9,663.46	993.21		10,656.67	5,641.53	641.62		6,283.15	4,373.52	4,021.93
5	OFFICE EQUIPMENT	1,475.15	82.06		1,557.21	1,285.36	60.71		1,346.07	211.14	189.79
6	COMPUTERS	4,831.74	849.98		5,681.73	4,160.93	570.03		4,730.96	950.77	670.82
7	FURNITURE	4,739.19	223.70		4,962.89	2,996.71	334.93		3,331.63	1,631.26	1,742.48
8	VEHICLES	1,230.01	271.29	(55.86)	1,445.45	718.29	117.15	(34.53)	800.90	644.55	511.72
9	ROADS	203.62	37.90		241.52	25.93	21.08		47.02	194.50	177.69
10	PLANT & MACHINERY FE	2,217.42	2,052.07	(2,217.42)	2,052.07	-			-	2,052.07	2,217.42
	<b>SUB-TOTAL (A)</b>	<b>1,69,534.05</b>	<b>20,936.99</b>	<b>(2,740.42)</b>	<b>1,87,730.62</b>	<b>79,328.13</b>	<b>12,767.82</b>	<b>(212.01)</b>	<b>91,883.94</b>	<b>95,846.68</b>	<b>90,205.92</b>
1	CAPITAL WIP	4,899.06	8,090.69	(121.94)	12,867.81	-			-	12,867.81	4,899.06
	<b>SUB-TOTAL (B)</b>	<b>4,899.06</b>	<b>8,090.69</b>	<b>(121.94)</b>	<b>12,867.81</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>12,867.81</b>	<b>4,899.06</b>
	<b>TOTAL (A+B)</b>	<b>1,74,433.11</b>	<b>29,027.68</b>	<b>(2,862.36)</b>	<b>2,00,598.43</b>	<b>79,328.13</b>	<b>12,767.82</b>	<b>(212.01)</b>	<b>91,883.94</b>	<b>1,08,714.50</b>	<b>95,104.98</b>
	<b>Previous Year</b>	<b>1,49,405.38</b>	<b>25,276.85</b>	<b>(249.12)</b>	<b>1,74,433.11</b>	<b>67,468.98</b>	<b>12,191.15</b>	<b>(332.00)</b>	<b>79,328.13</b>	<b>95,104.98</b>	<b>81,936.40</b>

Capital work-in-progress ageing schedule for the year ended March 31, 2024 is as follows:

	Amount in CWIP for a period of				Total
	<1 year	1-2 years	2-3 years	>3 years	
CWIP					
Projects in progress	8,090.69	4,777.12	-	-	12,867.81
Projects temporarily suspended					

Capital work-in-progress ageing schedule for the year ended March 31, 2023 is as follows:

	Amount in CWIP for a period of				Total
	<1 year	1-2 years	2-3 years	>3 years	
CWIP					
Projects in progress	3,444.27	1,454.79	-	-	4,899.06
Projects temporarily suspended					

### NOTE NO. 1(b) : DEPRECIATION AND AMORTISATION EXPENSE

Particulars	Year Ended 31.03.2024	Year Ended 31.03.2023
(a) Depreciation of property, plant and equipment	12,767.82	11,935.24
(b) Amortisation	676.99	600.82
<b>Total</b>	<b>13,444.81</b>	<b>12,536.06</b>

**INDO-MIM LIMITED**  
Notes to the Standalone Financial statements  
(Amounts in INR Lakhs, unless otherwise stated)

**NOTE NO 2(a): RIGHT OF USE ASSET**

Following are the changes in the carrying value of right of use assets for the year ended March 31, 2024

Particulars	Category of ROU asset			
	Land	Buildings	Computers	Total
Balance as at April 1, 2023	3,257.34	2,541.68	-	5,799.02
Additions	-	113.33	-	113.34
Deletion	-	-	-	-
Depreciation	(33.34)	(643.65)	-	(677.00)
<b>Balance as at March 31, 2024</b>	<b>3,224.00</b>	<b>2,011.37</b>	<b>-</b>	<b>5,235.36</b>

Following are the changes in the carrying value of right of use assets for the year ended March 31, 2023

Particulars	Category of ROU asset			
	Land	Buildings	Computers	Total
Balance as at April 1, 2022	1,327.98	2,510.93	-	3,838.92
Additions	1,959.40	601.52	-	2,560.92
Deletion	-	-	-	-
Depreciation	(30.04)	(570.77)	-	(600.82)
<b>Balance as at March 31, 2023</b>	<b>3,257.34</b>	<b>2,541.68</b>	<b>-</b>	<b>5,799.02</b>

**NOTE NO 2(b): LEASE LIABILITIES**

The following is the break-up of current and non-current lease liabilities as at March 31, 2024 and March 31, 2023

Particulars	As at	
	March 31, 2024	March 31, 2023
Current lease liabilities	828.97	810.75
Non-current lease liabilities	1,574.40	2,040.50
<b>Total Lease Liabilities</b>	<b>2,403.37</b>	<b>2,851.25</b>

The movement in lease liabilities during the year ended March 31, 2024 and March 31, 2023 is as follows :

Particulars	As at	
	March 31, 2024	March 31, 2023
Balance at the beginning	2,851.25	2,703.06
Additions	113.33	2,560.92
Finance cost accrued during the period	267.75	283.01
Deletions	-	-
Payment of lease liabilities	(828.97)	(2,695.73)
<b>Balance at the end</b>	<b>2,403.37</b>	<b>2,851.25</b>

**NOTE NO 3: INVESTMENTS**

Particulars	As at	
	March 31, 2024	March 31, 2023
<b>Non-current investments</b>		
<b>Investment in equity instruments (Unquoted)</b>		
<b>-In Subsidiaries (at cost unless stated otherwise)</b>		
Triax Industries, LLC, USA 449,000 (March 31, 2023 : 274,000) units, fully paid	29,804.69	21,042.20
Indo-MIM, Inc, USA 330,000 (March 31, 2023 : 330,000) Equity Shares, fully paid	21,647.55	21,647.55
Conway Marsh & Garrett Technologies Limited, UK 3,50,000 Shares of GBP 1 each (March 31, 2023 :NILEquity Shares of GBP each)	10,556.11	-
<b>-In Others (at cost unless stated otherwise):</b>		
Avaada Kn Solar Private Limited 71,02,550 (March 31, 2022 : 71,02,550) Equity Shares of Rs.10/- each, fully paid	710.26	710.26
<b>Total non-current investments</b>	<b>62,718.61</b>	<b>43,400.00</b>
Aggregate amount of unquoted investments	62,718.61	43,400.00
Aggregate amount of impairment in value of investment	-	-

**NOTE NO 4: OTHER FINANCIAL ASSETS**

Particulars	As at	
	March 31, 2024	March 31, 2023
<b>Non- Current</b>		
Security Deposits	1,577.76	1,402.89
<b>Total non-current other financial assets</b>	<b>1,577.76</b>	<b>1,402.89</b>

**NOTE NO 5: INVENTORIES**

Particulars	As at	
	March 31, 2024	March 31, 2023
Inventories :		
a) Raw materials (Valued at Cost)	22,139.89	21,050.56
<b>Sub Total</b>	<b>22,139.90</b>	<b>21,050.56</b>
b) Work - in - progress (Valued at Cost)	22,957.98	22,827.90
<b>Sub Total</b>	<b>22,957.98</b>	<b>22,827.90</b>
c) Finished goods (Valued at Cost)	6,680.10	4,258.77
<b>Sub Total</b>	<b>6,680.10</b>	<b>4,258.77</b>
d) Stores and spares	1,287.58	1,258.64
<b>Sub Total</b>	<b>1,287.58</b>	<b>1,258.64</b>
<b>Total Inventories</b>	<b>53,065.56</b>	<b>49,395.86</b>

**NOTE NO 6: TRADE RECEIVABLES**

Particulars	As at	
	March 31, 2024	March 31, 2023
Trade Receivables considered good - Secured	37,892.54	37,507.28
Less: Allowance for expected credit loss		
<b>Trade Receivables considered good - Secured</b>	<b>37,892.54</b>	<b>37,507.28</b>
Trade Receivables considered good - Unsecured; Less: Allowance for expected credit loss		
<b>Trade Receivables considered good - Unsecured;</b>	<b>-</b>	<b>-</b>
Trade Receivables which have significant increase in Credit Risk; Less: Allowance for expected credit loss		
<b>Trade Receivables which have significant increase in Credit Risk</b>	<b>-</b>	<b>-</b>
Trade Receivables - credit impaired Less: Allowance for credit impairment		
<b>Trade Receivables - credit impaired</b>	<b>-</b>	<b>-</b>
<b>Total Trade Receivables</b>	<b>37,892.54</b>	<b>37,507.28</b>

Trade receivables ageing schedule for the year ended as on March 31, 2024

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	
<b>Undisputed</b>						
Considered good	37,685.02	207.52	-	-	-	37,892.54
Which have significant increase in credit risk						-
Credit impaired						-
<b>Disputed</b>						
Considered good						-
Which have significant increase in credit risk						-
Credit impaired						-
Less: Allowance for credit loss						-
<b>Total Trade Receivables</b>	<b>37,685.02</b>	<b>207.52</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>37,892.54</b>

Trade receivables ageing schedule for the year ended as on March 31, 2023

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	
<b>Undisputed</b>						
Considered good	36,503.07	1004.21	-	-	-	37,507.28
Which have significant increase in credit risk						-
Credit impaired						-
<b>Disputed</b>						
Considered good						-
Which have significant increase in credit risk						-
Credit impaired						-
Less: Allowance for credit loss						-
<b>Total Trade Receivables</b>	<b>36,503.07</b>	<b>1,004.21</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>37,507.28</b>

**NOTE NO 7: CASH AND CASH EQUIVALENTS**

Particulars	As at	
	March 31, 2024	March 31, 2023
Balances with Banks		
-in current accounts	5,845.22	14,352.88
Cash on hand;	7.71	12.42
<b>Total Cash and cash equivalents</b>	<b>5,852.93</b>	<b>14,365.30</b>

**NOTE NO 8: OTHER BANK BALANCES**

Particulars	As at	
	March 31, 2024	March 31, 2023
On Margin Money Deposit Accounts	64.10	36.31
Term deposits with banks with a original maturity of more than twelve months	2,281.73	-
<b>Total Other Bank Balances</b>	<b>2,345.83</b>	<b>36.31</b>

**NOTE NO 9: OTHER ASSETS**

Particulars	As at	
	March 31, 2024	March 31, 2023
<b>a) Other non-current assets</b>		
Secured and considered good		
- Cenvat & VAT	-	-
- GST & Others	25,176.80	20,061.42
Unsecured and considered good		
- Advance tax, TDS & TCS	17,194.46	14,945.62
- Capital Advances	310.23	190.36
- Other Advances	2,505.59	2,167.82
- Plan Asset Value	-	42.46
<b>Total non-current other assets</b>	<b>45,187.08</b>	<b>37,407.68</b>
<b>b) Other current assets</b>		
Capital Advance	3,717.63	4,090.68
Deferred Rent	98.11	125.97
OFS Expenditure	388.43	131.94
<b>Total current other assets</b>	<b>4,204.17</b>	<b>4,348.58</b>

**NOTE NO 10: EQUITY SHARE CAPITAL**

Particulars	As at	
	March 31, 2024	March 31, 2023
<b>Equity Share Capital</b>		
(a) Authorised 60,00,00,000 Equity shares of Rs.1/- each	<b>6,000.00</b>	<b>6,000.00</b>
(b) Issued 48,20,30,772 (Previous Year 9,59,78,056) Equity Shares of Rs. 1/- each	<b>4,820.31</b>	<b>4,798.90</b>
(c) Subscribed & Fully Paid Up 48,20,30,772 (Previous Year 9,59,78,056) Equity Shares of Rs. 1/- each	<b>4,820.31</b>	<b>4,798.90</b>
(d) Subscribed & not fully paid up	-	-
(e) Par value per share Rs. 1/- (Previous year - Par value per share Rs. 5/-)	-	-
<b>Total Equity Share Capital</b>	<b>4820.31</b>	<b>4798.90</b>
<b>Details of shareholder holding more than 5% shares of the company:</b>	<b>% of Share Holding</b>	<b>% of Share Holding</b>
Equity Shares held By Green Meadows Investments Ltd, Mauritius (March 31, 2024 : 43,78,86,732 of Re. 1/- each, March 31, 2023 : 8,71,49,248 of Rs 5/- each)	<b>90.84%</b>	<b>90.80%</b>

**Disclosure of Shareholding of Promoters - As at March 31, 2024 -**

<b>Promoter name</b>	<b>No. of shares (Rs 1/ per Share - 31-3-2024</b>	<b>No. of shares (Rs 5/ per Share - 31-3-2023</b>	<b>% Change during the year</b>
Green Meadows Investments Ltd	43,78,86,732	8,71,49,248	0.49%
Krishna Chivukula	9,94,735	11,22,024	-82.27%
Jagadamba Chandrasekhar	56,10,120	11,22,024	0.00%
Krishna Chivukula Jr.	-	-	0.00%
Raj Chivukula	-	-	0.00%

