



TGV SRAAC LIMITED



42nd
Annual Report
2023-24

**BOARD OF DIRECTORS**

Sri K. Karunakar Rao
Executive Director (Fin. & Comml.) & CEO

Sri N. Jesvanth Reddy
Executive Director (Technical)

Sri C. Srinivasa Babu
Executive Director (Technical)

Ms M. Sridevi
Woman Independent Director

Ms S. Hima Bindu
Independent Director

Ms Geeta Ramesh Swarni
Independent Director

CGM & COMPANY SECRETARY

Sri CS V. Radhakrishna Murthy

VICE PRESIDENT (F&A) & CFO

Sri CA C. Rajesh Khanna

BANKERS

Indian Bank (IB)
Punjab National Bank (PNB)
The South Indian Bank Limited (SIB)
The Federal Bank Limited (FBL)
IDBI Bank Limited (IDBI bank)

SECRETARIAL AUDITOR

Sri Mahadev Tirunagari (FCS : 6681)
Company Secretary in Practice
Hyderabad - 500 004. (T.G)

COST AUDITOR

M/s. Aruna Prasad & Co., (Regn.No.100883)
Practicing Cost Accountant
Chennai - 600 078 (T.N)

STATUTORY AUDITORS

M/s. Brahmayya & Co., (Regn.No.000515 S)
Chartered Accountants
Adoni - 518 301 (A.P)

REGISTERED OFFICE & FACTORY

Gondiparla, Kurnool - 518 004 (A.P)

CORPORATE OFFICE

40-304, 2nd Floor, Krishna Jyothsna Complex
Bhagyanagar
Kurnool - 518 004 (A.P)

REGISTRAR & SHARE TRANSFER AGENT

Aarathi Consultants Private Limited
Regd. Office: 1-2-285, Domalguda
Hyderabad - 500 029 (Telangana State)
Tel. No. 040-27638111 / 4445
Fax No. 040-27632184
E-mail: info@aarathiconsultants.com
aarathiconsultants@gmail.com

CONTENTS

1.	Notice of Annual General Meeting	2
2.	Directors' Report	31
3.	Management's Discussion and Analysis	62
4.	Business Responsibility & Sustainability Report	80
5.	Independent Auditor's Report	125
6.	Balance Sheet	138
7.	Statement of Profit and Loss Account	139
8.	Cash Flow Statement	140
9.	Notes to Financial Statements	141



NOTICE

NOTICE is hereby given that the **42nd Annual General Meeting of the Members of TGV SRAAC LIMITED (CIN:L24110AP1981PLC003077)** will be held through (Video Conference) VC / OAVM (Other Audio Visual Means) Mode on **Saturday, the September 28, 2024 at 11.30 A.M to transact the following business :**

ORDINARY BUSINESS :

- 1) To receive, consider and adopt the Balance Sheet as at March 31, 2024 and the Statement of Profit and Loss for the year ended and other annexures together with the Reports of Directors and the Auditors attached thereto.
- 2) To appoint a Director in place of Sri Karunakar Rao Kamisetty (DIN:02031367) who retires by rotation and being eligible offers himself for re-appointment.
- 3) To appoint a Director in place of Sri N. Jesvanth Reddy (DIN:03074131) who retires by rotation and being eligible offers himself for re-appointment.
- 4) To declare final dividend on Equity Shares for the financial year ending March 31, 2024 and in this regard, to consider and if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution**.

“RESOLVED THAT final dividend at the rate of Rs.1/- (Rupee One only) per Equity Share of Rs.10/- (Rupees Ten) each fully paid-up of the company, as recommended by the Board of Directors, be and is hereby declared for the financial year ending March 31, 2024 and the same be paid out of the profits of the company for the financial year ending March 31, 2024.

SPECIAL BUSINESS :

- 5) **Ratification for Reappointment of Sri Srinivasa Babu Chappidi (DIN: 09266926) as Executive Director (Technical) for a period of 3 (three) years and fixation of Remuneration.**

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

“RESOLVED THAT pursuant to Section 196, 197 and 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and subject to required statutory approval as may be necessary, the Members of the Company hereby approve and ratify the Board recommendation for Reappointment of Sri Srinivasa Babu Chappidi (DIN: 09266926) as Executive Director (Technical) for a period of three years i.e., from 04-08-2024 to 03-08-2027 in its Board Meeting held on 29.05.2024 upon the recommendation of Nomination and Remuneration Committee Meeting held on 12.04.2024 on the following remuneration.

RESOLVED FURTHER THAT Sri Srinivasa Babu Chappidi will be paid Rs.5,00,000/- per month as Consolidated salary + Rs.40,410/- per month (to be divided into allowances, perquisites valued as per the Rules of the Company).

RESOLVED FURTHER THAT in the event of absence or inadequacy of Profits in any financial year the aforesaid remuneration shall be treated as minimum remuneration in pursuance to Schedule-V of the Companies Act, 2013 and any amendment thereof from time to time.



RESOLVED FURTHER THAT Sri Radhakrishna Murthy Vemula, CGM and Company Secretary is hereby authorized to file Form MGT-14, Form DIR-12, Form MR-1 and other related forms with MCA/ROC and to digitally sign the same to comply with statutory formalities.”

6) Re-appointment of Ms. Sridevi Madati (DIN: 02446610) as an Woman Independent Director of the Company for second term of 5 consecutive years.

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, read along with Schedule IV to the Companies Act, 2013 (‘the Act’) [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 17 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’), as amended from time to time, Ms. Sridevi Madati (DIN: 02446610), who was appointed as an Independent Director of the Company for a term of 3 (three) consecutive years commencing from November 11, 2021 upto November 10, 2024 (both days inclusive) and who being eligible for re-appointment as an Independent Director has given her consent along with a declaration that she meets the criteria for independence under Section 149(6) of the Act and the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing her candidature for the office of Director and based on the recommendation of the Nomination & Remuneration Committee dtd.26.06.2024 and the Board of Directors of the Company dtd.14.08.2024, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years on the Board of the Company commencing from November 11, 2024 upto November 10, 2029 (both days inclusive).

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

7) Re-appointment of Ms. Hima Bindu Sagala (DIN: 09520601) as an Independent Director of the Company for second term of 5 consecutive years.

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, read along with Schedule IV to the Companies Act, 2013 (‘the Act’) [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 17 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’), as amended from time to time, Ms. Hima Bindu Sagala (DIN: 09520601), who was appointed as an Independent Director of the Company for a term of 3 (three) consecutive years commencing from March 02, 2022 upto March 01, 2025



(both days inclusive) and who being eligible for re-appointment as an Independent Director has given her consent along with a declaration that she meets the criteria for independence under Section 149(6) of the Act and the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing her candidature for the office of Director and based on the recommendation of the Nomination & Remuneration Committee dtd.26.06.2024 and the Board of Directors of the Company dtd.14.08.2024, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years on the Board of the Company commencing from March 02, 2025 upto March 01, 2030 (both days inclusive).

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

8) Re-appointment of Ms. Geeta Ramesh Serwani (DIN: 09130636) as an Independent Director of the Company for second term of 5 consecutive years.

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, read along with Schedule IV to the Companies Act, 2013 (‘the Act’) [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 17 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’), as amended from time to time, Ms. Geeta Ramesh Serwani (DIN: 09130636), who was appointed as an Independent Director of the Company for a term of 3 (three) consecutive years commencing from August 10, 2022 upto August 09, 2025 (both days inclusive) and who being eligible for re-appointment as an Independent Director has given her consent along with a declaration that she meets the criteria for independence under Section 149(6) of the Act and the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing her candidature for the office of Director and based on the recommendation of the Nomination & Remuneration Committee dtd.26.06.2024 and the Board of Directors of the Company dtd.14.08.2024, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years on the Board of the Company commencing from August 10, 2025 upto August 09, 2030 (both days inclusive).

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

**9) Ratification for Re-appointment and Remuneration to Cost Auditor.**

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

“**RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the appointment of M/s. Aruna Prasad & Co., (Regn.No.100883) Proprietrix : Aruna Prasad as Cost Auditors of the Company by the Board of Directors of the Company in its meeting held on 29.05.2024 (upon the recommendation of Audit Committee in its meeting held on 29.05.2024) on a remuneration of Rs.2,00,000/- plus GST and reimbursement of out of pocket expenses, to conduct the audit of the cost records of the Company for the Financial Year ending March 31, 2025, be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution.”

10) Approval for Material Related Party Transactions.

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

“**RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Companies (Meetings of the Board and its Powers) Rules, 2014 and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any amendment, modification, variation or re-enactment to any of the foregoing), and subject to such other approvals, consents, permissions and sanctions of other authorities as may be necessary, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee of the Board), to approve the company proposal and to enter into new/further contracts/arrangements/agreements/transactions with related party i.e. M/s. Sree Rayalaseema Hi-Strength Hypo Limited (SRHHL) to the aggregate value of Rs.460 Cr (tentatively divided into Sales Rs.250 Cr + Purchase Rs.200 Cr + Others Rs.10 Cr which are subject to interchange if required) estimated for the year 2024-25 clearly mentioned in the explanatory statement (including any modifications, alterations or amendments thereto), in the ordinary course of business and on arm’s length basis or on agreed values with ‘Related Parties’ within the meaning of the Act and the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as more particularly enumerated in the explanatory statement to the Notice and on such terms and conditions as may be agreed between the Company and related parties.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things and execute all such deeds, documents and writings, on an ongoing basis, as may be necessary, proper or expedient for the purpose of giving effect to the above resolution.”

**11) Ratification for Creation of Security in favour of Consortium of Banks viz., IDBI Bank Ltd., Indian Bank and The Federal Bank Ltd.**

To consider and if thought fit, to pass with or without modification, the following Resolution which is proposed as a **Special Resolution**.

“RESOLVED THAT the consent by way of ratification and (or) approval of the members is hereby accorded to the Company in terms of Section 180 (1) (a) and other applicable provisions, if any, of the Companies Act, 2013 for creation/to be created of mortgage and/charge by the Board of Directors of the Company of “Specific charge on capital goods (brought by availing the said financial assistance) of the Company wheresoever situate, present and future, and the whole of undertaking of the Company together with power to take over the management of the business and concern of the Company in certain events, to or in favour of following Banks for creation of security on specific charge basis as under.

Name of Bank	(Rs. in Crs)	Status
IDBI Bank Limited	100.00	(availed)
Indian Bank	100.00	(availed)
The Federal Bank Limited	25.00	(to be availed)

together with interest thereon at the respective agreed rates, compound interest, additional interest, liquidated damages, premia on prepayment or on redemption, costs, charges, expenses and other moneys payable by the company to the Lenders under their Loan agreements in respect of the said financial assistance.”

By order of the Board

Sd/-

Place : Hyderabad
Date : 14th August, 2024

CS V. RADHAKRISHNA MURTHY
CGM & COMPANY SECRETARY

NOTES :

1. Explanatory statement as required under section 102 of the Companies Act, 2013 is annexed hereto.
2. The Board in its meeting held on 14.08.2024 has approved the company's proposal to conduct 42nd Annual General Meeting through (Video Conference) VC / OAVM (Other Audio Visual Means) instead of physical Annual General Meeting in compliance of MCA General Circular No.2/2022 dated 05.05.2022 and General Circular No.10/2022, dated 28.12.2022 read with SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05.01.2023 and **SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023** and after due examination, it has been decided to allow companies whose AGMs were due 30.09.2024, or become due in the year 2024, to conduct their AGMs on or before 30.09.2024, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January 13, 2021 and General Circular No.2/2022 dated May 05, 2022 read with January 05, 2023 and **General Circular No. 09/2023 dated September 25, 2023**.



3. Further, it has been decided that physical copies of Annual Reports will not be sent by post to Members and instead only soft copy of Annual Report (including Notice of AGM) will be sent to Registered email_ids of shareholders in pursuance to MCA Circular No. 17/2020 dated April 13, 2020 & May 12, 2020 and SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, SEBI/HO/CFD/CMD21/CIR/P/2022/162 dated 13.05.2022 and SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05.01.2023. Shareholders can view soft copy of the Annual Report on company's website www.tgvgroup.com and BSE Website and also on RTA Website.

Since the company has opted for convening Annual General Meeting through VC/OAVM, there will not be any provision for physical ballot voting. Members who have participated in Annual General Meeting through VC/OAVM mode can cast their vote through e-voting at the time of Annual General Meeting (provided that he has not cast his vote through remote e-voting).

4. Pursuant to Section 91 of the Companies Act, 2013 and Regulation 42 of SEBI (LODR) Regulations, 2015, the Register of Members and Share Transfer Books of the Company will remain closed for 8 (Eight) days i.e. from 21-09-2024 to 28-09-2024 (both days inclusive).
5. Non-resident and Resident Indian Shareholders are requested to inform us immediately :
- the change in Residential Status on return to India for permanent settlement.
 - Important Request** : the particulars of Bank/NRE Account, if not furnished earlier to enable the company for crediting dividend amount to their respective accounts.

Shareholders who have not registered their email_ids are requested to register / update immediately to enable the company to send soft copy of Annual Report of the ensuing Annual General Meeting and for future communication.

- 5A. Mandatory updation of PAN, KYC, Bank details, Specimen signature and Nomination details prior to processing the payment of Dividend:

Pursuant to SEBI Master Circular no. SEBI/HO/MIRSD/ POD-1/P/CIR/2024/37 dated May 7, 2024 issued to the Registrar and Transfer Agents and SEBI Circular no. SEBI/ HO/MIRSD/POD-1/P/CIR/2023/181 dated November 17, 2023 and SEBI Circular No. SEBI/HO/MIRSD/PoD-1/P/CIR/2024/81 dated June 10, 2024, as amended, SEBI has mandated that, with effect from April 1, 2024, dividend to the security holders holding shares in physical mode "shall be paid only through electronic mode". Such payment to the eligible shareholders holding physical shares shall be made only after they have furnished their PAN, Contact Details (Postal Address with PIN and Mobile Number), Bank Account Details, Specimen Signature, etc., for their corresponding physical folios with the Company or its RTA. Relevant FAQs have been published by SEBI in this regard. The FAQs and the abovementioned SEBI Master Circular and SEBI Circular are available on SEBI's website and the website of the Company at www.tgvgroup.com

The forms for updation of PAN, KYC, Bank details and Nomination viz. Forms ISR-1, ISR-2, ISR-3 and SH-13 are available on our website at <https://www.tgvgroup.com/investors.html>. In view of the above, we urge Members holding shares in physical form to submit the required forms duly filled up and signed, along with the supporting documents at the earliest to the RTA at www.aarthiconsultants.com. Towards this, the Company has sent vide its letter dtd.04.03.2024 to the Members holding shares in physical form, in relation to applicable SEBI Circular(s). Members



who hold shares in dematerialised form and wish to update their PAN, KYC, Bank details and Nomination, are requested to contact their respective DPs. Further, Members holding shares in physical form are requested to ensure that their PAN is linked to their Aadhar Card.

Updation of mandate for receiving dividend directly in bank account through Electronic Clearing System or any other means in a timely manner:

Shares held in physical form: Members are requested to send the following details/documents to the Company's RTA, viz. M/s. Aarathi Consultants Private Limited, 1-2-285, Domalguda, Hyderabad – 500 029 (Telangana) latest by Wednesday, September 11, 2024:

» Form No. ISR-1 duly filled and signed by the holders, stating their name, folio number, complete address with pin code, and the following details relating to the bank account in which the dividend is to be received:

- (i) Name of Bank and Bank Branch;
- (ii) Bank Account Number;
- (iii) 11-digit IFSC Code; and
- (iv) 9-digit MICR Code.

The said form is available on the website of the Company at <https://www.tgvgroup.com/investors.html> and on the website of the RTA at www.aarthiconsultants.com

» Cancelled cheque in original, bearing the name of the Member or first holder (in case shares are held jointly). In case, name of the shareholder is not available on the cheque, kindly submit the following documents:

- (i) Cancelled cheque in original and;
- (ii) Bank attested legible copy of the first page of the Bank Passbook/Bank Statement bearing the names of the account holders, address, same bank account number and type as on the cheque leaf and full address of the bank branch.

» Self-attested copy of the PAN Card; and

» Self-attested copy of any document (such as Aadhar Card, Driving Licence, Election Identity Card, Passport) in support of the address of the Member as registered with the Company. The PAN Card shall be linked to the Aadhar Card. Members are requested to refer to detailed process by accessing the link on www.aarthiconsultants.com and proceed accordingly.

5B. Nomination facility:

As per the provisions of Section 72 of the Act, the facility for making nomination is available to the Members in respect of the shares held by them. Members who have not yet registered their nominations are requested to register the same by submitting Form No. SH-13. If a Member desires to opt-out or cancel the earlier nomination and record a fresh nomination, the Member may submit the requisite application in Form ISR-3 or Form SH-14, as the case may be.



The said forms can be downloaded from the Company's website at <https://www.tgvgroup.com/investors.html> as well as from the RTA's website at www.aarthiconsultants.com. Members are requested to submit the said form to their DPs in case the shares are held in electronic form and to the RTA at csg-unit@linkintime.co.in in case the shares are held in physical form, quoting their folio no(s).

- 5C.** In accordance with Regulation 40 of the SEBI Listing Regulations, as amended, any fresh transfer requests for securities shall be processed in demat/electronic form only. Members holding shares of the Company in physical form are requested to kindly get their shares converted into demat/electronic form to get inherent benefits of dematerialisation.
- 5D.** Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in demat form only, while processing service requests viz. Issue of duplicate securities certificate, claim from Unclaimed Suspense Account, Renewal/Exchange of securities certificate, Endorsement, Sub-division/ Splitting of securities certificate, Consolidation of securities certificates/ folios, Transmission and Transposition. Accordingly, Shareholders are requested to make service requests by submitting a duly filled and signed Form ISR-4. It may be noted that any service request can be processed only after the folio is KYC compliant.
- 5E.** During FY2023-24, SEBI has established a common Online Dispute Resolution Portal ('ODR Portal') for resolution of disputes arising in the Indian Securities Market. Pursuant to this, post exhausting the option to resolve their grievance with the RTA/Company directly and/or through the SEBI SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>) and the same can also be accessed through the Company's website at <https://www.tgvgroup.com>

6. Payment of Dividend through electronic means

- To avoid loss of dividend warrants in transit and undue delay in receipt of dividend warrants, the Company provides the facility to the Members for remittance of dividend directly in electronic mode through National Automated Clearing House (NACH). Members holding shares in physical form and desirous of availing this facility of electronic remittance are requested to provide their latest bank account details (Core Banking Solutions Enabled Account Number, 9-digit MICR and 11-digit IFS Code), along with their Folio Number and original cancelled cheque leaf bearing the name of the first-named shareholder as account holder, to the Company's Registrar and Share Transfer Agent – Aarthi Consultants Pvt Ltd.
- Members holding shares in electronic form are requested to provide the said details to their respective Depository Participants.
- Members holding shares in electronic form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrars cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the respective Depository Participant of the Members.



- Members holding shares in physical form are requested to advise any change of address immediately to the Company's Registrar and Share Transfer Agent. Members holding shares in electronic form must send the advice about change in address to their respective Depository Participant only and not to the Company or the Company's Registrar and Share Transfer Agent.
- Members may note that the Income-tax Act, 1961, ("the IT Act") as amended by the Finance Act, 2020, mandates that dividends paid or distributed by a company after April 1, 2020 shall be taxable in the hands of members. The Company shall therefore be required to deduct tax at source ("TDS") at the time of making the payment of final dividend. In order to enable us to determine the appropriate TDS rate as applicable, members are requested to submit relevant documents, as specified in the below paragraphs, in accordance with the provisions of the IT Act:

For Resident Shareholders, taxes shall be deducted at source under Section 194 of the IT Act as follows:

Members having valid Permanent Account Number ("PAN")	10% or as notified by the Government of India
Members not having PAN / valid PAN	20% or as notified by the Government of India

However, no tax shall be deducted on the dividend payable to a resident individual if the total dividend to be received by them during financial year 2023-24 does not exceed Rs.5,000/- and also in cases where members provide Form 15G / Form 15H (Form 15H is applicable to individuals aged 60 years or more) subject to conditions specified in the IT Act. Resident shareholders may also submit any other document as prescribed under the IT Act to claim a lower / nil withholding tax. PAN is mandatory for members providing Form 15G / 15H or any other document as mentioned above.

For Non-Resident Shareholders, taxes are required to be withheld in accordance with the provisions of Section 195 and other applicable sections of the IT Act, at the rates in force. The withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) or as notified by the Government of India on the amount of dividend payable. However, as per Section 90 of the IT Act, non-resident shareholders have the option to be governed by the provisions of the Double Tax Avoidance Agreement ("DTAA"), read with Multilateral Instrument ("MLI") between India and the country of tax residence of the member, if they are more beneficial to them. For this purpose, i.e. to avail the benefits under the DTAA read with MLI, non-resident shareholders will have to provide the following:

- Copy of the PAN card allotted by the Indian income tax authorities duly attested by the Member or details as prescribed under rule 37BC of Income-tax Rules, 1962.
- Copy of Tax Residency Certificate for financial year 2023-24 obtained from the revenue authorities of the country of tax residence, duly attested by member.
- Self-declaration in Form 10F.
- Self-declaration by the member of having no permanent establishment in India in accordance with the applicable tax treaty.
- Self-declaration of beneficial ownership by the non-resident shareholder.



- Any other documents as prescribed under the IT Act for lower withholding of taxes if applicable, duly attested by the member.

In case of Foreign Institutional Investors / Foreign Portfolio Investors, tax will be deducted under Section 196D of the IT Act @ 20% (plus applicable surcharge and cess) or the rate provided in relevant DTAA, read with MLI, whichever is more beneficial, subject to the submission of the above documents.

The aforementioned documents can be downloaded from Company's website at <https://www.tgvgroup.com> on general tab and are required to be send at our RTA's e-mail id info@aarthiconsultants.com on or before 5 pm (IST), 20th September, 2024 to enable the Company to determine the appropriate TDS/ withholding tax rate applicable. Incomplete and/ or unsigned forms and declarations will not be considered by the Company. Any communication on the tax determination/ deduction received after 5:00 pm (IST) 20th September, 2024 shall not be considered. All communications/ queries in this respect should be addressed to our RTA, M/s.Aarhi Consultants Private Limited to its email address at info@aarthiconsultants.com or Company's e-mail address at sralkalies@tgvmail.net. The Company will send through email a soft copy of the TDS Certificate at the shareholders registered email ID post payment of the said Final Dividend. Shareholders will also be able to see the credit of TDS in Form 26AS, which can be downloaded from their e-filing account at <https://incometaxindiaefiling.gov.in>.

- Members holding shares in physical form are advised to furnish, on or before 10th September, 2024 particulars of their bank account, if not done already or if it has changed, to the Company to incorporate the same in the dividend warrants/ payment instruments.
- Section 72 of the Act provides for Nomination by the Members of the Company in the prescribed Form No. SH-13 for shares held in physical form. Blank forms will be supplied by ACPL on request. Members holding shares in dematerialized form may contact their respective Depository Participants for recording of nomination.

Pursuant to the provisions of Section 124 of the Act, Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules") read with the relevant circulars and amendments thereto, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the due date is required to be transferred to the Investor Education and Protection Fund ("IEPF"), constituted by the Central Government.

Members who have not encashed dividend declared by the Company during previous years, are advised to write to the Company immediately at sralkalies@tgvmail.net

E-Voting:

The Company is pleased to provide E-Voting facility through Central Depository Services (India) Limited (CDSL) for all members of the Company to enable them to cast their votes electronically on the resolutions mentioned in the notice of 42nd Annual General Meeting of the Company dated 28th September, 2024. The Company has appointed Mr M. Nirmal Kumar Reddy, B.Com., F.C.A., I.S.A, I.R.M., Practicing Chartered Accountant as the Scrutinizer for conducting and completing the E-voting counting process in a fair and transparent manner.



The E-voting rights of the Shareholders / beneficial owners shall be reckoned on the equity shares held by them as on 20th September, 2024. The instructions for Members for voting electronically are as under:

CDSL e-Voting System – For Remote e-voting and Joining Virtual meetings e-voting during AGM / EGM

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020 and General Circular No.2/2022 dated 05.05.2022, General Circular No.10/22 dated December 28, 2022 and General Circular No.09/2023 dated September 25, 2023 and SEBI Circular No. SEBI/HO/CFD/PoD/CIR/P/CIR/2023/4 dated January 05, 2023 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023. The forthcoming AGM/EGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM/EGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020, May 05, 2020, May 05, 2022, December 28, 2022 and September 25, 2023 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM/AGM will be provided by CDSL.
3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM/EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020 read with Circular No.02/2022 dated May 05, 2022, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at www.tgvgroup.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and



www.nseindia.com respectively. The AGM/EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e. www.evotingindia.com.

7. The AGM/EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020, Circular No.02/2022 dated May 05, 2022, MCA Circular No.09/2023 dated September 25, 2023 and SEBI Circular No. SEBI/HO/CFD/PoD/CIR/P/CIR/2023/4 dated January 05, 2023 and SEBI Circular No.SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023.

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

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

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

- (i) The voting period begins on 24-09-2024 at 9.00 A.M and ends on 27-09-2024 at 5.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 20-09-2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

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



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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none">1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/ NSDL, so that the user can visit the e-Voting service providers' website directly.3) If the user is not registered for Easi/Easiest, option to register is available https://web.cdslindia.com/myeasi/Registration/EasiRegistration4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none">1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nSDL.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login"



Type of shareholders	Login Method
	<p>which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <ol style="list-style-type: none">2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>



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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 – 4886 7000 and 022 – 2499 7000

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

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

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

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



- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant TGV SRAAC Limited on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.



- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; sralkalies@tgvmail.net (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the



votes cast by such shareholders during AGM may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

By order of the Board

Sd/-

Place : Hyderabad
Date : 14th August, 2024

CS V. RADHAKRISHNA MURTHY
CGM & COMPANY SECRETARY

**EXPLANATORY STATEMENT****(Pursuant to Section 102 of the Companies Act, 2013)**

The following Statement, as required under Section 102 of the Companies Act, 2013, sets out all material facts relating to the items of Special Business mentioned in the accompanying Notice.

Item No. 5:

Shareholders may be aware that earlier approval for appointment of Sri Srinivasa Babu Chappidi (DIN:09266926) as Executive Director (Technical) through postal ballot dtd.09.04.2022 will expire on 03.08.2024. In view of the increased operations of the Company and implementation of future plans and on consideration of Nomination and Remuneration Committee recommendation dated 12.04.2024, the Board in its meeting held on 29.05.2024 recommended for Reappointment of Sri Srinivasa Babu Chappidi as Executive Director (Technical) subject to Shareholders' approval by way of Annual General Meeting (AGM) pursuant to Sec.110 of the Companies Act, 2013) on remuneration as explained in the Resolution.

Annexure**I. General Information**

(1) **Nature of Industry** : Manufacturer's of Chlor Alkalie Chemicals, Chloromethanes, Castor oil derivatives, Fatty Acids and Power Generation.

Name Change : Name of the Company has been changed from M/s Sree Rayalaseema Alkalies and Allied Chemicals Limited to M/s. TGV SRAAC LIMITED (CIN:L24110AP1981PLC003077) for easy recognition and identification vide RoC Approval Dt.14.10.2017.

(2) **In case of new companies, expected date of commencement of activities as per project approved by the financial institutions appearing in the prospectus** : - Not Applicable -.

(3) **Financial Performance : (Audited)** (Rs.in Crores)

Particulars	Year Ended 31.03.2024	Year Ended 31.03.2023	Year Ended 31.03.2022
Revenue from operations	1545.96	2325.73	1525.32
Profit Before exceptional item and Tax	43.76	442.14	209.35
Net Profit as per Profit and Loss Account from continuing operations	60.99	362.06	134.52
Equity Capital	107.09	107.09	107.09

(4) **Foreign Investment or Collaboration, if any** : - Not applicable -

II. Information about the appointee :**(1) Background details :**

Sri Srinivasa Babu Chappidi is 58 Years old and he has Bachelor of Engineering (B.E) degree and M. Tech (Post Graduation) having more than 38 Years of experience in reputed companies of Chlor-Alkali Industry. He is not holding any Directorship in other listed entity.

**(2) Past Remuneration :**

It is proposed that there will not be any change in remuneration of the proposed appointment tenure.

(3) Job Profile and his suitability :

To take care of technical matters of the Plant, Maintenance, Safety, Execution of future plans of the company and Administration of Technical Staff, overall responsibility of future plans design and participation strategic plans.

(4) Remuneration Proposed :

Proposed Remuneration has been recommended by Nomination and Remuneration Committee and Board of Directors which is appropriate and reasonable, keeping in view of Responsibility, Rights and Accountability. Further, perquisites (rent free accommodation and providing car) will be valued as per rules of the company.

(5) Comparative Remuneration with respect to Industry, size of the Company, profile of the position and person :

Considering the size of the Company and the job profile of the position and the credentials and performance of the appointee, the remuneration proposed is moderate and reasonable and compares well with that of similar companies.

(6) Pecuniary relationship directly or indirectly with the Company or relationship with the Managerial Personnel, if any.

Sri Srinivasa Babu Chappidi is Technical Professional and he is not having any relationship with the Directors or KMP or their relatives. He is not holding any shares in the company.

III. Other Information :**(1) Steps taken or proposed to be taken for improvement of the Company :**

Expansion Programme of Chloromethanes Project second expansion is under progress. Company proposal for Solar Power generation is under implementation. Once these programmes are completed, the profitability of the company is envisaged for further improvement in view of these projects contribution.

(2) Expected Increase in productivity and profits in measurable terms :

Depending upon the nature of the Industry, it has not been predicted accurately.

IV. Disclosures :

The Company being a Listed Company, the provisions of Corporate Governance are applicable and hence required details are furnished here to comply with Regulation 36 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 read with Schedule V of Companies Act, 2013.

Your Directors commend the Special Resolution for your approval and ratification. None of the Directors or KMP or their relatives except Sri Srinivasa Babu Chappidi is deemed to be interested in this Special Resolution.

**Item No. 6:**

Ms. Sridevi Madati (DIN: 02446610) is currently an Independent Director of the Company, Member of the Audit Committee and Member of the Nomination & Remuneration Committee and Chairperson of the Shareholders Grievance Committee.

Ms. Sridevi Madati was appointed as an Independent Director of the Company by the Members at the 40th Annual General Meeting of the Company held on September 15, 2022 for a period of 3 (three) consecutive years commencing from November 11, 2021 upto November 10, 2024 (both days inclusive) and is eligible for re-appointment for a second term on the Board of the Company.

Based on the recommendation of the Nomination & Remuneration Committee ('NRC') dtd.26.06.2024, the Board of Directors at its meeting held on 14.08.2024, proposed the re-appointment of Ms. Sridevi Madati as an Independent Director of the Company for a second term of 5 (five) consecutive years commencing from November 11, 2024 upto November 10, 2029 (both days inclusive), not liable to retire by rotation, for the approval of the Members by way of a Special Resolution.

Ms. Sridevi Madati is a Practicing Company Secretary having more than 20 years of experience in the field of Secretarial Audit, Public Issue, Rights Issue, Preferential Issues. Further, she is on the Boards of Listed and Unlisted Companies as Independent Director and hence she is well versed with the aspects of statutory compliance, accounting, administration management, scrutinizer AGM/EGM and also having exposure in appearance before NCLT etc.

The NRC (Nomination & Remuneration Committee) taking into consideration the skills, expertise and competencies required for the Board in the context of the business and sectors of the Company and based on the performance evaluation, concluded and recommended to the Board that Ms. Sridevi Madati qualifications and the rich experience of over 20 years in the above mentioned areas meets the skills and capabilities required for the role of Independent Director of the Company. The Board is of the opinion that Ms. Sridevi Madati continues to possess the identified core skills, expertise and competencies fundamental for effective functioning in her role as an Independent Director of the Company and her continued association would be of immense benefit to the Company.

The Company has in terms of Section 160(1) of the Companies Act, 2013 ('the Act') received a notice from a Member proposing her candidature for the office of Director. The Company has received a declaration from Ms. Sridevi Madati confirming that she continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). In terms of Regulation 25(8) of the SEBI Listing Regulations, Ms. Sridevi Madati has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties. Ms. Sridevi Madati has also confirmed that she is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated June 20, 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

Further, Ms. Sridevi Madati has confirmed that she is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given her consent to act as Director in terms of Section 152 of the Act, subject to re-appointment by the Members Ms. Sridevi Madati has also confirmed that she is in



compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to her registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA'). Ms. Sridevi Madati is exempt from the requirement to undertake online proficiency self-assessment test conducted by IICA.

In the opinion of the Board, Ms. Sridevi Madati fulfils the conditions specified in the Act, rules thereunder and the SEBI Listing Regulations for re-appointment as an Independent Director and that she is independent of the Management. The terms and conditions of the appointment of Independent Directors is uploaded on the website of the Company.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI Listing Regulations and other applicable provisions of the Act and SEBI Listing Regulations, the re-appointment of Ms. Sridevi Madati as an Independent Director is now placed for the approval of the Members by a Special Resolution.

The Board commends the Special Resolution set out in Item No.6 of the accompanying Notice for approval of the Members.

None of the Directors or Key Managerial Personnel ('KMP') of the Company or their respective relatives, except Ms. Sridevi Madati and her relatives, are concerned or interested, financially or otherwise, in the resolution set out at Item No.6 of the accompanying Notice.

Disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are annexed to this Notice.

Item No. 7:

Ms. Hima Bindu Sagala (DIN: 09520601) is currently an Independent Director of the Company, Chairperson of the Audit Committee and Member of Risk Management Committee and Member of the Nomination & Remuneration Committee and Member of the Shareholders Grievance Committee.

Ms. Hima Bindu Sagala was appointed as an Independent Director of the Company by the Members at the 40th Annual General Meeting of the Company held on September 15, 2022 for a period of 3 (three) consecutive years commencing from March 02, 2022 upto March 01, 2025 (both days inclusive) and is eligible for re-appointment for a second term on the Board of the Company.

Based on the recommendation of the Nomination & Remuneration Committee ('NRC') dtd.26.06.2024, the Board of Directors at its meeting held on 14.08.2024, proposed the re-appointment of Ms. Hima Bindu Sagala as an Independent Director of the Company for a second term of 5 (five) consecutive years commencing from March 02, 2025 upto March 01, 2030 (both days inclusive), not liable to retire by rotation, for the approval of the Members by way of a Special Resolution.

Ms. Hima Bindu Sagala is a Practicing Chartered Accountant and her profile and bio-data particulars are appeared as annexure to this notice. She is having post qualification experience of more than 13 years in the field of Auditing, Taxation and Intermediary Taxation, expertise and hence she is well versed with business, management, administration, accounting and finance activities.

The NRC (Nomination & Remuneration Committee) taking into consideration the skills, expertise and competencies required for the Board in the context of the business and sectors of the Company and based on the performance evaluation, concluded and recommended to the Board that Ms. Hima Bindu



Sagala qualifications and the rich experience of over 13 years in the above mentioned areas meets the skills and capabilities required for the role of Independent Director of the Company. The Board is of the opinion that Ms. Hima Bindu Sagala continues to possess the identified core skills, expertise and competencies fundamental for effective functioning in her role as an Independent Director of the Company and her continued association would be of immense benefit to the Company.

The Company has in terms of Section 160(1) of the Companies Act, 2013 ('the Act') received a notice from a Member proposing her candidature for the office of Director. The Company has received a declaration from Ms. Hima Bindu Sagala confirming that she continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). In terms of Regulation 25(8) of the SEBI Listing Regulations, Ms. Hima Bindu Sagala has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties. Ms. Hima Bindu Sagala has also confirmed that she is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated June 20, 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

Further, Ms. Hima Bindu Sagala has confirmed that she is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given her consent to act as Director in terms of Section 152 of the Act, subject to re-appointment by the Members Ms. Hima Bindu Sagala has also confirmed that she is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to her registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA'). Ms. Hima Bindu Sagala is exempt from the requirement to undertake online proficiency self-assessment test conducted by IICA.

In the opinion of the Board, Ms. Hima Bindu Sagala fulfils the conditions specified in the Act, rules thereunder and the SEBI Listing Regulations for re-appointment as an Independent Director and that she is independent of the Management. The terms and conditions of the appointment of Independent Directors is uploaded on the website of the Company.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI Listing Regulations and other applicable provisions of the Act and SEBI Listing Regulations, the re-appointment of Ms. Hima Bindu Sagala as an Independent Director is now placed for the approval of the Members by a Special Resolution.

The Board commends the Special Resolution set out in Item No.7 of the accompanying Notice for approval of the Members.

None of the Directors or Key Managerial Personnel ('KMP') of the Company or their respective relatives, except Ms. Hima Bindu Sagala and her relatives, are concerned or interested, financially or otherwise, in the resolution set out at Item No.7 of the accompanying Notice.

Disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are annexed to this Notice.

**Item No. 8:**

Ms. Geeta Ramesh Serwani (DIN: 09130636) is currently an Independent Director of the Company, Member of the Audit Committee and Chairperson of the Nomination & Remuneration Committee and Member of the Shareholders Grievance Committee.

Ms. Geeta Ramesh Serwani was appointed as an Independent Director of the Company by the Members at the 40th Annual General Meeting of the Company held on September 15, 2022 for a period of 3 (three) consecutive years commencing from August 10, 2022 upto August 09, 2025 (both days inclusive) and is eligible for re-appointment for a second term on the Board of the Company.

Based on the recommendation of the Nomination & Remuneration Committee ('NRC') dtd.26.06.2024, the Board of Directors at its meeting held on 14.08.2024, proposed the re-appointment of Ms. Geeta Ramesh Serwani as an Independent Director of the Company for a second term of 5 (five) consecutive years commencing from August 10, 2025 upto August 09, 2030 (both days inclusive), not liable to retire by rotation, for the approval of the Members by way of a Special Resolution.

Ms. Geeta Ramesh Serwani is a Practicing Company Secretary having more than 15 years of experience in the field of Secretarial Audit, Compliance and Assurance Reports, Public Issue, Rights Issue and also worked as Scrutinizer for various statutory meetings. She is well versed in the fields of Secretarial, Compliances, Accounting, Finance, Administration (Legal) and NCLT matters. Brief profile and bio-data particulars are annexed to this notice for your kind information. Further she is academically highly qualified possessing professional qualifications.

The NRC (Nomination & Remuneration Committee) taking into consideration the skills, expertise and competencies required for the Board in the context of the business and sectors of the Company and based on the performance evaluation, concluded and recommended to the Board that Ms. Geeta Ramesh Serwani qualifications and the rich experience of over 14 years in the above mentioned areas meets the skills and capabilities required for the role of Independent Director of the Company. The Board is of the opinion that Ms. Geeta Ramesh Serwani continues to possess the identified core skills, expertise and competencies fundamental for effective functioning in her role as an Independent Director of the Company and her continued association would be of immense benefit to the Company.

The Company has in terms of Section 160(1) of the Companies Act, 2013 ('the Act') received a notice from a Member proposing her candidature for the office of Director. The Company has received a declaration from Ms. Geeta Ramesh Serwani confirming that she continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). In terms of Regulation 25(8) of the SEBI Listing Regulations, Ms. Geeta Ramesh Serwani has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties. Ms. Geeta Ramesh Serwani has also confirmed that she is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated June 20, 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

Further, Ms. Geeta Ramesh Serwani has confirmed that she is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given her consent to act as Director in terms of Section



152 of the Act, subject to re-appointment by the Members Ms. Geeta Ramesh Serwani has also confirmed that she is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to her registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA'). Ms. Geeta Ramesh Serwani is exempt from the requirement to undertake online proficiency self-assessment test conducted by IICA.

In the opinion of the Board, Ms. Geeta Ramesh Serwani fulfils the conditions specified in the Act, rules thereunder and the SEBI Listing Regulations for re-appointment as an Independent Director and that she is independent of the Management. The terms and conditions of the appointment of Independent Directors is uploaded on the website of the Company.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI Listing Regulations and other applicable provisions of the Act and SEBI Listing Regulations, the re-appointment of Ms. Geeta Ramesh Serwani as an Independent Director is now placed for the approval of the Members by a Special Resolution.

The Board commends the Special Resolution set out in Item No.8 of the accompanying Notice for approval of the Members.

None of the Directors or Key Managerial Personnel ('KMP') of the Company or their respective relatives, except Ms. Geeta Ramesh Serwani and her relatives, are concerned or interested, financially or otherwise, in the resolution set out at Item No.8 of the accompanying Notice.

Disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are annexed to this Notice.

Item No. 9:

The Board of Directors after taking into account the recommendation of Audit Committee in its meeting held on 29.05.2024 has appointed M/s.Aruna Prasad & Co., (Regn.No.100883) Proprietrix: Mrs.Aruna Prasad as Cost Auditor for the Financial year 2024-25 on a remuneration of Rs.2,00,000/- plus GST and reimbursement of out of pocket expenses to conduct Cost Audit of cost records of the Company in compliance of MCA Notification Ref. No.52/56/CAB-2010, Dated 06-11-2012. As per the provisions of Section 148 of the Act, payment of remuneration and appointment of Cost Auditors requires Members ratification for the action taken by the Board as explained above.

None of the Directors /Key Managerial Personnel (KMP) of the Company / their relatives is, in any way, concerned or interested in passing the Resolution set out in Item No.9 of the Notice.

The Board of Directors pleased to recommend the Resolution set forth in Item No.9 for your approval.

Item No. 10:

Members may kindly aware that pursuant to Sec.188 of the Companies Act, 2013, Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014 read with Regulation 23 of SEBI (LODR) Regulations, 2015 requires shareholders prior approval for all Material Related Party Transactions. Further, it may kindly be noted that when aggregate value of Related Party transactions with single party exceeds the following threshold limit, then it is called material related party transaction for a particular year.



Based on estimates it is expected that aggregate value of Related Party transactions to be entered with SRHHL for 2024-25 will likely be more than material Related Party transactions value (threshold limit) explained hereunder. To comply with the above statutory provisions members prior approval is sought for the following estimated values of Related Party transactions with SRHHL (Related party/Group Company) for the year 2024-25.

Threshold Limit :

Pursuant to the above provisions, the threshold limit for 2024-25 is lower of the following:

1. 10% of previous year audited turnover (2023-24) which is Rs.155 Cr
2. 1000 Crores

Threshold value of material Related Party transactions is Rs.155 Crores being lowest of the above (1) and (2) above. It is more likely that aggregate value of Related Party transactions with SRHHL (a group company/Related Party) will be more than Rs.155 Cr (threshold limit) for 2024-25 as mentioned in the following table (i.e., Rs.460 Crs).

(₹ in Crores)

Name of the Related Party	Actuals for 2023-24				Estimates for 2024-25			
	Sales	Purchases	Others	Total	Sales	Purchases	Others	Total
Sree Rayalasema Hi-Strength Hypo Limited (SRHHL)	103.03	56.67	3.69	163.39 (*)	250.00	200.00	10.00	460.00

(*) Members prior approval is for Rs. 455 Cr in 41st AGM)

In compliance of the above statutory provisions, prior approval for estimated Material Related Party Transactions is sought to the aggregate value of Rs.460 Cr as clearly explained in the table for which the resolution has been placed in Notice of AGM vide Item No.10. It may kindly be noted that the actuals for 2024-25 with respect to sales, purchases and others may vary (i.e. subject to interchange) but overall omnibus value i.e., within Rs.460 Cr for which members prior approval sought.

It may kindly be noted that all Related Party Transactions are having Omnibus approval of the Audit Committee and Board. Related Party Transactions are entered during the ordinary course of business and are at arm's length. These transactions are subject to transfer price audit to comply with statutory provisions. 98.6% of Related Party Transactions are between two Listed Companies and these transactions are mutually beneficial.

None of the Directors /Key Managerial Personnel (KMP) of the Company / their relatives except the promoters are, in any way, concerned or interested in passing the Resolution set out in Item No.10 of the Notice.

Your Directors recommend the above resolution for your approval.

**Item No. 11:**

The Company has availed additional Capex LC facilities of Rs.100 Cr from IDBI Bank Limited (IDBI Bank) vide their sanction letter Ref.No.IDBI/MCG/129/TGVSRAAC/127/2023-24 dtd.29.09.2023 and from Indian Bank (IB) additional Capex LC facilities of Rs.100 Cr vide their sanction letter Ref.No.BR/CREDIT/2023-24/183 dtd.10.01.2024. It may please be noted that the company is going to utilize Adhoc Capex LC limits of Rs.25 Cr sanctioned by M/s. The Federal Bank Ltd., (FBL) vide their sanction letter Ref.No.FB/HYD/CIB/FY24/63 dtd.23.11.2023. In compliance of terms and conditions mentioned in the respective sanction letters of Banks mentioned above the company has created/going to create exclusive charge on capital goods purchased/imported or going to purchase/import by availing the above Capex LC limits. Shareholders approval is requested for creation/ratification of charge in favour of FBL and ratification in favour of IDBI Bank and IB with respect to the above sanctions to the company by these Banks.

Members are hereby requested to ratify the action taken by the company for registration of charges with ROC/MCA to comply with terms and conditions of Banks sanction letters referred above.

Your Directors recommended the Special Resolution as set out in the Notice for your approval.

None of the Directors or Key Managerial Personnel (KMP) or their relatives except the promoters is deemed to be interest in the Resolution.



**Details of Directors seeking appointment
(Pursuant to Regulation 36(3) of SEBI (LODR) Regulations, 2015)**

Name of the Director	Sri C. Srinivasa Babu	Ms. M Sridevi
Director Identification Number (DIN)	09266926	02446610
Nationality	Indian	Indian
Date of Birth / Age	12-02-1966 / 58 years	10-01-1977 / 47 years
Qualifications	B. Tech (AU) M. Tech (NIT, Warangal)	B.Com., LLB, MDBA, FCS and IRB (Resolutional Professional)
Experience in Specific areas	Starting his career with IFFCO has put in more than 38 years in Listed Companies of Chemical Industries both in India and Abroad.	She is a qualified Practicing Company Secretary having more than 20 years post qualification experience. She is also a qualified Resolutional Professional well versed with Corporate Affairs, SEBI, RBI and Securities Laws and Corporate Governance.
Date of Appointment on the Board of the Company	August 04, 2021	November 11, 2021
Shareholding in the Company	Nil	Nil
List of Directorship in other Listed Companies	Nil	1. Danlaw Technologies India Ltd. 2. Sigachi Laboratories Ltd.
Membership (M)/ Chairmanship (C) in Committees in other Listed Companies as on date	Nil	As member in NRC Committee of Sigachi Laboratories Ltd., and Danlaw Technologies India Ltd.
Board Meetings attended	5	6
Committee positions in the Company	Audit Committee as Member.	Grievance Committee as Chairman, Audit Committee as Member, NRC Committee as Member and CSR Committee.
Relationship between Director inter-se	There is no inter-se relationship among the Directors.	There is no inter-se relationship among the Directors.
Details of resignations, if any, from the Board of other listed companies, in the last 3 years	Nil	Nil



**Details of Directors seeking appointment
(Pursuant to Regulation 36(3) of SEBI (LODR) Regulations, 2015)**

Name of the Director	Ms. S. Hima Bindu	Ms. Geeta Ramesh Serwani
Director Identification Number (DIN)	09520601	09130636
Nationality	Indian	Indian
Date of Birth / Age	March 26, 1983	August 19, 1986
Qualifications	M.Com., FCA, ICWA (Inter)	B.Com., LLB, FCS and ICWA (Inter)
Experience in Specific areas	She is having experience of more than 12 years in the following areas. She is a qualified Practicing Chartered Accountant. Started her career with Manohar Choudary Associates, having experience in the field of Auditing, Taxation, Appeals before ITAT etc. At present partner in M/s. S.T. Mohite & Co., a Chartered Accountant Firm.	She is a qualified Practicing Company Secretary having more than 13 years post qualification experience. She is having good exposure in the fields of NCLT matters and Resolutions, Insolvency & Bankruptcy Code (IBC), Securities Law, RBI Compliances and other compliances.
Date of Appointment on the Board of the Company	March 02, 2022	August 10, 2022
Shareholding in the Company	Nil	Nil
List of Directorship in other Listed Companies	Nil	Nil
Membership (M)/ Chairmanship (C) in Committees in other Listed Companies as on date	Nil	Nil
Board Meetings attended	6	6
Committee positions in the Company	Audit Committee as Chairman, Grievance Committee as Member, NRC Committee as Member and Risk Management Committee as Member.	Audit Committee as Member, Grievance Committee as Member, NRC Committee as Chairman
Relationship between Director inter-se	There is no inter-se relationship among the Directors.	There is no inter-se relationship among the Directors.
Details of resignations, if any, from the Board of other listed companies, in the last 3 years	Nil	Nil

By order of the Board
Sd/-

Place : Hyderabad
Date : 14th August, 2024

CS V. RADHAKRISHNA MURTHY
CGM & COMPANY SECRETARY

**DIRECTORS' REPORT****Dear Members,**

Your Directors' have pleasure in presenting the Annual Report and the Audited statements of Accounts of the Company for the year ended 31st March, 2024.

1. Operations

The turnover (Gross) for the year under review is Rs.179275 Lakhs as compared to Rs.270641 Lakhs in the previous year. The decrease in Turnover is mainly on account of ongoing geopolitical tensions, disruptions in global supply chains, uncertainty in global markets, demand and supply dynamics, reduced demand for Chlorine and China factor.

2. Division / Segment Wise Performance

For the current year Caustic Soda production is 252284 MTs, whereas for previous year production is 256492 MTs showing a slight decrease of approximately 1.65%. The net sales for Caustic Soda plant is Rs.96118 lakhs whereas for the previous year net sales is Rs.141332 lakhs.

For the current year Caustic Potash production is 30338 MTs, whereas for the previous year the production is 27675 MTs showing an increase of approximately 9.6%. The net sales for Caustic Potash Plant is Rs.27950 lakhs, whereas for the previous year net sales is Rs.38949 lakhs.

For the current year Chloromethanes production is 86924 MTs, whereas for the previous year the production is 88286 MTs showing a marginal decrease of approximately 1.54%. The net sales for Chloromethanes Plant is Rs.24518 lakhs, whereas net sales for previous year is Rs.40294 lakhs.

For the current year Castor Oil derivatives production is 540 MTs, whereas for the previous year the production is 700 MTs showing a decrease of approximately 33%. The net sales for Castor Oil Plant is Rs.788 lakhs, whereas for the previous year net sales is Rs.1505 lakhs.

For the current year Fatty Acids production is 4415 MTs, whereas for the previous year the production is 8996 MTs showing an increase of 51%. The net sales for Fatty acid plant is Rs.4088 lakhs, whereas for the previous year net sales is Rs.9543 lakhs.

There are no commercial operations at Bellary Power Plant due to expiry of Power Purchase Agreement (PPA) by KPTCL. The Company is looking out for other viable options including its sale or relocation of the Plant.

Due to higher transmission charges involved compared to the benefits from generation, Wind Farm at Ramgiri transmission agreements approvals were not obtained from Electricity Authorities. Hence no income from generation for current year as against previous year generation of 6.35 Lakh/KWH

3. Outlook for the Current Year

Segment-wise discussion is furnished in Management Discussion and Analysis annexed to this report in "ANNEXURE – E".

**FINANCIAL RESULTS**

(₹ in lakhs)

Particulars	31.03.2024	31.03.2023
Profit before Finance Costs & depreciation	15454.78	54337.53
Less: Finance Cost	2368.73	2760.89
Profit before Depreciation	13086.05	51576.64
Less: Depreciation	8349.84	7362.42
Profit (Loss) before Exceptional items and Tax	4736.21	44214.22
Add: Exceptional items	3990.17	-
Profit/Loss Before Tax	8366.38	44214.22
Tax Expense:		
Less: - Current Tax	1758.99	10608.81
- Deferred Tax	508.58	(2747.82)
- Earlier years Income Tax	-	146.72
Profit for the period from continuing operations	6098.82	36206.51
Less : Loss from discontinuing operations	35.71	58.86
Tax expenses of discontinuing operations	8.99	14.81
Profit/loss from discontinuing operations (After tax)	26.72	44.05
Profit for the period	6072.10	36162.46
Add: Balance Carried from Previous year	47704.84	21536.10
Add: Deferred Tax of Previous year	103.93	-
Profit available for Appropriation	53880.87	57698.56
Less: Transfer to General Reserve	1000.00	(10000.00)
Less: Dividend paid for 2022-23	1070.90	-
Less: Transfer from reserves to Other		
Comprehensive Income	29.70	6.29
Surplus carried forward to next year	51780.27	47704.84

Profit before tax (including exceptional item Rs.3990.17 lakhs) for the current year is at Rs.8366.38 lakhs as against previous year Profit before tax (exceptional item : Nil) of Rs.44214.22 lakhs. For the Current year Profit after tax is Rs.6098.82 lakhs as against Profit after tax for the previous year of Rs.36206.51 lakhs. The decrease in profits is attributable to unfavourable market conditions, imbalance in demand and supply, geo-politics with war-fare between Russia-Ukraine etc conditions.

4. Capital Expenditure

During the year the Company has incurred capitalised expenditure of Rs.89.14 Cr (mainly towards Modernisation and strengthening. Further, Capital Work-in-progress at the year end comes to Rs.168.26 Cr. (mostly relating to Chloromethanes expansion, Solar Power project and others).

5. Dividend

Considering around better performance of the company for the year and liquidity position, the Board in its meeting held on 29.05.2024 has recommended final dividend for the year ending 31.03.2024 at Rs.1/- per Equity Share of Rs.10/- each (i.e. 10%) [same as previous year].



The Dividend payment is subject to approvals of members at the ensuing Annual General Meeting (AGM). The total cash flow on account of dividend on equity shares for the financial year 2023-24 would aggregate to Rs.10,70,89,800/-. The dividend will be paid to members whose names appear in the Register of Members as on the cut-off / record date 20.09.2024. The dividend payment date is 23.10.2024 (Wednesday) / before the statutory time limit i.e. 27.10.2024.

Further, in view of changes made under Income Tax Act 1960, by the Finance Act 2020, dividend paid or distributed by the company shall be taxable in the hands of the members/shareholders receiving dividend. The company shall accordingly, make the payment of the final dividend after deduction of tax (TDS) at source at applicable rates.

6. Transfer of Unclaimed dividend to Investor Education and Protection Fund (IEPF)

In terms of section 124 and 125 of the companies act, 2013 read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules 2016, ('the Rules'), unpaid or unclaimed dividend/ and fractional entitlements etc., are due for remittance to the Investor Education and Protection Fund (IEPF) established by the Central Government after 7 years of its declaration by the company.

The Company had transferred unclaimed or unpaid dividend to IEPF relating to CRPS Dividend for the period from 01.04.2002 to 31.03.2016 (14 years) amounting to Rs.32,518/- **vide SRN : F77845154 dtd.03.11.2023** and Fractional Entitlements for the financial year 2016-17 amounting to Rs.23,751/- **vide SRN : F93190460 dtd.08.03.2024**. The details are made available on Company website, <https://www.tgvgroup.com/download/sraac/IEPF-1-CRPS-Shareholders-data-14-Years-Dividend-new-file.pdf> and <https://www.tgvgroup.com/download/sraac/IEPF-1-fractional-shareholders-data-F.Y.-2016-17-file.pdf>.

The shareholders can claim back their dividend/fractional entitlement amount transferred to IEPF by filing Form IEPF-5 and other related documents. The following table provides list of periods for which unclaimed dividends would become eligible to be transferred to the IEPF on the dates mentioned below:

S. No.	Financial Year	Dividend on CRPS / Fractional Entitlement	Date of declaration of Dividend	Unclaimed Dividend amount in Rs.	IEPF transfer details
1.	01.04.2002 to 31.03.2016 (14 years)	CRPS Dividend @ 0.01 per year	27.09.2016	32,518	Form IEPF-1 vide SRN : F77845154 / 03.11.2023
2.	2016-17	Fractional Entitlement	27.01.2017	23,751	Form IEPF-1 vide SRN : F93190460 / 08.03.2024

7. Company's market capitalization rank

It may please be noted that Company's market capitalization rank for the year ending 31.03.2024 on BSE stands at 1303 (previous year 966). This rank is based upon traded value of company's share as on 31.03.2024 on BSE platform where company's shares are listed. As per the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the provisions



relating to BRSR (Business Responsibility and Sustainability Report) are applicable to the company for the current year also.

8. Business Responsibility and Sustainability Report (BRSR)

To comply with the provisions of Regulation 53 of SEBI (LODR) Regulations, 2015, Business Responsibility and Sustainability Report in the SEBI prescribed format has been attached as “Annexure – L”. It may please be noted that BRSR provisions are applicable to the company even though its rank is above 1000, based on the immediately previous year rank of below 1000 for the year 2023-24, the provisions of BRSR reporting requirement are applicable to the company.

9. Safety and Environment

Your company sincerely believes and recognize the importance of sustainable environment and ecological balance. Further it believes that full proof safe methods have to be followed for achieving pollution free environment due to its activities in all respects particularly in utilization of material, machine and human activities while undertaking its business activities. To ascertain and ensure full proof safety and pollution control, the company is taking all possible preventive and proactive steps with the help of subject experts and outside professional agencies and periodical review of related committees for improvement of procedures enunciated in policies for achievement of desired objectives.

Proactive steps taken by the management to ensure pollution free environment along with safety consideration in every activity, the company has been awarded ISO 9001, 14001, 45001 Certification by renowned Institution DNV. It implies that the company is adhering to standard procedures to ensure pollution control, environment balance and implementation of safety related aspects.

Well trained and qualified professionals in senior cadre entrusted with the responsibility to ensure “EVERY SECOND SAFETY” and preservation of environmental ecology. To ensure safety related aspects awareness among all related stakeholders, and equip the staff with innovative and new technologies and equipment, regular mock drills and exercises were conducted and concerned technical committees hold regular meetings regularly to review and ensure full proof execution of plans and procedures for better results in these matters. Further, the company is complying with all statutory and non-statutory provisions relating to environmental balance, pollution control and safety. The company is taking all possible steps to keep sustainable eco-friendly environment around its business activities, one of them is giving more thrust to solar power generation which is eco-friendly.

10. Dividend Distribution Policy

The Board in its meeting held on 29.05.2023 has approved the Dividend Distribution Policy to comply with Reg. 43 A of SEBI (LODR) Regulations, 2015. The Policy has been posted on Company website and the same can be viewed at <https://www.tgvgroup.com/download/sraac/7-Dividend-Distribution-Policy-new-file.pdf>. The dividend policy will be reviewed/revised at regular intervals and also whenever there is statutory amendments notified.

11. Listing Fees

The Company has paid Listing Fee for the year 2024-25 to Bombay Stock Exchange vide our letter dated 30.04.2024. Further the company is always prompt and sincere in making payments to the stock exchange.

**12. Insurance**

Assets of the Company are adequately insured.

13. Fixed Deposits

The Company has not accepted any fixed deposits during the year and there are no fixed deposits outstanding as on 31.03.2024.

14. Directors and Key Managerial Personnel (KMP)

The Company is not having regular Chairman. The Board of Directors present at each meeting will elect one among them as Chairman of that particular meeting until regular Chairman was appointed to comply with statutory provisions of the Companies Act, 2013 read with Articles of Association of the Company and SEBI (LODR) Regulations, 2015.

The Board of Directors in the meeting held on 29.05.2024 (on consideration of Nomination and Remuneration Committee recommendation dt.12.04.2024) has reappointed Sri Srinivasa Babu Chappidi (DIN:09266926) as Executive Director (Technical) for a period of three (3) years on same terms and conditions, subject to members approval at the AGM. Appropriate Special Resolution has been placed in the Notice of AGM.

Members of the company have accorded their approval by way of Special Resolution in the 40th Annual General Meeting held on 15.09.2022 for the appointment of (1) Ms M. Sridevi (2) Ms S. Hima Bindu and Ms Geeta Ramesh Serwani as Independent Director for a period of three (3) years [First Term] effective from 11.11.2021, 02.03.2022 and 10.08.2022 respectively. In view of this first term of these Directors going to expire on 10.11.2024, 01.03.2025 and 09.08.2025 respectively. To comply with applicable provisions of the Companies Act, 2013, prior approval of shareholders is necessary for reappointment of these Independent Directors for second term. Accordingly after consideration of Nomination & Remuneration Committee recommendation dt.12.06.2024, the Board in its meeting held on 14.08.2024 recommended the company proposal for their reappointment for second term of 5 consecutive years after the end of their respective first terms after fulfilment of required formalities. Appropriate Special Resolutions are placed in the Notice of AGM for your approval.

Shareholders approval is requested in the Ordinary Business for reappointment of Sri Karunakar Rao Kamisetty and Sri Jeswanth Reddy Nalla who are going to retire at this AGM, being eligible opted for reappointment.

15. Statement of declaration given by Independent Director under the provisions of Sec.149 (6)

In compliance of statutory provisions of the Companies Act, 2013, the company has received declarations from the Independent Directors of the company confirming that they meet the criteria of independence as mentioned in Sec. 149 (6) read with Regulation 16 (1) (b) of SEBI (LODR) 2015 and that their names are included in the data bank as per Rule 6 (3) of the Companies (Appointment and Qualification of Directors) Rules, 2014 for the current year under review. Further, it is confirmed that during the year, the independent directors of the Company had no pecuniary relationship or transactions with the company other than sitting fees for attending the Board and Committee Meetings.

**16. Web-link of Annual Report**

Pursuant to Section 92(3) of Companies Act, 2013 the annual report of the company for the financial year 2023-24 has been posed on the website of the company at <https://www.tgvgroup.com/download/sraac/annual-reports/42-annual-report-2023-24.pdf>

17. Change in Nature of Business

During the financial year there is no change in the nature of the business of the company.

18. Industrial Relations

Your Company's Industrial Relations continue to be harmonious and cordial.

19. Energy Conservation Technology Absorption and Foreign Exchange earnings and outgo

In pursuance to applicable statutory provisions of the Companies Act, 2013 the company has furnished particulars required to be disclosed under Section 134 (3) of the Companies Act, 2013 read with the Companies (Disclosure of particulars in the Report of the Board of Directors) Rules, 1988 are forming part of the Directors' Report for the year ended 31st March, 2024 is annexed hereto as "**Annexure – A**" to this report.

20. Directors' Responsibility Statement

As required by the provisions of Section 134 (3) (C) of the Companies Act, 2013, Directors' Responsibility Statement is attached as "**Annexure – B**".

21. Report on Corporate Governance – Reg.34 (3) read with Schedule-V of SEBI (LODR) Regulations, 2015

Appropriate report on Corporate Governance (**Annexure - C**) is being incorporated as a part of the Annual Report along with a certificate from the Secretarial Auditor of the Company Sri Mahadev Tirunagari (**Annexure - D**) regarding compliance of the conditions of Corporate Governance. The "**Annexure C and D**" are attached to this report.

22. Management Discussion and Analysis Report

Further to comply with Reg. 34(2) (e) Schedule-V of SEBI (LODR) Regulations, 2015 "Management Discussion and Analysis" has been given as "**Annexure - E**" to the Directors' Report.

23. Statutory Auditors

The term of Statutory Auditors M/s. Brahmayya & Co., Chartered Accountants (Firm Regn. No.000515 S) appointed in 40th Annual General Meeting (AGM) held on 15.09.2022 for 5 (five) consecutive years will end on conclusion of Annual General Meeting to be held for the year 2027.

24. Cost Audit

Majority of the products manufactured by the Company are coming under Central Govt. order Letter Ref. No. 52/26/CAB-2010 dated 06.11.2012. To comply with statutory provisions, Cost Audit Report has been filed in Form CRA-4 in XBRL format with MCA portal for the financial year 2022-23. The cost audit report for the financial year ended 31st March, 2024 is being filed in due course.



Disclosure on maintenance of Cost records

The Company made and maintained the cost records prescribed under Sec.148 of the companies Act, 2013 for the financial year 2023-24.

25. Audit Committee

The Audit Committee was constituted to comply with provisions of Regulation 18 of SEBI (LODR) Regulations, 2015 and other statutory provisions. The Audit Committee was reconstituted on 07.11.2022 with the following members namely Sri C. Srinivasa Babu, Ms. M. Sridevi and Ms. Geeta Ramesh Serwani as members with Ms S. Hima Bindu as Chairperson of the Audit Committee. It may please be noted that there is no change in the composition of the Audit Committee during the current year.

26. Material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the Report

There are no material changes which will be affected to the financial position of the company according to the date of financial year and the date of its Report.

27. Details of significant and material orders passed by Regulators or Courts or Tribunals impacting the going concern status and company's opportunities in future

There was no significant and material order passed by the Regulator or Court or Tribunal impacting the going concern status and company's opportunities in future.

28. Statement concerning development and implementation of Risk Management Policy of the Company

Even though the Provisions of Risk Management are applicable to the company from 01.04.2023 (based on company market capitalization rank) the company has taken proactive steps to comply with risk management provisions and as a matter of good corporate governance and in recognition of its importance, the company is adhering to the provisions enunciated in SEBI (LODR) Regulations, 2015 in this regard well before the applicability of the said provisions. The Risk Management Committee was Reconstituted latest on 07.11.2022 with Sri K. Karunakar Rao, Executive Director (Fin. & Comml.) as Chairman and a) Ms. S. Hima Bindu, Director b) Sri N. Jesvanth Reddy, Executive Director (Technical) c) Sri C. Srinivasa Babu, Executive Director (Technical) d) Sri P. Raghavendra Reddy, Vice President (Q&A) and e) Sri C. Rajesh Khanna, Vice President (F&A) and CFO as Members to oversee the progress and implementation of stipulated procedure and policies for achieving the risk minimization and management objectives. As and when required the company is availing the services of experts in various connecting fields for revision and evaluation of its activities for attaining maximum benefits and improve efficiency. The details of Risk Management meetings held during the current year are furnished in "Report on Corporate Governance – Annexure – C."

29. Details of Policy Development and implementation by the company on its Corporate Social Responsibility (CSR) Policy

The required particulars are furnished to comply with Rule 10 of Companies (Corporate Social Responsibility Policy) Rules, 2014 in the prescribed format as "Annexure – H". It may please be



noted that these policies are periodically be reviewed and revised as and when required to comply with statutory amendments notified.

30. Particulars of Loans, Guarantees or Investments made under Section 186 of the Companies Act, 2013

During the year the company has not made any investment in share, given loan and guarantee to any entity.

31. Particulars of Contracts or Arrangements made with Related Parties

During the course of its business, the Company is dealing with the Group Companies which are Related Parties pursuant to the Section 188 of the Companies Act, 2013, Accounting Standard 18 and SEBI (LODR) regulations, 2015. The Sale, Purchase, Lease Rental Transactions, services availed / provided and monetary values of its transactions are mentioned in notes to Accounts to comply with IND AS-24. All the Related party transactions were on arm-length basis and the same are entered with the prior approval of the Audit Committee (omnibus approval) and Board. Further details to be furnished in Form AOC-2 has been given as “Annexure - F” to this report to comply with statutory provisions of Sec.188.

32. Explanation or comments on qualifications, reservations or adverse remarks or disclaimers made by the Auditors and the Practicing Company Secretary in their Reports

Statutory Auditors of the Company and the Practicing Company Secretary, who have conducted statutory audit and Secretarial Audit respectively, have not made any adverse comments on the activities of the Company for the financial year 2023-24.

33. Company’s Policy relating to Directors appointment, payment of Remuneration and discharge of their duties

With the approval of the Board the company has prepared well drafted policy on the relevant matters of fixation of remuneration to Directors, Whole-time Directors and grounds for revision. The policy broadly covers the aspects of duties, liabilities and responsibilities of Directors. To ensure compliance in this regard Nomination and Remuneration Committee was reconstituted on 07.11.2022 with Ms Geeta Ramesh Serwani as Chairperson and Ms. M. Sridevi, Ms S. Hima Bindu as Members to comply with provisions of SEBI (LODR) Regulations, 2015. The committee will meet periodically and also as and when required to recommend to the Board regarding Appointment / Re-appointment and Fixation of Remuneration to Whole-time / Executive / Non-Executive Directors to comply with Statutory Provisions. Further, to meet the future requirements of the company, it ensures maintenance of relevant data bank and deal with related matters in its meetings. The committee will also review the policy and procedures and its modification to suit changing provisions as and when required. The relevant policy is available on the Company’s website under the link <https://www.tgvgroup.com/download/sraac/2-Nomination-Remuneration-Committee-NRC-Policy-new-file.pdf>

34. Details in respect of adequacy of Internal Financial Controls with reference to the Financial Statements

To achieve the company objective and to ensure full proof policy implementation the company has internal financial controls (IFC) systems, which is in line with requirement of the Companies Act,



2013, which is intended to increase transparency & accountability in an organization's process of designing and implementing a system of internal control. Our IFC process, facilitates orderly and efficient conduct of its business including adherence to Company's policies, safeguarding of its assets, prevention and detection of frauds.

35. Secretarial Auditor

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 204, the Board in its meeting held on 29.05.2023 has re-appointed Sri N. Ramaswamy, Practicing Company Secretaries as Secretarial Auditor for the year 2023-24. As Sri N. Ramaswamy was expired on 18.02.2024, the Board in its meeting held on 29.05.2024 has appointed Mr. Mahadev Tirunagari (FCS : 6651) as Secretarial Auditor for 2023-24 to complete the unfinished Audit work and to comply with statutory provisions. Secretarial Audit Report for the year ending 31.03.2024 has been Annexed to the Directors' Report as "**Annexure – J**" to comply with statutory provisions of the Companies Act, 2013 and other applicable provisions of other Acts. The Secretarial Auditor Report does not contain any qualification, reservation or adverse remark. Further, in compliance of Regulation 34(3) read with Schedule V Para C clause 10 (i) of SEBI (LODR) Regulations, 2015 certificate on "non-disqualification of Directors" issued by the Secretarial Auditor is enclosed as "**Annexure – K**" to this report.

Compliance with Secretarial Standards

The Company is in compliance with applicable secretarial standards issued by the Institute of Company Secretaries of India and approved by the Central Govt., under Sec. 118 (10) of the Act.

Annual Secretarial Compliance Report

A Secretarial Compliance Report for the financial year ending 31st March, 2024 on compliance of all applicable SEBI Regulations and other guidelines issued thereunder, was obtained from Sri Mahadev Tirunagari, Secretarial Auditor and submitted to BSE Limited within statutory time limit.

36. Annual Return in Form MGT-9 format

A copy of the Annual Return of the Company containing the particulars prescribed u/s. 92 of the Companies Act, 2013, in Form MGT-9, as they stood on the close of the financial year 2023-24 i.e. 31st March, 2024 is furnished on the website of the company in the Investor Relations Section under Disclosures and can be accessed from <https://www.tgvgroup.com/download/sraacl/Annual%20Return%202023-24.pdf>

37. Details of Remuneration paid to KMP and Directors

Details of Directors and Key Managerial Personnel (KMP) are furnished in "**Annexure – G**" attached to this report

38. Details of Median Remuneration VS KMP and Directors Remuneration

Further ratio of the remuneration of each Director/KMP to the median remuneration of all employees of the company have been furnished in "**Annexure – I**" to this report to comply with the provisions of Sec. 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

**39. Subsidiaries, Joint Ventures and Associate Companies**

The Company is not having any Subsidiaries, Joint Ventures and Associate Companies as on 31.03.2024.

40. Declaration of Independent Directors

In pursuance and in compliance of relevant provisions, the Company has received the necessary declaration from each Independent Director in accordance with Section 149 (7) of the Companies Act, 2013, that three Independent Directors meets the criteria of independence as laid out in sub-section (6) of Section 149 of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015. Further, Sri Mahadev Tirunagari, Practicing Company Secretary has issued appropriate certificate regarding non-applicability of the provisions of Directors disqualification to comply with the provisions of SEBI (LODR) Regulations, 2015.

41. Evaluation

Recognizing the importance and necessity of proper evaluation of committees, directors has been carried out by the Board in a transparent manner. The Board evaluated the effectiveness of its functioning and that of the Committees and of individual Directors by seeking their inputs on various aspects of Board/Committee Governance.

The aspects covered in the evaluation include the contribution to and monitoring of corporate governance practices, participation in the long-term strategic planning and the fulfillment of Directors' obligation and fiduciary responsibilities, including but not limited, to, active participation at the Board and Committee meetings.

The Chairman of the Board had one-on-one meetings with the Independent Directors and the Chairperson of the Nomination and Remuneration Committee had one-on-one meetings with the Executive and non-Executive Directors. These meetings were intended to obtain Directors' inputs on effectiveness of Board/Committee processes. The Board considered and discussed the inputs received from the Directors.

To equip the independent and non-executive directors to familiarize with company operation, directors familiarization programmes were undertaken before the Board meetings at regular intervals.

Further, the Independent Directors at their meeting, reviewed the performance of Board, Chairman of the Board and of Non-Executive Directors. In this way mutual evaluation of directors has been carried mutually in transparent manner.

42. Disclosure as per the Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013 – Pursuant to Sec. 134 (3) (m) and Rule 8 (5) (x) of the Companies (Accounts) Rules, 2015

Your Company's management ensures zero tolerance towards sexual harassment at the workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder. The Company has no such cases of sexual harassment at workplace during the current year 2023-24. Further to comply with statutory compliances, there exists an internal committee to take care of compliance matters and review of steps taken by the company. During the year there is no change in the Internal Compliant Committees comprising which is as follows (1) Sri P. Raghavendra Reddy, Vice President-Chairman (2) Sri E. Ramaiah, Vice President-Member and (3) Sri G. Prahlada Setty, General Manager-Member.

**43. Instances of Fraud reported to Audit Committee**

It is confirmed that there are no instances of fraud reported to Audit Committee during the year 2023-24 in pursuance to Sec. 134 (3) (ca) of the Companies Act, 2013.

44. Confirmation regarding “no proceedings under the Insolvency and Bankruptcy Code 2016 (31 of 2016)”

It is hereby confirmed that there are no proceedings pending before Insolvency and Bankruptcy Code, 2016 and the company has not made any such application in pursuance to the Sec. 134 (3) (m) and Rule 8 (5) (xi) of the Companies (Accounts) Rules, 2015. In view of the above explained reasons, the above said provisions are not applicable for 2023-24.

45. Information regarding Board Meetings in pursuance to Sec. 134 (3) (b) of the Act

During the year 2023-24, the Board of Directors of the Company has met six times. The details of Board Meetings are furnished in report on Corporate Governance under Page No. 46 as annexure to this report. The said report also contains details of Committee Meetings also.

46. Vigil Mechanism

The Vigil Mechanism of the Company, which also incorporates a whistle blower policy in terms of the SEBI (LODR) Regulations, 2015 includes an Ethics and Compliance Task Force comprising Senior Executives of the Company. Protected disclosures can be made by a whistle blower through an e-mail or a letter to the Task Force or to the Chairman of the Audit Committee. The Policy on Vigil Mechanism and whistle blower policy may be accessed on the Company’s website at the link: <https://www.tgvgroup.com/download/sraac/4-Vigil-Mechanism-Policy-new-file.pdf>

47. Investor Education and Protection Fund (IEPF)

Pursuant to the applicable provisions of the Companies Act, 2013 read with the IEPF Authority (Accounting, Audit, Transfer and Refund Rules) 2016, (‘the Rules’), all unpaid and unclaimed dividends/amounts are required to be transferred by the Company to the IEPF established by the Government of India after the completion of seven years.

The following table provides list of years for which unclaimed dividends/redemption amount would become eligible to be transferred to the IEPF on the dates mentioned below.

CRPS Dividend (2016-17 & 2017-18) + CRPS Redemption amounts

Financial Year	Redemption Installments	Date of payment/ declaration	Last date for making claim for unpaid amount with the company	Unclaimed Amount as on 31.03.2024 (Rs.)	Due date for transfer to IEPF Account
2018-19	RI – First (*)	01.04.2018	08.04.2025	31,19,317.50	07.05.2025
	NRI – Single (**)	01.04.2018	08.04.2025	4,19,690.56	07.05.2025
	RI - Second including Dividend (2 years) (*)	01.07.2018	08.07.2025	31,60,760.95	06.08.2025
	RI – Third (*)	01.10.2018	08.10.2025	32,64,787.50	06.11.2025
	RI – Fourth (*)	01.01.2019	10.01.2026	33,12,202.50	06.02.2026

(*) RI means Resident Indian

(**) NRI means Non-Resident Indian

**Equity Dividend**

Financial Year	Equity Dividend Declared	Date of declaration of Dividend	Last date for making claim with the company for unpaid dividend amount	Unclaimed Dividend Amount) as on 31.03.2024 (Rs.)	Due date for transfer to IEPF Account
2022-23	Rs. 1/- per share (@ 10%)	29.09.2023	04.10.2030	13,31,078.00	05.11.2030

48. Acknowledgement

Your Directors wish to express their sincere thanks to Financial Institutions, Bankers, Distributors and Customers for their continued support to the Company. The Directors also acknowledge with gratitude the continued help and support received from the various departments of the Government of India and the Government of Andhra Pradesh and Government of Telangana.

The Directors place on record their appreciation of the sincerity, commitment and contribution made by the Employees at all levels and this was mainly responsible to carry on the business of the Company during the year.

On behalf of the Board of Directors

Sd/-

N. JESVANTH REDDY

Executive Director (Technical)
(DIN: 03074131)

Sd/-

C. SRINIVASA BABU

Executive Director (Technical)
(DIN: 09266926)

Place : Hyderabad
Date : 14th August, 2024

**ANNEXURE “A” TO THE DIRECTORS’ REPORT**

Particulars pursuant to Rule 8(3) of Companies (Accounts) Rules, 2014.

A. Conservation of energy

- About 163 no's of generation 3 and generation 4, BM 2.7 elements converted to zero gap to reduce power consumption.
- 298 no's of new anode meshes replaced in NX-Bitac electrolyzers to reduce power consumption.
- Replacement of conventional lighting with LED lighting in the plant to reduce power consumption.
- Drive system of 100 TPD chlorine compressor is modified from belt driven to direct drive to reduce power consumption.

B. Details of Technology development and research**1. Research and Development (R & D)**

- R&D department has undertaken studies for Recycle and reuse of effluent generated from chloromethane plant and high TDS (total dissolved solids) effluent from 4 MLD effluent recycling plant are in advanced stage for implantation. After successful experiments ZLD (zero liquid discharge) scheme will be achieved.
- Studies are going on for Recovery of Calcium Nitrate and Magnesium sulphate from brine sludge is in progress.
- Studies are in progress to reuse secondary Brine purification acidic effluent after suitable treatment into Brine system.

2. Benefits derived as a result of R&D

- BCMC make electrolyzers commissioned and are under continuous operation.
- 100 MTPD HCL furnace with caustic scrubber to prevent HCL vapour emission commissioned and is kept in operation.
- By optimizing process parameters we are in a position to achieve 65:31:4 ratio of MDC (Methylene Di-Chloride), Chloroform and Carbon tetrachloride are achieved from the existing 58:36:6 ratio.

3. Technology Absorption, Adoption and Innovation

There is no instances of technology innovation, absorption and adoption during the financial year.