**Disclosure of Shareholding of Promoters - As at March 31, 2023**

<b>Promoter name</b>	<b>No. of shares - 31-3-2023</b>	<b>No. of shares - 31-3-2022</b>	<b>% Change during the year</b>
Green Meadows Investments Ltd	8,71,49,248	8,71,49,248	0.00%
Krishna Chivukula	11,22,024	22,44,048	-50.00%
Krishna Chivukula Jr.	-	-	0.00%

The amount of per share dividend recognized as distribution to equity shareholders in accordance with Companies Act 2013 is as follows:

<b>Particulars</b>	<b>Year ended March 31,</b>	
	<b>2024</b>	<b>2023</b>
Interim Dividend for fiscal 2023-2024	18,076.15	
Interim Dividend for fiscal 2022-2023		19,281.23

The reconciliation of the number of shares outstanding and the amount of share capital as at March 31, 2024 and March 31, 2023 is set out below:

<b>Particulars</b>	<b>As at March 31, 2024</b>		<b>As at March 31, 2023</b>	
	<b>Number of shares</b>	<b>Amount (Rs Lakhs)</b>	<b>Number of shares</b>	<b>Amount (Rs Lakhs)</b>
As at the beginning of the period (Rs 5/-each)	9,59,78,056	4,798.90	9,59,78,056	4,798.90
Stock Split to Rs. 1/- each	47,98,90,280	4,798.90		
Add : Further allotment of Shares	21,40,492	21.40		
<b>As at the end of the period</b>	<b>48,20,30,772</b>	<b>4,820.31</b>	<b>9,59,78,056</b>	<b>4,798.90</b>

**NOTE NO 11: NON-CURRENT BORROWINGS**

Particulars	As at	
	March 31, 2024	March 31, 2023
<b>Secured</b>		
(I) From banks - Term loans	81,973.94	66,490.77
- Restatement value of Secured Loans	2,061.09	2,402.28
- Less: Current maturities of long term debt(Refer note no.14)	(29,141.10)	(18,900.86)
(Secured by first Charge on the PPE of the company on Paripassu Basis)		
<b>Terms of Repayment</b>		
During 2024-25 - Rs. 29,141/- Lakhs		
During 2025-26 - Rs. 30,979/- Lakhs		
During 2026-27 - Rs. 27,364/- Lakhs		
During 2027-28 - Rs. 22,997/- Lakhs		
During 2027-28 - Rs. 12,318/- Lakhs		
During 2028-29 - Rs. 4,280/- Lakhs		
<b>Total Non-Current Borrowings</b>	<b>54,893.93</b>	<b>49,992.19</b>

**NOTE NO 12: PROVISIONS**

Particulars	As at	
	March 31, 2024	March 31, 2023
<b>(a) Non-current</b>		
Provisions for employee benefits		
- Provision for Leave Encashment	743.98	599.88
<b>Total Non-Current provisions</b>	<b>743.98</b>	<b>599.88</b>
<b>(b) Current</b>		
Provision for employee benefits	4.98	9.16
Others - Provident Fund Payable	106.68	102.21
- Provision for Expenses	3,448.88	3,062.88
<b>Total Current Provisions</b>	<b>3,560.54</b>	<b>3,174.25</b>

**NOTE NO 13: DEFERRED TAX (ASSET)/LIABILITY**

Particulars	As at	
	March 31, 2024	March 31, 2023
Opening DTA/DTL	2,295.17	1,511.29
(Debit)/Credit to P & L	(594.01)	783.88
<b>Closing (DTA)/DTL</b>	<b>1,701.16</b>	<b>2,295.17</b>

**NOTE NO 14: CURRENT BORROWINGS**

Particulars	As at	
	March 31, 2024	March 31, 2023
Loans repayable on demand		
(I) from banks		
Cash credit - Kotak Mahindra Bank	7,980.18	3,959.23
Cash credit - State Bank of India	-	1,240.88
Cash credit - IDBI Bank Limited	1,521.44	1,250.05
Cash credit - HDFC Bank Limited	9,251.74	1,101.11
Cash credit - Axis Bank Limited	1,542.97	1,213.57
Cash credit - IDFC Bank Limited	2,714.49	2,761.79
Current maturities of long term debt (Refer note no.11)	29,141.10	18,900.86
<b>Total Current Borrowings</b>	<b>52,151.92</b>	<b>30,427.50</b>
<b>Notes:</b>		
Working Capital facilities including Cash Credits facilities as taken from all the banks are secured by way of first charge on the Current Assets of the Company on pari passu basis.		

**NOTE NO 15: TRADE PAYABLES**

Particulars	As at	
	March 31, 2024	March 31, 2023
Outstanding dues of micro enterprises and small enterprises	1,278.94	1,747.34
Outstanding dues of creditors other than micro enterprises and small enterprises	17,355.35	17,670.51
<b>Total Trade Payables</b>	<b>18,634.29</b>	<b>19,417.85</b>

Trade payables ageing schedule for the year ended as on March 31, 2024

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	1,278.94	-	-	-	1,278.94
(ii) Others	17,355.35	-	-	-	17,355.35
(iii) Disputed dues — MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

Trade payables ageing schedule for the year ended as on March 31, 2023

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	1,747.34	-	-	-	1,747.34
(ii) Others	17,670.51	-	-	-	17,670.51
(iii) Disputed dues — MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

Payables to Micro, Small & Medium Enterprises	As at March 31, 2024	As at March 31, 2023
Principal amount remaining unpaid as at year-end	1,278.94	1,747.34
Interest due thereon as at year-end	-	-
Interest paid by the Company in terms of Section 16 of Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of payment made to the suppliers beyond the appointed day during the year	-	-
Interest due and payable for the period of delay in making payment (which	-	-
Interest accrued and remaining unpaid as at year-end	-	-
Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises for the purpose of disallowance as a deductible expenditure under Section 23 of the Act	-	-

**NOTE NO 16 (a): OTHER CURRENT LIABILITIES**

Particulars	As at	
	March 31, 2024	March 31, 2023
TDS Payable	984.01	460.59
Direct Benefit Obligation (DBO)	274.39	-
<b>Total Other Current Liabilities</b>	<b>1,258.40</b>	<b>460.59</b>

**NOTE NO 16 (b): CURRENT TAX LIABILITIES**

Particulars	As at	
	March 31, 2024	March 31, 2023
Income Tax Provision	15,320.88	14,345.30
<b>Total Current Tax Liabilities</b>	<b>15,320.88</b>	<b>14,345.30</b>

**NOTE NO 16 (C): NON-CURRENT LIABILITIES**

Particulars	As at	
	March 31, 2024	March 31, 2023
Direct Benefit Obligation (DBO)	1,751.32	-
Conway Marsh Garret(Holdings) Limited	-	-
<b>Total other non-Current Liabilities</b>	<b>1,751.32</b>	<b>-</b>

**INDO-MIM LIMITED**

Notes to the Standalone Financial statements  
(Amounts in INR Lakhs, unless otherwise stated)

**NOTE NO. 17 : REVENUE FROM OPERATIONS**

Particulars	Year Ended 31.03.2024	Year Ended 31.03.2023
Revenue from operations (a) Sale of Products	2,41,736.10	2,31,738.74
<b>Total Revenue from Operations</b>	<b>2,41,736.10</b>	<b>2,31,738.74</b>

**NOTE NO. 18 : OTHER INCOME**

Particulars	Year Ended 31.03.2024	Year Ended 31.03.2024
(a)Interest income	110.30	67.15
(b)Other non-operating income(net of expenses directly attributed to such income)	-	1,873.90
(c)Insurance income	27.30	-
(d)Sale of e-scrips	2,020.38	-
(e)others-Rental accrued interest	38.14	-
<b>Total Other Income</b>	<b>2,196.12</b>	<b>1,941.05</b>

**NOTE NO. 19 : COST OF MATERIALS CONSUMED**

Particulars	Year Ended 31.03.2024	Year Ended 31.03.2024
Material A ( Metal Powders)	38,469.92	33,104.63
<b>Total Cost Of Materials Consumed</b>	<b>38,469.92</b>	<b>33,104.63</b>

**NOTE NO. 20 : CHANGE IN INVENTORIES & WIP.**

Particulars	Year Ended 31.03.2024	Year Ended 31.03.2024
<b>Finished Goods</b>		
Finished goods at the beginning of the period	4,258.77	5,042.80
Less : Finished goods at the end of the period	6,680.10	4,258.77
Sub Total (A)	<b>(2,421.33)</b>	<b>784.03</b>
<b>Work in Process</b>		
Stock in Site at the beginning of the year	22,827.90	24,147.28
Less : Stock in Site at the end of the year	22,957.98	22,827.90
Sub Total ( B)	<b>(130.08)</b>	<b>1,319.38</b>
<b>(Increase) / Decrease in Inventories (A+B)</b>	<b>(2,551.41)</b>	<b>2,103.41</b>

**NOTE NO. 21 : EMPLOYEE BENEFIT EXPENSES**

Particulars	Year Ended 31.03.2024	Year Ended 31.03.2024
(a) Salaries & Wages	35,379.91	30,257.74
(b) Contribution to Provident & Other Funds	2,356.69	1,734.13
(c) Staff Welfare Expenses	4,377.37	4,246.28
<b>Total Employee Benefit Expenses</b>	<b>42,113.97</b>	<b>36,238.15</b>



**NOTE NO. 22 : FINANCE COST**

Particulars	Year Ended 31.03.2024	Year Ended 31.03.2024
(a) Interest Expenses :		
- Interest on Cash Credit	1,198.03	756.32
- Interest on Car Loan	28.13	19.30
- Loan processing Charges	234.43	210.54
(b) Other Borrowing costs	6,490.92	3,799.95
(c) Interest unwind -lease liability	267.75	283.01
(d) Applicable net loss on foreign currency translations & transactions	94.19	-
<b>Total Finance Cost</b>	<b>8,313.45</b>	<b>5,069.12</b>

**NOTE NO. 23 : OTHER EXPENSES**

Particulars	Year Ended 31.03.2024	Year Ended 31.03.2024
<b>I) Other Operating Expenses</b>		
(a) Consumption of Stores & Spares	38,003.21	34,000.29
(b) Power & Fuel	7,228.77	6,916.21
(c) Outside Processing	12,741.46	13,261.11
(d) Rent	361.86	334.33
(e) Repairs & Maintenance	6,086.07	5,341.47
(f) Casual Labor Expenditure	2,494.98	2,227.61
(g) Freight for Outside Processing	467.42	616.53
(h) Testing/Inspection & Certification Charges	160.66	74.72
(i) Insurance	326.00	288.55
(j) Water Charges(Factory)	135.84	123.20
<b>Sub-total (I)</b>	<b>68,006.27</b>	<b>63,184.02</b>
<b>II) Administrative Expenses</b>		
(a) Professional Consultancy fee	2,253.43	2,549.50
(b) Office Maintenance	966.33	952.17
(c) Security Charges	826.33	837.96
(d) Rates & Taxes (excluding Income Tax)	745.69	947.10
(e) Telephone, Postage and Others	115.45	94.18
(f) Vehicle Maintenance	29.33	11.59
(g) Printing & Stationery Expenses	242.10	249.58
(h) Conveyance	73.96	46.48
(i) CSR expenditure	969.20	761.92
(j) Audit Fees		
(i) For Statutory Audit	10.00	10.00
(ii) For Taxation Matters	4.00	4.00
(iii) For Other Services	4.00	4.00
(k) Others	58.07	69.62
<b>Sub-total (II)</b>	<b>6,297.89</b>	<b>6,538.10</b>
<b>III) Selling and distribution expenditure</b>		
(a) Travelling & Marketing Expenditure	13,594.37	12,870.80
(b) Freight for Finished Goods	5,195.75	6,216.28
<b>Sub-total (III)</b>	<b>18,790.12</b>	<b>19,087.07</b>
<b>Total Other Expenses (I+II+III)</b>	<b>93,094.28</b>	<b>88,809.19</b>

## **INDEPENDENT AUDITOR'S REPORT**

**To the Members of  
M/s INDO-MIM LIMITED  
Report on the Audit of Consolidated Ind AS Financial Statements**

### **Opinion**

We have audited the accompanying Consolidated Ind AS Financial Statements of M/s INDO-MIM LIMITED ("the Holding Company"), its subsidiaries (the holding company and its subsidiaries together referred to as the "the Group") which comprise the Consolidated Balance Sheet as at 31 March, 2024, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024 and its consolidated profit, consolidated total comprehensive income, consolidated changes in equity and its consolidated cash flows for the year ended on that date.