C. Foreign Exchange Earnings and Outgo

- a) Activities relating to exports; initiatives taken to increase exports, development of new export markets for products and services, and export plans:
 - i) Exported Hydrogenated Castor Oil, 12 Hydroxy Stearic Acid, Caustic Soda Flakes, Caustic Potash and planning to enlarge exports by increasing export quantity and exploring export possibility for other products.
- b) Total Foreign Exchange earned and used **(Rs. in lakhs)**
 - i) Foreign Exchange earned 7933.53
 - ii) Foreign Exchange used 22443.63



ANNEXURE “B” TO THE DIRECTORS’ REPORT

Directors’ Responsibility Statement

Yours Directors Further Confirm that

- i. In the presentation of the Annual Accounts, applicable Accounting Standards have been followed.
- ii. The accounting policies are consistently applied and reasonable, prudent judgment and estimates are made so as to give a true and fair view of the state of affairs of the Company at the end of the Financial Year and of the profit of the company for that period.
- iii. The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv. The Directors had prepared the Annual Accounts on a going concern basis.
- v. The Directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- vi. The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

On behalf of the Board of Directors

Sd/-

N. JESVANTH REDDY

Executive Director (Technical)

(DIN: 03074131)

Sd/-

C. SRINIVASA BABU

Executive Director (Technical)

(DIN: 09266926)

Place : Hyderabad

Date : 14th August, 2024

**ANNEXURE “C” TO THE DIRECTORS’ REPORT****Report on Corporate Governance**

The Management of TGV SRAAC Ltd., hereby confirm and certify that the relevant provisions of SEBI (LODR) Regulations, 2015 dealing with “Corporate Governance” as amended from time to time by SEBI and BSE Ltd., have been complied for the year 2023-24. The Corporate Governance compliance details are furnished hereunder:

1. Company’s Philosophy

Adherence to transparency in all activities of the company both for internal and external operations and activities will all ways gives desired results particularly in case of achieving targeted goals and hence your company management strictly follows this fundamental democratic principle so as to achieve effective corporate governance. The company has complied with all the provisions of Corporate Governance before its enactment by SEBI (LODR) Regulations, 2015. This shows the commitment of the management of the company for fair and efficient Corporate Governance. The company’s humble philosophy is “CARDIAL INTERACTION WITH THE SOCIETY AT LARGE WHILE EXECUTING ITS BUSINESS ACTIVITIES WITH HUMARIC ANGLE AND HARMONIOUS INDUSTRY ACTIVITIES AND RELATIONS” synchronizing socio, economic and human objectives which are backed by principles of concern, commitment, ethics, excellence and learning for improvement in all its activities and harmonious relationships with stakeholders, customers, associates and community at large which has always propelled the Company towards higher horizons.

2. Policies

In compliance with the requirements of Listing Agreements with Stock Exchanges; SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. (“Listing Regulations”), SEBI Regulations and Companies Act, 2013, Board of Directors of the Company has approved various policies, as detailed hereunder. The policies will be reviewed and updated every three years or as and when required due to amendments in statutes.

3. Related Party Transaction Policy

In compliance with the requirements of Regulation 23 of SEBI (LODR) Regulations, 2015 and relevant provisions of Companies Act, 2013 read with IND AS 24, the Board of Directors of the Company has approved a Related Party Transaction Policy, to facilitate senior management to report and seek approval for any Related Party Transaction proposed to be entered into by the Company. The said Related Party Transaction Policy can be viewed on <https://www.tgvgroup.com/download/sraac/3-Related-Party-Transactions-Policy-Procedures-new-file.pdf>

4. Policies & Code as per SEBI Insider Trading Regulations

In accordance with SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has formulated and approved (i) Insider Trading code to regulate dealing in the securities of the company by designated persons in compliance with the regulation; and (ii) a Policy for Fair Disclosure of Unpublished Price Sensitive Information.



Sri V. Radhakrishna Murthy, Company Secretary of the Company is Compliance Officer for the purposes of Insider Trading Code, while the Chief Executive Officer of the Company has been assigned responsibility fair disclosure policy.

5. Familiarization Program for Independent Directors

In the company weblink www.tgvgroup.com under investors relations the details of familiarization programmes imparted to Independent Directors is disclosed in pursuance to the provisions of Schedule-V read with Rule 34 (3) of SEBI (LODR) Regulations, 2015.

Independent Directors are familiarized with their roles, rights and responsibilities at the time of their appointment as Directors and regular presentations are made to the Board/Board Committees covering business strategies, management structure, periodic financial results, budgets and operations of subsidiaries, if any. Independent directors are well experienced professionals with required skills and knowledge and are possessing CA/CS/MBA/LLB and other professional qualifications and hence are more suitable for the positions as independent directors.

Relationship between Directors (Schedule-V) read with Rule 34(3) of SEBI (LODR) Regulations, 2015.

It is confirmed that there is no inter-se relationship between the Directors of the Company.

Apart from above policies, the Board has in accordance with the requirements of the Companies Act, 2013 and Listing Regulations revised, updated, approved and adopted Policies for Policy for Determining Material Events, Policy for Preservation of Documents and Archival of Records, Corporate Social Responsibility Policy, Remuneration Policy, Vigil Mechanism policy, Risk Management Policy, Board Diversity Policy, Code of practices and fair disclosure of UPSI, BRSR Policy, Grievance Redressal mechanism for Vendors, Stakeholders Policy, Anti Sexual Harassment Policy and Grievance Redressal mechanism for Community. These policies can be viewed on Company's Website at <https://www.tgvgroup.com/investors.html>

6. Board Procedure

All the mandatory information as mentioned in SEBI (LODR) Regulations, 2015 are being placed before the Board during its meetings.

7. Board of Directors

The Composition of the Board is in compliance with the guidelines given in SEBI (LODR) Regulations, 2015 and Companies Act, 2013. The Board comprises of Six (6) Directors and majority [Three (3)] of Directors are independent Directors and balance are [Three (3)] are Non-Independent Executive Directors. The day-to-day management of the Company is conducted by one Executive Director & CEO and two Executive Directors (Technical) under the co-ordination of Chairman subject to the superintendence and control of the Board of Directors. The details of Directors attending the Meetings and Date of the Meetings are further furnished hereunder :



Sl. No.	Name of Director	Category	No. of Board meeting attended during the FY 2024	whether attended last AGM held on September 29, 2023	Number of Director ship in other Public Companies	No of other Committee positions held in other Public Companies		Directorship in other listed entities (Category of Directorship)
						As Chair-man	As Member	
1.	Sri K. Karunakar Rao	E.D (F & C)	6	Yes	-	-	-	-
2.	Sri N. Jesvanth Reddy	E.D (Technical)	5	Yes	-	-	-	-
3.	Sri C. Srinivasa Babu	E.D (Technical)	5	Yes	-	-	-	-
4.	Ms M. Sridevi	Director (Independent)	6	Yes	2	-	2	2
5.	Ms S. Hima Bindu	Director (Independent)	6	Yes	-	-	-	-
6.	Ms Geeta Ramesh Serwani	Director (Independent)	6	Yes	-	-	-	-

During the financial year ended 31st March, 2024, Six Board Meetings were held on (1) 29.05.2023 (2) 09.06.2023 (3) 14.08.2023 (4) 11.10.2023 (5) 11.11.2023 and (6) 12.02.2024 respectively.

Further in view of urgency the company has obtained Board of Directors approval on certain Agenda items through Circular Resolutions in pursuance to Sec. 175 of the Companies Act, 2013 dtd.15.04.2023.

8. Audit Committee

The composition of the Audit Committee is in accordance with the Regulation 15 of SEBI (LODR) Regulations, 2015 dealing with Corporate Governance guidelines and the provisions of Sec. 177 of the Companies Act, 2013. The main terms of reference of the Audit Committee are;

1. Oversight of the Company's financial reporting process to ensure that the financial statement is correct, sufficient and credible in compliance with IND AS and Companies Act, 2013 and other relevant acts.
2. Recommending to the Board with regard to appointment, re-appointment, fixation of fees etc. of Statutory Auditors, Cost Auditors, Secretarial Auditor etc.
3. Reviewing with management the annual Financial Statement before submitting to the Board with particular reference to Directors Responsibility statement, Changes in Accounting Policies, major accounting entries involving estimates, compliance with other Listing Agreement, disclosure of other related party transactions.
4. Qualifications in draft Audit Report.
5. Reviewing with management quarterly financial statements.



6. The adequacy of internal audit functions.
7. Discussion with statutory auditors before the audit commences.
8. Reviewing the findings of any investigations by the internal auditors etc.
9. Appointment of CFO.
10. Omnibus approval to related party transaction at the beginning of the year and review of quarterly actual related party transactions and recommendation of the same to the Board for its approval.
11. Management discussion and analysis of financial condition and results of operations.
12. Management letters in response of internal control weaknesses issued by the statutory auditors.
13. Internal audit reports relating to internal control weaknesses; and
14. The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.
15. Statement of deviations:
 - (a) Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
 - (b) Annual statement of funds utilized for purposes other than those stated in the offer document/ prospectus/notice in terms of Regulation 32(7).

In addition to quarterly and yearly Un-audited/Audited financial results the Committee deliberate upon the relevant matters mentioned in SEBI (LODR) Regulations, 2015, Companies Act and Cost Audit Report Rules etc. The Committee is headed by Ms. S. Hima Bindu, Non-Executive Independent Director who is a qualified Chartered Accountant in practice. Majority of (more than 2/3rd) the committee members are independent Directors. Latest reconstitution of Audit Committee was done by the Board in its meeting held on 07.11.2022 with the following Directors as its members (1) Ms S. Hima Bindu, Chairperson (2) Sri C. Srinivasa Babu, Member (3) Sri Ms M. Sridevi, Member (4) Ms Geeta Ramesh Serwani, Member.

Sl. No.	Name of the Director	Status	Designation	No. of Meetings	
				Held	Attended
1.	Ms S. Hima Bindu	Independent Director	Chairperson	5	5
2.	Sri C. Srinivasa Babu	Executive Director	Member	5	5
3.	Ms M. Sridevi	Independent Director	Member	5	5
4.	Ms Geeta Ramesh Serwani	Independent Director	Member	5	5

During the financial year ended 31st March, 2024, Five Board Audit Committee Meetings were held on (1) 29.05.2023 (2) 09.06.2023 (3) 14.08.2023 (4) 11.11.2023 and (5) 12.02.2024 respectively.



9. Nomination and Remuneration Committee

Role of Nomination and Remuneration Committee

- (1) formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
- (2) For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
 - a. use the services of an external agencies, if required;
 - b. consider candidates from a wide range of backgrounds, having due regard to diversity; and
 - c. consider the time commitments of the candidates.
- (3) formulation of criteria for evaluation of performance of independent directors and the board of directors;
- (4) devising a policy on diversity of board of directors;
- (5) identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.
- (6) whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
- (7) recommend to the board, all remuneration, in whatever form, payable to senior management.

The Nomination and Remuneration Committee was reconstituted by the Board latest on 07.11.2022 with the following Directors as its members. The committee comprises of the following Directors as its members (1) Ms Geeta Ramesh Serwani, Chairperson (2) Ms M. Sridevi, Member and (3) Ms. S. Hima Bindu, Member. There is no change in the composition of the committee during the year under review.

The Non-Executive Directors will be paid sitting fee of Rs.5,000/- per meeting of Board and Audit Committee and Rs.1,500/- for other Sub-committees of the Board. The Executive Directors will not be paid any sitting fee for attending the Board/ Committee meetings.

Sl. No.	Name of the Director	Status	Designation	No. of Meetings	
				Held	Attended
1.	Ms Geeta Ramesh Serwani	Independent Director	Chairperson	1	1
2.	Ms M. Sridevi	Independent Director	Member	1	1
3.	Ms S. Hima Bindu	Independent Director	Member	1	1

During the financial year ended 31st March, 2024, One Board Nomination & Remuneration Committee Meeting was held on 03.07.2023.

**10. Stakeholders Relationship and Shareholders / Investors Grievance Committee**

The role of the Stakeholders Committee

- (1) Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
- (2) Review of measures taken for effective exercise of voting rights by shareholders.
- (3) Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
- (4) Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

To review the actions taken by the company in relieving Investor's Grievances and its response to Stock Exchange, SEBI and other related Government correspondence Stakeholders Relationship Committee and Shareholders/Investors Grievance Committee was reconstituted by the Board during the year on 07.11.2022. The reconstituted committee comprises of the following Directors as its members (1) Ms. M. Sridevi, Chairperson (2) Ms S. Hima Bindu, Member and (3) Ms Geeta Ramesh Serwani, Member. The details of the committee meetings and composition are detailed hereunder:

Sl. No.	Name of the Director	Status	Designation	No. of Meetings	
				Held	Attended
1.	Ms M. Sridevi	Independent Director	Chairperson	4	4
2.	Ms S. Hima Bindu	Independent Director	Member	4	4
3.	Ms Geeta Ramesh Serwani	Independent Director	Member	4	4

During the financial year ended 31st March, 2024, Four Stakeholders Relationship committee and Shareholders' / Investors Grievance Committee Meetings were held on (1) 11.04.2023 (2) 10.07.2023 (3) 12.10.2023 and (4) 09.01.2024 respectively.

The Committee is vested with the requisite powers and authorities to specifically look into redressal of shareholder and investor grievances to comply with SEBI (LODR) Regulations, 2015. The details of complaints during the year are as follows:

No. of Investor Queries/complaints received in the year 2023-24	Pending at the end of the year	No. of pending Share Transfers
4	NIL	NIL

Sri V. Radhakrishna Murthy, CGM & Company Secretary, being the Compliance Officer of the Company and act as the Secretary to all the above Committees.



11. Risk Management Committee

The role of the Risk Management Committee

- (i) Identification – Recognition / anticipation of the risks that threaten the assets and earnings of the Company
- (ii) Evaluation / Assessment – Estimation of the likely probability of a risk occurrence and its likely severity, categorization of risk and rating of risk.
- (iii) Prevention & Control – Measures to avoid occurrence of risk, limit its severity and reduce its consequences, selecting the risk management technique by category and individual risk
- (iv) Financing – Determining the cost of risk likely to be and ensuring that adequate financial resources are available, implementing the selected technique
- (v) Measure and Monitor effectiveness of controls and respond according to the results and improving the program
- (vi) Reviewing and reporting on the Risk Management process at appropriate intervals, at least annually.

The Risk Management Committee was reconstituted by the Board latest on 07.11.2022 with the following Directors as its members. The committee comprises of the following Directors and senior executives (professional experts) as its members (1) Sri K. Karunakar Rao, Chairman (2) Sri N. Jesvanth Reddy, Member (3) Sri C. Srinivasa Babu, Member and (4) Ms. S. Hima Bindu, Member (5) Sri C. Rajesh Khanna, Vice President (F&A) and (6) Sri P. Raghavendra Reddy, Vice President (Q&A).

Depending upon necessity the committee used to take the help of outside professionals, technical experts for evaluation, assessment of risks in various areas and also to take precautionary measures to mitigate or contain risks and its probability in compliance of SEBI (LODR) Regulations, 2015.

Sl. No.	Name of the Director	Status	Designation	No. of Meetings	
				Held	Attended
1.	Sri K. Karunakar Rao	Executive Director	Chairman	4	4
2.	Sri N. Jesvanth Reddy	Executive Director	Member	4	4
3.	Sri C. Srinivasa Babu	Executive Director	Member	4	4
4.	Ms S. Hima Bindu	Independent Director	Member	4	4
5.	Sri C. Rajesh Khanna	Vice President (F&A)	Member	4	4
6.	Sri P. Raghavendra Reddy	Vice President (Q&A)	Member	4	4

During the financial year ended 31st March, 2024, Four Board Risk Management Committee Meetings were held on (1) 02.05.2023 (2) 19.07.2023 (3) 04.11.2023 and (5) 23.01.2024 respectively.



12. General Body Meetings

The last three Annual General Meetings were held as follows :

Financial Year	Day & Date	Time	Venue
2020-21	Monday, 27.09.2021	11.30 A.M	Through (Video conference) VC / OAVM (other Audio Visual Means)
2021-22	Thursday, 15.09.2022	11.30 A.M	Through (Video conference) VC / OAVM (other Audio Visual Means)
2022-23	Friday, 29.09.2023	01.00 P.M	Through (Video conference) VC / OAVM (other Audio Visual Means)

All Resolutions moved at the last Annual General Meeting were passed by e-voting only to comply with the provisions of the Companies Act, 2013 read with MCA and SEBI circulars were passed with Requisite majority. The last Annual General Meeting of the Company was held on 29.09.2023 and it was attended by Directors viz. Sri K. Karunakar Rao, Sri N. Jesvanth Reddy, Sri C. Srinivasa Babu, Ms. M. Sridevi, Ms.. S. Hima Bindu and Ms. Geeta Ramesh Serwani.

The special business transacted and approved by the members at the previous 3 Annual General Meetings are as follows:

(A) 2020-21

1. Ratification for appointment of Sri Srinivasa Babu Chappidi (DIN:09266926) as Executive Director (Technical) and for fixation of Remuneration by the Board.
2. Approval for Material Related Party Transactions.
3. Ratification for Re-appointment and Remuneration of Cost Auditor.
4. Creation of security in favour of Indian Bank for availing Term Loan for Chloromethanes Expansion Project.
5. Creation of security in favour of Banks for availing Term Loans under GECL Scheme / COVID Loans.

(B) 2021-22

1. Appointment of Ms. Geeta Ramesh Serwani for the first time as Non-Executive Independent Director – Special Resolution.
2. Appointment of Ms. S. Hima Bindu for the first time as Non-Executive Independent Director - Special Resolution.
3. Appointment of Ms. M. Sridevi for the first time as Non-Executive Woman Independent Director - Special Resolution.
4. Security creation in favour of M/s. Punjab National Bank for financial assistance of Rs.25 Cr Term Loan/Capex LC - Special Resolution.
5. Approval for Material Related Party transactions – Ordinary Resolution.
6. Ratification for Re-appointment and remuneration of Cost Auditor – Ordinary Resolution.

**(C) 2022-23**

1. Ratification for Re-appointment and remuneration of Cost Auditor – Ordinary Resolution.
2. Reappointment of Sri Karunakar Rao Kamisetty, Executive Director (Fin. & Comm.), and fixation of Remuneration – Special Resolution.
3. Reappointment of Sri Jesvanth Reddy Nalla, Executive Director (Technical) and fixation of Remuneration – Special Resolution.
4. Approval for Material Related Party transactions – Ordinary Resolution.
5. Ratification for Creation of Security in favour of Consortium of Banks viz., IDBI Bank Ltd., and The South Indian Bank Ltd. – Special Resolution.

13. Disclosures

None of the transactions with any of the related parties were in conflict with the interests of the Company at large. The details of related party transactions are furnished under Point No. 32 - Notes to financial statements of Balance Sheet and Statement of Profit & Loss to comply with Accounting Standard 24. The company has not received any notices from Stock Exchange or SEBI regarding non-compliance of statutory provisions. The Company is complying with all mandatory requirements stipulated in SEBI (LODR) Regulations, 2015 and non-mandatory requirements are not yet adopted by the Company.

14. Means of Communication

The Company publishes its quarterly, half yearly and annual results in the (1) Business Standard (English) (2) Andhra Prabha (Telugu) newspapers generally.

In addition to this the company is communicating its results to all the Stock Exchanges where the shares are listed. Further quarterly results, shareholding pattern and other related information is placed on the company's website. The company is also making presentations to the Financial Institutions with all the details relating its quarterly results. Further to confirm that the management discussion and analysis report is communicated to shareholders and all the concerned, the report has been made part and of parcel of Annual Report. Further the Quarterly/Half yearly Results are generally posted in Company's Website www.tgvgroup.com.


15. General Shareholder Information

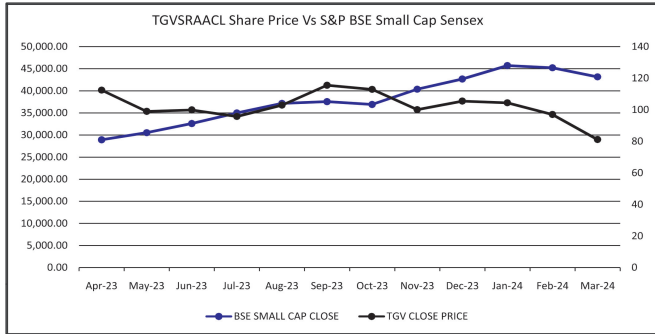
1) AGM Date, time and Venue	Saturday, the 28 th September, 2024 at 11.30 A.M through Video Conference (VC)
2) Tentative Financial Calendar	The next financial year covers the period from 1 st April, 2024 to 31 st March, 2025
Audited/Un-Audited Financial results for	First Quarter - July / August, 2024 Second Quarter - October / November, 2024 Third quarter - January / February, 2025 Fourth quarter - April / May, 2025
3) Trading window closure for financial results	From the 1 st day from close of quarter till the completion of 48 hours after the UPSI becomes generally available.
4) Book Closure period	From 21.09.2024 to 28.09.2024 (both days inclusive)
5) Dividend and dividend payment date	Rs.1/- per equity share for F.Y. 2023-24 The final dividend will be paid on or before 23.10.2024, if approved by the shareholders at the ensuing Annual General Meeting of the Company. The payment of dividend will be subject to deduction of tax at source, as applicable, in compliance with the statutory requirements.
6) The Shares of the Company is listed on	BSE Limited, P.J. Towers, Dalal Street, Mumbai.
Company ISIN No. & Scrip Code	INE 284B01028, SCRIP CODE : 507753 for Equity Share

7) Market Price Data: The Monthly High and Low of Stock Quotations during the Financial Year 2023-24.

MONTH & YEAR	EQUITY SHARES			BSE S&P Small Cap		
	HIGH Price (Rs.)	LOW Price (Rs.)	Closing Price (Rs.)	HIGH Price (Rs.)	LOW Price (Rs.)	Closing Price (Rs.)
April, 2023	129.99	99.70	112.45	28,944.79	27,042.08	28,917.07
May, 2023	116.80	95.15	99.00	30,554.15	28,985.46	30,524.82
June, 2023	104.65	94.70	99.93	32,765.32	30,565.54	32,602.14
July, 2023	111.00	93.67	95.78	35,039.71	32,693.70	35,002.32
August, 2023	107.95	86.16	102.94	37,197.20	34,460.20	37,143.67
September, 2023	125.00	100.00	115.55	38,769.33	36,549.37	37,562.23
October, 2023	132.75	107.40	112.95	38,753.80	35,271.13	36,919.10
November, 2023	116.00	99.35	100.10	40,407.85	36,856.54	40,371.61
December, 2023	111.45	99.40	105.50	42,728.21	40,273.91	42,673.76
January, 2024	115.00	101.25	104.45	45,763.05	42,476.90	45,722.58
February, 2024	104.95	90.30	97.00	46,821.39	43,200.02	45,225.10
March, 2024	99.85	80.75	81.13	46,000.31	40,097.13	43,166.34



8) TGV SRAACL Share closing Price in comparison with S&P BSE SMALL CAP index as follows :



Month

9) Distribution of Shareholding pattern for Equity Shares as on 31st March, 2024.

SI.No.	Category	Equity Shares	
		Shares	%
1.	Promoters	67657172	63.18
2.	Mutual Funds and UTI	17937	0.02
3.	Banks & Financial Institutions	1450	0.00
4.	Bodies Corporate	1580520	1.48
5.	Indian Public	35928982	33.54
6.	NRIs / OCB	1903739	1.78
	TOTAL	107089800	100.00

10) Share Transfer Agents

M/s. Aarathi consultants Pvt. Ltd., Regd. Office : 1-2-285, Domalguda, Hyderabad – 500 029 (T.S) has been acting as Share Transfer Agent (STA) to the Company. Shareholders who desire to transfer (Physical) or dematerialise their shares are requested to send their shares along with supporting documents to the above Share Transfer Agent (STA).

11) Dematerialisation of Shares and Liquidity

As on 31st March, 2024, out of 107089800 Equity Shares 105788720 No. of Shares were dematerialised (98.78 %). Since the company's shares are trading under compulsory De-mat mode shareholders are requested to take necessary steps to dematerialise their shares held in physical form.

12) Outstanding GDR / ADRs / Warrants / Convertible Instruments

– Not Applicable -

13) Details of non-compliance by listed entity, penalties, strictures imposed on the listed entity by stock exchange or the Board or any statutory authority, on any matter relating to capital markets, during the last three years.

– Not Applicable -

**14) Credit Rating**

Details are furnished in Management Discussion and Analysis under “Annexure – E”.

15) Fee paid to Statutory Auditors

Total fees for all services paid by the company to the statutory auditors M/s. Brahmayya & Co., Chartered Accountants for the year 2023-24.

Particulars	Rs. in lakhs
Audit Fee	20.00
Tax Audit Fee	6.00
	<u>26.00</u>

16) Details of utilization of the Funds raised through Preferential Issue/Rights Issue

– Not Applicable.

17) Schedule V, Part C (2)(c) of SEBI (LODR) Regulations, 2015

Ms. M. Sridevi is holding position of Directorship in the following Listed Companies.

Company Name	Board	Committees
Danlaw Technologies India Limited	Member	NRC Committee as member
Sigachi Laboratories Limited	Member	NRC Committee as member

18) A Chart or a Matrix Setting Out the Skills/ Expertise/ Competence of the Board of Directors - Schedule V, Part C (2)(h) of SEBI (LODR) Regulations, 2015

Effective Governance includes establishing robust director competency frameworks that can be used by Boards to identify director skill gaps and ensure that the skills of the current directors are being properly utilized.

Building the right Board requires an understanding of director competencies, which involves consideration of the directors’ experience, skills, attributes, and capabilities. Director competencies encompass two distinct areas:

- (i) Technical competencies and
- (ii) Behavioral competencies.

Technical competencies are a director’s technical skills and experiences such as accounting or legal skills, industry knowledge, experience in strategic planning and corporate governance.

Behavioral competencies are a director’s capabilities and personal attributes and include, for example, linkages to the “ownership”; an ability to positively influence people and situations; an ability to assimilate and synthesize complex information; time availability; honesty and integrity; and high ethical standards.



Thus, the Board of Directors of your Company has identified the following list of core skills/expertise/competencies required for each Director(s) in the context of its business(es) and sector(s) for it to function effectively and assessed those available with the Board.

1. Reviewing and guiding corporate strategy, major plans of action, risk policy, annual budgets, and business plans, setting performance objectives, monitoring implementation and corporate performance, and overseeing major capital expenditures, acquisitions and investments.
2. Monitoring the effectiveness of governance practices and making changes as needed.
3. Selecting, compensating, monitoring, as and when necessary, replacing key managerial personnel and overseeing succession planning.
4. Aligning key managerial personnel and remuneration of the Board of directors with the longer-term interests of the company and its shareholders.
5. Ensuring a transparent nomination process to the Board of directors ensuring diversity of thought, experience, knowledge, perspective, and gender in the Board of directors.
6. Monitoring and managing potential conflicts of interest between the management, members of the Board of directors, and shareholders, including misuse of corporate assets and abuse in related party transactions.
7. Ensuring the integrity of the company's accounting and financial reporting systems, including independent audit, and that appropriate systems of control are in place viz., systems for risk management, financial and operational control, and compliance with the law and relevant standards.
8. Overseeing the process of disclosure and communications.
9. Monitoring and reviewing Board of director's evaluation framework. The following matrix table details the skills/expertise/competencies identified by the Board of Directors.

Sl. No.	Name of the Director	1	2	3	4	5	6	7	8	9
1	Sri K Karunakar Rao, ED (F&C)	✓	✓	✓	✓	✓	✓	✓	✓	✓
2	Sri N Jesvanth Reddy, ED (Tech)	✓	✓	✓	✓	✓	✓	✓	✓	✓
3	Sri C Srinivasa Babu, ED (Tech)	✓	✓	✓	✓	✓	✓	✓	✓	✓
4	Ms M Sridevi	✓	✓	✓	-	✓	✓	✓	✓	-
5	Ms S Hima Bindu	✓	✓	✓	-	✓	✓	✓	-	✓
6	Ms. Geeta Ramesh Serwani	✓	✓	✓	-	✓	✓	✓	✓	-

**19) Schedule V, Part C (2)(f) of SEBI (LODR) Regulations, 2015**

Details of Number of Shares held by Directors	Number of Equity Shares
Sri K. Karunakar Rao, Executive Director (Fin. & Comml.)	2250

20) Schedule V, Part C (2)(i) of SEBI (LODR) Regulations, 2015

It is hereby confirmed that in the opinion of the Board, the Independent Directors Viz., (a) Ms. M Sridevi (b) Ms. Geetha Ramesh Serwani and (c) Ms. S Hima Bindu have fulfilled the conditions specified in these regulations and also of Sec.149 and other applicable provisions of the Act and further confirm that they are Independent of Management.

21) Particulars of KMP and Senior Management including Changes - Schedule V, Part C (5B) of SEBI (LODR) Regulations, 2015

In terms of Clause 5B of Schedule V of SEBI (LODR) Regulations, 2015, the particulars of KMP and Senior Management as on 31st March, 2024 are provided below.

Sl.No.	Name	Designation
Key Managerial Personnel		
1.	Sri K Karunakar Rao	Executive Director (Fin. & Comml.)
2.	Sri N Jesvanth Reddy	Executive Director (Technical)
3.	Sri C Srinivasa Babu	Executive Director (Technical)
4.	Sri V Radhakrishna Murthy	CGM & Company Secretary
5.	Sri C Rajesh Khanna	Vice President (F&A) & CFO
Senior Management		
1.	Sri N Rengasami	Senior Vice President (M&M)
2.	Sri A Jayanarayana	Senior Vice President (S & D)
3.	Sri S Palaniappan	Senior Vice President (Chloromethanes)
4.	Sri B G N S Murthy	Senior Vice President (Projects)
5.	Sri E Ramaiah	Vice President (Mechanical)
6.	Sri R Ravi Kumar	Vice President (F&A)
7.	Sri S Chattopadhyay	Vice President (Civil)
8.	Sri P Raghavendra Reddy	Vice President (Q&A)
9.	Sri M V Kumaraswamy	Vice President (Internal Audit)
10.	Sri K Anand Kumar	Vice President (Mechanical)
11.	Sri A Venkat Rao	Vice President (Finance)
12.	Sri A K Singh	Vice President (Production)
13.	Sri P Ramesh Babu	Vice President (O & F)
14.	Sri P Srinivasa Reddy	Vice President (Instrumentation)
15.	Sri T Ravichandran	Vice President (Mechanical)
16.	Sri R Madan Mohan Rao	Vice President (Finance) – upto 31.03.2024

**22) Remuneration of Directors – Schedule V, Part C (6) of SEBI (LODR) Regulations, 2015**

The required details are provided in “Annexure – G” of Directors Report.

23) Succession Plan Document under Reg. 17(4) of SEBI (LODR) Regulations, 2015

There exist a well documented succession plan in the form of Organization/Flow Chart starting from the stage of Trainee to Managing Director / Chairman clearly showing the Responsibilities, Authorities, Liabilities etc., and hierarchical position.

24) Registration details of Independent Directors as under.

All three Independent Directors are registered with Independent Directors Data Bank as per Rule 6 of Companies (Appointment and Qualification of Directors) Regulations, 2015, details of D & O Liability Insurance policies taken on Independent Directors also furnished in the table.

S.No.	Name of Director	Registration Number	D & O Policy No. /Validity
01	Ms.Sridevi Madati	IDDB-DI-201912-001816	JIN Number - IRDAN190P0072100001 / 09.08.2025
02	Ms. Hima Bindu Sagala	IDDB-DI-202205-041866	JIN Number - IRDAN190P0072100001 / 09.08.2025
03	Ms. Geeta Ramesh Serwani	IDDB-NR-202207-043455	JIN Number - IRDAN190P0072100001 / 09.08.2025

25) Other Disclosure – Schedule V, Part C (2) (10) of SEBI (LODR) Regulations, 2015

(i) Details of Non-Compliance by the Listed Entity, Penalties, Strictures imposed on the Listed Entity by Stock Exchange(s) or the Board or any Statutory Authority o any matter relating to Capital Markets during the last three years.

No Penalty or Strictures have been imposed on the company by any of the aforesaid authorities during the three preceding financial years.

(ii) It is hereby affirmed that the company has complied with the provisions of Corporate Governance requirements specified in Regulation 17 to 27 and Clause (b) to (i) of Sub-Regulation (2) of Regulation 46.

26) Code of Conduct

In compliance of Regulation 17 Sub-Regulation 5 proviso a) or b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 “Code of Conduct” applicable to (1) Directors (2) Senior Management has been approved by the Board and the same has been placed on the company’s website. Copy of the code of conduct circulated to all the concerned and obtained their affirmation.



DECLARATION BY ED (TECHNICAL)

As provided in Regulation 17 Sub-Regulation 5 proviso a) or b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Directors and Senior Management personnel have confirmed compliance with code of conduct for the period ended 31.03.2024.

On behalf of the Board of Directors

Sd/-

N. JESVANTH REDDY

Executive Director (Technical)

DIN : 03074131

Place : Hyderabad
Date : 14th August, 2024

27) Plant Location

Gondiparla, Kurnool – 518 004 (A.P).
Bellary Power Plant : Tagginabudihalli, Bellary, Karnataka.
Wind Farm : Ramagiri, Anantapur Dist. (A.P)

28) For all matters, address for Correspondence at any of the following addresses

(A) Registrar and Share Transfer Agent :

Aarhi Consultants Private Limited
Regd. Office : 1-2-285, Domalguda, Hyderabad – 500 029 (T.G)
Tel. No. : 040 – 27638111, 27634445, 27642217, 66611921
Fax No. : 040 – 27632184 E-mail : info@aarhiconsultants.com

(B) TGV SRAAC Limited

(CIN: L24110AP1981PLC003077)
6-2-1012, II Floor, TGV Mansion,
Opp. Institute of Engineers, Khairatabad, Hyderabad – 500 004 (T.G)
Tel No. : 040 – 23313842 Fax No.: 040 - 23313875
E-mail : sralkalies@tgvmail.net

29) Company Website : www.tgvgroup.com

On behalf of the Board of Directors

Sd/-

N. JESVANTH REDDY

Executive Director (Technical)

(DIN: 03074131)

Sd/-

C. SRINIVASA BABU

Executive Director (Technical)

(DIN: 09266926)

Place : Hyderabad
Date : 14th August, 2024



**ANNEXURE “D” TO THE DIRECTORS’ REPORT
SECRETARIAL AUDITOR’S CERTIFICATE ON CORPORATE GOVERNANCE**

To
The Members,
TGV SRAAC LIMITED

I have examined the compliance of conditions of Corporate Governance by TGV SRAAC LIMITED (‘the Company’), for the year ended 31 March 2024, as stipulated in Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘the Listing Regulations’).

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

In my opinion and to the best of my information and according to the explanations given to me, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in applicable provisions of Listing Regulations, as applicable.

I further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Sd/-

Mahadev Tirunagari
Company Secretary in Practice

FCS : 6681
CP No : 7350
PR No : 1386/2021

Place : Hyderabad
Date : 14 August 2024
UDIN : F006681F000973900

**ANNEXURE “E” TO THE DIRECTORS’ REPORT
MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

(Pursuant to Regulation 34 (2) read with Schedule V, Part B (2) of SEBI (LODR) Regulations, 2015)

Economy:

As of 2024, India’s economy presents a mixed landscape characterized by several notable trends and challenges. India’s GDP growth remains robust, driven by strong domestic consumption and investment. The country continues to be one of the fastest-growing major economies, with growth rates projected to be around 6-7% for the fiscal year. Inflation remains a concern, particularly with rising food and fuel prices. The Reserve Bank of India (RBI) is taking measures to keep inflation within its target range, though external factors like global commodity prices impact domestic inflation rates. Agriculture remains a significant part of the economy, though it faces challenges such as erratic monsoons and structural inefficiencies. Manufacturing: The manufacturing sector is growing, with initiatives like “Make in India” aimed at boosting domestic production and attracting foreign investment. The services sector, particularly IT and financial services, continues to be a major contributor to the economy. The IT sector, in particular, benefits from global demand for digital services. India is working to enhance its trade relations, with a focus on diversifying export markets and reducing dependency on imports. Foreign Direct Investment (FDI) remains strong. Sustainability and Climate Change: There is increasing emphasis on sustainable development and addressing climate change. Initiatives to promote renewable energy, reduce carbon emissions, and enhance environmental conservation are gaining momentum. Overall, while the Indian economy is on a growth trajectory, it faces challenges such as inflation, unemployment, and the need for structural reforms. The government’s policies and global economic conditions will significantly influence the future trajectory of India’s economic development.

Products & Performance:

Indian chemical industry, ranks 4th place in the world. The presence of India in global trade of chemicals is in a laudable position. Chloro-Alkali products are prominent in chemical industry with installed capacity of 48 lakh MTs, the industry is growing at CAGR of 6.4 %.

The Company Operations are divided into three segments. They are: (a) Chemicals Segment (b) Oils and Fats Segment and (c) Power Segment. Segment wise products and their uses are described here under.

- a. The prime product of the Company, caustic soda market in India is poised for significant growth in the coming years, with an expected compound annual growth rate (CAGR) of around 5% from 2024 to 2030. Overall, the caustic soda market in India is expected to continue its growth trajectory, supported by expanding industrial applications and increasing investments in infrastructure and technology. Caustic Soda with its versatile nature finds its consumption in Aluminum, Pulp and Paper, Textile, Pharmaceuticals etc., etc. Industries. Chlorine is used in Water treatment, Pesticides,



Pigments, Pulp & Paper, Textiles etc. Company manufactures Hydrochloric Acid using in house materials that is Chlorine and Hydrogen. Sodium Hypo. Potassium Hydroxide is used in industries like Soaps, Detergents, Batteries, Bio fuel, Dyes, Medical Products, Photovoltaic Cells etc., Chloromethanes products namely Methylene-di-Chloride, Chloroform, are used as solvents, Pharmaceuticals, Drugs, Refrangent Gasses, PTFE Pipes, Fluoropolymers, Insecticides etc., applications.

- b. Hydrogenated Castor Oil is used as Surfactant, Specialty Lubricants, Skin care products, Toiletry Creams etc. With regards Fatty Acids, Company manufactures Stearic Acid of various grades and Soap Noodles.
- c. The power plant at Bellary (power segment) which is in closed condition due to elapse of power purchase agreement entered with Electricity Authorities, Karnataka. The machinery of this division is now offered for sale.

All products of the company are for industrial use and hence the performance depends on the wellbeing of the respective Sectors.

Chlorine, a Joint Product while manufacturing Caustic Soda is witnessing continuous reduced in demand and being marketed with unremunerative prices. In Indian Market Caustic Soda is Centric unlike European and other Countries where Chlorine is centric. Chloromethanes plant operations are absorbing sizable quantities of Chlorine internally with value addition, which otherwise is to be disposed in the market with unremunerative prices. In order to have flexibility in marketing operations of Chlorine commercial disposal the company has taken steps to further increase its Chloromethane Capacity by another 125 TPD to the existing capacity of 250 TPD.

The Company has scaled down the operations of Oils & Fats Segment consisting of Hydrogenated Castor Oil, 12 Hydroxy Stearic Acid, and Soap Noodles, as the margins have become very thin due to intensive price fluctuations for both inputs and finished goods.

The Company has achieved a Gross Turnover of Rs.1792.75 Cr against previous year (2022-23) Turnover of Rs.2076.41 Cr. Further, the company has produced 369546 MTs of Chemicals consisting of Caustic Soda, Potassium Hydroxide and Chloromethanes derivatives in current year (2023-24) against previous year production (2022-23) of 372453 MTs. The net profit before tax for current year stood at Rs. 60.99 Cr compared to that of Rs. 362.06 Cr for previous year. The end product prices were impacted considerably during the year due to factors like geopolitical disturbances, recessionary conditions in Europe, slowdown in Chinese economy, reduced demand.

In order to have better quality of Salt, the raw material for Caustic Soda production the company has resorted to procurement of same from Gujarat belt incurring increased transportation cost. All inputs used in manufacture are mainly sourced locally except Potassium Chloride the raw material for Caustic Potash.



Being Caustic Soda / Potash manufacture Power intensive, the company's drive before it is to ensure proper supply and contain the power cost. Continuous monitoring system is installed in this direction. During the year the company has installed 22.75 MW Solar Power Plant adjacent to the Factory. Plans are in anvil for further increase of the capacity by another 17.25 MW.

GENERAL-SEGMENT-WISE PERFORMANCE TOGETHER WITH DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:

Segment-wise performance together with discussion on financial performance with respect to operational performance has been dealt with in the Directors' Report which should be treated as forming part of this Management Discussion and Analysis.

Credit Rating:

The Company maintained same Credit Rating of CARE A with the "Outlook" revised from Positive to Stable for long term bank facilities and CARE A1 with the "Outlook" revised from Positive to Stable for Short Term Bank facilities, awarded by M/s. CARE Rating Limited. Company is working in a direction to improve the rating further. It shows that even though same credit rating is maintained for current year, the outlook has been slightly revised to positive for both long term and short term loans.

Details of Key Financial Ratios with significant variance:

Details of Financial Ratio Increase / Decrease when compared to previous years (2022-23/2023-24).

Overall variances in ratios is the result of better performance in main products of the company.

S. No	Details of Financial Ratio - Increase / Decrease	For the year ended 31 st March, 2024	For the year ended 31 st March, 2023	Variance % (*)
01	Debt Equity Ratio	0.28	0.20	35.5%
02	Return on Equity Ratio	5.67%	40.40%	-85%
03	Interest Turnover Ratio	11.57	18.62	-38%
04	Trade Receivable Ratio	7.40	10.10	-27%
05	Net Profit Ratio	3.96%	15.61%	-75%
06	Return on Investment	5.67%	40.40%	-86%

(*) Note : In general the financial performance of the Company for the year 2023-24 is largely affected compared to year 2022-23 for the reasons explained in Directors Report. Due to this factor, the financial Ratios for the year 2023-24 compared to its previous year are affected as explained above.

**INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:**

The Company has established an appropriate system of internal control to ensure that there exists a proper control over all the transactions and that all its assets are properly safeguarded and not exposed to risk arising out of unauthorized use or disposal. Internal Audit is conducted at all for all the key areas of business. The Internal Control System is supplemented by a programme of Internal Audits to ensure that the assets are properly accounted for and the business operations are conducted in adherence as laid down in policies and procedures. The Internal Audit is oriented towards review of controls and operational improvements.

MATERIAL DEVELOPMENT IN HUMAN RESOURCES/INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED:

Relations with the employees remained cordial in general throughout the year. In order to optimise the contribution of the employees to the Company's business and operations, in-house training is given to the employees to induce contribution to productivity increase and development programmes for all levels of employees have been devised. Occupational Health Safety and Environmental Management are given utmost importance. As at 31st March, 2024 the employee strength (on permanent rolls) of the Company was 1058.

CAUTIONARY STATEMENT:

Statement in this Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or predictions may be 'forward-looking statements' within the meaning of applicable securities laws and regulations and such forward-looking statements involve risks and uncertainties. Actual results could differ materially from those expressed or implied important factors that could make a difference to the Company's operations include raw material availability and prices, cyclical demand and pricing in the Company's principal markets, changes in Government regulations, tax regimes, economic developments within India and the Countries in which the Company conducts business and other incidental factors. The Company undertakes no obligation to publicly update or revise any forward looking statements, whether as a result of new informations, future events, or otherwise. Readers are cautioned not to place undue reliance on these forward looking statements that speaks only as of their dates.

On behalf of the Board of Directors

Sd/-

N. JESVANTH REDDY

Executive Director (Technical)

(DIN: 03074131)

Place : Hyderabad

Date : 14th August, 2024

Sd/-

C. SRINIVASA BABU

Executive Director (Technical)

(DIN: 09266926)



**ANNEXURE “F” TO DIRECTORS’ REPORT
FORM NO. AOC-2**

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

Form for Disclosure of particulars of Contracts / Arrangements entered into by the company with related parties referred to in sub-section (1) of Sec.188 of the Companies Act, 2013 including certain arm’s length transaction under third proviso thereto for the year ended 31.03.2024.

- 1) Details of Contracts or Arrangements or Transactions not at Arm’s Length basis : Not applicable.
- 2) Details of Material Contracts or Arrangements or Transactions at arm’s length basis :

Sl. No	(a) Names(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 of Transactions including the value, if any. (Rs. in lakhs)	(e) Date(s) of approval by the Board, if any.	(f) Amount Paid as advances, if any. (Rs. in lakhs)
1	Sree Rayalaseema Hi-Strength Hypo Limited	Sales Purchases Rent Received Services availed Dividend received Sale of Fixed Assets Lease Rental paid Dividend paid Investment in Equity	Annual Contracts / Arrangements	10203.40 5667.15 6.67 132.75 9.79 193.60 36.00 205.45 -	29.05.2023	1553.73 (Cr) - - - - - - 24.48 (Dr) -
2	TGV Projects & Investments Private Limited	Lease Rent Paid Rent deposit Dividend Paid	Annual Contracts / Arrangements	307.88 - 116.94	29.05.2023	0.71 (Cr) 29.44 (Dr) -
3	Sree Rayalaseema Galaxy Projects Private Limited	Sales Purchases Dividend paid	Annual Contracts / Arrangements	16.23 108.67 0.55	29.05.2023	- 5.94 (Cr) -
4	Gowri Gopal Hospitals Private Limited	Services availed Purchases Dividend paid	Annual Contracts / Arrangements	45.82 1.71 10.05	29.05.2023	1.92 (Cr) - -
5	Gowri Gopal Intensive Care Unit	Services availed	Annual Contracts / Arrangements	6.54	29.05.2023	-
6	Sree Rayalaseema Dutch Kassenbouw Private Limited	Dividend paid	Annual Contracts / Arrangements	18.81	29.05.2023	-
7	The Mourya Inn	Services availed	Annual Contracts / Arrangements	226.15	29.05.2023	83.64 (Cr)
8	Brilliant Industries Private Limited	Dividend paid	Annual Contracts / Arrangements	265.14	29.05.2023	-



Sl. No	(a) Names(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 of Transactions including the value, if any. (Rs. in lakhs)	(e) Date(s) of approval by the Board, if any.	(f) Amount Paid as advances, if any. (Rs. in lakhs)
9	Brilliant Bio Pharma Private Limited	Sales Investment in Equity	Annual Contracts / Arrangements	- -	29.05.2023	2.96 (Cr) 1987.00 (Dr)
10	Sree Maruthi Marine Industries Limited	Purchases	Annual Contracts / Arrangements	186.32	29.05.2023	110.81 (Cr)
11	Sree Maruthi Agro Tech Private Limited	Purchases	Annual Contracts / Arrangements	10.58	29.05.2023	9.35 (Dr)
12	Roopa Industries Limited	Sales Purchasees	Annual Contracts / Arrangements	51.13 -	29.05.2023	13.27 (Dr) -
13	TGV Industries Private Limited	Purchases	Annual Contracts / Arrangements	385.74	29.05.2023	35.53 (Cr)
14	TGV Securities Private Limited	Dividend paid	Annual Contracts / Arrangements	0.14	29.05.2023	-
15	Priyadarshini Salt Works Private Limited	Purchases	Annual Contracts / Arrangements	-	29.05.2023	49.13 (Dr)
16	Other Related Parties	Advisory charges Rent & Others Rent advance Purchase of land advance Dividend paid	Annual Contracts / Arrangements	1224.22 61.61 - 410.00 59.49	29.05.2023	103.31 (Cr) 5.51 (Cr) 107.00 (Dr) 410.00 (Dr) -
17	Key Managerial Personnel (KMP)	Remuneration Dividend Paid	Annual Contracts / Service	159.47 0.02	29.05.2023	7.78 (Cr) -
18	Relatives to KMPs	Car lease rent Dividend paid	Annual Contracts / Service	4.84 0.01	29.05.2023	0.40 (Cr) -

Note : The above related party disclosures are only under Sec.188 read with Sec.134 of the Companies Act, 2013.

On behalf of the Board of Directors

Sd/-

N. JESVANTH REDDY

Executive Director (Technical)
(DIN: 03074131)

Sd/-

C. SRINIVASA BABU

Executive Director (Technical)
(DIN: 09266926)

Place : Hyderabad
Date : 14th August, 2024



ANNEXURE “G” TO THE DIRECTORS’ REPORT
Details of Remuneration paid to KMP and Directors

(Pursuant of Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014)

A) REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Sl. No.	Particulars of Remuneration	Sri Kamisetty Karunakar Rao	Sri Nalla Jesvanth Reddy	Sri Chappidi Srinivasa Babu	Total Amount (in Rs.)
		ED (Fin. & Comml.,)	ED (Technical)	ED (Technical)	
1	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax, 1961	3050000	2975420	6000000	12025420
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	84600	39600	351120	475320
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0	0	0
2	Stock Option				
3	Sweat Equity				
4	Commission - as % of Profit others, specify				
5	Others, please specify				
	Total Ceiling as per the Act (*)	3134600	3015020	6351120	12500740

(*) Rs.836.60 Lakhs (being 10% Profits of the Company as per Sec. 198 of the Companies Act, 2013.

**B) Remuneration to Other Directors**

Sl. No.	Particulars of Remuneration during the period 01.04.2023 to 31.03.2024	Name of the Directors	Fee for attending Board / Committee Meetings	Commis-sion	* Others (Please Specify)	Total Amount (in Rs.)
1	Independent Directors					
		Ms M. Sridevi	73000	-	-	73000
		Ms S. Hima Bindu	68500	-	-	68500
		Ms Geeta Ramesh Serwani	62500	-	-	62500
	Total (1)		204000			204000
2	Other Non-Executive Directors					
			0	-	-	0
	Total (2)		0			0
	Total (B) = (1+2)		204000	-	-	204000
	Total Managerial Remuneration			-	-	
	Overall Ceiling as per the Act		-	-	-	(*)

(*) Rs. 83.66 lakhs (being 1% of the net profit of the company calculated under Clause 198 of the Companies Act, 2013).


C) Remuneration to Key Managerial Personnel other than MD / MANAGER /WTD/ED

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		Total Amount (in Rs.)
		Sri C. Rajesh Khanna	Sri V. Radhakrishna Murthy	
		V.P (F&A) & CFO	CGM & Company Secretary	
1	Gross Salary	1955042	874792	2829834
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	38400	38400	76500
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act,1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of Profit	-	-	-
	others, specify			
5	Others, please specify	-	-	-
	Total	1993442	913192	2906634

**ANNEXURE “H” TO THE DIRECTORS’ REPORT
CORPORATE SOCIAL RESPONSIBILITY (CSR)**

(Pursuant to Section 135 of Companies Act, 2013 read with Companies (Corporate Social Responsibility) Rules, 2014)

1. A brief outline of the Company’s on CSR Policy of the Company:

It may please be noted that the company is taking-up various activities beneficial to society at large well before CSR provisions are notified, as a proactive measure to ensure sustainable society and its environment. Companies are one part of whole society and hence have responsibility and obligation towards society’s well being and development. Corporate Social Responsibility (CSR) is the contribution from the Corporate towards Social and Economic development of Society. CSR policy should ensure activities which may include sustainable development by skill enhancement, sustainable environment, promotion to gender equality, preservation of health care and sanitation, promoting education etc. Apart from the above, the company CSR Policy aims at taking care of ESG i.e., environment, security and governance related aspects and obligations. The Company had proposed to undertake the activities relating to Social Welfare, which includes activities such as Eradicating Poverty and Malnutrition, providing Safe Drinking Water and other Social Welfare activities like Healthcare and Women Empowerment Education. The CSR policy functions as a built-in, self-regulating mechanism whereby a business monitors and ensures its active compliance with the spirit of the law, ethical standards, and international norms. The Company on recommendation of its CSR Committee has laid down a “Corporate Social Responsibility (CSR) Policy”, in concurrence with the provisions specified in the Companies Act, 2013 (including Schedule VII) and Rules made thereunder. Further, every year the Board will approve the Annual CSR Budget which is reviewed and revised by the CSR Committee depending on requirements or on quarterly basis. Further the company is proactive in CSR spends and hence at the end of 31.03.2024 there is excess CSR spend (cumulative) of Rs. 2,48,19,756/- for adjustment/set-off in future three years subject to statutory provisions.

2. The Composition of CSR Committee as on March 31, 2024 :

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	
			Held	Attended
1.	Sri K. Karunakar Rao	Executive Director	3	3
2.	Sri N. Jesvanth Reddy	Executive Director	3	3
3.	Ms M. Sridevi	Independent Director	3	3

The CSR Committee was reconstituted latest on 28.01.2022. There is no change in the Committee composition for the current year.

3. Provide the weblink where Composition of CSR Committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company <https://www.tgvgroup.com/download/sraac/1-Corporate-Social-Responsibility-CSR-Policy-new-file.pdf>



4. Provide 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, if applicable (attach the report) - Not Applicable
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, if any

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs.)	Amount required to be set-off for the financial year, if any (in Rs.) (cumulative)
1.	2020-21	2,90,000	
2.	2021-22	50,75,549	56,65,549
3.	2022-23	1,10,12,865	1,63,78,414
	Total	1,63,78,414	

6. Net Profit Calculation

Sl No	Particulars	Amount (in Rs.)
a)	Average net profits of the Company as per section 135 (5)	232,21,62,525
b)	Two percent of average net profit of the Company as per section 135(5)	4,64,43,250
c)	Surplus arising out of the CSR Projects or programmes or activities of the previous three financial years	1,63,78,414
d)	Amount required to be set off for the financial year, if any	Nil
e)	Total CSR obligation (net) for the financial year (6b-6c-6d)	3,00,64,836

7. Details of CSR amount spent

Sl No	Particulars	Amount (in Rs.)
a)	Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project)	5,51,74,592
b)	Amount spent in Administrative Overheads	Nil
c)	Amount spent on Impact Assessment, if applicable	Nil
d)	Total amount spent for the Financial Year [a+b+c]	5,51,74,592



e) CSR amount spent or unspent for the financial year :

Total amount spent for the financial year 2023-24 (in Rs.)	Amount Unspent (in Rs.)				
	Total amount transferred to Unspent CSR account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the fund	Amount	Date of transfer
5,51,74,592	N.A.	N.A.	N.A.	N.A.	N.A.

(f) Excess amount for set off, if any

Sl No	Particulars	Amount (in Rs.)
i)	Two percent of average net profit of the company immediate for preceding 3 years as per section 135(5)	4,64,43,250
ii)	Total amount spent for the Financial year	5,51,74,592
iii)	Excess amount spent for the financial year [(ii)-(i)]	87,31,342
iv)	Surplus arising out of the CSR projects or programmes or activities of the previous two financial years, if any (Rs. 5075549.12 + 11012865)	1,60,88,414
v)	Amount available for set off in succeeding three financial years [(iii) + (iv)]	2,48,19,756

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

Sl. No.	Preceding Financial year	Amount transferred to Unspent CSR Account under section 135(6) (in Rs.)	Amount spent in the reporting Financial year (in Rs.)	Amount transferred to any fund specified under schedule VII as per section 135(6), if any			Amount remaining to be spent in succeeding financial years.(in Rs.)
				Name of the fund	Amount (in Rs.)	Date of transfer	
				N.A.			
	Total						

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

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID	Name of the project	Financial year in which the project was commenced	Project duration	Total amount allocated for the project (in Rs.)	Amount spent on the project in the reporting Financial year (in Rs.)	Cumulative amount spent at the end of the reporting Financial year (in Rs.)	Status of the project- Completed / ongoing
1.	AVOPA, Kurnool (CSR 00026089)	Women Empowerment- Hostel construction	2021-22	36	99,50,000	42,00,000	92,00,000	Ongoing

9. 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: NIL

(asset-wise details)

- Date of creation or acquisition of the capital asset(s)
- Amount of CSR spent for creation or acquisition of capital asset.
- Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.
- Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).

10. Specify the reason(s) if the Company has failed to spend two percent of the average net profit as per section 135(5) : Not Applicable.

On behalf of the Board of Directors

Sd/-

N. JESVANTH REDDY

Executive Director (Technical)
(DIN: 03074131)

Sd/-

C. SRINIVASA BABU

Executive Director (Technical)
(DIN: 09266926)

Place : Hyderabad
Date : 14th August, 2024

**ANNEXURE "I" TO THE DIRECTORS' REPORT****DETAILS OF MEDIAN REMUNERATION VS KMP AND DIRECTORS REMUNERATION**

Information pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

- (1) Role of the remuneration of each Director/KMP to the median remuneration of all the employees of the Company for the financial year :

Median remuneration of all the employees of the Company for the Financial year 2023-24	Rs.5,03,544/- per year
The percentage increase in the median remuneration of employees in the Financial year 2023-24	4 %
Total number of permanent and other employees on the rolls of the Company as on 31 st March, 2024	1058

Name of Director / KMP	Ratio of remuneration to median remuneration of all employees
Non-Executive Independent Directors	
Ms. M. Sridevi	0.14
Ms. S. Hima Bindu	0.14
Ms. Geeta Ramesh Serwani	0.12
Executive Directors	
Sri K. Karunakar Rao	6.22
Sri N. Jesvanth Reddy	5.99
Sri C. Srinivasa Babu	12.61
Key Managerial Personnel	
Sri C. Rajesh Khanna	3.96
Sri V. Radhakrishna Murthy	1.81

Note: The ratio of remuneration to median remuneration is based on remuneration paid during the period 1st April, 2023 to 31st March, 2024.

- (2) Average percentile increase already made in the salaries of employees other than managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and to point out if there are any exceptional circumstances for increase in the managerial remuneration.

Factors influencing remuneration of managerial and non-managerial executives are different.

- (3) Affirmation that the remuneration is as per the remuneration policy of the Company.

It is confirmed affirmatively that the remuneration to executives is as per remuneration policy of the Company.



ANNEXURE ‘J’ TO THE DIRECTORS’ REPORT

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024

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

To,
The Members,
TGV SRAAC LIMITED

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by TGV SRAAC Limited (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the TGV SRAAC Limited’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 31 March 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 and returns filed and other records maintained by TGV SRAAC Limited for the financial year ended on 31 March 2024 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; - (Not Applicable to the company during the period under review).
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; - (Not Applicable to the company during the period under review).
 - (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; - (Not Applicable to the company during the period under review).
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;



- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; - (Not Applicable to the company during the period under review).
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; - (Not Applicable to the company during the period under review) and
 - (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (vi) The other laws as applicable specifically to the company are as under:
1. The Drugs and Cosmetic Act, 2002
 2. The Environmental Protection Act, 1986
 3. The Water (Prevention and control of Pollution) Act, 1974
 4. The Indian Electricity Act, 2003
 5. The Indian Explosives Act, 1884
 6. The Indian Telegraph Act, 1885
 7. Air (Prevention and control of Pollution) Act, 1981

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with the Stock Exchanges.
- (iii) Auditing Standards issued by The Institute of Company Secretaries of India.

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

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. No changes have taken place in the composition of Board of Directors during the year.

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

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

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

There were no other specific events / actions in pursuance of the above referred laws, rules, regulations, guidelines, etc. having a major bearing on the Company's affairs.

Sd/-
Mahadev Tirunagari
Company Secretary in Practice
FCS: 6681
CP No.: 7350
PR No: 1386/2021

Place: Hyderabad
Date: 14 August 2024
UDIN: F006681F000974054



SECRETARIAL AUDIT REPORT

To
The Members
TGV SRAAC LIMITED
Gondiparla, Kurnool,
Andhra Pradesh, India - 518004

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

1. Maintenance of Secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices I followed provide a reasonable basis for my opinion.
3. I have relied upon the opinion of Statutory Auditors and Internal Auditors on the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is 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 further viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Sd/-

Mahadev Tirunagari

Company Secretary in Practice

FCS : 6681
CP No. : 7350
PR No : 1386/2021

Place : Hyderabad
Date : 14 August 2024
UDIN : F006681F000974054



ANNEXURE “K” TO THE DIRECTORS’ REPORT
CERTIFICATE ON NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members of
TGV SRAAC LIMITED,
Gondiparla, Kurnool
Andhra Pradesh- 518004, India

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of TGV SRAAC LIMITED having CIN : L24110AP1981PLC003077 and having registered office at Gondiparla, Kurnool, Andhra Pradesh- 518004, India (hereinafter referred to as ‘the Company’), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10 (i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31 March 2024 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sl. No.	Name of Director	DIN	Date of appointment in Company
1.	Karunakar Rao Kamisetty	02031367	07/08/2010
2.	Jesvanth Reddy Nalla	03074131	07/08/2010
3.	Srinivasa Babu Chappidi	09266926	04/08/2021
4.	Sridevi Madati	02446610	11/11/2021
5.	Geeta Ramesh Serwani	09130636	10/08/2022
6.	Hima Bindu Sagala	09520601	02/03/2022

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

Place : Hyderabad
Date : 14 August 2024
UDIN : F006681F000973801

Sd/-
Mahadev Tirunagari
Company Secretary in Practice
FCS : 6681
CP No.: 7350



**ANNEXURE “L” TO THE DIRECTORS’ REPORT
BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT (BRSR)**

TGVSRAAC Ltd adheres to the 9 principles of NGRBC and through its business conduct has contributed to Sustainable Development Goals (SDGs) as outlined below

Key highlights of BRSR Report:

Principle 1: Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable

The robust policy framework of the company ensures an ethical and equitable organization enabling a 100 % compliance and zero cases of corruption.

Principle 2: Businesses should provide goods and services in a manner that is sustainable and safe

The Company is driven by sustainability in all its operations.

- The company adopts bipolar membrane technology
- The sound environmental practices and technology of the company contribute to reduced greenhouse gas emissions.
- Transition to clean energy by generating solar & wind power. Hazardous Waste Management in place.

Principle 3: Businesses should respect and promote the well-being of all employees, including those in their value chains

- 50% representation of women in the Board
- The company ensures coverage of 100% of its permanent employees with health and accident insurance.
- 97 training programs on occupational health, safety and skill development were organized for all categories of employees Zero number of accidents reported.

Principle 4: Businesses should respect the interests of and be responsive to all its stakeholders

The Company’s “stakeholder policy” ensures constructive engagement with its stakeholders fostering effective and enduring relationships.

Principle 5: Businesses should respect and promote human rights

The human rights policy of the company ensures

- No child Labor
- No cases of Harassment or discrimination.
- 100% of permanent employees have remuneration above minimum wages.
- 100% of permanent employees are covered under employee benefit scheme.

Principle 6: Businesses should respect and make efforts to protect and restore the environment

Company Energy focus

The company is actively prioritizing renewable energy sources like solar & wind power to achieve its energy goals.

**Circular economy implementation**

The salt and acids reclaimed from waste water in their plant is effectively utilized as a raw materials in one of their group companies, demonstrating a commitment to a circular economy approach.

Principle 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

The company plays a proactive role in the industry through its association with the Alkali Manufacturers Association of India (AMAI) as the member of the Executive Committee and the Technical Sub- Committee.

Principle 8:Businesses should promote inclusive growth and equitable development**Local Employment Generation**

The Company contributes to local employment both directly and indirectly, benefiting a significant of 90 % local people

Social Welfare Programs

Initiatives such as supplying clean drinking water and organizing health camps have resulted in a positive impact on the community through their CSR activities.

Principle 9: Businesses should engage with and provide value to their consumers in a responsible manner

100% customer satisfaction with zero complaints Ensuring 100 % safety in usage and disposal.

BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT**Section A: General Disclosures****I. Details of the listed entity**

1. Corporate Identity Number (CIN) of the Listed Entity : L24110AP1981PLC003077
2. Name of the Listed Entity : **TGV SRAAC LIMITED (formerly Known as Sree Rayalaseema Alkalies and Allied Chemicals Ltd.,)**
3. Year of incorporation : 24-06-1981
4. Registered office address : **Gondiparla, Kurnool - 518 004 (A.P)**
5. Corporate address : 40-304, 2nd Floor, Krishna Jyothsna Complex, Bhagyanagar Kurnool - 518004, A.P. India.
6. E-mail : **vemularadhakrishna@gmail.com
karunakar@tgvmail.net**
7. Telephone : **08518-289602/03, 221933/0069**
8. Website : **www.tgvgroup.com**
9. Financial year for which reporting is being done : **2023-24**
10. Name of the Stock Exchange(s) where shares are listed : **Bombay Stock Exchange**



11. Paid-up Capital : **Rs. 107.13 Crs**
12. Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report : **Mr. C Srinivasa Babu, Executive Director (Tech.)
srinivasbabu@tgvmail.net**
13. Reporting boundary : The disclosures in this report are made for TGV SRAAC Ltd on a standalone basis
Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together).
14. Name of assurance provider : Not Applicable
15. Type of assurance obtained : NA

II. Products/services**16. Details of business activities (accounting for 90% of the turnover):**

S. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1.	TGV SRAAC LIMITED (formerly Sree Rayalaseema Alkalies and Allied Chemicals Ltd.) is the flagship company of the TGV Group. It is the leading producer of Chlor-Alkali products and manufactures Castor Derivatives and Fatty Acids.	a) Chemicals Segment: the Company manufactures Caustic Soda, Caustic Potash, Chlorine and Chloro methanes as Main Products	85%
		b) Oils and Fats Segment: produce Castor Oil Derivatives, Soap Noodles, Hydroxy Stearic Acid and Glycerine	15%

17. Products/Services sold by the entity (accounting for 90% of the entity's Turnover):

S. No.	Product/ Service	NIC Code	% of Turnover contributed		
			2022-22 (more than 10%)	2022-23 (more than 10%)	2023-24 (more than 10%)
1.	Caustic Soda Lye/ Flakes	28151110 / 288151200	51	55.4	58
2.	Caustic Potash Lye/Flakes	28152000	15	15	17
3.	Methyl Chloride	29031200	13	11	12
	Total Turnover (Rs.in Cr.)		1775.19	2708.08	1792.00


III. Operations
18. Number of locations where plants and/or operations/offices of the entity are situated

Location	Number of plants	Number of offices	Total
National	03	01	04
	1. Gondiparla, Kurnool - 518 004 (A.P). 2. Wind Farm Ramagiri, Anantapur Dist. (A.P) 3. Bellary Power Plant : Tagginabudihalli, Bellary, Karnataka.	40-304, 2nd Floor, Krishna Jyothsna Complex, Bhagyanagar, Kurnool 518004.	
Inter National	NIL		

19. Markets served by the Entity
A. Number of Locations

Locations	Number
National (No. of States)	20
International (No. of Countries)	15

B. What is the contribution of exports as a percentage of the total turnover of the entity?

4.26%

C. A brief on types of customers

The company's products are industrial inputs and hence majority of customers are industrial units the company hence operates a B2B marketing directly to its industrial customers and marketing and through traders for other customers.

IV. Employees
20. Details as at the end of Financial Year:
A. Employees and workers (including differently abled):

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (B)	% (B / A)
EMPLOYEES						
1.	Permanent (D)	695	695	100%	—	—
2.	Other than Permanent (E)	—	—	—	—	—
3.	Total employees(D + E)	695	695	100%	—	—
WORKERS						
1.	Permanent (F)	251	251	100%	—	—
2.	Other than Permanent (G)	117 (retainers)	117	100%	—	—
3.	Total employees (F+ G)	368	368	100%	—	—



b. Differently abled Employees and workers :

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (B)	% (B / A)
DIFFERENTLY ABLED EMPLOYEES						
1.	Permanent (D)	NIL	NIL	NIL	NIL	NIL
2.	Other than Permanent (E)	NIL	NIL	NIL	NIL	NIL
3.	Total employees(D + E)	NIL	NIL	NIL	NIL	NIL
DIFFERENTLY ABLED WORKERS						
1.	Permanent (F)	NIL	NIL	NIL	NIL	NIL
2.	Other than Permanent (G)	NIL	NIL	NIL	NIL	NIL
3.	Total employees (F+ G)	NIL	NIL	NIL	NIL	NIL

21. Participation / Inclusion / Representation of Women

	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors	06	3	50%
Key Management Personnel	33	NIL	NIL

22. Turnover rate for permanent employees and workers

	FY 2023-24		
	Male	Female	Total
Permanent Employees	0.095	-	0.095
Permanent Workers	0.052	-	0.052

Note :Retainers turnover rate not taken

V – Holding, Subsidiary and Associate Companies (including Joint Ventures)

23. Names of Holding/ Subsidiary / Associate Companies / Joint Ventures

The Company is not having any Subsidiaries, Joint Ventures and Associate Companies as on 31.03.2024



VI – CSR DETAILS

24. Whether CSR is applicable as per section 135 of the Companies act, 2013: Yes

a. Turnover – INR 1792 Crs

b. Net Worth –

Networth of the company	2021-22	2022-23	2023-24
TGV SRAAC Ltd	743.51	1074.27	1095.8

VII Transparency and Disclosures Compliances

25. Complaints/ Grievances on any of the Principles (Principles 1 To 9) under the National Guidelines on Responsible Business Conduct

Stakeholder group from whom complaints is received	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web pending grievance redress policy)	FY 2023-24 Current Financial Year			FY 2022-23 Previous Financial Year		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes Grievance redressal for community	NIL	NIL	-	NIL	NIL	-
Investors / shareholders	Yes Grievance redressa for Investors	NIL	NIL	-	NIL	NIL	-
Employees and workers	Yes Grievance redressal for employees	NIL	NIL	-	NIL	NIL	-
Customers	Yes Grievance redressal for customers	NIL	NIL	-	NIL	NIL	-
Value Chain partners (Vendors)	Yes Grievance redressal for Value Chain Partners	NIL	NIL	-	NIL	NIL	-
Other (please specify)		NIL	NIL	-	NIL	NIL	-

**26. Overview of the entity's material responsible business conduct issues**

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format.

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	Incase of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1.	International Market Volatility	Risk	Rationale is based on the impact identified as per the materiality Risk policy	Diversify markets	Negative
2.	Market changes affecting Chlorine demand	Risk	Risk Management Policy	Increasing production capacity of Chlorine derivatives	Negative
3.	Climate Change affecting Raw material supplies	Risk	Shortage in supply of raw materials	Identify other suppliers of material	Negative



Section B: Management And Process Disclosures

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements - **YES**

Disclosure Questions	P-1	P-2	P-3	P-4	P-5	P-6	P-7	P-8	P-9
Policy and management processes 1. a. Whether your entity’s policy/policies cover each principle and its core elements of the NGRBCs. (Yes)	Y	Y	Y	Y	Y	Y	Y	Y	Y
1. b. Has the policy been approved by the Board?	(Yes/No) All the policies have been approved by the Board								
1. c. Web Link of the Policies, if available	BRSR Policy – Overall Policy Vigil Mechanism Policy – Principle 1 Confidentiality Policy – Principle 1 Indiscrimination Policy – Principle 3 Stakeholder Policy – Principle 4 Anti-Sexual Harassment Policy – Principle 5 Human Rights Policy – Principle 5 Anti-Harassment Policy – Principle 5 Corporate Social Responsibility Risk Management Policy ANNEXURE –I (add each policy web link) All the web links of the policies pertaining to NGRBC principles are provided in the Annexure -I								
2. Whether the entity has translated the policy into procedures. (Yes / No)	Yes All the policies have procedures for implementation								
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Yes. The company extends its quality, safety and Human Rights policy to its value chain partners								
4. Name of the national and international codes/certifications/labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	The Company has the following certifications which reflect the company’s governance and systems adhering to the principles of NGRBC a) ISO 9001:2015 b) ISO 14001:2015 c) ISO 45001:2018 compliant certified by DNV GL d) RSPO Supply Chain Certification Standard								



<p>5. Specific commitments, goals and targets set by the entity with defined timelines, if any.</p>	<p>The principle wise commitments, goals and targets of TGV SRAAC are defined and stated for the FY 2023-24 as presented in Annexure – II. Goals and Targets The company's goals and targets are defined based on the nature of the industry.</p>
<p>6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.</p>	<p>The company has achieved the targets set for year. The performance of the company against each principle is stated in Annexure III. Performance Indicators against specific commitments</p>
<p>7. Statement by Director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)</p>	<p>TGV SRAAC is driven by the philosophy of achieving growth with sustainability. The company's foundation rests on the pillars of trust, transparency and value creation leading to sustained stakeholder relationships.</p> <p>The Company is committed to provide a safe and healthy working environment for its employees. The company has been instrumental in the development of the region through employment generation and impactful CSR. The company 's bipolar membrane technology is a step in the direction of sustainable production and operations. The company generates solar energy as a clean energy initiative. The environmental practices adopted by the company is a testimony to its commitment to environmental protection</p> <p>The company has embarked on the journey to integrate ESG into the organization culture and governance. It aims to achieve consistent ESG performance through a goal oriented approach.</p>
<p>8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies)</p>	<p>CA. K. Karunakar Rao Executive Director & CEO</p>



9. Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details

The committee comprises of the following Members:

S.No.	Name	Designation	Contact No & E-mail Id
1	K.Karunakar Rao	E.D (F&C) / C.E.O	9848076501 & karunakar@tgvmail.net
2	N.Jeswanth Reddy	E.D(Tech.)	9848076507 & sraacengg@tgvmail.net
3	C.Srinivasa Babu	E.D(Tech.)	9848408419 & srinivasbabu@tgvmail.net
4	PRaghavendra Reddy	VP(Q.A)	9848079064 & sraaclab@tgvmail.net
5	C.Rajesh Khanna	V.P(Fin & Accts)	9848145181 & csdgmf@tgvmail.net
6	V.Radhakrishna Murthy	C.G.M & Company Secretary	9848961239 & vemularadhakrishna@gmail.com
7	G.V.R.S. Sastry	C.G.M (Mech.)/M.R	6303801195 & mrsraac@tgvmail.net
8	V.Muralidhar	G.M(Q.A)	9848081519 & muralilab@tgvmail.net
9	B.B. Gantayat	Sr. G.M (Safety)	9948646468 & supremesafetys@gmail.com

10. Details of Review of NGRBCs by the Company:

Subject for Review	Indicate whether review was under taken by Director/ Committee of the board / any other committee	Frequency (Annual ly / Half yearly / Quarterly / any other - please specify)
Performance against above policies and follow up action	The performance of the policies is undertaken by the Board Department Heads and by the relevant committee	The review is undertaken annually or as and when the need arises
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	The policies are in conformance to the prevailing statutory requirements	
11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.	The performance of the policies is evaluated through the internal audit of the company. An external vendor audit by Unilever assesses the policy framework and its implementation.	
12. If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated:	ALL PRINCIPLES ARE COVERED UNDER THE POLICIES	



Section C: Principle Wise Performance Disclosure

This section is aimed at helping entities demonstrate their performance in integrating the Principles and Core Elements with key processes and decisions. The information sought is categorized as “Essential” and “Leadership”. While the essential indicators are expected to be disclosed by every entity that is mandated to file this report, the leadership indicators may be voluntarily disclosed by entities which aspire to progress to a higher level in their quest to be socially, environmentally, and ethically responsible.

PRINCIPLE 1: Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.

ESSENTIAL INDICATORS

1. Percentage coverage by training and awareness programmes on any of the principles during the financial year:

Segment	Total number of training and awareness programmes held	Topics / principles covered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Board of Directors	01	Familiarization programme	100%
Key Managerial Personnel	41	Safety and related areas	100%
		ESG and sustainability reporting	100%
		Management Related	100%
Employees and workers (other than BoD and KMPs)	170	Safety and related areas	100%
		Environment related	90%
		Management related training for employees	90%
		Work related procedures	80%

2. Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year, in the following format (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity’s website):

**MONETARY**

	NGRBC Principle	Name of the Regulatory/ Enforcement Agencies/ Judicial Institutes	Amount (INR)	Brief of the Case	Has an Appeal Been Preferred (yes/no)?
Penalty/ Fine	NIL	NIL	NIL	—	No
Settlement	NIL	NIL	NIL	—	No
Compounding fee	NIL	NIL	NIL	—	No

NON-MONETARY

	NGRBC Principle	Name of the Regulatory/ Enforcement Agencies/ Judicial Institutes	Amount (INR)	Brief of the Case	Has an Appeal Been Preferred (yes/no)?
Imprisonment	No	—	—	—	No
Punishment	No	—	—	—	No

3. **Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed.**

Not Applicable

4. **Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy. Yes**

The Company has Anti Bribery Policy. The Company has also adopted a Whistleblower Policy and Vigil Mechanism to provide a formal mechanism to the Directors, employees and other external stakeholders to report their concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct. The company has established an Ethics and compliance task force to process and investigate protected disclosures.

Anti Bribery Policy

5. **Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption:**

	FY 2023-24	FY 2022-23
Directors	NIL	NIL
KMPs	NIL	NIL
Employees	NIL	NIL
Workers	NIL	NIL

**6. Details of complaints with regard to conflict of interest:**

	FY 2023-24		FY 2022-23	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	NIL	NIL	NIL	NIL
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	NIL	NIL	NIL	NIL

7. Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest.

Not applicable as there are no complaints received with regard to the issues mentioned above

8. Number of days of accounts payables ((Accounts payable *365) / Cost of goods/services procured) in the following format:

	FY 2023-24	FY 2022-23
Number of days of accounts payables	43	56

9. Open-ness of business

Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:

Parameter	Metrics	FY 2023-24
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	The company procures majorly from manufacturers
	b. Number of trading house where purchases are made from	NA
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	NA
Concentration of Sales	a. Sales to dealers / distributors as % of total sales	The company sales directly to its customers
	b. Number of dealers / distributors to whom sales are made	NA
	c. Sales to top 10 dealers / distributors as % of total sales to dealers / distributors	NA



Parameter	Metrics	FY 2023-24	FY 2022-23
Share of RPTs in	a. Purchases (Purchases with related parties / Total Purchases)	13%	12%
	b. Sales (Sales to related parties / Total Sales)	7%	8%
	c. Loans & advances (Loans & advances given to related parties / Total loans & advances)	Nil	Nil
	d. Investments (Investments in related parties /Total Investments made)	36%	32%

LEADERSHIP INDICATORS

1. Awareness Programmes Conducted for Value Chain Partners on any of the Principles During the Financial Year

The company has provided training programmes to 5 industrial customers on safe handling of chlorine. The training covers Principles 2,3 and 6 of NGRBC.

The company provides awareness on quality, environment, and safety to the suppliers during the preaudit stage of the vendor audits conducted.

2. Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board? (Yes/No) If Yes, provide details of the same.

Yes, the company's Code of Conduct for Directors outlines the principles of confidentiality, disclosure of interests and the conduct to avoid /manage conflict of interests.

**Principle 2: Businesses should provide goods and services in a Manner that is Sustainable and Safe.****ESSENTIAL INDICATORS**

1. Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.

	Current Financial Year 2023-24	Previous Financial Year 2022-23	Details of improvements in environmental social impacts
R&D Expenditure	100% (Rs.13.49 Lakhs)	100% (Rs.23.98 Lakhs)	The R & D expenditure is incurred towards Research and Development (R & D) on : a) To recover Calcium Nitrate and Magnesium Sulphate from brain sludge. b) On for removal of TOC (Total Organic Carbon) from high TDS (Total Dissolved Salt) effluent of ERP (Effluent Recycling Plant) plant.
CAPEX	1.13%	39.74%	Towards increasing the capacity of Solar Power Plant.

2. a. **Does the entity have procedures in place for sustainable sourcing? Yes**

The Supplier code policy of TGV SRAAC Ltd lays down the principles for environmental, social and Governance norms to be adopted by the suppliers to the company. A periodical assessment of the major suppliers is undertaken through an Audit on specified parameters ensuring sustainable sourcing.

- b. **If yes, what percentage of inputs were sourced sustainably?**

The company conducts vendor audit for five of its major suppliers which constitutes approximately 65% of the inputs.



3. Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging)(b) E-waste (c) Hazardous waste and (d) other waste.

(a) Plastics (including packaging)	The Solid waste from each department is collected and segregated (including packaging). Plastic will be sold to recyclers.
(b) E-waste	E- waste from the factory premises is collected and stored in a designated room and dispose it to authorized recyclers.
(c) Hazardous waste	HAZARDOUS WASTE DISPOSAL The hazardous waste Brine sludge (process solid waste) is disposed to company’s own secured landûll within the premises and no hazardous waste is stored in the site for more than 90 days. The spent sulphuric acid is sold as by- product and Antimony pentoxide is recovered and reused.
(d) other waste	EFFLUENT TREATMENT PLANT The company treats the eûuents in the ETP through chemical precipitation, primary ûltration, ultra-ûltration and two RO Plants. The Permeate quantity is recycled into the process and the rejects are used for brine make up purpose for chloro alkali division. Treated water from domestic, castor oil and Fatty acid plant water is utilized for greenbelt development within the company premises. Sodium Sulphate Recovery: The sodium sulphate recovered from Brine using Nano ûltration is sold as a product.