The Consolidated Financial Statements includes the following entity:

1. TRIAX INDUSTRIES LLC., USA - Wholly Owned Subsidiary
2. INDO MIM INC., USA - (Includes its associate Indo MIM Mexico S.De R.L.De C V, Mexico) - Wholly Owned Subsidiary
3. CONWAY MARSH GARRETT TECHNOLOGIES LIMITED., U.K - Wholly Owned Subsidiary

## **Basis for Opinion**

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (“SA”s) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor’s Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of “the Group” in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (“ICAI”) together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI’s Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

## **Management’s Responsibilities for the Consolidated Ind AS Financial Statements**

The Holding Company’s Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation and presentation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated changes in equity and consolidated cash flows of “the Group” in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in “the Group” are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of “the Group” and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Boards of Directors of the companies included in “the Group” are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related

to going concern and using the going concern basis of accounting unless the respective Boards of Directors either intend to liquidate their respective entities or to cease operations, or have no realistic alternative but to do so.

The respective Board of Directors of the companies included in “the Group” are also responsible for overseeing the financial reporting process of “the Group”.

### **Auditor’s Responsibilities for the Audit of the Consolidated Ind AS Financial Statements**

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the holding company incorporated in India have 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 the management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast

significant doubt on the ability of "the Group" to continue as a going concern. If

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

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within "the Group" to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the Consolidated Financial Statements of which we are the independent auditors. For the other entities included in the Consolidated Financial Statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

### **Other Matters**

We did not audit the financial statements/financial information of three foreign subsidiaries, INDO MIM Inc, Triax Industries LLC, CONWAY MARSH GARRETT TECHNOLOGIES LIMITED, whose financial statements/financial information (before elimination) reflect total assets of Rs. 82,560.01 lakhs, Rs. 26,377.11 lakhs and Rs. 2,750.49 lakhs as at 31st March, 2024, total revenue of Rs. 46,294.20 lakhs, Rs. 11,920.99 lakhs and Rs. 2,094.03 lakhs respectively for the year ended on that date, as considered in the Consolidated Financial Statements.

The financial statements/financial information of three foreign subsidiaries, Triax Industries LLC, INDO MIM Inc and CONWAY MARSH GARRETT TECHNOLOGIES LIMITED have been audited by other auditors whose reports have been furnished to us by the management and our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of these three foreign subsidiaries, and our report in terms of sub-sections (3) and (11) of section 143 of the Act, in so far it relates to the aforesaid subsidiaries, is based solely on the reports of the other auditors.

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

1. As required by Section 143(3) of the Act, based on our audit 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 of the aforesaid consolidated financial statements.

- b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.
- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act, as amended.
- e) On the basis of the written representations received from the directors as on March 31, 2024 taken on record by the Board of Directors of the Holding Company, none of the directors of the Holding Company are disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate report in "Annexure A".
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of "the Group".
  - ii. "The Group" does not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company.
  - iv. The management of the holding company has represented that, to the best

of its knowledge and belief, other than as disclosed in the notes to accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the holding company to or in any other persons or entities, including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever (“Ultimate Beneficiaries”) by or on behalf of the holding company or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- v. The management of the holding company has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to accounts, no funds have been received by the holding company from any persons or entities, including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the holding company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever (“Ultimate Beneficiaries”) by or on behalf of the Funding Parties or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- vi. Based on the audit 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 the representations in sub-clause (i) and (ii) of Rule 11(e), as provided under (iv) and (v) above contain any material misstatement.
- vii. The interim dividend declared and paid by the Holding Company during the year is in compliance with Section 123 of the Act.



viii. Based on our examination, which included test checks, the Holding Company has used accounting softwares for maintaining its books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the softwares. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.

**For P. Murali & co,  
Chartered Accountants  
FRN: 007257S**

**A. Krishna Rao  
Partner  
Membership No. 020085  
UDIN No. 24020085BKAUWS1635**

**Place: Hyderabad  
Date:03-09-2024**

## ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of *INDO-MIM LIMITED* of even date on the consolidated IND AS financial statements)

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

In conjunction with our audit of the consolidated financial statements of the Holding Company as of and for the year ended March 31, 2024, we have audited the internal financial controls over financial reporting of **M/s INDO-MIM LIMITED** ("the Holding Company") only as the three subsidiaries included in the Group are incorporated outside India.

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

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

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

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company 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") issued by the Institute of Chartered Accountants of India ("ICAI") and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material

respects. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Company.

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

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

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

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

### **Opinion**

In our opinion and to the best of our information and according to the explanations given

to us "the Holding Company" has maintained, in all material respects, an adequate internal financial controls system over financial reporting with reference to these Consolidated Financial Statements and such internal financial controls over financial reporting were operating effectively as at March 31, 2024, based on the criteria for internal financial control over financial reporting established by "the Holding 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 ICAI.

**For P. Murali & co,  
Chartered Accountants  
FRN: 007257S**

**A. Krishna Rao  
Partner  
Membership No. 020085  
UDIN No. 24020085BKAUWS1635**

**Place: Hyderabad  
Date: 03-09-2024**

## INDO-MIM LIMITED

*Factory & Registered office: No.45(P), KIADB Industrial Area, Hosakote, Bengaluru - 562 114*

### Consolidated Balance sheet as at 31st March 2024

(Amounts in INR Lakhs, unless otherwise stated)

	Particulars	Note No	As at	As at
			31 March 2024	31 March 2023
	<b>ASSETS</b>			
<b>1</b>	<b>Non-current assets</b>			
	Property, plant and equipment	1(a)	147,040.73	120,860.48
	Goodwill		13,388.67	5,394.72
	Right of use asset	2(a)	16,986.53	16,701.71
	Capital work-in-progress	1(a)	17,632.82	22,110.29
	Financial Assets		-	-
	-Investments	3	1,009.40	710.25
	- Other financial assets	4	1,791.37	1,480.60
	Other non-current assets	9(a)	45,740.02	38,313.90
	<b>Total non-current assets</b>		<b>243,589.54</b>	<b>205,571.97</b>
			-	-
<b>2</b>	<b>Current assets</b>			
	Inventories	5	68,676.87	58,670.79
	Financial assets		-	-
	- Trade receivables	6	44,750.48	44,251.26
	- Cash and cash equivalents	7	22,216.42	33,019.21
	- Bank balances other than above	8	2,345.82	36.31
	Other current assets	9(b)	4,594.16	4,584.87
	<b>Total current assets</b>		<b>142,583.75</b>	<b>140,562.43</b>
	<b>TOTAL ASSETS</b>		<b>386,173.29</b>	<b>346,134.40</b>
	<b>EQUITY AND LIABILITIES</b>			
<b>1</b>	<b>Equity</b>			
	Equity Share capital	10	4,820.31	4,798.90
	Other equity		203,781.87	196,212.98
	<b>Total Equity</b>		<b>208,602.18</b>	<b>201,011.89</b>
<b>2</b>	<b>Non-current liabilities</b>			
	Financial liabilities			
	- Borrowings	11	54,893.94	49,992.19
	- Lease liabilities	2(b)	1,574.40	16,803.13
	Provisions	12(a)	743.98	599.88
	Deferred Tax liabilities (Net)	13	3,953.69	4,732.90
	Other Non-current Liabilities	16(c)	3,544.33	
	<b>Total non-current liabilities</b>		<b>64,710.34</b>	<b>72,128.10</b>
<b>3</b>	<b>Current liabilities</b>			
	Financial liabilities			
	- Borrowings	14	52,151.92	30,427.50
	- Lease liabilities	2(b)	17,098.06	810.75
	- Trade Payables			
	> Dues to micro and small enterprises	15	1,278.94	1,747.34
	> Dues to others		18,778.60	19,366.10
	Other current liabilities	16(a)	2,817.48	1,150.48
	Provisions	12(b)	5,414.90	5,023.61
	Current Tax Liabilities	16(b)	15,320.87	14,468.62
	<b>Total current liabilities</b>		<b>112,860.77</b>	<b>72,994.41</b>
	<b>TOTAL EQUITY AND LIABILITIES</b>		<b>386,173.29</b>	<b>346,134.40</b>
	Summary of Significant Accounting Policies	24		
	The accompanying notes are an integral part of the Financial Statements			
	<i>As per our report of even date annexed</i>			
	<b>For P Murali &amp; Co</b>		<b>For Indo-MIM Limited</b>	
	<b>Chartered Accountants</b>			
	<b>Firm Regn. No. 007257S</b>			
			<b>Krishna Chivukula</b>	<b>Krishna Chivukula Jr.</b>
	<b>A Krishna Rao</b>		<b>Chariman &amp; MD</b>	<b>Director &amp; CEO</b>
	<b>Partner</b>		<b>DIN: 01625119</b>	<b>DIN: 02483835</b>
	<b>M.No. 020085</b>		Place: Florida, USA	Place: Bangalore, India
	<b>UDIN:</b>			
			<b>P Balasubramanian</b>	<b>Santosh Dash</b>
	<b>Place: Hyderabad, India</b>		<b>CFO</b>	<b>Company Secretary</b>
	<b>Date: 03-09-2024</b>		Place: Bangalore, India	<b>F11798, place:Bangalore</b>

# INDO-MIM LIMITED

Factory & Registered office: No.45(P), KLADB Industrial Area, Hosakote, Bengaluru - 562 114

## Consolidated Statement of Profit and Loss for the Year ended 31st March 2024

(Amounts in INR Lakhs, unless otherwise stated)

Particulars	Note No	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Revenue from operations	17	288,764.78	275,290.74
Other income	18	3,257.24	2,548.23
<b>Total Income</b>		<b>292,022.02</b>	<b>277,838.97</b>
<b>Expenses</b>			
Cost of materials consumed	19	44,173.36	40,017.96
Changes in inventories of finished goods, work in progress and stock-in-trade	20	(3,961.66)	(131.99)
Employee benefit expenses	21	62,411.35	47,304.35
Finance cost	22	9,642.22	6,038.97
Depreciation and amortisation expense	1(b)	17,123.08	14,986.91
Other expenses	23	110,488.00	106,691.84
<b>Total expenses</b>		<b>239,876.35</b>	<b>214,908.04</b>
<b>Profit/ (loss) before exceptional items and tax</b>		<b>52,145.67</b>	<b>62,930.92</b>
Exceptional items		-	-
<b>Profit/ (loss) before tax</b>		<b>52,145.67</b>	<b>62,930.92</b>
<b>Tax expense</b>			
- Current Tax		16,970.00	15,965.04
- Deferred Tax		17.79	(155.00)
<b>Profit/ (loss) for the period from continuing operations</b>		<b>35,157.88</b>	<b>47,120.88</b>
<b>Profit/ (loss) from discontinued operations</b>		-	-
Tax expense of discontinued operations		-	-
<b>Profit/ (loss) from discounting operations (after tax)</b>		-	-
<b>Profit/ (loss) for the period</b>		<b>35,157.88</b>	<b>47,120.88</b>
<b>Other comprehensive income</b>			
A (i) Items that will not be reclassified to profit or loss		(2,319.27)	(820.75)
(ii) Income tax relating to items that will not be reclassified to profit or loss		583.72	206.57
B (i) Items that will be reclassified to profit or loss		-	-
Exchange differences on translation of financial statements of foreign subsidiaries		791.46	2,554.70
(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
<b>Total comprehensive income for the period</b>		<b>34,213.78</b>	<b>49,061.40</b>
<i>(Profit/ loss + other comprehensive income)</i>			
<b>Earnings per equity share (for continuing operations)</b>			
a) Basic		<b>7.30</b>	<b>9.82</b>
b) Diluted		<b>7.30</b>	<b>9.82</b>

Summary of Significant Accounting Policies

24

The accompanying notes are an integral part of the Financial Statements

*As per our report of even date annexed*

**For P Murali & Co**  
Chartered Accountants  
Firm Regn. No. 007257S

**For Indo-MIM Limited**

**A Krishna Rao**  
Partner  
M.No. 020085  
UDIN:

<b>Krishna Chivukula</b> Chariman & MD DIN: 01625119 Place: Florida, USA	<b>Krishna Chivukula Jr.</b> Director & CEO DIN: 02483835 Place: Bangalore, India
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Place: Hyderabad, India  
Date: 03-09-2024

<b>P Balasubramanian</b> CFO Place: Bangalore, India	<b>Santosh Dash</b> Company Secretary F11798, Place: Bangalore
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**INDO-MIM LIMITED**

*Factory & Registered office: No.45(P), KIADB Industrial Area, Hosakote, Bengaluru - 562 114*

**CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH 2024**

(Amounts in INR Lakhs, unless otherwise stated)

Particulars	For the period ended 31.03.2024	For the period ended 31.03.2023
<b>A. Cash Flow from Operating Activities</b>		
profit/Loss before Tax	52,145.67	62,930.92
<i>Adjustments:</i>		
Depreciation and Amortisation	17,123.08	14,986.91
Finance Cost	9,642.22	6,038.97
Deffered tax liability	(779.21)	3,221.61
Remeasurment of gain or loss	(1,735.56)	(614.18)
interest received	(632.33)	(138.50)
Unrealised foreign currency (gain)/loss	(791.46)	(2,554.70)
<b>Operating Profit before working capital changes</b>	74,972.41	83,871.03
<i>Movements in working capital:</i>		
Increase/(decrease) in trade payables	(1,055.90)	2,679.94
Increase/(decrease) in long term provisions	144.11	125.54
Increase/(decrease) in short term provisions	391.30	(63.61)
Increase/(decrease) in other current liabilities	1,667.00	(370.55)
Increase/(decrease) in current tax liabilities	852.25	(4,261.66)
Increase/(decrease) in other long term liabilities	3,544.33	-
Decrease/(increase) in trade receivables	(499.22)	(4,602.72)
Decrease/(increase) in inventories	(10,006.08)	(10,886.44)
Decrease/(increase) in Non-current - Other Financial Assets	(595.59)	(13,253.19)
Decrease/(increase) in other current assets	(9.29)	1,863.20
Decrease/(increase) in other non Current assets	(7,426.12)	3,631.17
Others	(223.86)	(2,142.63)
Cash generated from/(used) in operations	61,755.33	56,590.07
(Direct Taxes Paid -net of refunds)	(16,200.00)	(15,041.05)
<b>Net cash flow from / (used) in operating activities</b>	<b>45,555.33</b>	<b>41,549.02</b>
<b>B. Cash Flow from Investing activities</b>		
Purchase of fixed assets and CWIP/Capital advances	(53,240.21)	(43,262.27)
Proceeds from Margin Money Deposits	(2,309.51)	1,042.60
Proceeds from Sale of fixed assets	15,433.34	3,275.07
Proceeds from Sale of Current Investments/purchase of investments	(299.15)	0.00
Investment in employee group gratuity fund		
Interest received	632.33	138.50
Payment for acquisition of business, net of cash acquired (Goodwill)	(7,993.94)	
<b>Net cash flow from / (used) in investing activities</b>	<b>(47,777.15)</b>	<b>(38,806.10)</b>
<b>C. Cash flow from Financing activities</b>		
Repayment of sales tax / VAT		
Income tax refund	117.07	
Proceeds from issue of shares	10,616.84	-
Proceeds from long term borrowings	26,626.16	13,419.06
Finance Costs paid	(9,642.22)	(6,038.97)
Repayment of Lease Liability	1,058.57	14,910.83
Dividend Paid	(37,357.38)	(13,062.61)
<b>Net cash flow from / (used) in financing activities</b>	<b>(8,580.95)</b>	<b>9,228.30</b>
<b>Net Increase/(decrease) in Cash and Cash Equivalents</b>	<b>(10,802.78)</b>	<b>11,971.23</b>
<b>Cash and Cash Equivalents as at beginning of the year</b>	<b>33,019.21</b>	<b>21,047.97</b>
<b>Cash and Cash Equivalents as at end of the period</b>	<b>22,216.43</b>	<b>33,019.20</b>
	<b>22,216.42</b>	<b>33,019.21</b>

**For P Murali & Co**  
Chartered Accountants  
Firm Regn. No. 007257S

**A Krishna Rao**  
Partner  
M.No. 020085  
UDIN:

**Place: Hyderabad, India**  
**Date: 03-09-2024**

**for INDO MIM Limited**

**Krishna Chivukula**  
Chariman & MD  
DIN: 01625119  
Place: Florida, USA

**Krishna Chivukula Jr.**  
Director & CEO  
DIN: 02483835  
Place: Bangalore, India

**P Balasubramanian**  
CFO  
Place: Bangalore, India

**Santosh Dash**  
Company Secretary  
F11798, Place: Bangalore

**INDO-MIM LIMITED**  
**Statement of changes in equity for the year ended March 31,2024**

(Amounts in INR Lakhs, unless otherwise stated)

**a. Equity Share Capital**

Paid up Equity Share capital	Note No.	No of Shares	Amount
As at April 01, 2023	10	95,978,056	4,798.90
Changes in equity share capital		386,052,716	21.41
As at March 31, 2024		482,030,772	4,820.31

**b. Other Equity**

	Reserves and surplus			Other Comprehensive Income	Total
	Securities Premium	General reserve	Retained earnings		
<b>Balance as at April 01, 2022</b>	74.94	2,091.79	159,854.10	(788.75)	161,232.08
Profit for the year			47,120.88		47,120.88
Others			(1,216.41)	198.53	(1,017.88)
Foreign translation reserve				2,554.70	2,554.70
Dividend paid			(13,062.61)		(13,062.61)
Bonus shares / ( Forfeiture of Bonus shares)			-		-
Remeasurements of defined benefits plan				(614.18)	(614.18)
<b>Total comprehensive income for the year</b>	-	-	<b>32,841.86</b>	<b>2,139.05</b>	<b>34,980.91</b>
<b>Balance as at March 31, 2023</b>	<b>74.94</b>	<b>2,091.79</b>	<b>192,695.96</b>	<b>1,350.30</b>	<b>196,212.98</b>
<b>Balance as at April 01, 2023</b>	74.94	2,091.79	192,695.96	1,350.30	196,212.97
Additions / Profit for the year	10,595.44		35,157.88		45,753.32
Others			117.07		117.07
Foreign translation reserve				791.46	791.46
Dividend paid			(37,357.38)		(37,357.38)
Bonus shares / ( Forfeiture of Bonus shares)			-		-
Remeasurements of defined benefits plan				(1,735.56)	(1,735.56)
<b>Total comprehensive income for the year</b>	<b>10,595.44</b>	<b>-</b>	<b>(2,082.44)</b>	<b>(944.10)</b>	<b>7,568.89</b>
<b>Balance as at March 31, 2024</b>	<b>10,670.38</b>	<b>2,091.79</b>	<b>190,613.52</b>	<b>406.20</b>	<b>203,781.87</b>

The accompanying notes are an integral part of the Financial Statements

For P Murali & Co  
Chartered Accountants  
Firm Regn. No. 007257S

For Indo-MIM Limited

A Krishna Rao  
Partner  
M.No. 020085  
UDIN:

Krishna Chivukula    Krishna Chivukula Jr.  
Chariman & MD        Director & CEO  
DIN: 01625119        DIN: 02483835  
Place: Florida, USA    Place: Bangalore, India

Place: Hyderabad, India  
Date: 03-09-2024

P Balasubramanian    Santosh Dash  
CFO                        Company Secretary  
Place: Bangalore, India    F11798, place: Bangalore



## INDO-MIM LIMITED

### NOTE NO. 1 : CONSOLIDATED FIXED ASSET SCHEDULE

Sl. No.	Particulars	Gross Block					Depreciation/Amortization				Net Block as on 31.03.2024	Net Block as on 31.03.2023
		As on 01.04.2023	Additions during the year	Additions through Business acquisitions	Sale/Deletions during the year	As on 31.03.2024	Dep. As on 01.04.2023	Dep. For the year 2023-24	Impairment/ Loss /Reversal	Total Depreciation as on 31.03.2024		
1	LAND	2,887.13	-	-	-	2,887.13	-	-	-	-	2,887.13	2,887.13
2	BUILDING	28,600.07	9,815.16	-	-	38,415.23	5,923.99	1,124.34	-	7,048.33	31,366.90	22,676.08
3	PLANT & MACHINERY	1,47,349.64	28,937.82	483.96	(591.89)	1,76,179.54	67,198.49	13,074.65	(296.49)	79,976.65	96,202.88	80,203.38
4	ELECTRICAL EQUIPMENT	9,748.14	993.21	-	-	10,741.35	5,655.09	648.21	-	6,303.30	4,438.05	4,093.05
5	OFFICE EQUIPMENT	1,479.14	82.06	-	-	1,561.20	1,289.35	60.71	-	1,350.06	211.14	189.79
6	COMPUTERS	5,598.02	971.79	-	-	6,569.80	4,673.56	826.37	-	5,499.93	1,069.87	886.72
7	FURNITURE	5,231.67	397.92	22.94	-	5,652.53	3,197.31	413.08	0.07	3,610.46	2,042.07	2,025.85
8	VEHICLES	1,243.68	308.34	17.71	(55.86)	1,513.87	718.65	140.25	(34.47)	824.42	689.45	525.39
9	ROADS	203.62	37.90	-	-	241.52	25.93	21.08	-	47.02	194.50	177.69
10	CAPITAL WIP	22,110.29	8,090.69	-	(12,568.17)	17,632.82	-	-	-	-	17,632.82	22,110.29
11	Leasehold Improvements & Oth	238.35	-	-	-	238.35	-	-	-	-	238.35	238.35
12	PLANT & MACHINERY FE	8,297.96	3,080.72	-	(2,217.43)	9,161.25	1,340.91	-	119.97	1,460.88	7,700.37	6,957.05
	<b>TOTAL</b>	<b>2,32,987.72</b>	<b>52,715.60</b>	<b>524.61</b>	<b>(15,433.34)</b>	<b>2,70,794.60</b>	<b>90,023.29</b>	<b>16,308.69</b>	<b>(210.93)</b>	<b>1,06,121.05</b>	<b>1,64,673.54</b>	<b>1,42,970.77</b>
	<b>Previous Year</b>	<b>1,86,450.38</b>	<b>43,262.27</b>	<b>-</b>	<b>3,275.07</b>	<b>2,32,987.72</b>	<b>73,945.04</b>	<b>14,580.48</b>	<b>1,491.43</b>	<b>90,016.95</b>	<b>1,42,970.76</b>	<b>1,12,505.34</b>
	Amortisation - Finance Cost of Leased Assets							814.40				
	<b>Total Charge off in P&amp;L</b>							<b>17,123.08</b>				

**INDO-MIM LIMITED**

Notes to the Consolidated Financial statements  
(Amounts in INR Lakhs, unless otherwise stated)

**NOTE NO 2(a): RIGHT OF USE ASSET**

Following are the changes in the carrying value of right of use assets for the year ended March 31, 2024

Particulars	Category of ROU asset			
	Land	Buildings	Vehicles	Total
Balance as at April 1, 2023	14,102.60	2,599.12	-	16,701.72
Additions	848.48	113.33	-	961.82
Additions			-	-
Deletions/Depreciation	(33.34)	(643.65)	-	(676.99)
<b>Balance as at March 31, 2024</b>	<b>14,917.74</b>	<b>2,068.80</b>	<b>-</b>	<b>16,986.55</b>

Following are the changes in the carrying value of right of use assets for the year ended March 31, 2023

Particulars	Category of ROU asset			
	Land	Buildings	Vehicles	Total
Balance as at April 1, 2022	1,327.98	2,510.93	-	3,838.92
Additions	9,827.79	658.95	-	10,486.74
Deletion	2,976.87		-	2,976.87
Depreciation	(30.04)	(570.77)	-	(600.82)
<b>Balance as at March 31, 2023</b>	<b>14,102.60</b>	<b>2,599.11</b>	<b>-</b>	<b>16,701.71</b>

**NOTE NO 2(b): LEASE LIABILITIES**

The following is the break-up of current and non-current lease liabilities as at March 31, 2024 and March 31, 2023

Particulars	As at	
	31 March 2024	March 31, 2023
Current lease liabilities	17,098.06	810.75
Non-current lease liabilities	1,574.40	16,803.13
<b>Total Lease Liabilities</b>	<b>18,672.46</b>	<b>17,613.89</b>

The movement in lease liabilities during the year ended March 31, 2024 and March 31, 2023 is as follows :

Particulars	As at	
	31 March 2024	March 31, 2023
Balance at the beginning	17,613.89	2,703.06
Additions	113.33	17,323.55
Finance cost accrued during the period	267.75	283.01
Deletions	-	-
Payment of lease liabilities	(828.97)	(2,695.73)
<b>Balance at the end</b>	<b>17,166.00</b>	<b>17,613.89</b>

**NOTE NO 3: INVESTMENTS**

Particulars	As at	
	31 March 2024	March 31, 2023
<b>Non-current investments</b>		
<b>Investment in equity instruments (Unquoted)</b>		
<b>-In Subsidiaries (at cost unless stated otherwise)</b>		
Triax Industries, LLC, USA 449,000 (March 31, 2023 : 274,000) units, fully paid	-	-
Indo-MIM, Inc, USA 330,000 (March 31, 2023 : 330,000) Equity Shares, fully paid	-	-
Conway Marsh & Garrett Technologies Limited, UK 3,50,000 Shares of GBP 1 each (March 31, 2023 : Nil) Equity Shares of GBP each)	-	-
<b>-In Others (at cost unless stated otherwise):</b>		
Avaada Kn Solar Private Limited 71,02,550 (March 31, 2024 : 71,02,550, March 31, 2023 : Nil) Equity Shares of Rs.10/- each, fully paid	710.26	710.25
- Investment in AJ Bell Investment (by Conway Marsh Garrett Technologies, Limited, UK)	299.15	-
<b>Total non-current investments</b>	<b>1,009.41</b>	<b>710.25</b>
Aggregate amount of unquoted investments	1,009.41	710.25
Aggregate amount of impairment in value of investment	-	-