4. Whether Extended Producer Responsibility (EPR) is applicable to the entity’s activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.

Yes EPR is applicable to the entity. The plan and steps to address it are in the process.

**LEADERSHIP INDICATORS**

1. Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?

NIC Code	Name of Product /Service	Boundary for which the Life Cycle Perspective / Assessment was conducted	Whether conducted by independent in external agency (Yes/No)	Results communicated public domain (Yes/No) If yes, provide the web-link.
20111	Liquid Chlorine	Cradle to Grave	Yes	No
20119	Caustic Soda Lye/Flakes	Cradle to Grave	Yes	No
20119	Potassium Hydroxide	Cradle to Grave	Yes	No
20111	Hydrogen gas	Cradle to Grave	Yes	No
20119	Bleach Liquor / Sodium Hypo chlorite	Cradle to Grave	Yes	No
20119	Sodium Sulphate	Cradle to Grave	Yes	No
20119	Methyl Chloride	Cradle to Grave	Yes	No
20119	Methylene Chloride	Cradle to Grave	Yes	No
20119	Chloroform	Cradle to Grave	Yes	No
20119	Carbon tetra chloride	Cradle to Grave	Yes	No
20112	Hydrochloric Acid	Cradle to Grave	Yes	No



2. If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.

Name of the product /service	Description of Risk/concern	Action Taken
Methanol	Fossil resources consumption, Air pollution, Resources loss & Ground contamination	<p>Exports are made to procure in higher capacity tankers so that large quantity is transported at once instead of multiple trips to conserve the natural resources.</p> <p>Storage tanks are provided with dyke walls to contain any accidental leaks. Soundness of storage tanks is tested periodically and monitored.</p> <p>Vent gas Condensor are provided to condense the fumes which are generated from storage tank to prevent air pollution.</p> <p>Fire hydrant sprinkling system is installed to deal with any fire emergency</p>
Methyl Chloride & chloroform	Ground contamination /Air pollution	<p>VOC monitors are installed to detect any Methyl chloride leak in order to take corrective action.</p> <p>Storage tanks are provided with dyke walls to contain any accidental leaks. Soundness of storage tanks is tested periodic ally and monitored.</p>
Hydrochloric Acid	Resources consumption Air pollution & Ground contamination	The engineering design and advanced processed technologies are adopted by TGV SRAAC to reduce the discharge/ Minimize generation and discharge of pollutants.



3. Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).

No recycled or reused input materials are used in production.

4. Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:

TGV SRAAC advises to indigenous customers to dispose plastic Packings “Plastic Waste Management Rules 2016” published in Part II, section No. 3 Subsection (i) of Govt. of India gazette by Ministry of Environment, Forests and Climate Change.

This is notified to customers on invoices and the procedure is uploaded on our website **www.tgvgroup.com**

5. Reclaimed products and their packaging materials (as percentage of products sold) for each product category.

TGV SRAAC advises all customers to dispose the unutilized/left over material as per MSDS



2. Details of retirement benefits, for Current FY and Previous Financial Year

PRINCIPLE 3 Businesses should respect and promote the well-being of all employees including those in their value chains

Essential Indicators

1. a. Details of measures for the well-being of employees:

Category	Total (A)	% of employees covered by									
		Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent employees											
Male	695	695	100%	695	100%	NA	NA	—	—	—	—
Female	Nil	—	—	—	—	—	—	—	—	—	—
Total	695	695	100%	695	100%	—	—	—	—	—	—

1 b. Details of measures for the well-being of workers:

Category	Total (A)	% of workers covered by									
		Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent workers											
Male	251	103 (Covered with ES)	41%	251	100%	NA	NA	NIL	—	—	—
Female	Nil	—	—	—	—	—	—	—	—	—	—
Total	251	103	41%	251	100%	—	—	—	—	—	—

Note : The company has 113 'other employees' as retainers comprising of employees and workers



1. c. Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format –

	FY 2023-24	FY 2022-23
Cost incurred on well- being measures as a % of total revenue of the company	0.288	0.1987
Welfare	0.326	0.208

2. Details of retirement benefits, for Current FY and Previous Financial Year

Benefits	FY 2023-2024 Current Financial Year			FY 2022-2023 Previous Financial Year		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	100% permanent employees covered	100% permanent workers covered	Yes	100% permanent employees covered	100% permanent workers covered	Yes
Gratuity-defined benefit plan with LIC	100%	100%	Yes	100%	100%	Yes
ESI	—	41%	Yes	—	25%	Yes

- 3. Accessibility of workplaces: Are the premises/ offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.**

The company's offices are equipped with facilities for differently abled employees which include RAMPS, Wheelchairs and Lifts. The company's Indiscrimination policy providing equal opportunity for all, is inclusive in its approach. The company is prepared to make available the required facilities in the event of differently abled workers/ employees joining the company.



4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.

Yes. The company has an Indiscrimination policy providing fair and equal opportunity for all including the differently abled

https://drive.google.com/ùle/d/1w3i9S3h6q9YoRil8LMIQfjX0qgcsAKOY/view?usp=share_link

5. Return to work and Retention rates of permanent employees and workers that took parental leave.

The company does not have parental leave policy

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief.

	Yes/No, (If Yes, then give details of the mechanism in brief)
Permanent Workers	The company has grievance redressal policy and procedure in place for handling of the grievances of the employees in a prompt and fair manner .The Disciplinary and Grievance Redressal Committee is (DGRC) is constituted to investigate into the grievance and ensure resolution of the same within 45 days. https://drive.google.com/ùle/d/1Wa9JDRBP8PI9GRwaoX042950Fm3_YyU6/view?usp=share_link
Other than Permanent Workers	
Permanent Employees	
Other than Permanent Employees	

7. Membership of employees and worker in association(s) or Unions recognized by the listed entity

The leadership and governance of the organization has promoted a culture of harmonious work environment. There is no trade union in the company and no employee or worker is a member of any trade union.



8. Details of training given to employees and workers:

Category	FY 2022-23			FY 2023-24				
	Total (A)	On Health and safety measures		Total (D)	On Health and safety measures		On Skill upgradation	
		No.(B)	% (B/A)		No.(E)	% (E/D)		No.(F)
Male	695	695	100%	740	215	29.05%	525	71%
Female	—	-	-	-	-	-	-	-
Total	695	695	100%	740	215	29.05%	525	71%
Male	265	190	72%	272	221	81.25%	52	19.12%
Female	-	-	-	-	-	-	-	-
Total	265	190	72%	272	221	81.25%	52	19.12%



9. Details of performance and career development reviews of employees and worker:

The company conducts an annual review of the performance of the employees. The performance assessment is undertaken by the supervisors/managers of the respective units through regular monitoring and observation.

10. Health and safety management system

a. Whether an occupational health and safety management system has been implemented by the entity?

Yes.

The Safety & Health Management system covers activities across all manufacturing locations and offices ensuring the protection of environment and health & safety of its employees and relevant stakeholders.

b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

1. Processes adopted to identify work related hazards

SAFETY AUDIT: The Safety Audit is carried out annually for the entire plant and other requirements of facilities in line with the requirements of IS-14489 under the following elements as per the statutory requirements.

- i) Physical Hazard
- ii) Chemical Hazard
- iii) Fire & Explosion Hazard etc.

Area wise recommendations are implemented and submitted to the statutory authorities.

SAFETY INSPECTION BY SAFETY DEPT: Safety Inspection is carried out periodically by safety departmental personnel and recommendations are implemented.

SAFETY OBSERVATION AND INTERACTION: Safety Observation is a planned pro-active two ways safety Interaction process with people at their work place to achieve positive change in people's behavior towards safety in order to: i) Recognize & reinforce safety behavior ii) Identify and correct at risk behavior iii) Engage people in interaction regarding safety issues iv) All Unsafe acts and conditions encountered at work place must be addressed and acted on immediately.

WORK PERMIT: In order to minimize the potential for harm to people and damage to environment & equipment during operations, maintenance, construction and other activities, PTW leads to ensuring the correct controls and safety precautions are in place.

HAZOP STUDY: All Hazards & Risks due to manufacturing facilities are properly identified and necessary risk reduction measures are implemented.

2. Processes for assessment of risk on routine and non - routine basis

WORK PERMIT:

- I) In order to minimize the potential for harm to people and damage to environment & equipment during operations, maintenance, construction and other activities, PTW leads to ensuring the correct controls and safety precautions are in place.
- II) All work activities are risk assessed and adequate controls are in place so that works are completed in a controlled, safe manner and without incidents



III) Applies to activities including maintenance (Routine and Non-Routine), Construction, demolition and non-routine process operations.

HIRA (HAZARD IDENTIFICATION & RISK ASSESSMENT): DEPARTMENT WISE

c. Whether you have processes for workers to report the work related hazards and to remove themselves from such risks. (Y/N)

YES.

Processes for reporting work related hazards

SAFETY COMMITTEE:

- I The Committee is headed by E.D.(Tech) as the Chairman and Sr.GM(Safety) is the Secretary.
- II. The Safety Committee meets in every month.
- III. The Safety committee members are constituted by equal representatives from the management and workforce category.
- IV. Topics pertaining to unsafe acts and unsafe conditions are discussed in the meeting.
- V. The Safety committee recommendations are implemented as early as possible.

SAFETY OBSERVATION AND INTERACTION: Safety Observation is a planned pro-active two ways safety Interaction process with people at their work place to achieve positive change in people's behavior towards safety in order to: i) Recognize & reinforce safety behavior ii) Identify and correct at risk behavior iii) Engage people in interaction regarding safety issues iv) All Unsafe acts and conditions encountered at work place must be addressed and acted on immediately.

SUGGESTION SCHEME: Suggestion scheme has been introduced to encourage the workers to give their suggestions for improvement of safety. Suggestion boxes has been kept at appropriate locations. The suggestion report may be sent to the respective departmental heads for their comments and approval.

d. Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? YES

The company operates a multi-specialty hospital with modern and advanced facilities. It offers medical services at subsidized charges.

11. Details of safety related incidents, in the following format:

Safety Incident/Number	Category	FY 2022-23	FY 2023-24
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	NIL	NIL
	Workers	NIL	NIL
Total recordable work-related injuries	Employees	NIL	NIL
	Workers	NIL	NIL
No. of fatalities	Employees	NIL	NIL
	Workers	NIL	NIL
High consequence work-related injury or ill-health (excluding fatalities)	Employees	NIL	NIL
	Workers	NIL	NIL



12. Describe the measures taken by the entity to ensure a safe and healthy work place.

To ensure 100% safety and pollution control, the company is taking all possible preventive and proactive steps with the help of subject experts and outside agencies and periodical review of related committees for improvement of procedures enunciated in policies for achievement of desired objectives. The company has been awarded ISO 9001:2015, ISO 14001:2015 & ISO 45001:2018 Certification by renowned Institution DNV. It implies that the company is adhering to standard procedures to ensure pollution control, balance and implementation of safety related aspects. Senior level management officer with exposure and experience in these aspects is entrusted with the responsibility to ensure every minute safety and preservation of environmental ecology. To ensure safety related aspects awareness among all related stakeholders, and equip the staff with innovative and new technologies and equipment, regular mock drills and exercises were conducted and concerned technical committees hold regular meetings periodically to review and ensure full proof execution of plans and procedures for better results in these matters. Further the company is complying with all statutory and non- statutory provisions relating to safety.

13. Number of Complaints on the following made by employees and workers

	FY 2022-23			FY 2023-24		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions		Nil			Nil	
Health & Safety		Nil			Nil	

14. Assessments for the year

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	100%
Working Conditions	100%

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions.

All incidents are investigated by the safety team. All critical factors involved in an incident are determined through root cause analysis & investigation and corrective / preventive actions are identified to prevent recurrence. The detailed investigation and root causes identified by the safety team are reviewed by the Senior Management.

Incident Reports in Form No. 16 of ESI Act and Form 18 of AP factories rules are being maintained and perused for capturing incidents, such as, property damage and physical injury. It was observed that even near misses or no injury incidences are documented for pro-active prevention of serious



potential incidents and these to be investigated to the root cause. Also, the recorded investigation results are to be analyzed by adopting a quality tool to know the root cause and trends may be generated for easy reference and for initiating further action, to avoid recurrence. All the required formats for accident reporting are being maintained.●

LEADERSHIP INDICATORS

- 1. Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers (Y/N).

Yes. The company extends the EDLI scheme to all its permanent employees and workers.

- 2. Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.

The Company monitors remittance of statutory dues by value chain partners as part of processing their bills on a regular basis.

- 3. Provide the number of employees / workers having suffered high consequence work related injury / ill-health / fatalities, who have been are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:

Employees & workers	Total no. of affected employees/ workers		Total No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24
1063	Nil	Nil	Nil	Nil

- 4. Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment?

Not Applicable

- 5. Details on assessment of value chain partners:

The company has initiated the audit of value chain partners which includes suppliers and customers. The scope of the vendor (supplier) audit includes quality, safety, and human rights aspects.

- 6. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners – OHSAS Report

Not Applicable



PRINCIPLE 4: Businesses should respect the interests of and be responsive to all its stakeholders

ESSENTIAL INDICATORS

1. Describe the processes for identifies key stakeholder groups of the entity.

The company identifies its key stakeholders, on the basis of the degree of impact of the stakeholder on the company’s activities, operations, profitability and growth. The internal and the external processes together help in identifying the key stakeholder. the key stakeholders of the company are the Government and the Regulatory bodies, Customers, Investors and the community.

2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group

Stakeholder Group	Whether identified as vulnerable and marginalized group Y/N	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/Half yearly/ Quarterly/ others	Purpose and scope of engagement key topics and concerns raised during such engagement
Employees	N	Meetings and Emails Training programmes & workshops Participative engagement Grievance Redressal	Regular	Employee wellbeing skill development Health & Safety Rewards and recognitions Employee satisfaction
Shareholders and investors	N	Annual General Meeting Annual Report Information through Website Grievance redressal mechanism	Annually	Performance and growth of the company Transparent communication Investor relation ships
Customers	N	Emails and meetings Customer feedback Plant Visits Grievance Redressal Mechanism	Regular	Quality & Safety Timely delivery of product and services Customer relationship
Suppliers	N	Meetings and Emails Plant visit interactions during the course of business	Regular	Effective supplier relationships Regular communication and updates Training
Community	Y	CSR projects and activities Interactions by the CSR Team	Regular	Social Responsibility Human resource Development through Health & education Women Empowerment Regional development through employment and skill development
Government and regulatory bodies	N	Direct and indirect interaction Inspection/ audit Statutory reports	Annual/ Regular	Compliance Sound Corporate Governance Transparency



LEADERSHIP INDICATORS

- 1. Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.**

The Management of the Company interacts regularly with key stakeholders i.e. investors, government customers, suppliers, employees, etc. The Company has established mechanism for stakeholder engagement. Any concerns arising are reported to the Sustainability Committee. The Committee updates the Board on key issues and initiates necessary action.

- 2. Whether stakeholder consultation is used to support the identification and management of environmental, and social topics**

YES. The mechanisms established for stakeholder engagement provide insights and inputs into the environmental and social concerns. Stakeholder consultation is an integral part of the company in planning and implementation of environmental and societal activities. The materiality policy of the company helps in identifying key stakeholders and any material risk.

- 3. Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups.**

The company engages with the marginalized sections as a part of its community engagement.

PRINCIPLE 5 Businesses should respect and promote human rights

ESSENTIAL INDICATORS

- 1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:**

The company has a Human Rights policy and ensures no discrimination and Child labour in its factory and office. There is no specific training programme on human rights issues.



2. Details of minimum wages paid to employees and workers, in the following format:

Category	FY 2022-23					FY 2023-24				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No.(B)	% (B/ A)	No. (C)	% (C /A)		No.(E)	% (E/ D)	No. (F)	% (F/D)
EMPLOYEES										
<i>Permanent</i>										
Male	695	—	—	695	100%	695	—	—	695	100%
Female	Nil									
<i>Other Permanent</i>										
Male	117	—	—	117	100%	117	—	—	117	100%
Female	Nil									
WORKERS										
Male	265	—	—	198	74.7%	253	67	27%	186	73%
Female	Nil	—	—	Nil	Nil	Nil	Nil	Nil	Nil	Nil

3. Details of remuneration/salary/wages, in the following format: For 2023-24

a. Median remuneration / wages:

	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/ wages of respective category
Board of Directors (BoD)	03	Rs. 1,25,00,740	03	Rs. 2,04,000
Key Managerial Personnel	05	Rs. 81,188	-	-
Employees other than BoD and KMP	690	Rs. 39,557	-	-
Workers	265	Rs. 29,059	-	-

b. Gross wages paid to females as % of total wages paid by the entity, in the following

	FY 2022-23	FY 2023-24
Gross wages paid to females as % of total wages	NA	NA

4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

Yes

5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

The mechanism to redress grievances related to human rights issues is stated in the Human rights policy https://drive.google.com/file/d/1rnEjw_Fj61qWtobqF5HKiGBMyZmgc606/view?usp=share_link



6. Number of Complaints on the following made by employees and workers:

	FY 2022-23			FY 2023-24		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	NIL	NIL	-	NIL	NIL	-
Discrimination at work place	NIL	NIL	-	NIL	NIL	-
Child Labour	NIL	NIL	-	NIL	NIL	-
Forced Labour / Involuntary Labour	NIL	NIL	-	NIL	NIL	-
Wages	NIL	NIL	-	NIL	NIL	-
Other human rights related issues	NIL	NIL	-	NIL	NIL	-

7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:

	FY 2022-23	FY 2023-24
Total Complaints reported under sexual harassment on of women at workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	NIL	NIL
Complaints on POSH as a % of female employees / workers	NIL	NIL
Complaints on POSH upheld	NIL	NIL

8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.

The Anti-discrimination and anti-harassment policy and procedure clearly state the penal action which would be taken in case of any harm or threat to the complainant.

Indiscrimination Policy

Anti-Sexual-Harassment-Policy

9. Do human rights requirements form part of your business agreements and contracts? (Yes/No)

No

10. Assessments for the Year

% OF YOUR PLANTS AND OFFICES THAT WERE ASSESSED (BY ENTITY OR STATUTORY AUTHORITIES OR THIRD PARTIES)

No Assessment of human rights issues is undertaken. However, the company has ensured no child labour and minimum wages.



11. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 9 above.

There has been no reported violation of human rights issue

LEADERSHIP INDICATORS

1. Details of a business process being modified / introduced as a result of addressing human rights grievances/complaints.

No such grievances/complaints on Human Rights violations

2. Details of the scope and coverage of any Human rights due-diligence conducted.

Not undertaken

3. Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?

Most of our offices are accessible to Persons with Disability

4. Details on assessment of value chain partners

The supplier code of the company ensures no child labour in the supplier's business operations

5. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 4 above.

The risks are not being identified as there is no formal assessment of the human rights by the value chain partners.

PRINCIPLE 6: Businesses should respect and make efforts to protect and restore the environment

ESSENTIAL INDICATORS

1. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:

Category	FY 2022-23 (KJ)	FY 2023-24 (KJ)
Total electricity consumption (A)	2664628117200	2422094839200
Total fuel consumption (B)	225190.8	150414.8
Energy consumption through other sources (C)- Solar	-	81000000
Total energy consumption (A+B+C)	2664628342390.8	2422175989614.8
Energy intensity per rupee of turnover (Total energy consumption / turnover in rupees)	98.39	135.16

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.



2. Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.

Yes.

3. Provide details of the following disclosures related to water, in the following format

Parameter	FY 2022-23	FY 2023-24
Water withdrawal by source (in kilolitres)		
(i) Surface water	—	—
(ii) Groundwater	—	—
(iii) Third party water	—	—
(iv) Seawater / desalinated water	—	—
(v) Others (Sub-Surface Water from the River)	18,65,121	17,64,410
Total volume of water drawn(in kiloliters) (i + ii + iii + iv + v)	18,65,121	17,64,410
Total volume of water drawn(in kiloliters)		
Water intensity per rupee of turnover (Water consumed / turnover)	0.00006887	0.00009846

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

NO. We have carried out internally

4. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.

Total effluent generated from different industrial operations is estimated to be 1754 KLD, which will be taken to the Effluent Treatment plant for treatment. The treated water shall be reused for process units and greenbelt development. There will be no discharge of treated/untreated waste water from the unit, and thus conforming to Zero Liquid Discharge. from Chloro Alkali, Chloromethanes Plant and Co-generation Thermal Power plant.



5. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

Parameter	Please specify unit	FY 2022-23	FY 2023-24
NOx	mg/Nm3	17.4	14.6
SOx	mg/Nm3	22.0	19.2
Particulate matter (PM)	mg/Nm3	54.9	42.9
Others – please specify (HCL)	mg/Nm3	10.0	Nil

*Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. **NO-Air emissions are directly reported through OEMS – Online Emission Monitoring Systems connected to CPCB server.***

6. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:

Assessment is in progress

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. – Assurance has been carried out by external agency SSMNTPL

7. Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details.

We have commissioned 22.75 MW Solar Power generation, 5 MW Wind power and also having share in the A.P Gas Power Corporation. No other projects exclusively to reduce greenhouse gases.


8. Provide details related to waste management by the entity, in the following format:

Parameter	FY 2022-23	FY 2023-24
Total Waste generated (in metric tonnes)		
Plastic waste (A)	98.00	70.86
E-waste (B)	1.66	2.704
Bio-medical waste (C)	0.0154	0.0166
Construction and demolition waste (D)	—	—
Battery waste (E)	11.57	6.86
Radioactive waste (F)	NIL	NIL
Other Hazardous waste. Please specify, if any (Brine Sludge) (G)	3980	3472
Other Non-hazardous waste generated (H) <i>Please specify, if any. (Break up by composition i.e. by materials relevant to the sector)</i>	-	-
Total (A+B + C + D + E + F + G + H)	4091.25	3552.44
Waste intensity per rupee of turnover (Total waste generated /Revenue from operations)	0.0000002305	0.0000001982
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated / Revenue from operations adjusted for PPP)	0.000005186	0.00004441
Waste intensity in terms of physical output	-	-
Waste intensity (optional)—the relevant metric may be selected by the entity	-	-
For each category of waste generated, total waste recovered through recycling, re using or other recovery operations (in metric tonnes)		
Category of waste	FY 2022-23	FY 2023-24
(i) Recycled	NA	NA
(ii) Re-used	NA	NA
(iii) Other recovery operations	1392	1365
Total	1392	1365



For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste	FY 2022-23	FY 2023-24
(i) Incineration	62.787	59.45
(ii) Landfilling	3980	3472
(iii) Other disposal operations	✓ Process Organic residue sent to-in house incinerator. ETP sludge, process inorganic & evaporation salts sent to In-House secured land fill. ✓ The permeate is being reused as process water in place of river water and rejects will be used for preparation of Brine solution. ✓ All the records w.r.t Hazardous and other wastes are being maintained and same will be made available at site.	
Total	4042.78	3531.45

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. No

9. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

1. TGV SRAACL are procuring Gujarat origin salt instead of south India salt. There is a reduction of 50% solid waste by using Gujarat salt against salt from South India which contains more impurities.
2. TGV SRAACL have installed sulphate recovery plant. With this plant, further reduction in solid waste generation and producing saleable anhydrous sodium sulphate around 4 to 5MT/day

10. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details in the following format:

No ecologically sensitive areas in and around of the project site however the project falls under EIA regulations and have obtained all environmental approvals and compliances.



S. No.	Location of operations/ offices	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
1.	Gondiparla (V), Kurnool (M), Kurnool District	Chlor-Alkali Plant and Synthetic Organic Chemicals (Chloromethanes/ Chloro- difluoromethane)	Yes

11. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Not Applicable

12. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:

Yes, the entity complied with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules

EC : <https://www.tgvgroup.com/download/sraacl/1.-EC-%202018.pdf>

CFE : <https://www.tgvgroup.com/download/sraacl/3.-CFE-2022-emended.pdf>

CFO: <https://www.tgvgroup.com/download/sraacl/9.-CFO-220-22.pdf>

LEADERSHIP INDICATORS

1. Water drawn, consumption and discharge in areas of water stress (in kilo liters): For each facility/ plant located in areas of water stress, provide the following information:

(i) **Name of the area:** Gondiparla, Kurnool

(ii) **Nature of operations:** It is the leading producer of Chlor-Alkali products and manufactures Castor Derivatives and Fatty Acids.



(iii) Water drawn, consumption and discharge in the following format

Parameter	FY 2022-23	FY 2023-24
Water withdrawal by source (in kilolitres)		
(i) Surface water	-	-
(ii) Ground water	-	-
(iii) Third party water	-	-
(iv) Seawater / desalinated water	-	-
(v) Others (sub surface water from river)	18,65,121	17,64,410
Total volume of water withdrawal (in kilolitres)	-	-
Total volume of water consumption (in kilolitres)	-	-
Water intensity per rupee of turnover (Water consumed / turnover)	-	-
Water intensity (optional) - the relevant metric may be selected by the entity	-	-
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water	NA	NA
-No treatment		
-With treatment - please specify level of treatment		
(ii) To Groundwater	NA	NA
-No treatment		
-With treatment - please specify level of treatment		
(iii) To Seawater	NA	NA
-No treatment		
-With treatment - please specify level of treatment		
(iv) Sent to third-parties	NA	NA
-No treatment		
-With treatment - please specify level of treatment		
(v) Others	NA	NA
-No treatment		
-With treatment - please specify level of treatment		
Total Effluent water discharged (in kilolitres)	NIL	NIL

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency - NO



2. Please provide details of total Scope 3 emissions & its intensity, in the following format:

Not available. Independent Assessment is in the process

3. With respect to the ecologically sensitive areas reported at Question 10 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.

No Ecologically sensitive areas are reported

4. If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:

Sr. No.	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
1.	Sulphate recovery plant.	Details of initiative attached as Annexure IV	With this plant, further reduction in solid waste generation and producing saleable anhydrous sodium sulphate around 4 to 5MT/day.

5. Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link.

Yes. Disaster management Plan provided in Annexure - V

6. Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard.

Evaluation in progress

7. Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.

Evaluation not undertaken



PRINCIPLE 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

ESSENTIAL INDICATORS

1. a. Number of affiliations with trade and industry chambers/ associations.
- b. List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to.

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations(State/ National)
1.	Member of Alkali Manufacturers Association of India (Member of Executive Committee) (Member –Technical Sub-Committee)	National

2. Provide details of corrective action taken or underway on any issues related to anti- competitive conduct by the entity, based on adverse orders from regulatory authorities.

Not Applicable

LEADERSHIP INDICATORS

1. Details of public policy positions advocated by the entity

Public policy advocated	Method resorted for such advocacy	Whether information available in public domain (Y/N)	Frequency of review by Board Annually/ half yearly/ quarterly
Delisting of HCL as effluent generated from CPW unit	AMAI	YES	Quarterly

PRINCIPLE 8: Businesses should promote inclusive growth and equitable development

ESSENTIAL INDICATORS

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes /No)	Results communicated in public domain (Yes / No)	Relevant Web link
			No	No	



2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:

Not applicable

3. Describe the mechanisms to receive and redress grievances of the community.

The Company has set up a framework of multiple mechanisms to receive and redress grievances, for the community. The stakeholder shares a proposal with the needs required. The Company then follows below steps:

- a. **Need Assessment:** At the first stage, the proposal is reviewed to assess the need and the proposed outcome and impact. The implementing agency is reviewed for the fulfilment of regulatory criteria and prior experience in working for a similar cause.
- b. **Regular interactions with community:** This is done by physical visits, virtual meetings, feedbacks review of outcomes, third party reports, photos, etc redress
- c. **In case there is a grievance and can be resolved by the Company,** the proposal accounts for this in scope of work and approvals are taken and action is taken.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers:

Under the Micro, Small and Medium Enterprises Development Act, 2006 and in accordance with the notification issued by the Ministry of Corporate Affairs, certain disclosures are required to be made relating to Micro, Small and Medium Enterprises as defined in the said Act. The company is in the process of compiling the relevant information from its suppliers about their coverage under the said Act and hence required disclosures made to the extent available.

	FY 2022-23	FY 2023-24
Directly sourced from MSMEs / small producers	73.15%	85.38%
Sourced directly from within the district and neighboring districts	2.57%	2.45%

5. Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost

More than 80% of employees are recruited from the town of Kurnool and surrounding villages. The wages paid to the employees are as per the industry norms and commensurate with company's policy

(Place to be categorized as per RBI Classification System - rural / semi-urban / urban / metropolitan)

**LEADERSHIP INDICATORS**

1. **Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):**

No such negative social impacts were identified

2. **Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:**

S. No.	State	Aspirational District	Amount spent (In INR)
1	Andhra Pradesh	Kurnool District	Amount in Rs: 5,51,74,592

3. a. **Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized /vulnerable groups? (Yes/No)**

Consumption of resources by the Company is limited to running its operations. The Company believes in equal and fair opportunity to all vendors including marginalized /vulnerable groups.

- b. From which marginalized /vulnerable groups do you procure?

Not Available

- c. What percentage of total procurement (by value) does it constitute?

Not Available

4. **Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge:**

S. No.	Intellectual Property based on traditional knowledge	Owned/ Acquired (Yes/No)	Benefit shared (Yes / No)	Basis of calculating benefit share
NIL				

5. **Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.**

Name of authority	Brief of the Case	Corrective action taken
Not Applicable		

6. **Details of beneficiaries of CSR Projects:**

The CSR activities are conducted in the villages adjoining the plant and the areas of Kurnool town. The details are presented in Annexure - V.



PRINCIPLE 9: Businesses should engage with and provide value to their consumers in a responsible manner

ESSENTIAL INDICATORS

1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

The company has a consumer complaint procedure in place to receive and address customer complaints . The head of the Quality Assurance is the responsible authority.

The procedure is outlined below:

- a) Complaints received directly from any customers or distributors, regarding the Quality, Quantity, Packing or any other such complaints are considered as Market Complaints.
- b) On receipt of communication either written on QSF 10.2.1 or Oral or mail from Marketing Department, the complaint registration along with other details viz. complaint registration number, date, invoice details, customer details, details of the product and nature of complaint are required to be recorded in QSF 10.2.2 for investigation and corrective action.
- c) The reported complaint will be investigated in coordination with concerned production department by establishing the root cause and corrective action will be established on QSF 10.2.2. Concerned HOD (Production) will concur the investigation outcome.

2. Turnover of products and/ services as a percentage of turnover from all products/service that carry information about:

	As a percentage to total turnover
Environmental and social parameters relevant to the product	Nil
Safe and responsible usage	100%
Recycling and/or safe disposal	100%

**3. Number of consumer complaints in respect of the following**

	FY 2022-23			FY 2023-24		
	Received during the year	Pending resolution at end of year	Remarks	Received during the year	Pending resolution at end of year	Remarks
Data privacy	NIL	NIL	NIL	NIL	NIL	NIL
Advertising	NIL	NIL	NIL	NIL	NIL	NIL
Cyber-security	NIL	NIL	NIL	NIL	NIL	NIL
Delivery of essential services	NIL	NIL	NIL	NIL	NIL	NIL
Restrictive Trade Practices	NIL	NIL	NIL	NIL	NIL	NIL
Unfair Trade Practices	NIL	NIL	NIL	NIL	NIL	NIL
Other	NIL	NIL	NIL	NIL	NIL	NIL

4. Details of instances of product recalls on account of safety issues

	Number	Reasons for recall
Voluntary Recalls	NIL	NIL
Forced Recalls	NIL	NIL

5. Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.

The confidentiality policy includes guidelines with regard to data security https://drive.google.com/ùle/d/1S4nXlgQIZBMW7pCSDMUFiFi96UX5LB0R/view?usp=share_link (confidentiality policy)

6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services.

There is no instance of any issues and hence no corrective action was needed

7. Provide the following information relating to data breaches:

- a. Number of instances of data breaches along-with impact:
Zero data breach incidents
- b. Percentage of data breaches involving personally identifiable information of customers
Not applicable
- c. Impact, if any, of the data breaches

**LEADERSHIP INDICATORS**

- 1. Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available).**

Information about products and specifications is provided in the Material Safety Data Sheet (MSDS) and TREME cards also provide product and safety information including a toll free number.

https://drive.google.com/ùle/d/1U4uoemP3FU1QmwJX8vGwCrUQYs-28tVp/view?usp=share_link

- 2. Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.**

The company provides information regarding the product, its usage, safety aspects and disposal through Material Safety Data Sheet(MSDS) which provides the product specifications and their risks. The MSDS provides information on safe storage handling and disposal. The TREME cards also provide product and safety information including a toll free number

- 3. Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.**

The essential services of the company mainly include safe transportation of the product to the customers and address any leakages or spillages during transportation. A toll free number is provided on the tankers to ensure immediate action

- 4. Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)**

The product information is specified as per regulations .The company has customer feed back in place

On behalf of the Board of Directors

Sd/-

N. JESVANTH REDDY

Executive Director (Technical)

(DIN: 03074131)

Sd/-

C. SRINIVASA BABU

Executive Director (Technical)

(DIN: 09266926)

Place : Hyderabad

Date : 14th August, 2024

**INDEPENDENT AUDITORS' REPORT**

To
**The Members of
TGV SRAAC LIMITED**

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

We have audited the accompanying financial statements of TGV SRAAC LIMITED ("the Company"), which comprise the Balance Sheet as at 31st 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 Notes to the Financial Statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("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, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2024, its profit including other comprehensive income, the changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the financial year ended 31st March, 2024. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. There are no key audit matters to report for the year under audit.

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

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

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



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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and those charged with governance for the 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 financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.



- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements for the financial year ended 31st March, 2024 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 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; except for the matters stated in the paragraph(i)(vi) below on reporting under Rule 11(g);



- 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 financial statements comply with the Indian Accounting Standards specified under section 133 of the Act;
- e) on the basis of the written representations received from the directors of the Company as on 31st March, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2024 from being appointed as a director in terms of Section 164(2) of the Act;
- f) with respect to the adequacy of the internal financial controls with reference to financial statements of the 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 with reference to financial statements;
- g) with respect to the other matters to be included in the Auditor's report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid/ provided by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act;

- h) the observation relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph (b) above on reporting under Section 143(3) (b) and paragraph (i) (vi) below on reporting under Rule 11(g);
- i) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, 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 as on 31st March, 2024 on its financial position in its financial statements—Refer Note 27 to the financial statements;
 - ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. there has been no delay in transferring amounts, required to be transferred to the Investor Education and Protection Fund by the company.
 - iv. a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - b) The management has represented that, to the best of its knowledge and belief, no



fundshave been received by the Company fromany person or entity, including foreign entities (“Funding Parties”), with the understanding,whether recorded in writing or otherwise,that the Company shall, whether, directly or indirectly, lend or invest in other persons orentities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, securityor the like on behalf of the Ultimate Beneficiaries;and

- c) Based on audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to ournotice that has caused us to believe that the representations under above sub-clause (a) and (b) contain any material misstatement;
- v) As stated in Note 10(a) to the Financial Statements:
 - a) The dividend proposed in the previous year, declared and paid by the company during the year is in accordance with section 123 of the Act, as applicable.
 - b) The Board of Directors of the Company has proposed dividend for the year, which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend proposed is in accordance with section 123 of the Act, as applicable.
- vi) Based on our examination, which included test checks, the company has used an accounting software for maintaining its books of account for the financial year ended 31st March, 2024 which has a feature of recording audit trail(edit log) facility and the same has operated throughout the yearfor all relevant transactions recorded in the software at the application level. However, the company has not enabled the audit trail (edit log) feature at data base level in the accounting software, as described in Note 44 to the financial statements. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with in respect of the accounting software.

As proviso to Rule 3(1) of the Companies (Accounts) Rues, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules,2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended 31st March,2024.

for Brahmayya & Co
Chartered Accountants
Firm’s Regn. No. 000515 S

Sd/-
(B.DAIVADHEENAM REDDY)
Partner
Membership No.026450
UDIN:24026450BKHUW7054

Place of Signature: Hyderabad
Date: 29.05.2024



ANNEXURE “A” TO THE INDEPENDENT AUDITORS’ REPORT

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

Statement on the matters specified in the Companies (Auditor’s Report) Order, 2020

On the basis of such checks as we considered appropriate and according to the information and explanations given to us during the course of our audit, we report that

i) in respect of the Company’s property, plant and equipment, right of use assets 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 any intangible assets and hence reporting under Clause 3(i)(a)(B) of the Order is not applicable to the Company;
- b) the Company has a program of physical verification of property, plant and equipment and right of use assets so to cover all the assets once every three years, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain property, plant and equipment and right of use assets were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification;
- c) according to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of all immovable properties are held in the name of the Company *except the title to the property of 12.17 acres of land situated in Bellary amounting to Rs.15.29 Lakhs acquired by the Company from Karnataka Industrial Area Development Board (KIADB) ,which is in the process of being transferred in the Company’s name;*
- d) 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 revalue its Property, Plant and Equipment (including right of use assets) or intangible assets or both during the year;
- e) according to information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder;

ii) in respect of Company’s inventory:

- a) the management has conducted physical verification of inventory at reasonable intervals during the year. In our opinion, the coverage and the procedure of such verification by the management is appropriate. No material discrepancies in aggregate for each class of inventory were noticed on such physical verification. There are no inventories lying with third parties as at year-end;



- b) 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 been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets. The company does not have such sanctioned working capital limits from financial institutions. In our opinion, the quarterly returns or statements filed by the Company with such banks are in agreement with the books of account of the Company with some in significant variances;
- iii) according to the information and explanations given to us, the Company has not made any investment, granted loans, provided guarantee or security to companies, firms, Limited Liability Partnerships or any other parties covered in the register maintained under Section 189 of the Act. Accordingly, the requirement to report on clause 3(iii)(a) to (f) of the Order is not applicable to the Company;
- iv) in our opinion and according to the information and explanations given to us, the compliance with the provisions of Sections 185 does not arise and the Company has complied with Section 186 of the Act in respect of investments made, as applicable;
- v) the Company has not accepted deposits from public and does not have any unclaimed deposits during the year. Accordingly, the requirement to report on clause 3 (v) of the Order is not applicable to the Company;
- vi) the maintenance of cost records has been specified by the Central Government under Section 148(1) of the Act. We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as prescribed by the Central Government under sub-section (1) of Section 148 of the Act, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained.

We have, however, not made a detailed examination of the cost 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 is regular in depositing with appropriate authorities undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Goods and Services Tax (GST), Customs Duty, Cess and other material statutory dues as applicable;

There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Goods and Services Tax (GST), Customs Duty, Cess and other material statutory dues in arrears as at 31st March, 2024 for a period of more than six months from the date they became payable;
 - b. The following are the details of statutory dues referred to in sub-clause (a) above, which have not been deposited as at 31st March, 2024 on account of disputes:



Name of the Statute	Nature of dues	Amount (Rs. in lakhs)	Period to which the amount relates	Forum where dispute is pending
AP VAT Act, 2005	Interest on delay payment of deferred sales tax	154.29*	2005-06 & 2006-07	High Court of Andhra Pradesh, Amaravati
Karnataka Tax on entry of goods Act, 1979	Entry tax on purchase of machinery items and interest	1.78*	2006-07 2007-08 2009-10	Dy. Commissioner of Commercial Taxes, Bellary
Andhra Pradesh entry tax act, 2001	Entry tax on purchase of electrical equipment's	63.77*	2014-15 2015-16 2016-17 2017-18	High Court of Andhra Pradesh, Amaravati
Indian Customs Act, 1962	Customs Duty claimed on raw materials	1,036.16*	2000-2006	Commissioner of customs, Chennai
Indian Customs Act, 1962	Anti-dumping duty on import of Barium Carbonate	32.69	2010-11	Joint commissioner of Customs, Chennai
Indian Customs Act, 1962	Differential duty on classification of goods disputed (Lauric Acid)	10.70	2014-15	Customs, Excise and Service Tax Appellate Tribunal, Chennai
		10.52	2014-15	Assistant Commissioner Customs, Chennai
Employees Provident Fund and Miscellaneous Provisions Act, 1952	PF delay charges/damages for belated payments	15.34	May, 2002 to Dec, 2007	Employees Provident Fund Appellate Tribunal, New Delhi.
The Income tax act, 1961	Demand U/s 270A	8.84	Assessment year 2017-18	CIT (Appeals) National faceless assessment centre
The Income tax act, 1961	Addition made under section 69A of Income Tax Act, 1961	36.01	Assessment Year 2016-17	CIT (Appeals) National faceless assessment centre
The Central Goods and Services Tax Act, 2017	availment of transitional credit on input supplies / services and capital goods	25.21	2017-18	Joint Commissioner of Central Tax (Appeals) Guntur.