**NOTE NO 4: OTHER FINANCIAL ASSETS**

Particulars	As at	
	31 March 2024	March 31, 2023
<b>Non- Current</b>		
Security Deposits	1,791.37	1,480.60
<b>Total non-current other financial assets</b>	<b>1,791.37</b>	<b>1,480.60</b>

**NOTE NO 5: INVENTORIES**

Particulars	As at	
	31 March 2024	March 31, 2023
Inventories :		
a) Raw materials (Valued at Cost)	29,338.64	25,442.65
<b>Sub Total</b>	<b>29,338.64</b>	<b>25,442.65</b>
b) Work - in - progress (Valued at Cost)	30,574.41	27,465.16
<b>Sub Total</b>	<b>30,574.41</b>	<b>27,465.16</b>
c) Finished goods (Valued at Cost)	7,476.24	4,504.34
<b>Sub Total</b>	<b>7,476.24</b>	<b>4,504.34</b>
d) Stores and spares	1,287.58	1,258.64
<b>Sub Total</b>	<b>1,287.58</b>	<b>1,258.64</b>
<b>Total Inventories</b>	<b>68,676.87</b>	<b>58,670.79</b>

**NOTE NO 6: TRADE RECEIVABLES**

Particulars	As at	
	31 March 2024	March 31, 2023
Trade Receivables considered good - Secured	44,750.48	44,251.26
Less: Allowance for expected credit loss		
<b>Trade Receivables considered good - Secured</b>	<b>44,750.48</b>	<b>44,251.26</b>
Trade Receivables considered good - Unsecured; Less: Allowance for expected credit loss		
<b>Trade Receivables considered good - Unsecured;</b>	<b>-</b>	<b>-</b>
Trade Receivables which have significant increase in Credit Risk; Less: Allowance for expected credit loss		
<b>Trade Receivables which have significant increase in Credit Risk</b>	<b>-</b>	<b>-</b>
Trade Receivables - credit impaired Less: Allowance for credit impairment		
<b>Trade Receivables - credit impaired</b>	<b>-</b>	<b>-</b>
<b>Total Trade Receivables</b>	<b>44,750.48</b>	<b>44,251.26</b>

Trade receivables ageing schedule for the year ended as on March 31, 2024

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	Total
<b>Undisputed</b>						
Considered good	44,542.96	207.52	-	-	-	44,750.48
Which have significant increase in credit risk						-
Credit impaired						-
<b>Disputed</b>						
Considered good						-
Which have significant increase in credit risk						-
Credit impaired						-
Less: Allowance for credit loss						-
<b>Total Trade Receivables</b>	<b>44,542.96</b>	<b>207.52</b>	<b>-</b>	<b>-</b>		<b>44,750.48</b>

Trade receivables ageing schedule for the year ended as on March 31, 2023

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	Total
<b>Undisputed</b>						
Considered good	43,247.05	1004.21	-	-	-	44,251.26
Which have significant increase in credit risk						-
Credit impaired						-
<b>Disputed</b>						
Considered good						-
Which have significant increase in credit risk						-
Credit impaired						-
Less: Allowance for credit loss						-
<b>Total Trade Receivables</b>	<b>43,247.05</b>	<b>1,004.21</b>	<b>-</b>	<b>-</b>		<b>44,251.26</b>

**NOTE NO 7: CASH AND CASH EQUIVALENTS**

Particulars	As at	
	31 March 2024	March 31, 2023
Balances with Banks		
-in current accounts	22,208.72	33,006.78
Cash on hand;	7.70	12.42
<b>Total Cash and cash equivalents</b>	<b>22,216.42</b>	<b>33,019.21</b>

**NOTE NO 8: OTHER BANK BALANCES**

Particulars	As at	
	31 March 2024	March 31, 2023
On Margin Money Deposit Accounts	64.10	36.31
Term deposits with banks with a original maturity of more than twelve months	2,281.73	
<b>Total Other Bank Balances</b>	<b>2,345.83</b>	<b>36.31</b>

**NOTE NO 9: OTHER ASSETS**

Particulars	As at	
	31 March 2024	March 31, 2023
<b>a) Other non-current assets</b>		
Secured and considered good		
- Cenvat & VAT	-	-
- GST	25,176.80	20,061.42
Unsecured and considered good		
- Advance tax, TDS & TCS	17,194.46	14,945.62
- Capital Advances	310.23	190.36
- Other Advances	3,058.53	3,074.04
- Plan Asset Value	-	42.46
<b>Total non-current other assets</b>	<b>45,740.02</b>	<b>38,313.90</b>
<b>b) Other current assets</b>		
Capital Advance	3,717.64	4,090.68
Others	389.99	236.29
Deferred Rent	98.11	125.97
OFS Expenditure	388.43	131.94
<b>Total current other assets</b>	<b>4,594.17</b>	<b>4,584.87</b>

**NOTE NO 10: EQUITY SHARE CAPITAL**

Particulars	As at	
	31 March 2024	March 31, 2023
<b>Equity Share Capital</b>		
(a) Authorised		
60,00,00,000 Equity shares of Rs.1/- each	<b>6,000.00</b>	<b>6,000.00</b>
(b) Issued		
48,20,30,772 (Previous Year 9,59,78,056)	<b>4,820.31</b>	<b>4,798.90</b>
Equity Shares of Rs. 1/- each	-	-
(c) Subscribed & Fully Paid Up	<b>4,820.31</b>	<b>4,798.90</b>
48,20,30,772 (Previous Year 9,59,78,056)	-	-
Equity Shares of Rs. 1/- each	-	-
(d) Subscribed & not fully paid up		
(e) Par value per share Rs. 1/-		
(Previous year - Par value per share Rs. 5/-)		
<b>Total Equity Share Capital</b>	<b>4,820.31</b>	<b>4,798.90</b>
<b>Details of shareholder holding more than 5% shares of the company:</b>	<b>% of Share Holding</b>	<b>% of Share Holding</b>
Equity Shares held By Green Meadows Investments Ltd, Mauritius (March 31, 2024 : 43,78,86,732 of Re. 1/- each, March 31, 2023 : 8,71,49,248 of Rs 5/- each)	<b>90.84%</b>	<b>90.80%</b>

Disclosure of Shareholding of Promoters - As at March 31, 2024

Promoter name	No. of shares (Rs 1/ per Share - 31-3-2024)	No. of shares (Rs 5/ per Share - 31-3-2023)	% Change during the year
Green Meadows Investments Ltd	43,78,86,732	8,71,49,248	0.49%
Krishna Chivukula	9,94,735	11,22,024	-82.27%
Jagadamba Chandrasekhar	56,10,120	11,22,024	0.00%
Krishna Chivukula Jr.	-	-	0.00%
Raj Chivukula	-	-	0.00%

Disclosure of Shareholding of Promoters - As at March 31, 2023

Promoter name	No. of shares - 31-3-2023	No. of shares - 31-3-2022	% Change during the year
Green Meadows Investments Limited	8,71,49,248	8,71,49,248	0.00%
Krishna Chivukula	11,22,024	22,44,048	-50.00%
Krishna Chivukula Jr.	-	-	0.00%
Jagadamba Chandrasekhar	11,22,024	-	100.00%

The amount of per share dividend recognized as distribution to equity shareholders in accordance with Companies Act 2013 is as follows:

Particulars	Year ended March 31,	
	2024	2023
Interim Dividend for fiscal 2023-2024	18,076.15	
Interim Dividend for fiscal 2022-2023		19,281.23
Final Dividend for fiscal 2021-2022		13,062.61

The reconciliation of the number of shares outstanding and the amount of share capital as at March 31, 2024 and March 31, 2023 is set out below:

Particulars	As at March 31, 2024		As at March 31, 2023	
	Number of shares	Amount (Rs Lakhs)	Number of shares	Amount (Rs Lakhs)
As at the beginning of the period (Rs 5/-each)	9,59,78,056	4,798.90	9,59,78,056	4,798.90
Stock Split to Rs. 1/- each	47,98,90,280	4,798.90		
Add : Further allotment of Shares	21,40,492	21.40		
<b>As at the end of the period</b>	<b>48,20,30,772</b>	<b>4,820.31</b>	<b>9,59,78,056</b>	<b>4,798.90</b>

NOTE NO 11: NON-CURRENT BORROWINGS

Particulars	As at	
	31 March 2024	March 31, 2023
<b>Secured</b>		
(I) From banks - Term loans	81,973.94	66,490.77
- Restatement value of Secured Loans	2,061.09	2,402.28
- Less: Current maturities of long term debt(Refer note no.14)	(29,141.10)	(18,900.86)
(Secured by first Charge on the PPE of the company on Paripassu Basis.)		
<b>Terms of Repayment</b>		
During 2024-25 - Rs. 29,141/- Lakhs		
During 2025-26 - Rs. 30,979/- Lakhs		
During 2026-27 - Rs. 27,364/- Lakhs		
During 2027-28 - Rs. 22,997/- Lakhs		
During 2027-28 - Rs. 12,318/- Lakhs		
During 2028-29 - Rs. 4,280/- Lakhs		
<b>Total Non-Current Borrowings</b>	<b>54,893.93</b>	<b>49,992.19</b>

NOTE NO 12: PROVISIONS

Particulars	As at	
	31 March 2024	March 31, 2023
<b>(a) Non-current</b>		
Provisions for employee benefits		
- Provision for Leave Encashment	743.98	599.88
<b>Total Non-Current provisions</b>	<b>743.98</b>	<b>599.88</b>
<b>(b) Current</b>		
Provision for employee benefits	4.98	127.57
Others - Provident Fund Payable	106.68	102.21
- Provision for Expenses	5,303.24	4,793.82
<b>Total Current Provisions</b>	<b>5,414.90</b>	<b>5,023.61</b>

**NOTE NO 13: DEFERRED TAX ASSET/LIABILITY**

Particulars	As at	
	31 March 2024	March 31, 2023
Opening DTA/DTL	4,732.91	1,511.29
Debit/Credit to P & L	(779.21)	3,221.61
<b>Closing DTA/DTL</b>	<b>3,953.70</b>	<b>4,732.90</b>

**NOTE NO 14: CURRENT BORROWINGS**

Particulars	As at	
	31 March 2024	March 31, 2023
Loans repayable on demand (I) from banks		
Cash credit - Kotak Mahindra Bank	7,980.18	3,959.23
Cash credit - State Bank of India	-	1,240.88
Cash credit - IDBI Bank Limited	1,521.44	1,250.05
Cash credit - HDFC Bank Limited	9,251.74	1,101.11
Cash credit - Axis Bank Limited	1,542.97	1,213.57
Cash credit - IDFC Bank Limited	2,714.49	2,761.79
	-	-
Current maturities of long term debt(Refer note no.11)	29,141.10	18,900.86
<b>Total Current Borrowings</b>	<b>52,151.92</b>	<b>30,427.50</b>

**Notes:**  
Working Capital facilities including Cash Credits facilities as taken from all the banks are secured by way of first charge on the Current Assets of the Company on pari passu basis.

**NOTE NO 15: TRADE PAYABLES**

Particulars	As at	
	31 March 2024	March 31, 2023
Outstanding dues of micro enterprises and small enterprises	1,278.94	1,747.34
Outstanding dues of creditors other than micro enterprises and small enterprises	18,778.60	19,366.10
<b>Total Trade Payables</b>	<b>20,057.54</b>	<b>21,113.44</b>

Trade payables ageing schedule for the year ended as on March 31, 2024

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	1,278.94	-	-	-	1,278.94
(ii) Others	18,778.60	-	-	-	18,778.60
(iii) Disputed dues — MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

Trade payables ageing schedule for the year ended as on March 31, 2023

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	1,747.34	-	-	-	1,747.34
(ii) Others	19,366.10	-	-	-	19,366.10
(iii) Disputed dues — MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

Payables to Micro, Small & Medium Enterprises	As at March 31, 2024	As at March 31, 2023
Principal amount remaining unpaid as at year-end	1,278.94	1,747.34
Interest due thereon as at year-end	-	-
Interest paid by the Company in terms of Section 16 of Micro, Small and Medium Enterprises Development Act, 2006, along	-	-
Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day	-	-
Interest accrued and remaining unpaid as at year-end	-	-
Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as	-	-

**NOTE NO 16 (a): OTHER CURRENT LIABILITIES**

Particulars	As at	
	31 March 2024	March 31, 2023
TDS Payable	984.01	460.59
Unearned Revenue	-	689.89
Others	1,559.08	-
Direct Benefit Obligation (DBO)	274.39	
<b>Total Other Current Liabilities</b>	<b>2,817.48</b>	<b>1,150.48</b>

**NOTE NO 16 (b): CURRENT TAX LIABILITIES**

Particulars	As at	
	31 March 2024	March 31, 2023
Income Tax Provision	15,320.88	123.33
	-	
<b>Total Current Tax Liabilities</b>	<b>15,320.88</b>	<b>123.33</b>