* Net of amounts paid under protest.



- viii) the Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company;
- ix) a) 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 defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender during the year;
- b) The Company has not been declared wilful defaulter by any bank or financial institution or government or government authority;
- c) The Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause (ix) (c) of the Order is not applicable.
- 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 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 an overall examination of the financial Statements of the Company, the Company has no subsidiaries, joint ventures or associate companies (as defined under Companies Act, 2013). Accordingly, reporting under clause 3(ix)(e) of the Order is not applicable;
- f) according to the information and explanations given to us and procedures performed by us, we report that the Company has no subsidiaries, joint ventures or associate companies (as defined under Companies Act, 2013). Accordingly, reporting under clause 3(ix)(f) of the Order is not applicable;
- x) a) According to the information and explanations given to us, the Company has not raised any money during the year by way of initial public offer or further public offer (including debt instruments). Accordingly, reporting under clause 3(x)(a) of the Order is not applicable;
- b) 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 made any preferential allotment or private placement of shares or fully or partly or optionally convertible debentures during the year. Accordingly, reporting under clause 3(x)(b) of the Order is not applicable;
- xi) a) based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit;
- b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by us during the year in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government;
- c) As reported 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. Accordingly, reporting under clause 3(xii) of the Order is not applicable.
- xiii) in our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the Note 32 to the financial statements, as required by the applicable accounting standards;
- xiv) a) based on the information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business;
- b) we have considered the internal audit reports of the Company issued till date of the audit report, for the period under audit;
- xv) in our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of Section 192 of the Act, are not applicable to the company. Accordingly, the requirement to report on clause 3(xv) of the Order is not applicable to the Company;
- xvi) a) according to the information and explanations given to us, the company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under Clause 3(xvi)(a) of the Order is not applicable.
- b) the Company has not conducted any Non-Banking Financial or Housing Finance activities without obtaining a valid Certificate of Registration (COR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934; Accordingly, the requirement to report on clause 3(xvi)(b) of the Order is not applicable to the Company;
- c) the Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company;
- d) There is no Core investment Company as a part of the group of Company. Accordingly, reporting under clause 3(xvi)(d) of the Order is not applicable.
- xvii) the Company has not incurred cash losses in the current and in the immediately preceding financial year;
- xviii) there has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable;
- xix) According to the information and explanations given to us and on the basis of the financial ratios disclosed in Note.42 to the financial statements, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within



a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due;

- xx) a) in our opinion and according to the information and explanations given to us, there are no unspent amountstowards Corporate Social Responsibility (CSR) on projects other than ongoing projects, that are required to the transferred to a Fund specified in schedule VII to the Companies Act,2013 in compliance with second proviso to sub-section (5) of the section 135 of the Companies Act, 2013. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable;
- b) In our opinion and according to the information and explanations given to us, there are no unspent amounts under sub-section (5) of section 135 of the Companies Act, 2013 pursuant to any ongoing projects , that are required to be transferred to special account in compliance with provisions of sub-section (6) of section 135 of the Companies Act,2013. Accordingly, reporting under clause 3(xx)(b) of the Order is not applicable;

for Brahmaya& Co

Chartered Accountants
Firm's Regn. No. 000515 S

Sd/-

(B.DAIVADHEENAM REDDY)

Partner

Membership No.026450

UDIN:24026450BKHUW7054

Place of Signature: Hyderabad

Date: 29.05.2024

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

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

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

We have audited the internal financial controls with reference to financial statements of TGV SRAAC Ltd (“the Company”) as of 31st March, 2024 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Board of Directors and the Company’s management is responsible for establishing and maintaining internal financial controls with reference to financial statements based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safe guarding 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 with reference to these financial statements 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 and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to these financial statements 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 with reference to these financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, 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 Company’s internal financial controls with reference to these financial statements.

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

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to Financial Statements

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

Opinion

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 with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31st March, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

for Brahmaya & Co

Chartered Accountants
Firm's Regn. No. 000515 S

Sd/-

(B.DAIVADHEENAM REDDY)

Partner

Membership No.026450

UDIN:24026450BKHUW7054

Place of Signature: Hyderabad
Date: 29.05.2024

**Balance Sheet As At 31st March, 2024**

(₹ in lakhs)

Particulars	Note No.	As at	As at
		31st March, 2024	31st March, 2023
ASSETS			
Non-current assets			
Property, Plant and Equipment	3	103,614.54	102,828.39
Right-of-use assets	28	1,219.74	1,315.92
Capital work-in-progress	3	16,825.90	1,112.69
Investment properties	4	6.27	7.05
Financial assets			
- Investments	5(a)	3,315.79	3,096.65
- Other financial assets	5(b)	4,146.59	3,569.83
Other non-current assets	6	1,748.40	1,457.13
Total Non-current assets		130,877.23	113,387.66
Current assets			
Inventories	7	12,565.97	13,965.14
Financial assets			
- Trade receivables	8(a)	18,803.13	22,664.07
- Cash and cash equivalents	8(b)	1,105.76	2,009.60
- Bank balances other than Cash and cash equivalents	8(c)	3,134.62	4,228.58
- Other financial assets	8(d)	10,352.73	9,407.34
Other current assets	9	2,329.11	2,655.01
Total Current assets		48,291.32	54,929.74
TOTAL ASSETS		179,168.55	168,317.40
EQUITY AND LIABILITIES			
Equity			
Equity Share capital	10(a)	10,713.26	10,713.26
Other equity	10(b)	98,866.41	93,944.96
Total Equity		109,579.67	104,658.22
Liabilities			
Non-current liabilities			
Financial liabilities			
- Borrowings	11(a)	7,947.80	7,062.18
- Lease liability	28	1,439.42	1,514.17
- Other financial liabilities	11(b)	8,278.47	9,503.86
Deferred tax liabilities (Net)	12	8,210.36	7,440.98
Deferred Government grants	13	-	-
Total Non-current liabilities		25,876.05	25,521.19
Current liabilities			
Financial liabilities			
- Borrowings	11(c)	22,150.95	14,273.84
- Trade and other payables	11(d)		
(A) total outstanding dues of micro enterprises and small enterprises; and		692.83	635.70
(B) total outstanding dues of creditors other than micro enterprises and small enterprises		4,063.74	5,842.38
- Lease liability	28	398.13	366.74
- Other financial liabilities	11(e)	11,049.22	12,093.96
Other current liabilities	14	5,109.99	4,560.08
Provisions	15	138.88	94.12
Current tax liability (Net)	16	109.09	271.17
Total Current liabilities		43,712.83	38,137.99
TOTAL LIABILITIES		69,588.88	63,659.18
TOTAL EQUITY AND LIABILITIES		179,168.55	168,317.40
General information	1		
Summary of significant accounting policies	2		
See accompanying notes forming part of financial statements			

As per our attached report of even date

For and on behalf of the Board

for Brahmayya & Co.,

Chartered Accountants

Firm's Regn. No. 000515S

Sd/-

DAIVADHEENAM REDDY BAITINTI

Partner

Membership No. 026450

Sd/-

CA K. KARUNAKAR RAO

Executive Director (Fin. & Comm.) & CEO

DIN: 02031367

Sd/-

N. JESVANTH REDDY

Executive Director (Technical)

DIN: 03074131

Sd/-

CS V. RADHAKRISHNA MURTHY

Company Secretary

Sd/-

CA C. RAJESH KHANNA

Vice President (F&A) & CFO

Place : Hyderabad

Date : 29th May, 2024

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

(₹ in lakhs)

Particulars	Note No	Year ended March 31, 2024	Year ended March 31, 2023
I Revenue from operations	17	154,595.64	232,573.20
II Other income	18	1,819.75	670.58
III Total revenue (I + II)		156,415.39	233,243.78
IV Expenses			
Cost of materials consumed	19(a)	49,618.96	61,562.20
Purchase of stock-in-trade		2.66	23.39
Changes in inventories of finished goods work in progress and stock-in-trade	19(b)	(204.44)	(205.56)
Employee benefit expense		6,923.30	6,837.17
Finance cost	21	2,368.72	2,760.89
Depreciation and amortisation expense	3	8,349.84	7,362.42
Power and fuel		59,478.05	77,135.54
Other expense	22	25,502.09	33,553.51
Total expenses (IV)		152,039.18	189,029.56
V Profit/ (loss) before exceptional items and tax (III-IV)		4,376.21	44,214.22
VI Exceptional items -Income/(Expenses)		3,990.17	-
VII Profit/ (loss) before tax (V-VI)		8,366.38	44,214.22
Current tax	23	1,758.99	10,608.81
Deferred tax	23	508.58	(2,747.82)
Earlier years Income Tax		-	146.72
VIII Tax expense		2,267.56	8,007.71
IX Profit/ (loss) for the period from continuing operations (VII-VIII)		6,098.82	36,206.51
X Profit/ (loss) from discontinuing operations	34	(35.71)	(58.86)
XI Tax expense of discontinuing operations		(8.99)	(14.81)
XII Profit/ (loss) from discontinuing operations (after tax) (X-XI)		(26.72)	(44.05)
XIII Profit/ (loss) for the period (IX+XII)		6,072.10	36,162.46
XIV Other comprehensive income	24		
Other comprehensive income not to be reclassified to profit or loss in subsequent periods:			
Re-measurement gains/ (losses) on defined benefit plans		(39.69)	8.39
Tax effect		9.99	(2.11)
Net gains/(losses) on FVTOCI equity securities		220.73	(7,832.60)
Tax effect		(55.55)	1,971.31
XV Total comprehensive income for the period (XIII+XIV)		6,207.58	30,307.45
XVI Earnings per equity share (for continuing operations)	25		
a) Basic		5.70	33.81
b) Diluted		5.70	33.81
XVII Earnings per equity share (for discontinuing operations)	25		
a) Basic		(0.02)	(0.04)
b) Diluted		(0.02)	(0.04)
XVIII Earnings per equity share (for continuing & discontinuing operations)			
a) Basic		5.68	33.77
b) Diluted		5.68	33.77
General information	1		
Summary of significant accounting policies	2		
See accompanying notes forming part of financial statements			

As per our attached report of even date

for Brahmayya & Co.,

Chartered Accountants

Firm's Regn. No. 000515S

Sd/-

DAIVADHEENAM REDDY BAITINTI

Partner

Membership No. 026450

Place : Hyderabad

Date : 29th May, 2024

For and on behalf of the Board

Sd/-

CA K. KARUNAKAR RAO

Executive Director (Fin. & Comml.) & CEO

DIN: 02031367

Sd/-

CS V. RADHAKRISHNA MURTHY

Company Secretary

Sd/-

N. JESVANTH REDDY

Executive Director (Technical)

DIN: 03074131

Sd/-

CA C. RAJESH KHANNA

Vice President (F&A) & CFO

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

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Cash flow from operating activities		
Profit before tax from continuing operations	8,366.38	44,214.22
Profit/(loss) before tax from discontinued operations	(35.71)	(58.86)
Profit before tax	8,330.68	44,155.36
Adjustments to reconcile profit before tax to net cash flows:		
Depreciation and amortisation expenses	8,349.84	7,398.01
Interest income	(617.45)	(435.61)
Unrealized foreign exchange (gain)/loss	34.70	259.99
Dividend income on investments made	(9.86)	(8.62)
Interest expenses	2,292.66	2,288.43
Interest on lease liability	234.33	208.99
Interest expense due to amortisation of financial liability & deferred sales tax recognised, deferred power charges		
Income due to deferred power charges, sales tax recognised & capital subsidy recognised	233.90	263.47
NSC investment written off	(178.80)	(141.46)
Profit on sale of asset	1.59	-
	(269.69)	(39.98)
Operating profit before working capital changes	18,401.89	53,948.58
Working capital adjustments:		
(Decrease)/Increase in trade payables	(1,721.51)	(719.37)
(Decrease)/Increase in current financial liabilities	(1,087.56)	4,314.40
(Decrease)/Increase in other current liabilities	549.90	13.76
(Decrease)/Increase in non-current financial liabilities	(1,225.39)	2,123.93
(Decrease)/Increase in short term provisions	5.08	(183.54)
(Increase)/Decrease in trade receivables	3,860.94	558.02
(Increase)/Decrease in inventories	1,399.17	(3,045.64)
(Increase)/Decrease in other current financial assets	(992.16)	(174.99)
(Increase)/Decrease in other current assets	325.90	(495.62)
(Increase)/Decrease in non-current financial assets	(900.29)	(2,274.60)
(Increase)/Decrease in non-current assets	(291.27)	(476.07)
Cash generated from operating activities	18,324.70	53,588.86
Direct taxes paid (net)	(1,912.08)	(10,672.72)
Net cash flow from operating activities (A)	16,412.63	42,916.14
Cash flows from investing activities		
Purchase of Property, Plant and Equipment, ROU assets including CWIP, Investment property	(24,629.08)	(17,096.66)
Proceeds from sale of Property, Plant and Equipment, investment property	271.60	226.32
Sales/(Purchase) of investment	-	(1,987.00)
Interest received	664.22	482.40
Dividend received	9.86	8.62
Deposits matured/(placed) during the year	204.02	827.35
Redemption/(investment) of margin money deposit	1,213.47	684.65
Net cash flow from/ (used in) investing activities (B)	(22,265.91)	(16,654.32)
Cash flows from financing activities		
Repayment of preference shares	11.91	(1.33)
Interest paid	(2,292.66)	(2,288.43)
Dividend paid	(1,070.90)	-
(Repayment)/Proceeds of long term borrowings	861.43	(11,097.42)
(Repayment)/Proceeds from short term borrowings	7,842.41	(11,798.21)
Payment of lease liability	(402.74)	(352.08)
Net cash flow from/ (used in) financing activities (C)	4,949.45	(25,537.47)
Net increase/(decrease) in cash and cash equivalents (A + B + C)	(903.83)	524.35
Cash and cash equivalents at the beginning of the year	2,009.60	1,485.25
Cash and cash equivalents at the end of the year	1,105.77	2,009.60
Components of cash and cash equivalents		
Cash on hand	3.38	2.16
Cheques on hand	-	-
Balances with banks		
- in Current Account	382.06	1,312.47
Deposits with original maturity of less than three months	720.32	694.97
Total cash and cash equivalents	1,105.76	2,009.60

Note: The Cash Flow Statement has been prepared under the "Indirect Method" set-out in Ind AS-7 "Statement of Cash Flows". Previous year's figures have been regrouped / rearranged to conform to the current year's presentation, wherever necessary.

As per our attached report of even date
for **Brahmayya & Co.,**

Chartered Accountants
Firm's Regn. No. 000515S

Sd/-
DAIVADHEENAM REDDY BAITINTI
Partner
Membership No. 026450

Place : Hyderabad
Date : 29th May, 2024

For and on behalf of the Board

Sd/-
CA K. KARUNAKAR RAO
Executive Director (Fin. & Comm.) & CEO
DIN: 02031367

Sd/-
N. JESVANTH REDDY
Executive Director (Technical)
DIN: 03074131

Sd/-
CS V. RADHAKRISHNA MURTHY
Company Secretary

Sd/-
CA C. RAJESH KHANNA
Vice President (F&A) & CFO


Statement of Changes in Equity

(₹ in lakhs)

a. Equity share capital	Amount
As at 31st Mar 2022	10,713.26
Changes in equity share capital due to prior period errors	-
As at 31st Mar 2023	10,713.26
Changes in equity share capital due to prior period errors	-
As at 31st Mar 2024	10,713.26

(₹ in lakhs)

b. Other Equity	Particulars	Note	Reserves and Surplus			Items of Other		Total other equity
			Securities premium reserve	Retained earnings	Other reserve (see note 10(b))	FVOCI - equity instruments	OCI - Actuarial gain/loss on gratuity	
	Balance at 31st March, 2022		7,333.22	21,536.10	33,500.07	1,268.13	-	63,637.52
	Transfer from retained earnings	10(b)(ii)	-	-	10,000.00	-	-	10,000.00
	Transfer from OCI	10(b)(iii)	-	6.28	-	-	-	6.28
	Profit for the year	10(b)(iii)	-	36,162.46	-	-	-	36,162.46
	Transfer to general reserve	10(b)(iii)	-	(10,000.00)	-	-	-	(10,000.00)
	Equity instruments through other comprehensive income	10(b)(iv)	-	-	-	(5,861.30)	-	(5,861.30)
	Gains/(losses) on arising from actuarial gain/loss on gratuity	10(b)(iv)	-	-	-	-	6.28	6.28
	Transfer to retained earnings	10(b)(iv)	-	-	-	-	(6.28)	(6.28)
	Balance at 31st March, 2023		7,333.22	47,704.84	43,500.07	(4,593.18)	-	93,944.96
	Transfer from retained earnings	10(b)(ii)	-	-	1,000.00	-	-	1,000.00
	Transfer from OCI	10(b)(iii)	-	(29.70)	-	-	-	(29.70)
	Profit for the year	10(b)(iii)	-	6,072.10	-	-	-	6,072.10
	Transfer to general reserve	10(b)(iii)	-	(1,000.00)	-	-	-	(1,000.00)
	Equity instruments through other comprehensive income	10(b)(iv)	-	-	-	165.18	-	165.18
	Gains/(losses) on arising from actuarial gain/loss on gratuity	10(b)(iv)	-	-	-	-	(29.70)	(29.70)
	Transfer to retained earnings	10(b)(iv)	-	-	-	-	29.70	29.70
	Deferred tax recognised pertaining to previous years	10(b)(iii)	-	103.93	-	(319.16)	-	(215.23)
	Dividend paid during the year	10(b)(iii)	-	(1,070.90)	-	-	-	(1,070.90)
	Balance at 31st March, 2024		7,333.22	51,780.27	44,500.07	(4,747.16)	-	98,866.41

As per our attached report of even date
for **Brahmayya & Co.,**
Chartered Accountants
Firm's Regn. No. 000515S

Sd/-
DAIVADHEENAM REDDY BAITINTI
Partner
Membership No. 026450

Place : Hyderabad
Date : 29th May, 2024

For and on behalf of the Board

Sd/-
CA K. KARUNAKAR RAO
Executive Director (Fin. & Comml.) & CEO
DIN: 02031367

Sd/-
CS V. RADHAKRISHNA MURTHY
Company Secretary

Sd/-
N. JESVANTH REDDY
Executive Director (Technical)
DIN: 03074131

Sd/-
CA C. RAJESH KHANNA
Vice President (F&A) & CFO

**Notes to financial statements for the year ended 31st March, 2024****Note 1: General Information**

TGV SRAAC LIMITED (formerly known as Sree Rayalaseema Alkalies and Allied Chemicals Limited) incorporated on 24th June, 1981 is the flagship company of the TGV Group. It is the leading producer of Chlor-Alkali products, Chloromethane and also manufactures Castor Derivatives and Fatty Acids.

The Company is a public limited company domiciled in India. The equity shares of the Company are listed on Bombay Stock Exchange (BSE).

The financial statements are approved for issue by the Company's Board of Director's on 29th May, 2024.

Note 2: Significant Accounting Policies**A. Statement of Compliance**

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as notified under the Companies (Indian Accounting Standards) Rules, 2015, Companies (Indian Accounting Standards) Amendment Rules, 2016, Companies (Indian Accounting Standards) Amendment Rules, 2017, Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, 2019.

B. Basis of preparation and presentation of financial statements

The financial statements have been prepared in accordance with the Indian Generally Accepted Accounting Principles on accrual basis of accounting and the historical cost convention basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

C. Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

**Notes to financial statements for the year ended 31st March, 2024****D. Use of estimates and judgements**

The preparation of the financial statements requires that the Management to make estimates and assumptions 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 or disclosure of an item or information in the financial statements is made relying on these estimates.

The estimates and judgements used in the preparation of the financial statements are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Company believes to be reasonable under the existing circumstances. Actual results could differ from those estimates.

Any revision to accounting estimates is recognised prospectively in current and future periods. The critical accounting judgements and key estimates followed by the Company for preparation of financial statements is described in Note 2(W).

E. Property, Plant and Equipment

Freehold Land is carried at historical cost. Other property, plant and equipment are stated at historical cost less accumulated depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Advances paid towards the acquisition of property, plant and equipment outstanding at each Balance Sheet date is classified as capital advances under Other Non-Current Assets and the cost of the assets not put to use before such date are disclosed under 'Capital work-in-progress'. Subsequent expenditures relating to property, plant and equipment is capitalised only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably. Repairs and maintenance costs are recognized in net profit in the Statement of Profit and Loss when incurred. The cost and related accumulated depreciation are eliminated from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognised in the Statement of Profit and Loss. Assets to be disposed off are reported at the lower of the carrying value or the fair value less cost to sell.

F. Depreciation and amortisation

The Company depreciates property, plant and equipment over their estimated useful lives as specified in Schedule II to the Companies act, 2013 using the straight-line method in respect of plant and machinery and buildings and in respect of other assets on written down value method.

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.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis. The useful life as prescribed under Schedule II of the Companies Act have been followed except in respect of the following categories of assets, in whose case the life of the assets has been assessed

**Notes to financial statements for the year ended 31st March, 2024**

as under based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating condition of the asset, past history of replacement, anticipated technological changes, manufacturers warranties and maintenance support, etc:

- Continuous process plant – 18years
- Thermal power plant – 13years
- Chlorine cylinders – 5 years
- Membranes – 5 years
- Soap plant – 15years

G. Investment properties

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

Though the Company measures investment property using cost-based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on an annual evaluation of the technical experts.

Investment properties are derecognised either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in profit or loss in the period of derecognition.

H. Non-current assets held for sale/ distribution to owners and discontinued operations

The Company classifies non-current assets and disposal groups as held for sale/ distribution to owners if their carrying amounts will be recovered principally through a sale/ distribution rather than through continuing use. Actions required to complete the sale/ distribution should indicate that it is unlikely that significant changes to the sale/ distribution will be made or that the decision to sell/ distribute will be withdrawn. Management must be committed to the sale/distribution expected within one year from the date of classification.

For these purposes, sale transactions include exchanges of non-current assets for other non-current assets when the exchange has commercial substance. The criteria for held sale/ distribution classification is regarded met only when the assets or disposal group is available for immediate sale/ distribution in its present condition, subject only to terms that are usual and customary for sales/ distribution of such assets (or disposal groups), its sale/ distribution is highly probable; and it will genuinely be sold, not abandoned. The Company treats sale/ distribution of the asset or disposal group to be highly probable when:

- The appropriate level of management is committed to a plan to sell the asset (or disposal group),
- An active programme to locate a buyer and complete the plan has been initiated,

**Notes to financial statements for the year ended 31st March, 2024**

- The asset (or disposal group) is being actively marketed for sale at a price that is reasonable in relation to its current fair value,
- The sale is expected to qualify for recognition as a completed sale within one year from the date of classification and
- Actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.

Non-current assets held for sale/for distribution to owners and disposal groups are measured at the lower of their carrying amount and the fair value less costs to sell/ distribute. Assets and liabilities classified as held for sale/distribution are presented separately in the balance sheet.

Property, plant and equipment and intangible assets once classified as held for sale/ distribution to owners are not depreciated or amortised.

A disposal group qualifies as discontinued operation if it is a component of an entity that either has been disposed of, or is classified as held for sale, and:

- Represents a separate major line of business or geographical area of operations,
- Is part of a single co-ordinated plan to dispose of a separate major line of business or geographical area of operations
- Is a subsidiary acquired exclusively with a view to resale

Discontinued operations are excluded from the results of continuing operations and are presented as a single amount as profit or loss after tax from discontinued operations in the statement of profit and loss.

Additional disclosures are provided in Note 34. All other notes to the financial statements mainly include amounts for continuing operations, unless otherwise mentioned.

I. Impairment of Tangible Assets

Property, plant and equipment 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 to which the asset belongs. If such assets are considered to be impaired, the impairment is recognized in the Statement of Profit and Loss and is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the Statement of Profit and Loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

**Notes to financial statements for the year ended 31st March, 2024****J. Financial Instruments**

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

● Financial assets**Initial recognition and measurement**

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent measurement

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

- Financial assets at amortised cost
- Equity instruments at fair value through other comprehensive income (FVTOCI)

Financial assets at amortised cost

A 'Financial asset' is measured at the amortised cost if both the following conditions are met:

- a. The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b. Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Company. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade receivables. For more information on receivables, refer to Note 8.

Equity investments

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value.

The Company makes such election on an instrument by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts

**Notes to financial statements for the year ended 31st March, 2024**

from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

The rights to receive cash flows from the asset have expired, or

The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement~ and either

- (a) the Company has transferred substantially all the risks and rewards of the asset, or
- (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset but has transferred control of the asset.

Impairment of Financial assets

The Company recognizes loss allowances using the Expected Credit Loss (ECL) model for the financial assets which are not fair valued through profit or loss.

The Company follows "Simplified approach" for recognition of impairment loss allowance on trade receivables.

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognised as an impairment gain or loss in profit or loss.

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/expense in the statement of profit and loss (P&L). This amount is reflected under the head 'other expenses' in the P&L.

**Notes to financial statements for the year ended 31st March, 2024****● Financial liabilities****Initial recognition and measurement**

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

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

Subsequent measurement

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

Loans and borrowings

This is the category most relevant to the Company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

This category generally applies to borrowings.

Derecognition

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

K. Investment in associates

An associate is an entity over which the Company has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies.

Such investments in which the Company has no significant influence are accounted under Ind AS 109 at fair value and the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value.

The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts

**Notes to financial statements for the year ended 31st March, 2024**

from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

L. Inventories

Inventories are stated at the lower of cost and net realisable value after providing for obsolescence. Costs of inventories are determined on weighted average basis. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale. Cost of inventories comprises of cost of purchase, cost of conversion and other costs including manufacturing overheads incurred in bringing them to their respective present location and condition.

M. Cash and Cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

N. Income Taxes

Income tax expense represents the sum of the tax currently payable and deferred tax.

● Current Tax:

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'Profit Before Tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

● Deferred tax:

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences.

Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates and tax laws that have

**Notes to financial statements for the year ended 31st March, 2024**

been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

● **Current and Deferred Tax for the Year:**

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in Other Comprehensive Income or directly in equity, in which case, the current and deferred tax are also recognised in Other Comprehensive Income or directly in equity respectively.

O. Government Grants

Grants from the government are recognized at their fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all attached conditions.

Grants related to revenue items are presented as part of profit or loss under general heading such as other income or they are deducted in reporting the related expenses. Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to profit or loss on a straight-line basis over the expected lives of the related assets and presented within other income.

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

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

P. Provisions, Contingent liabilities and Commitments

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability.

Contingent liability is disclosed in the case of;

- A present obligation arising from past events, when it is not probable that an outflow of resources will not be required to settle the obligation.
- A present obligation arising from past events, when no reliable estimate is possible
- A possible obligation arising from past events, unless the probability of outflow of resources is remote

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets. Provisions, contingent liabilities, contingent assets and commitments are reviewed at each

**Notes to financial statements for the year ended 31st March, 2024**

reporting period.

Contingent asset

Wherever there is a possible asset 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. A contingent asset is disclosed when the inflow of economic benefit is probable.

Q. Revenue Recognition

Effective 1st April, 2018 the Company has applied Ind AS 115: Revenue from Contracts with Customers which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognised.

Ind AS 115 replaces Ind AS 18 Revenue. The impact of the adoption of the standard on the financial statements of the Company is insignificant.

Revenue from sale of goods is recognised when control of the products being sold is transferred to our customer and when there are no longer any unfulfilled obligations.

The Performance Obligations in our contracts are fulfilled at the time of dispatch, delivery or upon formal customer acceptance depending on customer terms.

Revenue is measured at fair value of the consideration received or receivable, after deduction of any trade discounts, volume rebates and any taxes or duties collected on behalf of the government such as goods and services tax, etc. Accumulated experience is used to estimate the provision for such discounts and rebates.

Revenue is only recognised to the extent that it is highly probable a significant reversal will not occur.

Our customers have the contractual right to return goods only when authorised by the Company. An estimate is made of goods that will be returned and a liability is recognised for this amount using a best estimate based on accumulated experience.

Income from services rendered is recognised based on agreements/arrangements with the customers as the service is performed and there are no unfulfilled obligations.

Interest income is recognized using the effective interest rate (EIR) method.

Dividend income on investments is recognised when the right to receive dividend is established.

R. Leases

Ind AS 116 'Leases' was notified on 30th March, 2019 and it replaces Ind AS 17 'Leases', including appendices thereto. Ind AS 116 is effective for annual periods beginning on or after 1st April, 2019. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-Balance Sheet model similar to the accounting for finance leases under Ind AS 17.

**Notes to financial statements for the year ended 31st March, 2024**

The standard includes two recognition exemptions for lessees – leases of 'low-value' assets (e.g., personal computers) and short-term leases (i.e., leases with a lease term of 12 months or less). At the commencement date of a lease, a lessee will recognise a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset). Lessees will be required to separately recognise the interest expense on the lease liability and the depreciation expense on the right-of-use asset.

Lease is 'a contract or part of a contract that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration'. An underlying asset has been defined to mean an asset that is the subject of lease, for which the right to use that asset has been provided by a lessor or lessee.

Measurement of lease liability

On the date of transition lease liability is measured at present value of lease payments that are not paid as at the date of transition.

After the transition date lease liability is measured at amortised cost using the effective interest method.

Subsequently the company measures the lease liability by increasing the carrying amount to reflect the interest on the lease liability; reducing the carrying amount to reflect the lease payments made; and re-measuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.

The Company uses the incremental borrowing rate which is the rate of interest that a lessee would have to pay over a similar term, and with a similar security, the funds necessary to obtain an asset of similar value of the right-to-use asset in a similar economic environment.

Right-of-use asset (ROU)

This is measured as lease liability adding any initial direct costs, prepaid lease payments, cost to dismantle or restore less lease incentives.

After the commencement date, the Company measures the ROU at cost:

- Less any accumulated depreciation and any accumulate impairment losses; and
- Adjusted for any re-measurement of the lease liability on subsequent to lease commencement date

A Company applies the depreciation requirement in Ind AS 16 while depreciating ROU asset. The said asset is depreciated over a period of lease term unless in case where ownership of underlying asset is transferred. In such case, the asset is depreciated over the useful life of underlying asset. Also, impairment requirements as per Ind AS 36 is applied by the Company.

**Notes to financial statements for the year ended 31st March, 2024****(i) Functional Currency:**

The functional currency of the Company is the Indian rupee. These financial statements are presented in Indian rupees (rounded off to lakhs).

(ii) Transactions and translations:

In preparing the financial statements, transactions in currencies other than the Company's functional currency (foreign currencies) 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 that date.

Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences on monetary items are recognised in profit or loss in the period in which they arise except for exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings.

T. 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 profit or loss in the period in which they are incurred.

Borrowing costs consist of interest and other costs that the Company incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

U. Employee Benefits**Short term Employee Benefits:**

All employee benefits payable wholly within twelve months of rendering the services are classified as short-term employee benefits. Benefits such as salaries, wages etc. and the expected cost of Bonus, Ex-gratia, Leave Travel Allowance, Reimbursement of Medical Expenses, Personal Accident Policy, Deposit Linked Insurance Policy are recognised in the period in which the employee renders the related services.

Post-Employment Benefits:**(i) Defined Contribution Plan:**

The Company's contribution paid / payable during the year to Provident Fund, Superannuation Fund and other welfare funds are considered as defined contribution plans.

**Notes to financial statements for the year ended 31st March, 2024**

The Contribution paid / payable under these plans are recognised in the Statement of Profit and Loss during the period in which the employee renders the services.

(ii) Defined Benefit Plans:

The Gratuity Scheme managed by Life Insurance Corporation of India through a Trust is considered as defined benefit plan. The present value of the obligation is determined based on actuarial valuation using the Projected Unit Credit Method. Actuarial gains and losses are recognised immediately in the Statement of Profit and Loss and Other Comprehensive Income.

The fair value of the plan assets is reduced from the gross obligation under the defined benefit plan to recognise the obligation on net basis.

Gains or losses on the curtailment or settlement of any defined benefit plan are recognised when the curtailment or settlement occurs.

(iii) Long term Employee Benefits:

The obligation for long term employee benefits such as long term compensated absences, long service awards, etc. is recognised in the same manner as in the case of defined benefit plans as mentioned in (b) (ii) above except that the actuarial gains and losses are recognised immediately in the Statement of Profit and Loss.

V. Earnings per share

Basic earnings per share are computed by dividing the profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The Company has made preferential allotment of Share Warrants convertible into equity shares. The warrants that are yet to be converted are treated as dilutive shares.

W. Estimates and assumptions

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities.

Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Revenue recognition:

The Company applies judgement to determine whether each product or services promised to a customer are capable of being distinct, and are distinct in the context of the contract, if not, the promised product or services are combined and accounted as a single performance obligation. The Company allocates the arrangement consideration to separately identifiable performance obligation deliverables based on their relative stand-alone selling price. Because the financial reporting of these contracts depends on estimates that are assessed continually during the term of these contracts, recognized revenue and profit are subject to revisions as the contract progresses to completion.

**Notes to financial statements for the year ended 31st March, 2024**

Useful lives and residual value of property, plant and equipment:

The Company reviews the useful life and residual value of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

Allowance for expected credit losses:

Note 2(J) describes the use of practical expedient by computing the expected credit loss allowance for trade receivables based on provision matrix. The expected credit allowance is based on the aging of the days receivables which are past due and the rates derived based on past history of defaults in the provision matrix.

Fair value of investments:

The Company has invested in the equity instruments of various companies. However, the percentage of shareholding of the Company in such investee companies is very low and hence, it has not been provided with future projections including projected profit and loss account by those investee companies. Hence, the valuation exercise carried out by the Company with the help of available historical annual reports and other information in the public domain.

Taxes

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

Contingent liability judgement:

Note 27 describes claims against the Company not acknowledged as debt. Contingencies may arise from the ordinary course of business in relation to claims against the Company, including legal, contractor and other claims. By their nature, contingencies will be resolved only when one or more uncertain future events occur or fail to occur. The assessment of the existence, and potential quantum of contingencies inherently involve the exercise of significant judgement and the use of estimates regarding the outcome of future events.

X. NEW STANDARDS, INTERPRETATIONS AND AMENDMENTS ADOPTED BY THE COMPANY

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standards) Amendment Rules, 2023 dated 31 March 2023 to amend the following Ind AS which are effective for annual periods beginning on or after 1 April 2023. The Company applied for the first-time these amendments.

Definition of Accounting Estimates - Amendments to Ind AS 8

The amendments clarify the distinction between changes in accounting estimates, changes in accounting policies and the correction of errors. It has also been clarified how entities use measurement techniques and inputs to develop accounting estimates. The amendments had no impact on the Company's Standalone Financial Statements.

**Notes to financial statements for the year ended 31st March, 2024****Disclosure of Accounting Policies - Amendments to Ind AS 1**

The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures.

The amendments have had an impact on the Company's disclosures of accounting policies, but not on the measurement, recognition or presentation of any items in the Company's financial statements.

Deferred Tax related to Assets and Liabilities arising from a Single Transaction - Amendments to Ind AS 12

The amendments narrow the scope of the initial recognition exception under Ind AS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences such as leases.

The Company previously recognised for deferred tax on leases on a net basis. As a result of these amendments, the Company has recognised a separate deferred tax asset in relation to its lease liabilities and a deferred tax liability in relation to its right-of-use assets.

Impact on the statement of profit and loss account is recognition of deferred tax asset amounting to Rs. 1.81 lakhs. Opening retained earnings is increased by Rs. 142.20 lakhs.

Apart from these, consequential amendments and editorials have been made to other Ind AS like Ind AS 101, Ind AS 102, Ind AS 103, Ind AS 107, Ind AS 109, Ind AS 115 and Ind AS 34.

Retrospective restatement of deferred tax on amortisation charges and fair value changes:

During the previous years the Company has not recognised deferred tax on amortisation of processing charges on loans taken, fair value changes on equity instruments and on gratuity.

It requires a retrospective restatement but it is impracticable to determine the period of specific effects, the Company has resorted to decrease opening retained earnings by Rs. 38.26 lakhs and decrease in OCI opening reserve by Rs. 319.16 lakhs correspondingly increasing deferred tax liability by Rs. 357.42 lakhs as per Ind AS 12- Income taxes and Ind AS 8 Accounting Policies, Changes in Accounting Estimates and Errors.



Notes to financial statements for the year ended 31st March, 2024

Note 3: Property, Plant and Equipment

(₹ in lakhs)

Particulars	Freehold land*	Freehold buildings, roads & fencing	Furniture, fittings and equipment	Thermal Power Plants	Solar Plant	Plant and machinery continuous Process	Other Plant & Machinery	Office & Telephone Equipments	Lab, Workshop & Other Equipments	Computers	Vehicles	Total	Capital work in progress
Closing gross carrying amount as at 31st March, 2022	1,505.02	14,149.94	109.89	35,812.38	-	123,931.33	4,645.39	648.82	427.81	674.49	528.31	82,433.38	5,542.25
Additions	3,069.38	1,409.10	-	0.00	8,427.52	7,903.43	173.35	161.47	32.15	491.15	304.26	21,530.80	13,543.19
Disposals	178.71	-	-	44.23	-	-	-	-	-	-	-	222.94	17,927.75
Closing gross carrying amount as at 31st March, 2023	4,386.69	15,559.04	109.89	35,768.15	8,427.52	131,834.76	4,818.74	810.29	459.96	723.64	832.57	203,731.25	1,112.69
Additions	413.52	565.64	41.45	24.65	93.21	7,520.39	-	101.03	21.45	18.24	115.18	8,914.76	23,790.07
Disposals	-	-	-	-	-	-	-	-	-	-	-	-	(8,076.86)
Closing gross carrying amount as at 31st March, 2024	4,800.21	16,124.68	151.34	35,792.80	8,520.73	139,355.15	4,818.74	911.32	481.41	741.88	947.75	212,646.01	16,825.90
Accumulated depreciation as at 31st March, 2022	-	-	-	-	-	-	-	-	-	-	-	-	-
Closing Accumulated depreciation as at 31st March, 2022	-	4,791.91	101.50	29,596.26	-	53,031.50	4,329.20	561.66	355.28	621.94	363.85	93,753.10	-
Depreciation charge during the year	-	445.33	0.98	1,037.08	203.59	5,323.72	29.07	45.23	16.78	20.60	69.40	7,191.76	-
Disposals	-	-	-	42.02	-	-	-	-	-	-	-	-	42.02
Closing Accumulated depreciation as at 31st March, 2023	-	5,237.24	102.48	30,591.32	203.59	58,355.22	4,388.27	606.89	372.06	642.54	433.25	100,902.86	-
Depreciation charge during the year	-	510.08	6.10	1,027.01	536.19	5,723.65	43.08	96.45	22.28	35.81	125.96	8,128.61	-
Disposals	-	-	-	-	-	-	-	-	-	-	-	-	-
Closing Accumulated depreciation as at 31st March, 2024	-	5,747.32	108.58	31,618.33	741.78	64,078.87	4,401.35	703.34	394.34	678.35	559.21	109,031.47	-
Net Carrying amount as at 31st March, 2022	1,505.02	9,358.03	8.39	6,216.12	-	70,899.83	316.19	87.16	72.53	52.55	164.46	88,680.28	-
Net Carrying amount as at 31st March, 2023	4,386.69	10,321.80	7.41	5,176.83	8,223.93	73,479.54	460.47	203.40	87.90	81.10	399.32	102,828.39	-
Net Carrying amount as at 31st March, 2024	4,800.21	10,377.38	42.76	4,174.47	7,778.95	75,276.28	417.39	207.98	87.07	63.53	388.54	103,614.54	-

* Title to property of 12.17 acres situated in Bellary amounting to Rs.15.29 Lakhs acquired by the company from Karnataka Industrial Areas Development Board (KIADB) is in the process of being transferred in the Company's name.