**NOTE NO 16 (c): CURRENT TAX LIABILITIES**

Particulars	As at	
	31 March 2024	March 31, 2023
Direct Benefit Obligation (DBO)	1,751.32	123.33
Conway Marsh Garret(Holdings) Limited	1,793.01	
<b>Total Other Non-current Liabilities</b>	<b>3,544.33</b>	<b>123.33</b>



<b>INDO-MIM LIMITED</b>		
<b>Notes to the Consolidated Financial statements</b>		
<b>(Amounts in INR Lakhs, unless otherwise stated)</b>		
<b>NOTE NO. 17 : REVENUE FROM OPERATIONS</b>		
<b>Particulars</b>	<b>Year Ended 31.03.2024</b>	<b>Year Ended 31.03.2023</b>
Revenue from operations		
(a) Sale of Products	2,88,764.78	2,75,290.74
<b>Total Revenue from Operations</b>	<b>2,88,764.78</b>	<b>2,75,290.74</b>

**NOTE NO. 18 : OTHER INCOME**

<b>Particulars</b>	<b>Year Ended 31.03.2024</b>	<b>Year Ended 31.03.2023</b>
(a)Interest income	632.33	138.50
(b)Other non-operating income(net of expenses directly attributed to such income)	539.08	2,409.73
(c)Insurance income	27.30	
(d)Sale of e-scrips	2,020.38	
(e)others-Rental accrued interest	38.15	
<b>Total Other Income</b>	<b>3,257.24</b>	<b>2,548.23</b>

**NOTE NO. 19 : COST OF MATERIALS CONSUMED**

<b>Particulars</b>	<b>Year Ended 31.03.2024</b>	<b>Year Ended 31.03.2023</b>
Material A ( Metal Powders)	44,173.36	40,017.96
<b>Total Cost Of Material Consumed</b>	<b>44,173.36</b>	<b>40,017.96</b>

**NOTE NO. 20 : CHANGE IN INVENTORIES & WIP.**

<b>Particulars</b>	<b>Year Ended 31.03.2024</b>	<b>Year Ended 31.03.2023</b>
<b>Finished Goods</b>		
Finished goods at the beginning of the period	4,504.34	5,198.90
Less : Finished goods at the end of the period	7,616.99	4,504.34
Sub Total (A)	<b>(3,112.65)</b>	<b>694.56</b>
<b>Work in Process</b>		
Stock in Site at the beginning of the year	27,465.16	26,638.61
Less : Stock in Site at the end of the year	28,314.17	27,465.16
Sub Total ( B)	<b>(849.01)</b>	<b>(826.55)</b>
<b>(Increase) / Decrease in Inventories (A+B)</b>	<b>(3,961.65)</b>	<b>(131.99)</b>

**NOTE NO. 21 : EMPLOYEE BENEFIT EXPENSES**

<b>Particulars</b>	<b>Year Ended 31.03.2024</b>	<b>Year Ended 31.03.2023</b>
(a) Salaries & Wages	54,610.84	40,148.01
(b) Contribution to Provident & Other Funds	2,356.69	1,734.13
(c) Staff Welfare Expenses	5,443.82	5,422.21
<b>Total Employee Benefit Expenses</b>	<b>62,411.35</b>	<b>47,304.35</b>

<b>INDO-MIM LIMITED</b>		
<b>Notes to the Consolidated Financial statements</b> <b>(Amounts in INR Lakhs, unless otherwise stated)</b>		
<b>NOTE NO. 22 : FINANCE COST</b>		
<b>Particulars</b>	<b>Year Ended 31.03.2024</b>	<b>Year Ended 31.03.2023</b>
(a) Interest Expenses :		
- Interest on Cash Credit	1,198.03	657.94
- Interest on Car Loan	28.13	19.30
- Loan processing Charges & Bank Charges	273.25	267.24
(b) Other Borrowing costs	7,579.04	4,811.47
(c) Interest unwind -lease liability	267.75	283.01
(d) Applicable net gain/loss on foreign currency translations & transactions	296.01	0.00
<b>Total Finance Cost</b>	<b>9,642.21</b>	<b>6,038.97</b>

**NOTE NO. 23 : OTHER EXPENSES**

<b>Particulars</b>	<b>Year Ended 31.03.2024</b>	<b>Year Ended 31.03.2023</b>
<b>I) Other Operating Expenses</b>		
(a) Consumption of Stores & Spares	41,194.64	36,320.33
(b) Power & Fuel	9,684.19	8,439.10
(c) Outside Processing	15,930.61	16,175.79
(d) Rent	1,404.93	1,202.36
(e) Repairs & Maintenance	8,010.70	6,677.13
(f) Casual Labor Expenditure	5,567.35	9,994.38
(g) Freight for Outside Processing	872.29	1,166.29
(h) Testing/Inspection & Certification Charges	529.29	349.06
(i) Insurance	1,141.86	805.96
(j) Water Charges(Factory)	135.84	123.20
<b>Sub-total (I)</b>	<b>84,471.69</b>	<b>81,253.61</b>
<b>II) Administrative Expenses</b>		
(a) Professional Consultancy fee	3,872.46	3,421.48
(b) Office Maintenance	2,173.23	1,820.00
(c) Security Charges	1,046.55	1,070.79
(d) Rates & Taxes (excluding Income Tax)	1,259.02	1,306.58
(e) Telephone, Postage and Others	263.44	210.73
(f) Vehicle Maintanace	112.54	82.77
(g) Printing & Stationery Expenses	420.79	249.58
(h) Conveyance	73.96	46.48
(i) CSR expenditure	977.54	762.71
(j) Audit Fees	-	-
(i) For Statutory Audit	10.00	10.00
(ii) For Taxation Matters	4.00	4.00
(iii) For Other Services	4.00	4.00
(k) Others	141.01	590.06
<b>Sub-total (II)</b>	<b>10,358.54</b>	<b>9,579.19</b>
<b>III) Selling and distribution expenditure</b>		
(a) Travelling & Marketing Expenditure	8,985.20	7,537.23
(b) Freight for Finished Goods	6,672.60	8,321.82
<b>Sub-total (III)</b>	<b>15,657.80</b>	<b>15,859.05</b>
<b>Total Other Expenses (I+II+III)</b>	<b>1,10,488.03</b>	<b>1,06,691.84</b>

## **NOTES ON ACCOUNTS:**

### **Note No. 24 – Significant Accounting Policies:**

#### **a. Statement of compliance**

Standalone Financial Statements have been prepared in accordance with the accounting principles generally accepted in India including Indian Accounting Standards (Ind AS) prescribed under the section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation and disclosures requirement of Division II of revised Schedule III of the Companies Act 2013, (Ind AS Compliant Schedule III), as applicable to standalone financial statement.

The financial statements are prepared using accrual basis of accounting and historical cost convention except for certain material items that have been measured at fair value as required by the relevant Ind AS. The figures in the financial statements are mentioned in Indian Rupees ('INR') and all values are specified in lakhs with two decimal places, except otherwise indicated.

#### **b. Use of estimates and judgments**

The preparation of the financial statements requires that the Management to make estimates, assumptions and judgments that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities as at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. The recognition, measurement, classification and disclosure of an item or information in the financial statements is made relying on these estimates. The estimates and judgments used in the preparation of the financial statements are continuously evaluated by the Management and are based on historical experience and various other assumptions and factors that the Management believes to be reasonable under the existing circumstances. Actual results could differ from those estimates. Any revision to accounting estimates is recognized prospectively in current and future periods.

#### **c. Property, plant and equipment**

The cost of property, plant and equipment comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use, including relevant borrowing costs for qualifying assets and any expected costs of decommissioning. Expenditure incurred after the property, plant and equipment have been put into operation, such as repairs and maintenance, are charged to the Statement of Profit and Loss in the year in which the costs are incurred. Major shut-down and overhaul expenditure is capitalised as the activities undertaken improves the economic benefits expected to arise from the asset. An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in Statement of Profit and Loss. Assets in the course of construction are capitalised in the assets under Capital work in progress. At the point when an asset is operating at management's intended use, the cost of construction is transferred to the appropriate category of property, plant and equipment and depreciation commences. Costs associated with the commissioning of an asset and any obligatory decommissioning costs are capitalised where the asset is available for use but incapable of operating at normal levels, revenue (net of cost) generated from production during the trial period is capitalised. Property, plant and equipment held for use in the production, supply or administrative purposes, are stated in the balance sheet at cost less accumulated depreciation and accumulated impairment losses, if any.

**d. Depreciation / Amortization**

Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. Depreciation is recognized on a straight-line basis over their estimated useful lives. The estimated useful life and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Depreciation on tangible assets is provided as per the provisions of Schedule II of the Companies Act, 2013 based on useful life as notified by Regulatory Authorities considering residual value as 5%. Estimated useful life of the assets are as follows:

Building	30 years
Plant & Machinery	15 years
Furniture & Fittings	10 years
Office Equipment	5 years
Vehicles	8 years
Computers & Software	03 years
Electrical Installations	10 years

In case of additions during the year, depreciation is provided for the full year and no depreciation is provided in the year of sale/disposal. Extra Shift depreciation for Plant & Machinery is calculated as per Schedule II of the Companies Act as below:

- Double Shift – 50% of the Depreciation claimed as per Single Shift and
- Triple Shift – 100% of the Depreciation claimed as per Single Shift.

**e. Impairment of tangible assets**

At the end of each reporting period, the Company reviews the carrying amounts of its property, plant and equipments (tangible assets) to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). An impairment loss is recognised immediately in Statement of Profit and Loss. When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in Statement of Profit and Loss.

**f. Borrowing costs**

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. All other borrowing costs are recognised in Statement of Profit and Loss in the period in which they are incurred. The Company determines the amount of borrowing costs eligible for capitalization as the actual borrowing costs incurred on that borrowing during the period less any interest income earned on temporary investment of specific borrowings pending their expenditure on qualifying assets, to the extent that an entity borrows funds specifically for the purpose of obtaining a qualifying asset. In case if the Company borrows generally and uses the funds for obtaining a qualifying asset, borrowing costs eligible for capitalisation are determined by applying a capitalisation rate to the expenditures on that asset. The Company suspends capitalisation of borrowing costs during extended periods in which it suspends active development of a qualifying asset.

**g. Investment property**

Investment properties are land and buildings that are held for long term lease rental yields and/ or for capital appreciation. Investment properties are initially recognised at cost including transaction

costs. Subsequently investment properties comprising buildings are carried at cost less accumulated depreciation and accumulated impairment losses, if any.

Depreciation on buildings is provided over the estimated useful lives as specified in note d above. The residual values, estimated useful lives and depreciation method of investment properties are reviewed, and adjusted on prospective basis as appropriate, at each reporting date. The effects of any revision are included in the Standalone Statement of Profit and Loss when the changes arise.

An investment property is de-recognised when either the investment property has been disposed of or do not meet the criteria of investment property i.e. when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in the Standalone Statement of Profit and Loss in the period of de-recognition.

#### **Investment in subsidiaries, associates and joint ventures**

Investment in subsidiaries, associates and joint ventures are shown at cost in accordance with the option available in Ind AS 27, 'Separate Financial Statements'. Where the carrying amount of an investment is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount and the difference is transferred to the Statement of Profit and Loss. On disposal of investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to the Statement of Profit and Loss.

#### **h. Cash and cash equivalents**

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and demand deposits with an original maturity of three months or less and highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value net of outstanding cash credit as they are considered an integral part of the Company's cash management.

#### **i. Inventories**

Cost of inventories includes cost of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition. Inventories of stores, spare parts, fuel and loose tools are stated at the lower of cost on FIFO basis and net realizable value. Closing Stock of finished goods in saleable condition and work in process are valued at weighted average cost. Net realizable value represents the estimated selling price for inventories in the ordinary course of business less all estimated costs of completion and estimated costs necessary to make the sale.

#### **j. Revenue recognition**

##### **i) Sale of Goods**

Revenue is recognised when substantial risks and rewards of ownership is transferred to the buyer under the terms of the contract and to the extent that it is probable that economic benefit will flow to the Company and that the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable as adjusted with discount, rebates, price reductions and incentives given to Customers.

##### **ii) Dividend and interest income**

Dividend income from investments is recognised as and when the shareholder's right to receive payment has been established and it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income on bank deposits is recognized on **accrual basis** whereas interest income on interest free security deposits given to lessor on terms of long-term lease agreement is recognised as income and corresponding amortized rent expenses as per the requirement of Ind AS 109.

**k. Foreign currency transactions and foreign operations**

The functional currency of the Company and its subsidiaries is determined on the basis of the primary economic environment in which it operates. The functional currency of the Company is Indian National Rupee (INR). In preparing the financial statements the Company, transactions in currencies other than the entity's functional currency are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at the reporting date and non-monetary items are carried at their fair value. Differences in book value and retranslated carrying value on monetary and non-monetary items are recognised in Statement of Profit and Loss in the period in which they arise. The amount that has been charged to Statement of Profit and Loss account on account of value difference on monetary and non-monetary items for the financial year ended March 31, 2023, and March 31, 2024, amounts to Rs. 56.94/- Lakhs and Rs. 312.35/- Lakhs respectively.

**l. Employee benefits**

The Company has following post-employment plans:

**a) Defined benefit plans****(i) Gratuity**

The Company provides for gratuity for employees as per the Payment of Gratuity Act, 1972. The gratuity plan is a funded plan administered at present by Birla Sun-life Insurance Company Limited. The liability or asset in respect of defined benefit gratuity plan is recognised in the balance sheet at the present value of defined benefit obligations at the end of the reporting period less fair value of plan assets. The defined benefit obligation and value of planned assets is calculated annually by actuaries through actuarial valuation using the projected unit credit method and the Company recognizes the changes in the defined benefit obligation as an expense in the statement of profit and loss. Service costs comprising of current service costs, past-service costs, gains and losses on curtailment and non-routine settlements, net interest expense or income is recognised as an expense in the statement of profit and loss. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and fair value of plan assets. This cost is included in employee benefit expenses in the statement of the profit & loss. Re-measurement comprising of actuarial gains and losses are recognised in the period in which they occur and directly recognised in other comprehensive income. Re-measurements are not reclassified to Statement of Profit and Loss in subsequent periods. Ind AS 19 requires the exercise of judgment in relation to various assumptions including future pay rises, inflation and discount rates and employee and pensioner demographics. The Company determines the assumptions in conjunction with its actuaries and believes these assumptions to be in line with best practice, but the application of different assumptions could have a significant effect on the amounts reflected in the income statement, other comprehensive income and balance sheet. There may be also interdependency between some of the assumptions

**Post-Employment Benefit Plans:****a) Defined Benefit Obligation:**

(Rs. in Lakhs)

Particulars	31-Mar-24	31-Mar-23
Liability at the beginning of the year	6,257.97	4958.43
Current Services Cost	691.33	526.66
Interest Cost	614.17	367.28
Benefits Cost	(172.25)	(187.58)
Actuarial (gain)/Loss	2,731.35	593.18
Liability at the end of the year	10,122.57	6257.97

**b) Fair value of plan assets**

(Rs. in Lakhs)

Particulars	31-Mar-24	31-Mar-23
Plan Assets at the beginning of the year	6,300.42	5703.03
Contribution During the period	853.36	380.03
Income During the Year	531.00	444.93
Actuarial Gain/(Loss)	412.07	-227.57
Plan Assets at the end of the year	8,096.86	6,300.42

**c) Assets/(Liabilities) recognised in Balance Sheet)**

(Rs. in Lakhs)

Particulars	31-Mar-24	31-Mar-23
Defined benefit obligation	10,122.57	6257.97
Fair value of plan asset	8,096.86	6300.42
<b>Assets/(Liability) recognized in the balance sheet</b>	<b>(2,025.71)</b>	<b>42.46</b>

**d) Expenses recognized in the Statement of Profit and Loss under employee benefits expense**

(Rs. in Lakhs)

Particulars	31-Mar-24	31-Mar-23
Current Service Cost	691.33	526.66
Interest Cost	614.17	367.28
Expected Return on Plan Assets	(531.00)	(444.93)
Expense recognized in Statement of Profit and Loss	<b>774.50</b>	<b>449.02</b>

**e) Re-measurement costs for the period recognized in Other Comprehensive Income**

(Rs. in Lakhs)

Particulars	31-Mar-24	31-Mar-23
Actuarial (Gain)/Losses due to Financial Assumption changes in DBO	2,982.16	126.59
Actuarial (Gain)/Losses due to Experience on DBO	(250.81)	466.59
Return on Plan Assets (Greater)/Less than discount rate	(412.07)	227.57
Total Actuarial (Gain)/Loss included in OCI	2,319.27	820.75

**f) Principal assumptions used in determining gratuity:**

Particulars	2023-24	2022-23
Interest Rate	7.22%	7.55%
Discount Factor	7.22%	7.55%

Estimated Rate of return on Plan Assets	7.22%	7.55%
Attrition Rate	9%	2%
Retirement Age	58	58
Salary Escalation	13%	11%
Interest Rate	7.22%	7.55%

**g) Sensitivity Analysis**

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and attrition. The sensitivity analyses below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting year, while holding all other assumptions constant.

Particulars	(Rs. in Lakhs)	
	As at 31.03.2024	As at 31.03.2023
a) Impact of the change in discount rate Decrease or increase in DBO Impact due to increase of 1 % Impact due to decrease of 1 %	-1,121.66 1,345.64	-860.53 1054.98
b) Impact of the change in Salary growth rate Decrease or increase in DBO Impact due to increase of 1 % Impact due to decrease of 1 %	1,257.67 -1,075.06	1007.55 -841.05
c) Impact of the change in Attrition rate Decrease or increase in DBO Impact due to increase of 1 % Impact due to decrease of 1 %	-485.97 564.09	-307.09 362.68
d) Impact of the change in Mortality rate Decrease or increase in DBO Impact due to increase of 10 %	-16.50	-9.11

**h) Fund Allocation:**

Particulars	Aditya Birla	Fund value (Rs. in lakhs)
As on 31 <sup>st</sup> March 2024	100%	8,096.86
As on 31 <sup>st</sup> March 2023	100%	6,300.42

**i) Maturity Analysis of projected benefit obligation:**



Particulars	Up to 1 year	Between 1 to 5 Years	Over 6-10 Years	Above 10 years	Total
As at 31 March 2024 Projected Benefit payable	313.64	1,255.33	2,716.84	5,836.76	10,122.57
As at 31 March 2023 Projected Benefit payable	123.40	499.76	1,015.22	4,619.58	6,257.97

**(ii) Leave Encashment**

Paid annual leave is considered as a short-term employee benefit. In order to facilitate the employees to have a cover for a paid leave requirement in future, the company permits the employees to accumulate leave up to 45 days. Any leave balance in excess of 45 days is paid as leave encashment to the employees every year. The company calculates the value of the no of days of leave to the credit of the employee on the reporting date and provides for the same in the accounts. The company has not created a separate fund for this purpose.

**b) Defined contribution plans**

Under defined contribution plans, the Company pays pre-defined amounts to separate funds and does not have any legal or informal obligation to pay additional sums other than such pre-defined contribution. The Company's payments to the defined contribution plans are recognised as expenses on accrual basis.

**(i) Provident Fund**

Contributions towards Employees Provident Fund are made to the Employees Provident Fund Scheme in accordance with the statutory provisions at the rate of 12% of employee's basic salary. The Company is liable to the extent of its monthly contribution and recognizes such contributions as an expense for the year incurred on accrual basis.

**(ii) Superannuation Fund**

The Company contributes 15% of the basic pay subject to a maximum of Rs. 150,000/- p.a. in respect of those employees who opted for it. The Superannuation Fund is administered by trustees and managed by Birla Sun-life Insurance Company Limited. The Company is liable to the extent of its monthly contribution and recognizes such contributions as an expense for the year incurred on accrual basis.

**(iii) National Pension Scheme**

The Company contributes 10% of the basic pay in respect of those employees who opted for it. The Company contributes the amount payable in respect of a month in the following month. The Company is liable to the extent of its monthly contribution and recognizes such contributions as an expense for the year incurred on accrual basis.

**c) Short-term employee benefits**

A liability is recognised for benefits accruing to employees in respect of wages and salaries in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

**m. Share-based payment arrangements:**

The company does not have any share based payment to report on the reporting date. Professional payment linked to the share valuation have been valued as per the agreement and provided for in the books on the reporting date.

**n. Taxation**

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961. Current tax includes taxes to be paid on the profit earned during the year and for the prior periods. Deferred income taxes are provided based on the balance sheet approach considering the temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. In situations where the company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognised only if it is probable that they can be utilised against future taxable profits. The carrying amount of deferred tax assets are reviewed at each balance sheet date. The company write-off the carrying amount of a deferred tax asset to the extent that it is no longer probable that sufficient future taxable income will be available against which deferred tax asset can be realised. Any such write-off is reversed to the extent that it becomes reasonably certain that sufficient future taxable income will be available.

**Income Tax Reconciliation**

	31-03-2024	31-03-2023
<b>Particulars</b>	<b>Amount [in Rs. lakhs]</b>	<b>Amount [in Rs. lakhs]</b>
Book profit as per Books of Account	51,047.21	55,819.23
Tax @ .2517	12,847.56	14,048.58
Add/(Less): Tax on Donations	243.93	191.76
Loss on sale of Assets		-
Excess of Receipt from FMV	2,233.53	-
Exemption of Rental on Annual value	-14.42	-
Others	-0.013	1.32
<b>Tax Expenses</b>	<b>15,310.59</b>	<b>14,241.66</b>
Current Tax	15,321	14,345.30
Deferred Tax	-10.29	-103.64
Prior Period taxes	-	-
	15,310.59	14,241.66

**o. Earnings per share**

Basic earnings per share are calculated by dividing the profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares. The Company has no outstanding instruments which are convertible into Equity in later date. So basic and diluted Earnings per Share remain same.

Particulars	2023-24	2022-23
Net Profit after Tax (Rupees in Lakhs)	35736.62	41,577.57
Weighted Average Number of Equity Shares	48,16,37,860	47,98,90,280
Basic/diluted Earnings per Share (Rupees)	7.42	8.66
Nominal Value per Share (Rupees)	01.00	05.00

**p. Quantitative particulars as per Companies Act, 2013**

**( In Lakhs)**

Finished Goods	YE 31-03-2024		YE 31-03-2023	
	Quantity Nos.	Value Rs.	Quantity Nos.	Value Rs.
Sales	1,933.60	2,41,736.10	2,196.89	2,31,738.74
Manufactured	1,982.24	NA	2,199.60	NA

**( In Lakhs)**

Work in Process	31-03-2024		31-03-2023	
	Quantity Nos.	Value Rs.	Quantity Nos.	Value Rs.
Opening Balance	876.30	22,827.90	836.08	24,147.28
Closing Balance	516.14	22,957.98	879.30	22,827.90

( In Lakhs)

Raw Materials	31-03-2024		31-03-2023	
	Quantity MTs	Value Rs.	Quantity MTs	Value Rs.
Opening Balance	3,163.86	21,050.56	2,240.54	12,682.98
Closing Balance	3,108.55	22,139.89	3,163.86	21,050.56

( In Lakhs)

Raw Materials	31-03-2024		31-03-2023	
	Quantity MTs	Value Rs.	Quantity MTs	Value Rs.
Purchases	6,706.70	41,290.47	7,209.81	40,006.12
Consumption	6,657.22	37,465.56	6,468.42	31,638.54

Power	31-03-2024	31-03-2023
Diesel Consumed <b>Liters</b>	2,82,805	3,65,110
Own Electricity Generated <b>K.Watts</b>	7,31,020	10,82,120
Outside Electricity Purchased <b>K.Watts</b>	8,92,85,008	8,19,65,491
Total Electricity Consumed <b>K.Watts</b>	9,00,16,028	8,30,47,611

**q. Expenditure/Remittance in Foreign Currency :**

(Rs. in Lakhs)

Particulars	2023-24	2022-23
Raw Material & Consumables	32,268.55	29,826.66
Branch offices	1,475.99	1,245.37
Capital Goods	8,920.71	12,172.06
Marketing & Other	12,022.45	10,925.42
ECB/FCTL Remittances	1,909.32	1,548.34
Investments in Subsidiary	17,263.04	8,790.48
OFS (Offer For Sale) outflow	87.29	14.52
Salary to Promoter (KC)	5,415.54	-

- r. Earnings in Foreign Exchange as reported by the Company to Government of India and as certified by Management.

Particular	<b>(Rs. in Lakhs)</b>	
	<b>2023-24</b>	<b>2022-23</b>
Foreign exchange Inflow	2,08,376.91	1,89,947.08

**s. Provisions and Contingent liabilities**

**Provisions** are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, and it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as asset if it is virtually certain that reimbursement will be received, and the amount of the receivable can be measured reliably.

**Contingent liabilities** is disclosed where there is a) a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity; or b) a present obligation that arises from past events but is not recognized because: i) it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or ii) the amount of the obligation cannot be measured with sufficient reliability. Such liabilities are disclosed in the notes but are not recognised in the books.

- t. **List of Contingent liabilities as on the reporting date are as follows:**

Particulars	<b>(Rs. In Lakhs)</b>	
	<b>2023-24</b>	<b>2022-23</b>
Bank Guarantees / LCs -- A	<b>2,555.86</b>	<b>3,379.74</b>
Disputed Tax Liabilities:		
Central Excise	270.96	270.96
Service Tax	1,991.94	1,991.94
Customs duty	43.45	-
GST	974.08	217.68
Income Tax	228.04	1,889.45
Total Disputed Tax Liability – B	<b>3,507.96</b>	<b>4,369.53</b>
Total Contingent Liabilities – A+B	<b>6,063.82</b>	<b>7,749.27</b>

The company has obtained the BGs /LCs with sufficient margin as prescribed by the banks and is confident of meeting the commitments on these on the due date during the course of the business and hence has not provided for the same in the books of accounts. The company has not made any provision in the books for the disputed tax liabilities as appeal have been preferred in respect of them and the company is confident that its views will be upheld in the appeal process. The Company has also provided a Corporate Guarantee to Port Authority of San Antonio (Lessor) in connection with long term lease taken by its USA wholly owned subsidiary Indo-MIM INC. Indo MIM

has entered into a guarantee agreement with the Port Authority of San Antonio (Lessor) to secure the lease obligations of Indo MIM USA (Lessee). This guarantee ensures that all lease payments and responsibilities will be fulfilled, even in the event of a default by Indo MIM USA.