Note 3 (a) : Capital Work-in-progress (₹ in lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
Opening carrying value	1,112.69	5,542.25
Additions	23,790.07	13,543.19
Transfer to property, plant and equipment (8,076.86)	(17,972.75)	-
Closing carrying value	16,825.90	1,112.69

Ageing Schedule

As at 31st March, 2024	(₹ in Lakhs)		
Particulars	Less than 1 year	1-2 years	2-3 years/More than 3 years
Projects in Progress	16,736.70	89.20	-
Total	-	-	16,825.90
As at 31st March, 2023	(₹ in Lakhs)		
Particulars	Less than 1 year	1-2 years	2-3 years/More than 3 years
Projects in Progress	1,112.69	-	-
Total	-	-	1,112.69


Notes to financial statements for the year ended 31st March, 2024

(₹ in lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
Note 4: Investment property		
Gross carrying amount		
Opening gross carrying amount	7.05	7.05
Additions	-	-
Disposals	0.78	-
Closing gross carrying amount	6.27	7.05
Accumulated depreciation		
Opening accumulated depreciation	-	-
Depreciation charge	-	-
Closing accumulated depreciation	-	-
Net carrying amount	6.27	7.05
Fair value		
Investment properties	40.50	52.15

Estimation of fair value

The Company obtains independent valuations for its investment properties at least annually. The best evidence of fair value is current prices in an active market for similar properties. Where such information is not available, the Company considers information from a variety of sources including:

Current prices in an active market for properties of different nature or recent prices of similar properties in less active markets, adjusted to reflect those differences

The main input used is the price per square metre as per state government's registration and stamps department rate for the property. All resulting fair value estimates for investment properties are included in level 2.

(₹ in lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
-------------	---------------------------	---------------------------

Note 5: Financial assets
5(a) Non-current investments
Investment in Other Companies
Investment in equity instruments at fair value through other comprehensive income (fully paid)
Quoted

2,44,749 (March 31, 2023: 2,44,749) equity shares of

Sree Rayalaseema Hi-Strength Hypo Ltd

1,203.92

1,007.02

839 (March 31, 2023: 839) equity shares of Indian Bank

4.37

2.42

Unquoted

*98,62,400 (March 31, 2023:98,62,400) equity shares of Andhra Pradesh Gas Power Corporation Ltd (APGPCL)

9.86

98.62

20,91,578 (March 31, 2023: 20,91,578) equity shares of Brilliant Bio- Pharma Pvt Ltd

2,097.64
1,987.00
Total equity investments
3,315.79
3,095.06
Investment in government securities carried at amortised cost
Unquoted

National Saving Certificates

-

1.59

Total non-current investments
3,315.79
3,096.65

Aggregate amount of quoted investments and market value thereof

1,208.29

1,009.44

Aggregate amount of un-quoted investments

2,107.50

2,087.21

Aggregate amount of impairment in the value of investments

*During the Financial year 2022-2023, the operations of APGPCL were suspended due to various operational reasons. Thus, the investments in APGPCL shares were measured at Rs.0.10 per share at the year ended 31st March, 2024.

**Notes to financial statements for the year ended 31st March, 2024**

(₹ in lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
5(b) Other non-current financial assets		
Security Deposit with Southern Power Distribution Company of AP Ltd	4,072.38	3,174.43
Bank Deposits with more than 12 months maturity	64.14	387.67
Rent advance	10.07	7.73
Total	4,146.59	3,569.83
Note 6: Other non-current assets		
Capital Advances	1,333.40	1,452.13
Amount paid under protest	5.00	5.00
Advances to related parties	410.00	-
Total	1,748.40	1,457.13
Note 7: Inventories		
Raw materials	4,502.98	3,160.83
Work-in-progress	437.47	528.94
Finished goods	1,700.54	1,403.05
Stores and spares, Chemicals, fuel and packing materials	5,813.91	5,782.32
Scrap and other disposals	96.00	97.57
Goods in transit :		
Raw materials	-	2,758.00
Stores and spares	15.07	234.43
Total	12,565.97	13,965.14
Note 8(a): Trade receivables		
Unsecured-considered good*	18,803.13	22,664.07
Unsecured-considered doubtful	124.37	123.01
Less: Bad debts written off	(4.40)	(7.44)
	18,923.10	22,779.64
Impairment Allowance (allowance for bad and doubtful debts after write off of bad debts)**	(119.97)	(115.57)
Total trade receivables	18,803.13	22,664.07

(*Refer note 32(b) for related party trade receivables).

No trade or other receivable are due from directors or other officers of the company either severally or jointly with any other person.

No interest is charged on Trade Receivables for delay in payment beyond credit period from the due date of the Invoice.

The Company has used a practical expedient by computing the expected credit loss allowance for Trade Receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and adjusted for forward looking information. The expected credit loss allowance is based on the ageing of the days the receivables are due and the rates are given in the provision matrix. The provision matrix at the end of the Reporting Period is as follows :


Notes to financial statements for the year ended 31st March, 2024

(₹ in lakhs)

Aging:	As at 31st March, 2024	As at 31st March, 2023
From due date to 30 days	0.25%	0.25%
31-60 days past due	0.50%	0.50%
61-90 days past due	1.00%	1.00%
91-180 days past due	5.00%	5.00%
more than 180 days past due	10.00%	10.00%

Aging of receivables

(₹ in lakhs)

Particulars	As at 31st March, 2024	ECL	As at 31st March, 2023	ECL
Below due date	7,393.91	-	11026.16	-
From due date to 30 days	5,317.11	13.29	6601.25	16.50
31-60 days past due	3,060.11	15.30	3654.01	18.27
61-90 days past due	1,981.42	19.81	598.92	5.99
91-180 days past due	909.93	45.50	739.03	36.95
more than 180 days past due	260.62	26.06	160.27	16.03
Total trade receivables (before impairment allowance)	18,923.10	119.97	22,779.64	93.74

Movement in Expected Credit Loss Allowance (ECL)

(₹ in lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
Balance at the beginning of the year	115.57	115.57
"Movement in Expected Credit Loss Allowance on trade receivables "calculated at lifetime expected credit losses"	4.40	-
Balance at the end of the year	119.97	115.57

**The allowance for expected credit losses for the year includes additional provision for doubtful debts apart from provision made based on above matrix.

Ageing Schedule

(₹ in lakhs)

As at 31st March, 2024	Outstanding for following periods from due date of payment					
Particulars	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	18,662.48	74.87	149.58	29.99	6.18	18,923.10
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables – considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-

As at 31st March, 2023

Outstanding for following periods from due date of payment

(₹ in lakhs)

Particulars	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	22,619.37	112.16	37.09	1.52	9.50	22,779.64
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables – considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-

**Notes to financial statements for the year ended 31st March, 2024**

(₹ in lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
Note 8(b): Cash and cash equivalents		
Balances with banks in current account	382.06	1,312.47
Deposits with original maturity of less than three months	720.32	694.97
Cash on hand	3.38	2.16
Total	<u>1,105.76</u>	<u>2,009.60</u>
Note 8(c): Bank balances other than Cash and cash equivalents		
Deposits with maturity of more than three months but less than 12 months	1,253.87	1,134.36
Margin money with banks	1,880.75	3,094.22
Total	<u>3,134.62</u>	<u>4,228.58</u>
Note 8(d): Other financial assets		
Tender/Security/Telephone Deposits	348.40	334.17
Sales tax, Power and export Incentives Receivable	8,788.79	8,759.98
Interest receivable on deposits	93.65	140.42
Advances to related parties	136.44	172.77
Claims receivables from Power distribution companies	985.45	-
Total	<u>10,352.73</u>	<u>9,407.34</u>
Note 9: Other current assets		
Advances to related parties	58.49	-
Advance to Suppliers	1,346.94	2,016.07
Advance to Employees	123.57	93.10
Advance to Contractors & Transporters	228.06	71.07
Prepaid Insurance and other Expenses	195.39	301.20
Advance Excise Duties/CENVAT/VAT/Service tax	1.60	1.60
Other Advances	375.06	171.97
Total	<u>2,329.11</u>	<u>2,655.01</u>


Notes to financial statements for the year ended 31st March, 2024
Break up of financial assets carried at amortised cost and at fair value through other comprehensive income

(₹ in lakhs)

Particulars	Non-Current		Current	
	As at 31st March, 2024	As at 31st March, 2023	As at 31st March, 2024	As at 31st March, 2023
Financial assets carried at amortised cost				
- Trade receivables			18,803.13	22,664.07
- Cash and cash equivalents			1,105.76	2,009.60
- Bank balances other than Cash and cash equivalents			3,134.62	4,228.58
- Investments in government securities	-	1.59	-	-
- Other financial assets	4,146.59	3,569.83	10,352.73	9,407.34
(A)	4,146.59	3,571.42	33,396.25	38,309.61
Financial assets carried at fair value through other comprehensive income				
- Investments	3,315.79	3,095.06	-	-
(B)	3,315.79	3,095.06	-	-
Total financial assets	(A+B)		7,462.39	6,666.48
			33,396.25	38,309.61

Note 10: Equity share capital and other equity
10(a) Equity share capital

(₹ in lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
(a) Authorised Share Capital :		
13,00,00,000 Equity Shares of Rs. 10/- each (as at 31st march 2023- 13,00,00,000 Equity Shares of Rs.10/- each)	13,000.00	13,000.00
(b) Issued:		
10,72,69,886 Equity shares of Rs.10/- each issued (as at 31st march 2023- 10,72,69,886 Equity Shares of Rs.10/- each)	10,726.99	10,726.99
(c) Subscribed and fully paid		
10,70,89,800 Equity shares of Rs.10/- each fully paid (as at 31st march 2023-10,70,89,800 Equity Shares of Rs.10/- each)	10,708.98	10,708.98
(d) Subscribed & not fully paid (forefeited)		
1,80,086 Equity shares of Rs.10/- each (as at 31st march 2023- 1,80,086 Equity shares of Rs.10/- each)	4.28	4.28
Total	10,713.26	10,713.26

Reconciliation of the number of equity shares outstanding

(Shares in Numbers)

At the beginning of the year	10,70,89,800	10,70,89,800
Add: Issued during the year	-	-
Less: Bought back during the year	-	-
At the end of the year	10,70,89,800	10,70,89,800

**Notes to financial statements for the year ended 31st March, 2024**

Terms/ rights attached to equity shares

The company has only one class of equity shares having face value of INR 10 per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Details of shareholders holding more than 5% shares in the company

Name of the shareholder	As at 31st March, 2024		As at 31st March, 2023	
	No. of shares	% of holding	No. of shares	% of holding
Sree Rayalaseema Hi-Strength Hypo Limited	2,05,44,496	19.18%	2,05,44,496	19.18%
TGV Projects & Investments Private Limited	1,16,94,248	10.92%	1,16,94,248	10.92%
Brilliant Industries Private Limited	2,65,14,230	24.76%	2,65,14,230	24.76%
Sri T G Venkatesh	53,90,613	5.03%	53,90,613	5.03%
Total	6,41,43,587	59.89%	6,41,43,587	59.89%

Disclosures of Shareholding of Promoters - Shares held by the Promoters as at 31st March, 2024:

Particulars	No of Shares at at the beginning of the year	Change during the year	No of Shares at the end of the year	% of Total Share
Brilliant Industries Private Limited	2,65,14,230	-	2,65,14,230	24.76
Sree Rayalaseema Hi-Strength Hypo Limited	2,05,44,496	-	2,05,44,496	19.18
TGV Projects & Investments Private Limited	1,16,94,248	-	1,16,94,248	10.92
Sree Rayalaseema Dutch Kassenbouw Private Limited	18,81,109	-	18,81,109	1.76
Gowri Gopal Hospitals Private Limited	10,05,375	-	10,05,375	0.94
Sree Rayalaseema Galaxy Projects Private Limited	54,662	-	54,662	0.05
TGV Securities Private Limited	14,150	-	14,150	0.01
T G Venkatesh	53,90,613	-	53,90,613	5.03
T G Rajyalakshmi	3,22,384	-	3,22,384	0.30
T G Bharath	1,29,744	-	1,29,744	0.12
Jyothsna Mysore	13,361	-	13,361	0.01
Boda Mourya	92,800	-	92,800	0.09

**Notes to financial statements for the year ended 31st March, 2024****Disclosures of Shareholding of Promoters - Shares held by the Promoters as at 31st March, 2023:**

Particulars	No of Shares at the beginning of the year	Change during the year	No of Shares at the end of the year	% of Total Share
Brilliant Industries Private Limited	2,65,14,230	-	2,65,14,230	24.76
Sree Rayalaseema Hi-Strength Hypo Limited	2,05,44,496	-	2,05,44,496	19.18
TGV Projects & Investments Private Limited	1,16,94,248	-	1,16,94,248	10.92
Sree Rayalaseema Dutch Kassenbouw Private Limited	18,81,109	-	18,81,109	1.76
Gowri Gopal Hospitals Private Limited	10,05,375	-	10,05,375	0.94
Sree Rayalaseema Galaxy Projects Private Limited	54,662	-	54,662	0.05
TGV Securities Private Limited	14,150	-	14,150	0.01
T G Venkatesh	53,90,613	-	53,90,613	5.03
T G Rajyalakshmi	3,22,384	-	3,22,384	0.30
T G Bharath	1,29,744	-	1,29,744	0.12
Jyothsna Mysore	13,361	-	13,361	0.01
Boda Mourya	92,800	-	92,800	0.09

As per records of the Company including its register of share holders/members and other declarations received from share holders regarding beneficial interest, the above share holding represents legal ownership of shares as at balance sheet date.

The Company has allotted 50,86,765 equity shares of Rs.10/- each on 14th March,2020 at a premium of Rs.27.01 to promoters group by conversion out of 1,52,73,682 share warrants allotted on 27th January, 2019 on preferential basis.

The Company has allotted 53,54,490 equity shares of Rs.10/- each on 20th May,2020 at a premium of Rs.27.01 to promoters group by conversion out of 1,52,73,682 share warrants allotted on 27th January, 2019 on preferential basis.

Dividends declared and Paid:

During the FY 2023-24, the members of the Company at its 41st Annual General Meeting held on 29th September, 2023 declared dividend of Rs.1/- per share of Face value Rs.10/- (10%) for the year ended 31st March, 2023 and the dividend amount of Rs.1070.90 lakhs was paid.

Dividend Proposed:

The Board of Directors at its meeting held on 29.05.2024 has proposed dividend of Rs.1070.90 lakhs at Rs.1/- per share of Face value Rs.10/- (10%) for the financial year ending 31st March, 2024 subject to approval of members at the ensuing Annual General Meeting to be held on 28.09.2024 and is not recognised as a liability as at Balance Sheet date.

**Notes to financial statements for the year ended 31st March, 2024**

(₹ in lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
10(b) Other Equity		
(i) Share premium	7,333.22	7,333.22
(ii) General reserve	44,500.07	43,500.07
(iii) Retained earnings	51,780.27	47,704.84
(iv) Reserve for other comprehensive income items	(4,747.15)	(4,593.17)
Total	98,866.41	93,944.96
Reserves and Surplus		
(i) Share premium		
Opening balance	7,333.22	7,333.22
Issue of equity shares by exercise of share warrants	-	-
Closing balance	7,333.22	7,333.22
(ii) General Reserve		
Opening balance	43,500.07	33,500.07
Transfer from Surplus in Statement of Profit & Loss	1,000.00	10,000.00
Closing balance	44,500.07	43,500.07
(iii) Retained earnings		
Opening balance	47,704.84	21,536.10
Deferred tax recognised pertaining to previous years (Refer Note no.2X)	103.93	-
Net profit for the period	6,072.10	36,162.46
Transfer to General Reserve	(1,000.00)	(10,000.00)
Transfer from Reserve for other comprehensive Income	(29.70)	6.28
Payment of Dividend on Equity Shares	(1,070.90)	-
Closing balance	51,780.27	47,704.84
(iv) Reserve for items of Other Comprehensive income		
Change in fair value of FVOCI - equity instruments (Net of taxes)		
- Opening balance	(4,593.17)	1,268.13
'Deferred tax recognised pertaining to previous years (Refer Note no.2X)	(319.16)	-
- Net gains/(losses) on FVTOCI equity securities during the year	165.18	(5,861.30)
- Closing balance	(4,747.15)	(4,593.17)
Other Comprehensive income arising from actuarial gain/loss on defined benefit obligation (Net of taxes)		
- Opening balance	-	-
- Gains/(losses) on arising from actuarial gain/loss on gratuity	(29.70)	6.28
- Transfer to retained earnings	29.70	(6.28)
- Closing balance	-	-
Total Closing balance	(4,747.15)	(4,593.17)

**Notes to financial statements for the year ended 31st March, 2024****Nature and purpose of reserves****Securities premium reserve**

Securities premium reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Act.

Fair value of Equity Instruments through Other Comprehensive Income (FVOCI)

The Company has elected to recognise changes in the fair value of certain investments in equity securities in other comprehensive income. These changes are accumulated within the FVOCI equity investments reserve within equity. The Company transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognised.

General Reserve

The General Reserve is used from time to time to transfer profits from Retained Earnings for appropriation purpose. As General Reserve is created by a transfer from one component of Equity to another and is not an item of other comprehensive income, items included in the General reserve will not be reclassified subsequently to profit or loss.

Note 11(a): Long Term Borrowings

(₹ in lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
Non-current borrowings		
Secured		
Term Loans		
From Banks *	5,093.73	7,062.18
LC payable to banks for capital good recieved	2,854.07	-
Total	<u>7,947.80</u>	<u>7,062.18</u>

There is no default as at 31st March, 2024 and 31st March 2023, in repayment of loans and interest payments on Term Loans.

Terms of repayment

*Indian Bank Term Loan (Rs. 10000 Lakhs sanctioned for Chloromethanes expansion is repayable in 20 quarterly instalment from June 2022 at interest rate of 1 Year MCLR+0.70%).

Security**Term loans**

The above Term Loan from Banks i.e., Indian Bank is secured by first pari passu charge on all fixed assets of the company including fixed assets of Chlorometahnes expansion project (excluding specific LC charges) and personal guarantee of Shri T.G.Venkatesh.

Letter of credit

Letters of credit for capital goods secured by exclusive charge on specific asset procured and guaranteed by Shri T.G.Venkatesh.

**Notes to financial statements for the year ended 31st March, 2024**

(₹ in lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
Note 11 (b): Other non-current financial liabilities		
Power True-up charges payable measured at amortised cost	289.66	1,251.43
Deferred liability on power charges	44.70	223.50
Liabilities for future outcome of disputed dues considering present obligation and probable future outflows:		
Customs duty payable recognised as Exceptional item	1,090.07	1,097.12
Fuel surcharge adjustment(FSA) and Electricity duty payable	551.44	551.44
Surcharges/Interest payable on power charges,excise duty, Sales tax and other dues	6,302.60	6,380.37
Total	8,278.47	9,503.86
Note 11 (c) Current borrowings		
Secured		
From banks		
Term Loans from Banks	2,000.00	1,800.00
Cash Credits	4,523.76	2,032.84
Letters of Credit issued by Banks to Creditors (Payable to Banks on due dates of Letters of Credit)	15,627.19	10,346.14
Un-Secured		
Deferred Payment liabilities (Sales Tax deferrment/loan sanctioned as per State Incentive Schemes)	-	94.86
Total	22,150.95	14,273.84

There is no default as at 31st March, 2024, 31st March 2023, in repayment of loans and interest payments on Working capital Loans, Letters of Credit issued and Bills discounted with Banks and others.

Security

- a) **Short Term Loans from Banks:**The above Working Capital Demand Loans and Cash Credits are with various banks at interest rate of MCLR plus Spread. Spread varies from 0.70% to 3.15%.

The Working Capital Demand Loans, Cash Credits and Bills discounted by Banks are secured by 1st pari passu charge by way of hypothecation of inventories and receivable of the Company and further secured by 2nd pari passu charge on land, building and Plant and machinery and guaranteed by Shri T.G.Venkatesh.

- b) **Letters of Credit from Banks:**The above Letter of credit facility for working capital availed from Banks were secured by 1st pari passu by way of hypothecation of inventories and receivable of the Company and further secured by 2nd pari passu charge on land, building and Plant and machinery and Letters of credit for capital goods secured by exclusive charge on specific asset procured and guaranteed by Shri T.G.Venkatesh.


Notes to financial statements for the year ended 31st March, 2024

(₹ in lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
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Note 11 (d): Trade payables

For Suppliers*	3,000.63	4,873.69
For Services*	1,755.94	1,604.39
Total	4,756.57	6,478.08

Dues of Micro and Small Enterprises

692.83

635.70

Dues of creditors other than Micro and Small Enterprises

4,063.74

5,842.38

* (Refer Note 36 for details of Dues to Micro, Small & Medium Enterprises as required under the Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED Act") and Refer Note 32(b) for related party trade payables.

Ageing Schedule

(₹ in lakhs)

Particulars	Outstanding for following periods from due date of payment				Total
	< 1 year	1-2 years	2-3 years	> 3 years	

As at 31st March, 2024

(i) MSME	1,262.55	-	-	-	1,262.55
(ii) Others	3,482.57	-	-	-	3,482.57
(iii) Disputed dues -MSME	-	-	-	11.45	11.45
(iv) Disputed dues Others	-	-	-	-	-
Total	4,745.12	-	-	11.45	4,756.57

As at 31st March, 2023

(i) MSME	863.97	-	-	-	863.97
(ii) Others	5,602.66	-	-	-	5,602.66
(iii) Disputed dues -MSME	-	-	-	11.45	11.45
(iv) Disputed dues Others	-	-	-	-	-
Total	6,466.63	-	-	11.45	6,478.08

(₹ in lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
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Note 11 (e): Other current financial liabilities
Current maturities of long term debt*
Secured

Interest accrued but not due on term loans	61.01	69.47
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UnSecured

Un-claimed Preference shares redemption warrants	145.08	133.18
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Others

Employees Salaries, Bonus and P F/ ESI recoveries and contributions to

Superannuation Fund	689.62	688.12
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Payable for capital goods	892.95	428.61
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Retention Money	277.28	267.71
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Trade Deposits from Dealers/customers	300.00	-
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Power charges and other expenses payable	5,652.06	8,352.15
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Power True-up charges payable measured at amortised cost	2,852.42	1,975.92
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Deferred liability on power charges	178.80	178.80
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Total	11,049.22	12,093.96
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**Notes to financial statements for the year ended 31st March, 2024**

There were no current maturities of finance lease obligations, interest accrued and due on borrowings, unpaid dividends, unpaid matured debentures or deposits and interest accrued thereon, income received in advance and application money received for allotment of securities and due for refund.

(₹ in lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
Note 12: Deferred tax liability		
The balance comprises temporary differences attributable to:		
Deferred tax liabilities		
Property, plant and equipment	11,182.84	10,654.98
Ind AS 116 - ROU	306.98	-
Less:		
Deferred tax assets		
Allowable U/s 43B of IT Act in future years	(1,086.25)	(1,095.24)
Borrowing costs measured at amortised cost	9.15	5.83
Power True-up charges payable measured at amortised cost	(30.39)	(22.60)
Provision for Expected Credit Loss (ECL)	(30.19)	(29.08)
Ind AS 116 - Lease liability	(462.47)	-
FVTOCI equity securities	(1,596.59)	(1,971.31)
Employee benefits - Gratuity	(82.72)	(101.59)
Net deferred tax liability	<u>8,210.36</u>	<u>7,440.99</u>
Reconciliation of net deferred tax liabilities		
Opening balance as at the beginning of the year	7,440.99	12,158.00
Recognised in statement of profit and loss during the period	508.58	(2,747.82)
Recognised in other comprehensive income (OCI) during the period on Defined benefit gratuity plan	(9.99)	2.11
Recognised in retained earnings [refer note 2 (W)]	215.23	-
FVTOCI on equity securities	55.55	(1,971.31)
Closing balance as at end of the year	<u>8,210.36</u>	<u>7,440.98</u>
Note 13: Government grants		
Deferred sales tax loan	-	-
Capital subsidy	-	-
Closing balance	<u>-</u>	<u>-</u>
Note 14: Other current liabilities		
Statutory Dues towards GST, TDS etc	1,778.15	2,101.91
Advances from customers	3,331.84	2,458.17
Total	<u>5,109.99</u>	<u>4,560.08</u>
Note 15: Provisions		
Provision for Leave obligations	14.20	14.94
Provision for Gratuity	124.68	79.18
Total	<u>138.88</u>	<u>94.12</u>

**Notes to financial statements for the year ended 31st March, 2024**

(₹ in lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
Note 16: Current tax liability (Net)		
Current tax liability		
Provision for income tax	1,761.29	10,594.50
Current tax asset		
Tax deducted at source	152.20	223.33
Advance tax	1,500.00	10,100.00
Closing balance	109.09	271.17

Break up of financial liabilities carried at amortised cost.

(₹ in lakhs)

Particulars	Non-Current		Current	
	As at 31st March, 2024	As at 31st March, 2023	As at 31st March, 2024	As at 31st March, 2023
Financial liabilities carried at amortised cost				
- Borrowings	7,947.80	7,062.18	22,150.95	14,273.84
- Lease liabilities	1,439.42	1,514.17	398.13	366.74
- Trade and other payables			4,756.57	6,478.08
- Other financial liabilities	8,278.47	9,503.86	11,049.22	12,093.96
Total financial liabilities	17,665.68	18,080.21	38,354.88	33,212.62

**Notes to financial statements for the year ended 31st March, 2024**

(₹ in lakhs)

Particulars	Year ended 31st March, 2024	Year ended 31st March, 2023
Note 17: Revenue from operations		
Sale of products	153,462.22	231,624.33
Other operating revenue		
Export Incentives	115.07	92.77
Freight/handing charges Receipts	1,018.35	848.74
Amortisation of sales tax loan	-	7.36
Total	154,595.64	232,573.20
Note 18: Other income		
Interest on Bank and other deposits and customers	617.45	435.61
Dividend Income	9.86	8.62
Rent Receipts	13.79	12.58
Creditors written back	103.69	14.54
Profit on sale of Fixed Assets	269.69	25.87
Other Receipts	626.47	39.26
Amortisation of deferred power cost	178.80	134.10
Total	1,819.75	670.58
Note 19(a): Cost of materials consumed		
Consumption of raw materials	45,449.38	56,555.98
Consumption of chemicals	2,397.81	3,213.92
Consumption of packing materials	1,771.77	1,792.30
Total	49,618.96	61,562.20
Note 19(b): Changes in inventories of finished goods, work-in-progress and stock-in-trade		
Opening Stock		
Finished Goods	1,403.05	1,149.70
Stock-in-process	528.94	634.93
Scrap & Disposables	97.57	39.37
Total Opening Stock	2,029.56	1,824.00
Closing Stock		
Finished goods	1,700.53	1,403.05
Stock-in-process	437.47	528.94
Scrap & Disposables	96.00	97.57
Total Closing Stock	2,234.00	2,029.56
Total changes in inventories of work-in-progress, stock-in-trade and finished goods	(204.44)	(205.56)
Note 20: Employee Benefit Expense		
Salaries, Wages, Bonus and Allowances	5,851.30	5,751.52
Contribution to ESI & Provident Fund	185.35	173.06
Contribution to Gratuity & Superannuation Schemes	145.84	135.20
Staff Welfare expenses	740.81	777.39
Total	6,923.30	6,837.17

**Notes to financial statements for the year ended 31st March, 2024**

(₹ in lakhs)

Particulars	Year ended 31st March, 2024	Year ended 31st March, 2023
Note 21: Finance cost		
Interest expenses		
On Term loans	757.93	938.06
On Working capital loans/Cash credits/NBFC loan	320.21	142.72
On Purchase/ Sale bills discounting	654.04	810.73
Interest on Trade deposits	5.18	-
On Others	3.83	238.59
Other borrowing cost		
Working capital renewal and loan processing charges	183.49	197.90
Interest on lease liability	234.33	208.99
Interest on deferred power charges payable	209.71	223.91
Total	2,368.72	2,760.89
Note 22: Other Expenses		
Consumption of stores and spares	2,975.36	7,229.51
Rent including Lease Rents	339.46	332.29
Insurance	399.70	407.84
Repairs & Maintenance		
a) Buildings	743.40	1,595.95
b) Plant & Machinery	3,076.63	4,140.56
c) Others	905.94	625.32
Rates & Taxes	13.14	33.61
Processing Charges	1.03	1.44
Travelling and conveyance	607.88	641.85
Printing and stationery	46.75	43.34
Postage Telegrams and Telephones	33.36	39.62
Directors sitting fee	2.04	1.72
Directors Travelling	2.65	3.02
Remuneration to Auditors		
Audit - Fee	20.00	20.00
Tax Audit Fee	6.00	6.00
Cost Audit Fee	1.75	1.75
Freight Inward & Material handling charges	1,371.18	1,665.67
Freight outward & Ocean freight	10,098.80	11,308.56
Commission on sales	188.22	389.05
Other Selling expenses	251.88	215.52
Advertisement	45.61	31.29
Fee and Expenses	142.19	151.43
Bank Charges	164.00	278.47
Service Charges	2,124.08	2,024.67
Legal Expenses	81.04	51.57
Research and Development /Lab Expenses	13.49	19.23
Water Charges	450.99	443.13
Provision for Bad Debts/Expected credit loss	4.40	-
Bad debts Written off	-	7.44
Net Loss(Gain) on Exchange fluctuations	76.35	880.79
Other Expenses	625.81	556.95
Corporate Social Responsibility expenses	551.75	322.81
Donations	52.46	68.51
Amounts charge off	84.75	14.60
Total	25,502.09	33,553.51

**Notes to financial statements for the year ended 31st March, 2024**

(₹ in lakhs)

Particulars	Year ended 31st March, 2024	Year ended 31st March, 2023
Corporate Social Responsibility (CSR) expenses		
Amount required to be spent by the company during the year	464.43	212.68
Amount of opening unspent CSR	-	-
Amount of expenditure incurred	551.75	322.81
Shortfall / (Excess) at the end of the year	(248.19)	(110.13)
Nature of CSR activities:		
Provision of drinking water	45.97	48.26
Social projects	60.15	86.86
Environmental stability	-	33.23
Sports education	3.73	35.38
Protection of national heritage	-	11.19
Empowerment of women & education	21.49	-
Health related	228.41	50.20
Roads maintenance & Lighting	-	7.69
Construction of hospital building	-	50
CSR on going projects undertaken by donation to approved agencies		
-Buildings for women empowerment	142.00	-
-Buildings for feeding needy people	50.00	-
Total CSR expenses	551.75	322.81

Note 23: Tax Expenses**a) Income tax expense**

Current tax on profits for the year (Net of tax on Discontinuing operations)	1,750.00	10,594.00
Adjustments for current tax of prior periods	-	146.72
Total current tax expenses	1,750.00	10,740.72
Deferred tax		
Decrease/(Increase) in deferred tax assets	(19.29)	450.57
(Decrease)/Increase in deferred tax liabilities	527.87	(3,198.39)
Total Deferred tax expense/(benefit)	508.58	(2,747.82)
Income tax expenses	2,258.58	7,992.90

The income tax expense for the year can be reconciled to the accounting profit as follows :

Profit/(loss) before tax from continuing operations	8,366.38	44,214.22
Profit/(loss) before tax from a discontinuing operations	(35.71)	(58.86)
Total profit/(loss) before taxes	8,330.68	44,155.36

**Notes to financial statements for the year ended 31st March, 2024**

(₹ in lakhs)

Particulars	Year ended 31st March, 2024	Year ended 31st March, 2023
Increase/decrease in net profit before taxes on account of:		
Depreciation as per books (including discontinuing operations)	8,349.84	7,398.01
Depreciation as per income tax act, 1961	(10,227.10)	(9,868.63)
Expenses not allowed under income tax act, 1961	622.40	391.32
Expenses that are allowed on payment basis as per Sec.43B	-	-
Ind AS adjustments	(113.30)	(21.07)
Income considered separately/Donations	(13.79)	(39.98)
Profit/(Loss) under income from business	6,948.72	42,015.01
Brought forward allowance loss		
Applicable tax rate under normal Provisions	25.17%	25.17%
Tax under normal Provisions of Income tax act, 1961 (A)	1,748.85	10,574.34
Interest provided for	1.15	19.66
Tax under normal Provisions of Income tax act, 1961 (A)	1,750.00	10,593.99

Note 24: Other Comprehensive Income (OCI)

Re-measurement gains/(losses) on defined benefit plan	(39.69)	8.39
Tax effect on gains/(losses) on defined benefit plan	9.99	(2.11)
Net gains/(losses) on FVTOCI equity securities	220.73	(7,832.60)
Tax effect on FVTOCI equity securities	(55.55)	1,971.31
Total	135.48	(5,855.01)

Note 25: Earning Per Share (EPS)**EPS from continuing operations**

Net Profit After Tax available for Equity Shareholders	6,098.82	36,206.51
Weighted Average Number of Equity Shares of Rs.10/- each	10,70,89,800	10,70,89,800
Basic Earning per Share	5.70	33.81
Diluted Earning per Share	5.70	33.81

EPS from discontinuing operations

Net Profit After Tax available for Equity Shareholders	(26.72)	(44.05)
Weighted Average Number of Equity Shares of Rs.10/- each	10,70,89,800	10,70,89,800
Basic Earning per Share	(0.02)	(0.04)
Diluted Earning per Share	(0.02)	(0.04)

EPS from continuing & discontinuing operations

Net Profit After Tax available for Equity Shareholders	6,072.10	36,162.46
Weighted Average Number of Equity Shares of Rs.10/- each	10,70,89,800	10,70,89,800
Basic Earning per Share	5.68	33.77
Diluted Earning per Share	5.68	33.77

**Notes to financial statements for the year ended 31st March, 2024****Note 26. Employee Benefits:****A) Defined Contribution Plans**

The Company makes Provident Fund and Superannuation Fund contributions which are defined contribution plans, for qualifying employees. Under the Schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognized Rs.179.66 Lakhs (Previous year Rs.169.60 Lakhs) for Provident Fund contributions and Rs.59.97 Lakhs (Previous year Rs.47.57 Lakhs) for Superannuation Fund contributions in the Statement of Profit and Loss. The contribution payable to these plans by the Company is at rates specified in the rules of the schemes.

B) Defined Benefit Plan

The Company's obligation towards the Gratuity Fund is a defined benefit plan and is funded with Life Insurance Corporation of India. The following table sets out the funded status of the defined benefits scheme and the amount recognized in financial statement as per Actuarial Valuation:

(₹ in lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
1. Changes in present value of Obligations		
Present value at the beginning of the year	1084.96	1027.06
Interest cost	81.37	71.89
Current Service Cost	75.07	71.66
Benefits paid	(100.63)	(83.26)
Actuarial (gain)/loss on obligations	43.74	(2.39)
Present value at the end of the year	1184.51	1084.96
2. Changes in fair value of plan assets		
Fair value of plan assets at the beginning of the year	1005.78	758.44
Expected return on plan assets	72.92	56.88
Contributions	77.70	267.72
Benefits paid	(100.63)	(83.26)
Actuarial gain/(loss) on plan assets	4.06	5.99
Fair value of plan assets at the end of the year	1059.83	1005.78
3. Amount recognized in the balance sheet		
Present value of obligations as at the end of year	1184.51	1084.96
Fair value of plan assets as at the end of year	1059.83	1005.78
(Net asset)/liability recognized in balance sheet	124.68	79.18
4. Expenses recognized in Statement of Profit and Loss		
Current service cost	75.07	71.66
Interest cost	81.37	71.89
Expected return on plan assets	(72.92)	(56.88)
Expenses recognized in statement of profit and loss.	83.52	86.67
5. Amount recognized in Other Comprehensive Income		
Actuarial (gain)/ loss on obligations	43.74	(2.39)
Actuarial (gain)/loss – plan assets	(4.06)	(5.99)
Actuarial (gain)/loss recognized in the year	39.68	(8.38)
6. Assumptions		
Discount rate	7.25%	7.50%
Salary escalation	7.00%	7.00%
Expected rate of return	7.25%	7.50%


Notes to financial statements for the year ended 31st March, 2024
Sensitivity analysis:

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate and expected salary increase rate. Effect of change in mortality rate is negligible. Please note that the sensitivity analysis presented below may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in the assumption would occur in isolation of one another as some of the assumptions may be correlated. The result of the sensitivity analysis is given below:

Period	As at 31 st March, 2024	As at 31 st March, 2023
Defined benefit obligation (base)	11,84,51,010 @ salary increase rate: 7% and discount rate: 7.25%	10,84,95,747 @ salary increase rate: 7% and discount rate: 7.50%
Liability with x% increase in discount rate	1113.14; x=1.00%	1019.56; x=1.00%
Liability with x% decrease in discount rate	1264.55; x=1.00%	1158.21; x=1.00%
Liability with x% increase in salary growth rate	1263.95; x=1.00%	1157.86; x=1.00%
Liability with x% decrease in salary growth rate	1112.32; x=1.00%	1018.66; x=1.00%
Liability with x% increase in withdrawal rate	1185.09; x=1.00%	1086.27; x=1.00%
Liability with x% decrease in withdrawal rate	1183.85; x=1.00%	1083.49; x=1.00%

**Note 27: Contingent Liabilities and Commitments:
(to the extent not provided for)**

(₹ in lakhs)

Particulars	As at 31 st March, 2024	As at 31 st March, 2023
a) Letters of Credits opened with Banks	1366.44	587.98
b) Unexpired Bank guarantees (net of margin money paid)	532.01	718.96
c) Capital Commitments: Estimated amount of contracts remaining to be executed on Capital Account (Net of advances)	8803.45	9416.92
d) Claims against the company not acknowledged as debts and not provided for being disputed and pending in appeals/ Assessments in respect of:		
i) The Fuel Surcharge Adjustment (FSA) charges for the year 2008-09 and 2009-10 payable to APCPDCL was contested by the Industrial units including the company before Hon'ble High Court of AP and obtained favourable order for 2008-09 and the matter was referred to Supreme Court and the same is pending.	1,523.80	1,523.80
ii) During the year 2020-21, APSPDCL raised power bills for June, 2020 and from October, 2020 to March, 2021 without giving credit fully for the power supplied and billed by APGPCL, resulting in again billing of the units supplied by APGPCL. The company contested the net demand of Rs.1095.02 lakhs raised by APSPDCL for the power supplied by APGPCL before the High Court of AP after considering the power bills amount paid Rs. 1750.99 to APGPCL.	2846.01	2846.01

**Notes to financial statements for the year ended 31st March, 2024**

(₹ in lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
iii) During the year 2022-23 and 2021-22, APSPDCL raised power bills without giving credit fully for the power supplied and billed by APGPCL resulting in again billing of the units supplied by APGPCL. The company contested the demand raised by APSPDCL after considering the amounts paid to APGPCL for the power supplied by APGPCL and the matter is pending before the High Court of Andhra Pradesh.	7826.30	5702.74
iv) Demand in respect of Electricity Duty raised during the year 2023 -2024 by APSPDCL for the period from April, 2023 to August, 2023 is not considered in view of Honorable High Court of A P Judgment in favour of the company. Against the Judgment, APSPDCL has filed further appeal before the High Court of AP	1644.00	0.00
v) Demand raised by APCPDCL, Kurnool categorization of quota matter under dispute was disposed by High Court of Andhra Pradesh in favour of the company and the revision of demand is pending with APCPDCL.	197.70	0.00
vi) Claims of surcharge on pending legal disputed cases with APSPDCL on various issues like FSA, True-up charges, Grid supporting charges, AP GAS Surplus units, AP GAS 30% units, Electricity Duty, Categorization matter and R&C matters to the extent of not brought into books of account	5214.19	0.00
vii) Claim from M/s APTRANSCO towards transmission charges of Rs. 204.72 lakhs based on the capacity of Wind Mills for a period 2004-05 to 2013-14 was disputed with the department and paid Rs. 75 lakhs on transmission charges based on actual units generated during the period and the matter is pending before APTRANSCO	129.72	0.00
viii) (a) Claim made by one MSME supplier for additional compensation for supply / service rendered to the company for Rs. 18.63 Lakhs and interest at applicable rate with compound interest.	140.95	140.95
(b) The company deposited under protest Rs. 140.95 (including interest) High Court of Chennai	(140.95)	(140.95)
ix) Demand U/s 270A of Income Tax Act for the Assessment year 2017-18, contested in Appeal before CIT, Appeals (Faceless).	8.84	8.84
x) Addition made for the Assessment Year 2016-17 under section 69A of Income Tax Act, 1961 the realisation of sales made to party of Rs. 1,08,91,780/- as income from other sources, the company contested in Appeal before CIT (Appeals) and Penalty u/s 271(1)(c) also contested.	36.01	36.01
xi) During the year demand for availment of transitional credit on input supplies / services and capital goods was contested in appeal by the Company before Joint Commissioner of Central Tax (Appeals) Guntur.	25.21	25.21


Notes to financial statements for the year ended 31st March, 2024

- e) The company has undertaken to fulfill the Export Obligation as specified in License (EPCG) and Advance License sanctioned for import of capital goods and raw materials availing customs duty exemption and the following are details of export obligation.

Sl.No.	As at 31 st March, 2024			As at 31 st March, 2023		
	Export Obligation in US \$	Export Obligation in Rs. in Lakhs	Specified Period to fulfill the export obligation	Export Obligation in US \$	Export Obligation in Rs. in Lakhs	Specified Period to fulfill the export obligation
1	1435268	1047.75	14.12.2026	1435268	1047.75	14.12.2026
2	455254	325.96	26.03.2027	455254	325.96	26.03.2027
3	160872	117.51	04.06.2027	160872	117.51	04.06.2027
4	3251285	2672.55	29.08.2029	0.00	0.00	0.00
5	900000	120.00	20.01.2025	0.00	0.00	0.00
Total	6202679	4283.77		2051394	1491.22	

Note 28. Leases:

The Company records the lease liability at the present value of the lease payments discounted at the incremental borrowing rate and the ROU asset at its carrying amount as if the standard had been applied since the commencement date of the lease, but discounted at the Company's incremental borrowing rate at the date of initial application.

The changes in the carrying value of ROU assets for the year ended 31st March, 2024 are as follows: (₹ in lakhs)

Particulars	Land	Buildings	As on 31.03.2024	As on 31.03.2023
Balance as at 1 st April 2023	0.00	1315.92	1315.92	1522.15
Additions	125.05	0.00	125.05	0.00
Less: Depreciation	15.00	206.23	221.23	206.23
Balance as at 31 st March, 2024	110.05	1109.69	1219.74	1315.92

The break-up of current and non-current lease liabilities as at 31st March, 2024 is as follows (₹ in lakhs)

Particulars	Land	Buildings	As at 31 st March, 2024	As at 31 st March, 2023
Non –Current lease liabilities	118.11	1321.31	1439.42	1514.17
Current lease liabilities	16.00	382.13	398.13	366.74
Total	134.11	1703.44	1837.55	1880.91

**Notes to financial statements for the year ended 31st March, 2024**

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

(₹ in lakhs)

Particulars	Land	Buildings	TOTAL 31.03.2024	TOTAL 31.03.2023
Balance as at 1 st April 2023	0.00	1880.91	1880.91	2024.00
Additions	121.05	0.00	121.05	0.00
Finance cost during the year	45.06	189.27	234.33	208.99
Payment of lease	32.00	366.74	398.74	352.08
Balance as at 31 st March, 2024	134.11	1703.44	1837.55	1880.91

The details of the contractual maturities of lease liabilities as at 31st March, 2024 on an undiscounted basis are as follows:

(₹ in lakhs)

Particulars	Land	Buildings	As at 31 st March, 2024	As at 31 st March, 2023
(i) Less than one year	16.00	382.13	398.13	366.74
(ii) One to five years	80.00	1406.75	1486.75	1717.66
(iii) More than five years	268.00	754.39	1022.39	825.61

Note 29. Borrowing / Bank Charges:

L.C charges capitalized during the year Rs. 55.83 Lakhs (Previous Year Rs 12.92 Lakhs)


Notes to financial statements for the year ended 31st March, 2024
Note 30: Segment Reporting:

(₹ in lakhs)

Particulars	As at 31 st March, 2024	As at 31 st March, 2023
Segment Revenue		
a) Chemicals	1,51,843.53	2,24,532.93
b) Oils & Fats	4,898.82	11,094.58
TOTAL	1,56,742.35	2,35,627.51
Less: Inter segment revenue	(2,146.71)	(3,054.31)
Net Sales/Income from Operations	1,54,595.64	2,32,573.20
Segment Results Profit/(Loss) Before tax and interest:		
a) Chemicals	10,449.47	46,236.31
b) Oils & Fats	(331.81)	303.20
TOTAL	10,117.66	46,539.51
Less: I) a) Interest Expenses	2,368.73	2,760.89
b) Interest Income	(617.45)	(435.61)
II) Loss from discontinuing operations of power Plant	35.71	58.86
Total Profit before Tax	8,330.67	44,155.37
Segment Assets		
a) Chemicals	1,65,307.08	1,54,064.70
b) Oils & Fats	2,585.57	3,485.16
c) Others	10,446.30	9,932.76
d) Power Plant (Discontinued operations)	829.60	834.78
TOTAL	1,79,168.55	1,68,317.40
Segment Liabilities		
a) Chemicals	64,983.48	59,181.51
b) Oils & Fats	11.60	307.35
c) Others	4,593.80	4,170.32
d) Power Plant (Discontinued operations)	-	-
TOTAL	69,588.88	63,659.18
Depreciation and amortisation expense		
a) Chemicals	8,145.56	7,124.38
b) Oils & Fats	204.28	238.04
c) Power Plant(Discontinued Operations)	-	35.59
TOTAL	8,349.84	7,398.01
Additional information by geographic Revenue by Geographical Market		
India	1,44,644.46	2,24,781.82
Outside India	9,951.18	7,791.38
TOTAL	1,54,595.64	2,32,573.20

Revenue from major customers

The Company is not reliant on revenues from transactions with any single external customer and does not receive 10% or more of its revenues from transactions with any single external customer.

**Notes to financial statements for the year ended 31st March, 2024****Note 31: Fair value measurements****a) Financial instruments by category**

The carrying value of financial instruments by categories as of March 31, 2024 is as follows :

(₹ in lakhs)

Particulars	FVTPL	FVTOCI	Amortised cost	Total
Financial assets				
Investments				
Equity instruments	-	3,315.79	-	3,315.79
Government securities	-	-	-	-
Trade receivables	-	-	18,803.13	18,803.13
Cash and cash equivalents	-	-	1,105.76	1,105.76
Bank balances other than Cash and cash equivalents	-	-	3,134.62	3,134.62
Other financial assets	-	-	14,499.33	14,499.33
Total Financial assets	-	3,315.79	37,542.84	40,858.63
Financial liabilities				
Borrowings	-	-	30,098.75	30,098.75
Trade and other payables	-	-	4,756.57	4,756.57
Other financial liabilities	-	-	19,327.69	19,327.69
Total Financial liabilities	-	-	54,183.01	54,183.01

The carrying value of financial instruments by categories as of March 31, 2023 is as follows :

(₹ in lakhs)

Particulars	FVTPL	FVTOCI	Amortised cost	Total
Financial assets				
Investments				
Equity instruments	-	3,095.06	-	3,095.06
Government securities	-	-	1.59	1.59
Trade receivables	-	-	22,664.07	22,664.07
Cash and cash equivalents	-	-	2,009.60	2,009.60
Bank balances other than Cash and cash equivalents	-	-	4,228.58	4,228.58
Other financial assets	-	-	12,977.18	12,977.18
Total Financial assets	-	3,095.06	41,881.02	44,976.08
Financial liabilities				
Borrowings	-	-	21,336.02	21,336.02
Trade and other payables	-	-	6,478.08	6,478.08
Other financial liabilities	-	-	21,597.82	21,597.82
Total Financial liabilities	-	-	49,411.92	49,411.92


Notes to financial statements for the year ended 31st March, 2024
b) Fair value hierarchy

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities.

Quantitative disclosures fair value measurement hierarchy for assets as at 31st March, 2024: (₹ in lakhs)

Particulars	Fair value measurement using			
	Level 1	Level 2	Level 3	Total
Financial assets				
Financial instruments at FVTOCI				
Investments in Quoted equity instruments				
Equity shares of Sree Rayalaseema Hi-Strength Hypo Ltd	1,203.92	-	-	1,203.92
Equity shares of Indian Bank	4.37	-	-	4.37
Investments in Un-Quoted equity instruments				
Equity shares of Andhra Pradesh Gas Power Corporation Ltd*	-	-	9.86	9.86
Equity shares of Brilliant Bio- Pharma Pvt Ltd**	-	-	2,097.64	2,097.64
Total Financial assets	1,208.29	-	2,107.50	3,315.79

*During the previous year 2022-23, the operations of APGPCL were suspended due to various operational reasons. Thus, the investments in APGPCL shares were measured at Rs.0.107 per share for the year ended 31st March, 2024.

**The company has valued the shares of Brilliant Bio-Pharma Pvt Ltd using net asset value method by valuing the fixed assets and investments at market value.

Quantitative disclosures fair value measurement hierarchy for assets as at 31st March, 2023: (₹ in lakhs)

Particulars	Fair value measurement using			
	Level 1	Level 2	Level 3	Total
Financial assets				
Financial instruments at FVTOCI				
Investments in Quoted equity instruments				
Equity shares of Sree Rayalaseema Hi-Strength Hypo Ltd	1,007.02	-	-	1,007.02
Equity shares of Indian Bank	2.42	-	-	2.42
Investments in Un-Quoted equity instruments				
Equity shares of Andhra Pradesh Gas Power Corporation Ltd*	-	-	98.62	98.62
Equity shares of Brilliant Bio-Pharma Pvt Ltd	-	-	1,987.00	1,987.00
Total Financial assets	1,009.44	-	2,085.62	3,095.06

*During the year 2022-23, the Andhra Pradesh Gas Power Corporation Ltd suspended its operations pursuant to cancellation of Gas allotment for power generation by Government of India and there are many legal cases pending in Courts. Considering the situation the investment in APGPCL was measured at fair value Rs. 1/- (face value Rs. 10/- per equity share) per equity share for year ended 31.03.2023.

Reconciliation of Level 3 fair value measurements
Investment in unquoted shares irrevocably designated as FVTOCI

(₹ in lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
Opening balance	2,085.62	7,780.00
Purchases	-	1,987.00
Total gains/losses in other comprehensive income	21.88	(7,681.38)
Closing balance	2,107.50	2,085.62

**Notes to financial statements for the year ended 31st March, 2024**

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments, traded bonds and mutual funds that have quoted price. The fair value of all equity instruments (including bonds) which are traded in the stock exchanges is valued using the closing price as at the reporting period.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the-counter derivatives) is determined using valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities included in level 3.

There are no transfers between levels 1 and 2 during the year.

Note 32 : Related Party Disclosures:

a) Names of related parties and description of relationship:

Description of relationship	Name of related party
Enterprises were significant influence of Key Managerial Personnel or their relatives exists	Sree Rayalaseema Hi-Strength Hypo Limited. TGV Projects and Investments Private Limited Brilliant Bio Pharma Private Limited Sree Maruthi Marine Industries Limited Sree Maruthi Agro Tech Limited Gowri Gopal Hospitals Private Limited Sree Rayalaseema Galaxy Projects Private Limited Nectar Laboratories Private Limited S.K.Salts Private Limited M.V. Salts & Chemicals Private Limited Brilliant Industries Private Limited Sree Rayalaseema Dutch Kassenbouw Private Limited Roopa Industries Limited Priyadarshini Salt Works Private Limited JSM International Limited TGV Securities Private Limited TGV Industries Private Limited Gowri Gopal Intensive Care Unit LLP TGV Sodium Metals Private Limited
Key Managerial Personnel	Shri. C. Srinivasa Babu, (ED Tech.) Shri. K. Karunakar Rao – C.E.O. & E.D. (F&C) Shri. N. Jeswanth Reddy – E.D. (Tech.) Shri. C. Rajesh Khanna – C.F.O. & V.P. (F&A) Shri. V. Radha Krishna Murthy – Company Secretary


Notes to financial statements for the year ended 31st March, 2024

Description of relationship	Name of related party
Directors	Shri C. Sreenivasa Babu, Executive Director Shri. K.Karunakar Rao, Executive Director Shri. N. Jeswanth Reddy, Executive Director Ms. Sridevi Madati, Independent Director Ms. Hima Bindu, Independent Director Ms. Geeta Ramesh Serwani, Independent Director
Promoters / Close members of key managerial personnel's family	Sri T.G. Venkatesh, Smt. T.G. Rajya Lakshmi Sri T.G. Bharath Smt Jyothsna S Mysore Smt Boda Mourya

b) Summary of transactions with the above related parties is given below :

The material transactions with above related parties are carried at arm's length price and in the ordinary course of business:

Name of the party	Nature of Transaction	(₹ in lakhs)			
		For the year ended 31.03.24	For the year ended 31.03.23 31.03.24	Balance Outstanding as on 31.03.23	Balance Outstanding as on
Enterprises where significant influence of key managerial personnel or their relatives exists:					
Sree Rayalaseema Hi- Strength Hypo Limited	Sales	10203.40	15676.11	1553.73 (Cr)	949.63 (Cr)
	Purchases	5667.15	9989.39	-	-
	Services availed	132.75	242.65	-	-
	Lease Rentals Paid	36.00	-	-	-
	Rents Received	6.67	6.55	-	-
	Land Purchase	-	1371.38	-	-
	Purchase of Solar Power Plant	-	1035.00	-	-
	Sale of Fixed Assets	193.60	-	-	-
	Dividend received	9.79	8.57	-	-
	Dividend paid	205.45	-	-	-
Investment in Equity	-	-	24.48 (Dr)	24.48 (Dr)	
Gowri Gopal Hospitals Private Limited	Purchases	1.71	2.38	-	-
	Services availed	45.82	55.44	1.92 (Cr)	1.50 (Cr)
	Dividend paid	10.05	-	-	-
Roopa Industries Limited	Sales	51.13	56.40	13.27 (Dr)	0.76 (Cr)
	Purchases	-	11.80	-	-
Sree Rayalaseema Galaxy Projects Private Limited	Sales	16.23	18.66	-	-
	Purchases	108.67	76.68	5.94 (Cr)	7.22 (Cr)
	Dividend paid	0.55	-	-	-
Sree Rayalaseema Dutch Kassenbouw Private Limited	Dividend paid	18.81	-	-	-
Brilliant Industries Private Limited	Sales	-	476.53	-	-
	Dividend paid	265.14	-	-	-
Brilliant Bio Pharma Private Limited	Sales	-	155.75	2.96 (Cr)	15.26 (Cr)



Notes to financial statements for the year ended 31st March, 2024

(₹ in lakhs)

Name of the party	Nature of Transaction	For the year ended 31.03.24	For the year ended 31.03.23	Balance Outstanding as on 31.03.24	Balance Outstanding as on 31.03.23
Brilliant Bio Pharma Private Limited	Purchase of Solar plant panels etc., Investment in Equity	- -	37.63 1987.00	- 1987.00 (Dr)	- 1987.00 (Dr)
Nectar Laboratories Private Limited	Sales Purchases	- -	1665.43 -	- -	- -
Sree Maruthi Marine Industries Limited	Purchases	186.32	308.49	110.81 (Cr)	109.06 (Cr)
Sree Maruthi Agro Tech Private Limited	Purchases	10.58	23.73	9.35 (Dr)	0.07 (Cr)
TGV Industries Private Ltd.,	Purchases	385.74	365.59	35.53 (Cr)	36.28 (Cr)
Priyadarshini Salt Works Private Limited	Purchases	-	119.66	49.13 (Dr)	0.87 (Cr)
Shri T.G. Venkatesh	Advisory Charges Lease Rentals Paid Purchase of Land Advance Rent advance paid Dividend paid	1224.22 58.87 410.00 - 53.91	850.75 58.87 - - -	103.31 (Cr) 5.30 (Cr) 410.00 (Dr) 107.00 (Dr) -	58.46 (Cr) - - 107.00 (Dr) -
TGV Projects and Investments Private Limited	Lease Rentals Paid Rent deposit Dividend paid	307.88 - 116.94	293.23 - -	0.71 (Cr) 29.44 (Dr) -	0.26 (Cr) 65.77 (Dr) -
The Mourya Inn	Services availed	226.15	217.18	83.64 (Cr)	9.71 (Cr)
Gowri Gopal Intensive Care Unit	Services availed	6.54	11.40	-	3.17 (Cr)
TGV Securities Private Limited	Dividend Paid	0.14	-	-	-
Shri K.Karunakar Rao, ED (F&C)	Remuneration Dividend paid	33.61 0.02	31.32 -	2.25 (Cr) -	2.25 (Cr) -
Shri. N.Jesvanth Reddy, ED (Tech)	Remuneration	32.26	31.46	2.00 (Cr)	1.24 (Cr)
Shri C. Srinivasa Babu, ED (Tech)	Remuneration	64.60	57.49	1.55 (Cr)	2.96 (Cr)
Shri. V. Radha Krishna Murthy, Company Secretary	Remuneration Dividend paid	11.62 0.00	11.53 -	0.87 (Cr) -	0.54 (Cr) -
Shri. C.Rajesh Khanna, CFO	Remuneration	17.38	17.64	1.11 (Cr)	0.52 (Cr)
Relatives of Key Managerial Personnel					
Smt. T.G. Rajya Lakshmi	Rent Paid Dividend paid	2.74 3.22	2.47 -	0.21 (Cr) -	0.19 (Cr) -
Sri T.G. Bharath	Dividend paid	1.30	-	-	-
Smt. Boda Mourya	Dividend paid	0.93	-	-	-
Smt. Jyothisna S. Mysore	Dividend paid	0.13	-	-	-
Smt. K. Naga Nirmala Rao	Dividend paid	0.01	-	-	-
Relatives to KMPs	Car Lease Rent	4.84	4.84	0.40 (Cr)	0.40 (Cr)

Note: Cr indicates Credit balance & Dr indicates Debit balance

**Notes to financial statements for the year ended 31st March, 2024****Note 33: Capital Management & Risk management****Capital management**

The Company being in a capital intensive industry, its objective is to maintain a strong credit rating healthy capital ratios and establish a capital structure that would maximise the return to stakeholders through optimum mix of debt and equity. The Company's capital requirement is mainly to fund its capacity expansion, repayment of principal and interest on its borrowings. The principal source of funding of the Company has been, and is expected to continue to be, cash generated from its operations supplemented by funding from bank borrowings. The Company regularly considers other financing and refinancing opportunities to diversify its debt profile, reduce interest cost and align maturity profile of its debt commensurate with life of the assets, and closely monitors its judicious allocation amongst competing capital expansion projects and strategic acquisitions, to capture market opportunities at minimum risk.

Gearing ratio

The Company monitors its capital using gearing ratio, The Company's strategy is to maintain gearing ratio below 1, which is total debt divided to total equity as given below:

(₹ in lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
Total Debt*		
Equity share capital	30,159.76	21,405.49
Other equity	10,713.26	10,713.26
Other equity	98,866.41	93,944.96
Total equity	109,579.67	104,658.22
Total debt to Total equity ratio	0.28	0.20

*Total Debt is defined as secured long-term including current maturities of borrowings.

Financial risk management and objectives and policies

This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the impact in the financial statements.

A Special Team with Senior Executives having exposure in various fields has been formed to assist Executive Director and CEO in (a) Overseeing and approving the Company's enterprise wide risk management framework, and (b) Overseeing that all the risks that the organisation faces such as market risk (including currency risk, interest rate risk and other price risk), Credit risk and liquidity risk have been identified and assessed and there is an adequate risk management infrastructure in place capable of addressing those risks. The Executive Director and CEO, monitors and reports on the principal risks and uncertainties that can impact the Company and its ability to achieve strategic objectives. The Company's management systems, organisational structures, processes, standards, code of conduct and behaviors together form the Management and business of the Company.

A. Market risk

The Company is exposed to market risk through changes in foreign currency exchange rates and changes in interest rates. Financial assets/liabilities affected by this risk are borrowings, letter of credits and trade receivables.

The Company's investments in listed and non-listed equity securities are susceptible to price risk arising from uncertainties about future value of the investment securities. The Company's non-current investment in equity shares are strategic investments and hence are considered as Fair Value through Other Comprehensive Income. The company's Board of Directors reviews and approves all equity investment decisions.

**Notes to financial statements for the year ended 31st March, 2024****Foreign Currency risk management**

The Company operates internationally and is exposed to foreign currency risk arising from foreign currency transactions, primarily with respect to the US\$, EUR, JPY. Foreign exchange risk arises from import as well as exports of goods. The risk is measured through a forecast of highly probable foreign currency cash flows.

The special team as mentioned above analysis the options for hedging. Based on the analysis the management takes decision regarding hedging of foreign currency exposures. Currently, the Company has not hedged any of the foreign currency transactions in the view of the natural hedging. The natural hedging is sufficient to manage the current foreign currency risk management.

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities are restated at the end of each quarter. The same at the end of the reporting period are as follows :

(FC in lakhs)

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	Currency	Amount in FC	Currency	Amount in FC
Receivables for export	USD	0.74	USD	0.71
Payables for imports				
LC's issued to creditors/direct supplies	USD	100.46	USD	133.43
LC's issued to creditors	EURO	0.61	EURO	-

Foreign Currency Sensitivity Analysis

The Company is mainly exposed to US Dollar, EUR, JPY, CHF.

The following tables demonstrate the sensitivity to a reasonably possible change in USD, EUR, JPY exchange rates, with all other variables held constant. The Company's exposure to foreign currency changes for all other currencies is not material.

(₹ in lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
	Impact on profit before tax	
USD Sensitivity		
Impact due to increase by 5%	(415.67)	(545.57)
Impact due to decrease by 5%	415.67	545.57
EURO Sensitivity		
Impact due to increase by 5%	(2.76)	-
Impact due to decrease by 5%	2.76	-

Interest Rate Risk Management

Interest rate risk is the risk that the fair value or future cash flows of a financial instruments 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 borrowings with floating base interest rates. Based on the interest rate sensitivity the Company decides on the management of interest rate risk.

**Interest Rate Sensitivity:**

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Company's profit before tax is affected through the impact on floating base rate borrowings, as follows: (₹ in lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
Increase/decrease in base points	Impact on profit before tax	
50 base points higher	58.09	54.48
50 base points lower	(58.09)	(54.48)

B. Credit risk

Credit risk refers to the risk that the counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company is operating through network of dealers based at different locations. Regular monitoring of the receivables is undertaken by the marketing department and in case the limits are exceeded, steps will be taken by the marketing departments and after discussing with the management the Company will decide whether to stop or not further supplies to the concerned dealer till the amount outstanding is recovered. For the export made by the Company, the sales are backed by ECGC Coverage or advance receipts. The internal risk management committee of the Company meets regularly to discuss the dealers and credit risks, measures taken to address them and the status and level of risk after the measures taken. Export sales are fully secured through ECGC Coverage or against advance receipts. (refer Note No.8(a) for Trade Receivables outstanding).

C. Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses, Company maintains flexibility in funding by maintaining availability under committed credit lines.

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-term, medium-term and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.


Notes to financial statements for the year ended 31st March, 2024
(i) Financing arrangements

The table below provides details regarding the remaining contractual maturities of financial liabilities as at reporting date: (₹ in lakhs)

Particulars	On demand	< 1 year	1 - 5 years	5 + years	Total
As at 31st March, 2024					
Bank borrowings	-	-	7,947.80	-	7,947.80
Total non-current financial liabilities	-	-	7,947.80	-	7,947.80
Current borrowings	22,150.95	-	-	-	22,150.95
Trade payables	4,756.57	-	-	-	4,756.57
Other current financial liabilities	11,049.22	-	-	-	11,049.22
Total current financial liabilities	37,956.74	-	-	-	37,956.74
Total	37,956.74	-	7,947.80	-	45,904.54
As at 31st March, 2023					
Bank borrowings	-	-	7,062.18	-	7,062.18
Total non-current financial liabilities	-	-	7,062.18	-	7,062.18
Current borrowings	14,273.84	-	-	-	14,273.84
Trade payables	6,478.08	-	-	-	6,478.08
Other current financial liabilities	12,093.96	-	-	-	12,093.96
Total current financial liabilities	32,845.88	-	-	-	32,845.88
Total	32,845.88	-	7,062.18	-	39,908.06

The following table shows summary of the sources of risk which the entity is exposed to and how the entity manages the risk and the impact in the financial statements:

Exposure arising from	Risk	Measurement	Management
Foreign currency transactions	Market risk - foreign exchange	Cash flow forecasting	Natural hedging
Borrowings with floating interest rates	Market risk - interest rate	Sensitivity analysis	Credit ratings
Cash and cash equivalents, trade receivables, financial instruments, financial assets measured at amortised cost.	Credit risk	Aging analysis Credit ratings	Diversification of bank deposits, credit limits and letters of credit
Borrowings and Financial liabilities	Liquidity risk	Rolling cash flow forecasts	Availability of committed credit lines and borrowing facilities


Notes to financial statements for the year ended 31st March, 2024
Note 34: Discontinued Operations
Description:

The Power Purchase Agreement with Karnataka Electricity Board (Power Distribution Companies) pertaining to Bellary power plant was expired on 31st August, 2012 and the agreement was not renewed and generation of power was stopped from September, 2012. The company has discontinued the operations of this segment from the year 2013-14 and exploring the possibilities for disposal of its Plant.

The results of discontinued operations are presented below:

(₹ in lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
(Profit) on sale of Assets	-	(14.11)
Expenses	35.71	37.38
Depreciation	-	35.59
Loss from discontinued operations for the year before tax	35.71	58.86
Tax (expense)/income	(8.99)	(14.81)
Loss from discontinued operations for the year after tax	26.72	44.05
Assets		
Fixed Assets	823.61	823.61
Current Assets	5.99	11.18
Total Assets	829.60	834.79
Liabilities	-	-
Net Assets	829.60	834.79
Cash flow as follows		
Operating activities		
Sale of fixed assets	-	16.32
Expenses	(35.71)	(37.38)
Change in working capital	5.19	(1.27)
Net cash (outflow)	(30.52)	(22.33)

Note : 35. Income and expenditure in foreign currency and Foreign Currency Exposures
Earnings in Foreign Currency

(₹ in lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
i) FOB value of exports	7,290.27	7,238.43
ii) Others	431.01	1.73

Expenditure in Foreign Currency

(₹ in lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
i) Travelling	12.24	34.69
ii) Fees and charges	2.51	2.59
iii) Commission paid	30.49	200.80
iv) Interest & Bank charges	341.12	324.46
v) Technical Service charges	-	16.96
Total	386.36	579.50


Notes to financial statements for the year ended 31st March, 2024
Foreign Currency Exposures

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	Recognised amount (Rs.in lakhs)	Amount in FC (in lakhs)	Recognised amount (Rs.in lakhs)	Amount in FC (in lakhs)
Receivables for export	62.00	\$ 0.74	58.60	\$ 0.71
Payables for imports towards LC's/direct supplies:	8375.36	\$ 100.46	10969.97	\$ 133.43
	55.06	EURO 0.61	0	0

Value of Imports (Calculated on C.I.F basis)

(₹ in lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
i) Raw Materials	15670.36	8683.64
ii) Coal	-	209.50
iii) Chemicals & Spares & Stores	1081.24	3580.81
iv) Capital Goods / Services	7979.82	5937.40
Total	24731.42	18411.35

Note 36:

Under the Micro, Small and Medium Enterprises Development Act, 2006 and in accordance with the notification issued by the Ministry of Corporate Affairs, certain disclosures are required to be made relating to Micro, Small and Medium Enterprises as defined in the said Act. The company is in the process of compiling the relevant information from its suppliers about their coverage under the said Act and hence required disclosures made to the extent available.

The following are outstanding balances as at :

(₹ in lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
i) Principal amount remaining unpaid to any supplier as at the end of the accounting year and are within agreed period not due for payment	1274.00*	875.42*
ii) The amount of interest paid by the buyer in terms of section 16, along with the amounts of payment made to the supplier beyond the appointed day during each accounting year	NIL	NIL
iii) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Act;	NIL	NIL
iv) The amount of interest accrued and remaining unpaid at the end of each accounting year; and	NIL	NIL
v) The amount of 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 enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	NIL	NIL

*Includes Rs. 11.45 lakhs under dispute with High court of Madras.


Notes to financial statements for the year ended 31st March, 2024
Note 37: Contingent assets:

- a) Legal cases filed or issued lawyer notices by the company for recovery of dues/advances and pending in Courts for disposal: (₹ in lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
Against Debtors, Contractors and Suppliers	777.56	1177.28

- (b) During the previous year 2022-23, a claim was made by the company on A.P Gas Power Corporation Limited (APGPCL), a captive power generating company by issuing debit note for an amount of Rs. 4,766.73 Lakhs towards power purchased from APGPCL being full credit not given by A.P Southern power distribution Co. Ltd for the power supplied by APGPCL and APSPDCL also raised demand for the same power purchased from APGPCL on account of certain disputes pending between the above two companies.

Note 38: Revenue from contracts with customers:

The Company produces Chloro-Alkali & Chloromethane products and also Castor Derivatives and Fatty Acids.

Revenue is recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration we expect to receive in exchange for those products or services.

Revenue from sale of goods is recognized when control of the products being sold is transferred to our customer and when there are no longer any unfulfilled obligations.

The Performance Obligations in our contracts are fulfilled at the time of dispatch, delivery or upon formal customer acceptance depending on customer terms.

Income from services rendered is recognized based on agreements/arrangements with the customers as the service is performed and there are no unfulfilled obligations.

Interest income is recognized using the effective interest rate (EIR) method.

Dividend income on investments is recognized when the right to receive dividend is established.

(₹ in lakhs)

Sl. No.	Revenue by offerings	Year ended 31st March, 2024	Year ended 31st March, 2023
A	MANUFACTURED GOODS		
1	Caustic Soda Lye & Flakes	1,04,264.90	1,57,955.12
2	Liquid Chlorine	2,360.06	2,197.55
3	Hydrochloric Acid	1,611.18	667.86
4	Hydrogen Gas	936.54	1,114.32
5	Bleach Liquor	2,197.94	2,521.84
6	Caustic Potash Lye & Flakes	29,919.17	43,568.85
7	Potassium Carbonate	2,477.72	1,967.03
8	Hydrogenated Castor Oil	161.92	246.38
9	12 Hydroxy Stearic Acid	604.29	1,138.72
10	Refined Glycerine	57.05	223.81
11	Stearic Acid	4,102.23	4,652.04
12	Soap Noodles	552.08	5,878.98
13	Toilet Soaps	24.28	39.64
14	Methylene Chloride	21,529.61	30,035.85
15	Chloroform	6,343.86	13,081.25
16	Carbon Tetra Chloride	489.19	3,419.50
17	Others less than 1% of Total Turnover	1,716.41	2099.97
	Less: Cash Discounts / Shortages	-73.08	-167.57
	TOTAL	1,79,275.35	2,70,641.14
	Less: Indirect taxes	25,813.13	39,016.81
	Net Revenue from products	1,53,462.22	2,31,624.33

The Company represents revenue net of indirect taxes in its Statement of Profit and Loss.

**Notes to financial statements for the year ended 31st March, 2024****A. Disaggregate Revenue Information**

The disaggregated revenue from contracts with the customers for the year ended 31st March, 2024 by offerings and contract type. (₹ in lakhs)

Revenue by contract type	Year ended 31st March, 2024	Year ended 31st March, 2023
Fixed timeframe	1,53,462.22	2,31,624.33
Time and material	1133.43	948.87

B. Remaining Performance Obligations

The remaining performance obligation disclosure provides the aggregate amount of transaction price yet to be recognized as at the end of the reporting period and an explanation as to when the Company expects to recognize these amounts in revenue.

Applying the practical expedient as given in Ind AS 115, the Company has not disclosed the remaining performance obligation related disclosures for contracts where the revenue recognized corresponds directly with the value to the customer of entity's performance completed to date.

The aggregate amount of transaction price allocated to remaining performance obligations as per the requirements of Ind AS 115 is Rs.7568.53 Lakhs(Previous year Rs. 8500.34 Lakhs)out of which, approximately 100% (Previous year 100%) is expected to be recognized as revenues within one year.

Note 39: Cost of Raw Materials Consumed:

(₹ in lakhs)

Sl. No.	Description of Material	Year ended 31st March, 2024	Year ended 31st March, 2023
1	SALT	16,288.25	17,318.55
2	CASTOR OIL	666.66	1,033.98
3	ACID OILS & OTHER OILS	3,096.36	6,824.00
4	POTASSIUM CHLORIDE	16,055.97	21,177.17
5	METHENOL	9,338.23	10,199.14
6	OTHERS	3.91	3.12
	TOTAL	45,449.38	56,555.96


Notes to financial statements for the year ended 31st March, 2024
Note 40: Raw material consumed

Particulars	Year ended 31 st March, 2024			Year ended 31 st March, 2023		
	Qty MT/KL	Rs. in lakhs	%	Qty MT/KL	Rs. in lakhs	%
i) Salt						
- Imported	-	-	-	-	-	-
- Indigenous	391333	16288.25	100	405228	17318.55	100
ii) Potassium chloride						
- Imported	31842	12201.70	75.99	14112	7950.64	37.54
- Indigenous	10142	3854.27	24.01	24493	13226.53	62.46
iii) Castor Oil						
- Imported	-	-	-	-	-	-
- Indigenous	540	666.66	100	700	1033.98	100
iv) Palm fatty acid distillate						
- Imported	-	-	-	-	-	-
- Indigenous	4011	2789.68	100	7402	5301.80	100
v) Palm Kernel oil/ Distilled fatty acid						
- Imported	-	-	-	367	318.18	24.49
- Indigenous	97	82.47	100	1115	980.91	75.51
vi) Crude Glycerin						
- Imported	-	-	-	-	-	-
- Indigenous	54	29.46	100	86	107.83	100
vii) Methanol						
- Imported	-	-	-	-	-	-
- Indigenous	32036	9338.23	100	31866	10199.14	100
viii) Other Raw Materials						
- Imported	-	-	-	-	-	-
- Indigenous	-	198.66	100	-	118.42	100
Total:						
- Imported		12201.70	26.85		8268.82	14.62
- Indigenous		33247.68	73.15		48287.14	85.38
Total		45449.38	100.00		56555.98	100.00

Note 41: Value of Chemicals, Packing and Stores consumed (other than used for repairs)

Particulars	Year ended 31 st March, 2024		Year ended 31 st March, 2023	
	Rs in lakhs	%	Rs in lakhs	%
a) Imported	764.09	10.69	2,051.01	16.76
b) Indigenous	6380.86	89.31	10,184.72	83.24
Total	7144.95	100.00	12,235.73	100.00


Notes to financial statements for the year ended 31st March, 2024
Note 42: Ratio Analysis

Particulars	Numerator	Denominator	For the year ended 31st March, 2024	For the year ended 31st March, 2023	Variance	Reasons for variance
Current ratio	Current assets	Current liabilities	1.10	1.44	-23.30%	Repayment of borrowings during previous year and high inventory has resulted in the variance.
Debt equity ratio	Total debt	Shareholders equity	0.28	0.20	34.57%	Additional borrowings during the year resulted in variance.
Debt Service Coverage Ratio	Earnings available for debt service	Debt Service	3.95	4.19	-5.55%	
Return on equity	Net Profits after taxes	Average Shareholder's Equity	5.67%	40.40%	-85.97%	This variance is due to reduction in Profit after Tax in current year compared to previous year
Inventory Turnover Ratio	Net Sales	Average Inventory	11.57	18.62	-37.86%	The decrease in sales compared to previous year has resulted in such variance .
Trade receivables turnover ratio	Net Sales	Avg. Accounts Receivable	7.40	10.10	-26.68%	The variance is due to decrease in sales and receivables as compared to previous year.
Trade payables turnover ratio	Net Purchases	Average Trade Payables	12.55	12.33	1.78%	
Net capital turnover ratio	Net Sales	Working Capital	33.52	13.79	142.99%	Decrease in current ratio and turnover has resulted in such variance.
Net profit ratio	Net Profit	Net Sales	3.96%	15.61%	-74.66%	This is due to reduction in Net profit in current year compared to previous year.
Return on capital employed	Earning before interest and taxes	Capital Employed	7.24%	35.15%	-79.41%	Reduction in EBIT in current year compered to previous year has resulted in this variance
Return on Investment	Profit for the year	Average total equity	5.67%	40.40%	-85.97%	Reduction in profits during year resulted in this variance.

**Notes to financial statements for the year ended 31st March, 2024****Note:**

1. Total Debt = Long term Borrowings (including current maturities of Long term Borrowings), Sales tax deferrment loan (current and non-current), "short term borrowings and Interest accrued on Debts
2. Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest" + other adjustments like loss on sale of Fixed assets etc
3. Debt service = Interest & Lease Payments + Principal Repayments
4. Avg. Shareholder's Equity = Average of Opening Total Equity and Closing Total Equity
5. Avg. Inventory = Average of Opening Inventory and Closing Inventory
6. Avg. Trade Receivable = Average of Opening Trade Receivables and Closing Trade Receivables
7. Avg. Trade Payables = Average of Opening Trade Payables and Closing Trade Payables
8. Working capital shall be calculated as current assets minus current liabilities
9. Capital Employed = Tangible Net Worth (excluding revaluation reserve) + Total Debt + Deferred Tax Liability
10. Average Total Assets = Average of Opening Total Assets and Closing Total Assets
11. Avgerage Total equity = Average of Opening Equity Share capital + Other equity and Closing Equity share capital + Other equity.

Note 43: Additional Regulatory Information:

- (1) The Company has not granted any loans or Advances in the nature of Loans to Promoters, Directors, KMPs and other related parties.
- (2) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.
- (3) The Company has no transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in tax assessments under the Income Tax Act, 1961 (such as search or survey or any relevant provisions of Income Tax Act, 1961).
- (4) The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
 - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (5) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

**Notes to financial statements for the year ended 31st March, 2024**

- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries
- (6) The Company is not declared as willful defaulter by any Bank or Financial Institutions or RBI or other lenders.
- (7) The Company has borrowings from Banks or Financial Institutions on the basis of security of Current Assets. Quarterly returns or Statement of Current Assets filed by the company with Banks or Financial Institutions are in agreement with the Books of Accounts with some insignificant variances.
- (8) There are no charges or satisfaction of charges yet to be registered with Registrar of Companies beyond the statutory period.
- (9) The company has no transactions and no relationship with companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956.
- (10) The company has no subsidiaries.
- (11) There are no Schemes of Arrangements approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.
- (12) The Company has not invested or traded in Crypto currency or Virtual Currency during the financial year 2023-24 and previous year 2022-23.

Note 44: Audit Trail: The Company has used accounting software for maintaining its books of account 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 accounting software at the application level. However, the company has not enabled the audit trail (edit log) feature at database level in the accounting software.

Note 45: Figures have been rounded off to the nearest decimal of lakhs as required under Schedule III.

Note 46: Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

As per our attached report of even date
for Brahmayya & Co.,
Chartered Accountants
Firm's Regn. No. 000515S

For and on behalf of the Board

Sd/-
DAIVADHEENAM REDDY BAITINTI
Partner
Membership No. 026450

Sd/-
CA K. KARUNAKAR RAO
Executive Director (Fin. & Comm.) & CEO
DIN: 02031367

Sd/-
N. JESVANTH REDDY
Executive Director (Technical)
DIN: 03074131

Place:Hyderabad
Date : 29th May, 2024

Sd/-
CS V. RADHAKRISHNA MURTHY
Company Secretary

Sd/-
CA C. RAJESH KHANNA
Vice President (F&A) & CFO



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