**u. Financial instruments**

**Measurement and Recognition**

Financial assets and financial liabilities are recognised when Company becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially measured at fair value and on amortised cost basis subsequently. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in Statement of Profit and Loss. Financial assets other than trade receivables are initially recognised at fair value plus transaction costs for all financial assets not carried at fair value through profit or loss. Financial assets are carried at fair value through profit or loss are initially recognised at fair value, and transaction costs are expensed in the Statement of Profit and Loss. Subsequent measurement financial assets, other than equity instruments, are subsequently measured at amortised cost, fair value through other comprehensive income or fair value through profit or loss on the basis of both: (a) the entity's business model for managing the financial assets and (b) the contractual cash flow characteristics of the financial asset.

**Effective interest method**

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition. Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at Fair Value through Profit and Loss (FVTPL). Interest income is recognised in Statement of Profit and Loss and is included in the "Other income" line item. Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognised in Statement of Profit and Loss. The net gain or loss recognised in Statement of Profit and Loss incorporates any dividend or interest earned on the financial asset and is included in the 'Other income' line item.

**Impairment of financial assets**

The Company recognises a loss allowance for Expected Credit Losses (ECL) on financial assets that are measured at amortised cost and at FVOCI. The credit loss is difference between all contractual cash flows that are due to an entity in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original effective interest rate. This is assessed on an individual or collective basis after considering all reasonable and supportable including that which is forward looking. The Company's trade receivables or contract revenue receivables do not contain significant financing component and loss allowance on trade receivables is measured at an amount equal to lifetime expected losses i.e., expected cash shortfall, being simplified approach for recognition of impairment loss allowance. Under simplified approach, the Company does not track changes in credit risk. Rather it recognizes impairment loss allowance based on the lifetime ECL at each reporting date right from its initial recognition. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analyzed. For financial assets other than trade receivables, the Company recognises 12-months expected credit losses for all originated or acquired financial assets if at the reporting date the credit risk of the financial asset has not increased significantly

since its initial recognition. The expected credit losses are measured as lifetime expected credit losses if the credit risk on financial asset increases significantly since its initial recognition. If, in a subsequent period, credit quality of the instrument improves such that there is no longer significant increase in credit risks since initial recognition, then the Company reverts to recognizing impairment loss allowance based on 12 months ECL. The impairment losses and reversals are recognised in Statement of Profit and Loss. For equity instruments and financial assets measured at FVTPL, there is no requirement for impairment testing.

#### **De-recognition of financial assets**

The Company de-recognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received. On de-recognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in Statement of Profit and Loss if such gain or loss would have otherwise been recognised in Statement of Profit and Loss on disposal of that financial asset. On de-recognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in Statement of Profit and Loss if such gain or loss would have otherwise been recognised in Statement of Profit and Loss on disposal of that financial asset. A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

#### **v. Financial liabilities and equity instruments**

##### **Classification as debt or equity**

Debt and equity instruments issued by a Company entity are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

##### **Equity instruments**

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a Company entity are recognised at the proceeds received, net of direct issue costs. Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in Statement of Profit and Loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

##### **Financial liabilities**

All Financial liabilities are measured at amortized cost using effective interest method or fair value through profit and loss. However, financial liabilities that arise when a transfer of a financial asset does not qualify for derecognition or when the continuing involvement approach applies, financial

guarantee contracts issued by the Company, and commitments issued by the Company to provide a loan at below-market interest rate are measured in accordance with the specific accounting policies set out below.

#### **Financial liabilities at FVTPL**

Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognised by the Company as an acquirer in a business combination to which Ind AS 103 applies or is held for trading or it is designated as at FVTPL. A financial liability is classified as held for trading if: it has been incurred principally for the purpose of repurchasing it in the near term; or on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or it is a derivative that is not designated and effective as a hedging instrument. A financial liability other than a financial liability held for trading or contingent consideration recognised by the Company as an acquirer in a business combination to which Ind AS 103 applies, may be designated as at FVTPL upon initial recognition if: such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise; the financial liability forms part of a Company of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Company's documented risk management or investment strategy, and information about the Companying is provided internally on that basis; or it forms part of a contract containing one or more embedded derivatives, and Ind AS 109 permits the entire combined contract to be designated as at FVTPL in accordance with Ind AS 109. Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognised in Statement of Profit and Loss. The net gain or loss recognised in Statement of Profit and Loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item. However, for non-held-for-trading financial liabilities that are designated as at FVTPL, the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability is recognised in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch in profit or loss, in which case these effects of changes in credit risk are recognised in Statement of Profit and Loss. The remaining amount of change in the fair value of liability is always recognised in Statement of Profit and Loss. Changes in fair value attributable to a financial liability's credit risk that are recognised in other comprehensive income are reflected immediately in retained earnings and are not subsequently reclassified to Statement of Profit and Loss. Gains or losses on financial guarantee contracts and loan commitments issued by the Company that are designated by the Company as at fair value through profit or loss are recognised in Statement of Profit and Loss.

#### **Financial liabilities subsequently measured at amortised cost**

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item. The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

#### **De-recognition of financial liabilities**

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability



and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in Statement of Profit and Loss.

**w. Derivative financial instruments**

The Company uses derivative financial instruments, such as forward foreign exchange contracts, to hedge its foreign currency risks. Resulting profit or loss on such contracts are recognized on the due date. The value of the open position of the derivative instruments are as on the reporting date is arrived and mark to market losses if any are provided for in the Statement of Profit and Loss.

**Offsetting of financial instruments**

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

**Fair value measurement**

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either: i) In the principal market for the asset or liability, or ii) In the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use. The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, recognized the use of relevant observable inputs and recognized the use of unobservable inputs. All assets and liabilities for which fair value is measured or disclosed in the financial statements are recognized<sup>15</sup> within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole: Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

**x. Reclassification of financial assets and liabilities:**

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

**y. Leases**

The Company's lease asset classes primarily consist of leases for buildings. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains,

a lease if the contract conveys the right to control the use of an identified asset for a period in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use (ROU) asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of 12 months or less (short-term leases) and low value leases. For these short-term and low-value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements include the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The ROU assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

ROU assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. ROU assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e., the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related ROU asset if the Company changes its assessment of whether it will exercise an extension or a termination option.

Lease liability and ROU assets have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

➤ **The Company as a lessor:**

Leases for which the Company is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases. When the Company is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. The sublease is classified as a finance or operating lease by reference to the ROU asset arising from the head lease. For operating leases, rental income is recognized on a straight-line basis over the term of the relevant lease.

➤ **The changes in the carrying value of ROU assets over the period of last three years since transition.**

Class of Lease Assets: Land & Building

Particulars	(Rs. in Lakhs)		
	March 31st, 2024	March 31st, 2023	March 31st, 2022
Opening	5,799.02	3,838.92	2014.78
Additions	113.33	2,560.92	3,049.27
Amortization	679.99	600.92	444.62
Deletion	-	-	780.51
Closing	5,235.36	5,799.02	3,838.92

The aggregate depreciation expense on ROU assets is included under depreciation and amortization expense in the Statement of Profit and Loss.

➤ **The movement of leased liabilities over the period of last three years since transition.**

Particulars	(Rs. in Lakhs)		
	March 31st, 2024	March 31st, 2023	March 31st, 2022
<b>Land &amp; Building</b>			
Balance at the beginning of the period	2,851.25	2,703.06	2,000.43
Additions	113.33	2,560.92	1,714.21
Payment of lease liabilities	(828.97)	(2,695.73)	(515.59)
Finance cost accrued during the period	267.75	283.01	206.76
Deletion	-	-	(702.75)
Balance at the end of the period	2,403.57	2,851.25	2,703.06

The Company does not face a significant liquidity risk regarding its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

Rental expense recorded for short-term leases was Rs. 828.97 /- Lakhs for the year ended March 31, 2024, and 'Rs. 2,695.73 /- Lakhs & 'Rs. 515.59 /- Lakhs for the period ended March 31, 2023 & period ended March 31, 2022, respectively.

**z. Accounting judgments and key sources of estimation**

In the course of applying the policies outlined in all notes as above, the Company is required to make judgments, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future period, if the revision affects current and future periods.

**aa. Details of Corporate Social Responsibility (CSR) Expenditure:**

Annual Report on Corporate Social Activities undertaken by the Company during the financial year ended March 31, 2024, is given in the Annual Report.

**bb. Disclosure under Micro, Small and Medium Enterprises Development Act:**

The company complies with the provisions of MSME Act, 2006 and pays its MSME vendors within permitted maximum credit period (i.e., 45 days from the date of acceptance).

**cc. Remuneration to Auditors:**

Particulars	(Rs. in Lakhs)	
	2023-24	2022-23
Audit Fee	10.00	10.00
Tax Matters	4.00	4.00
Other Matters	4.00	4.00

**dd. Capital management & Risk Management Strategies:**

**i) Capital management**

The Company being in a capital-intensive industry, maintains a strong credit rating and healthy capital ratios and establish a capital structure that would maximize the return to stakeholders through optimum mix of debt and equity. The Company's capital requirement is mainly to fund its capacity expansion, and strategic acquisitions. The principal source of funding of the Company has been, borrowings from banks duly supplemented by internal accruals. The Company closely monitors judicious allocation of resources amongst competing capital expansion projects and strategic acquisitions, to capture market opportunities at minimum risk. The Company monitors its capital, using gearing ratio.

**ii) financial risk management**

The Company's Corporate Treasury function provides services to the business, co-ordinates access to domestic and international financial markets, monitors and manages the financial risks relating to the operations of the Company. These risks include market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk. The Company seeks to minimize the effects of these risks by using derivative financial instruments to hedge risk exposures, to the extent felt necessary. . The use of financial derivatives is governed by the Company's policies approved by the Board of Directors, which provide written principles on foreign exchange risk management, the use of financial derivatives, and the investment of excess liquidity. Compliance with policies and exposure limits is reviewed by the internal auditors on a continuous basis. The Company does not enter into or trade financial instruments, including derivative financial instruments, for speculative purposes.

**iii) foreign currency risk management**

The Company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. Exchange rate exposures are managed within approved policy parameters utilizing forward foreign exchange contracts and currency options. The carrying amounts of the Company's foreign currency denominated sundry debtor and sundry creditor at the end of the reporting period is as under:

	Euro	USD	GBP	JPY	SGD
Sundry Debtor	1,04,15,836	365,81,130	-	-	-
Sundry Creditor	20,20,840	79,51,499	2,72,552	1,12,500	-

The Forward exchange contracts entered into by the Company and outstanding are as under:

Derivative position - Profit / (Loss) (Rs. Lakhs)			
Year of Maturity	USD	Euro	Total
2024-2025	1,051.91	1,058.99	2,110.90
<b>Total Profit / (Loss)</b>	<b>1,051.91</b>	<b>1,058.99</b>	<b>2,110.90</b>

**iv) Interest rate risk management**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates. There is no quantification of the risk associated such interest rate variations. The total secured loans of the company as at March 31, 2024, amounts to Rs. 81,973.94/- lakhs. If the rate of interest were to go up / down by 1%, the impact on the bottom line of the company will be to the tune of Rs. 65/- lakhs.

**v) Credit risk management**

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties as a means of mitigating the risk of financial loss from defaults. The company has a strong credit control policy which is used actively which helps the company mitigate the losses on account of the credit risk.

**vi) Foreign Currency Risk Sensitivity**

The company is a forex surplus company and hence any depreciation of INR in comparison to the transaction rate will have a positive impact on the profits of the company.

**ee. Related Party Disclosures:**

Details of Related Party transactions is as given in Annexure.

**ff. Bank deposits statement**

In view of the availability of online access for various financial assets and financial liabilities there is no need to obtain a separate balance confirmation. The company has a copy of the downloaded version of the closing balances of all the material assets and liabilities duly certified the management and the same has been verified by the Internal Auditor.

**gg. Operating segments**

The Director Mr. Krishna Chivukula Jr. of the Company has been identified as the Chief Operating Decision Maker (CODM) as defined by Ind AS 108, Operating Segments. The CODM evaluates the Company's performance and allocates resources based on an analysis of various performance indicators, however the Company is primarily engaged in only one segment viz., "Manufacturing of Engineering Components". Hence the Company does not have any reportable Segments as per Indian Accounting Standard 108 "Operating Segments".

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