



CUPID  
LIMITED

# Global Growth, Local Impact

→ Annual Report 2023-24



# Global Growth, Local Impact

At Cupid, we have always believed that perseverance, innovation and consistent hardwork are the stepping stones to success. As people are becoming increasingly aware about how sexual wellness plays an instrumental role in optimising overall well-being, we at Cupid take pride in building a diversified portfolio that meets the evolving demands of our customers.

Over the years, we have synergised our industry expertise and manufacturing prowess and harnessed our innovative spirit to establish a positive impact on the sexual health landscape. With export to more than 100 countries, we have built a widespread geographical footprint, delivering quality personal wellness products not only in India but internationally. Further, we remain committed to our fight against HIV/AIDS and preventing unintended pregnancy, upholding our promise of fostering a safer world for all.

Growing from strength to strength, we continue to shoot our arrows of love, safety and innovation to far and wide. We are expanding our wings, strengthening our capabilities, building a resilient workforce and embracing responsible business practices that challenge the status quo. As we accelerate our global growth while simultaneously making positive local impact, we remain steadfast in empowering individuals to make informed decisions about their well-being.

# Contents

## 2-21

### Corporate Overview

- 2 ▶ Cupid At a Glance
- 4 ▶ Product Portfolio
- 8 ▶ Global Reach
- 10 ▶ Milestones
- 12 ▶ Message from Managing Director
- 14 ▶ Growing Strategically
- 16 ▶ Financial Highlights
- 18 ▶ Ensuring Operational Excellence
- 21 ▶ Board of Directors

## 22-97

### Statutory Reports

- 22 ▶ Company Information
- 23 ▶ Notice of Annual General Meeting
- 31 ▶ Director's Report
- 45 ▶ Management Discussion and Analysis
- 48 ▶ Business Responsibility and Sustainability Report
- 80 ▶ Report on Corporate Governance

## 98-152

### Financial Statements

- 98 ▶ Financial Statements



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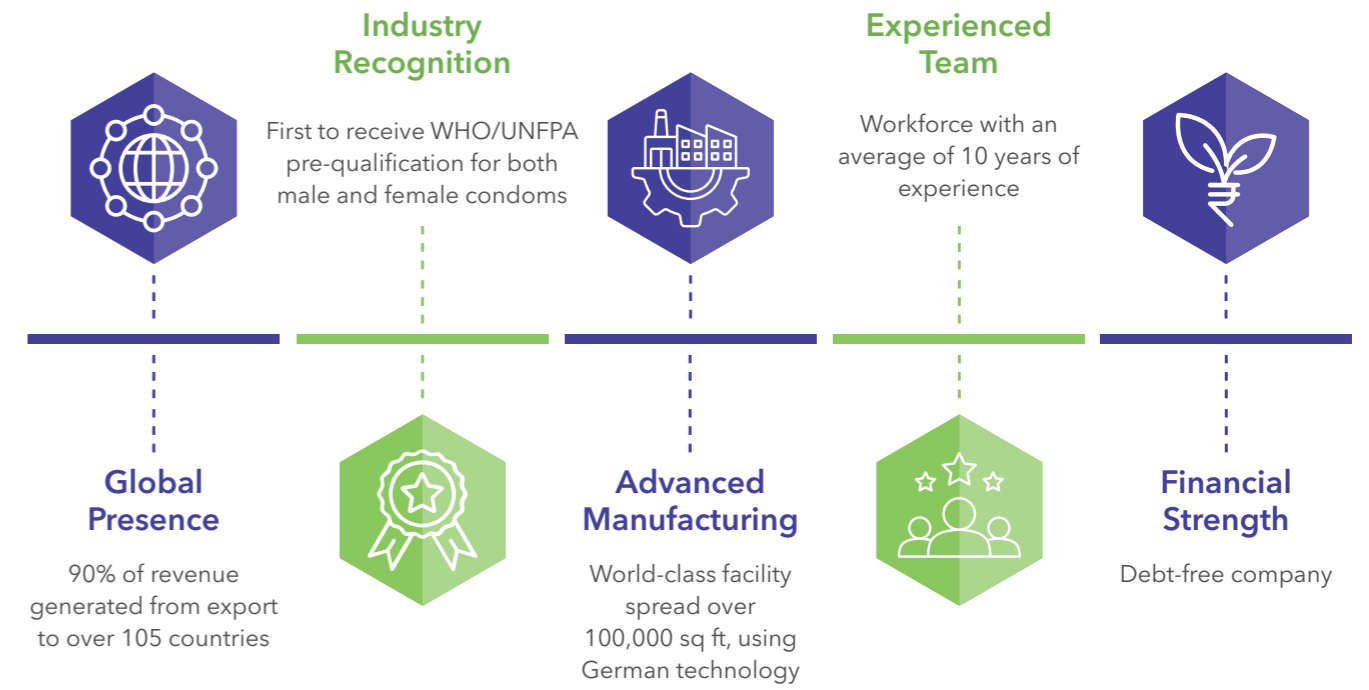
### Forward-looking statements

Some information in this report may contain forward-looking statements which include statements regarding Company's expected financial position and results of operations, business plans and prospects etc. and are generally identified by forward-looking words such as "believe," "plan," "anticipate," "continue," "estimate," "expect," "may," "will" or other similar words. Forward-looking statements are dependent on assumptions or basis underlying such statements. We have chosen these assumptions or basis in good faith, and we believe that they are reasonable in all material respects. However, we caution that actual results, performances or achievements could differ materially from those expressed or implied in such forward-looking statements. We undertake no obligation to update or revise any forward-looking statement, whether as a result of new information, future events, or otherwise.

# Cupid At a Glance

Established in 1993, CUPID Limited is a leading manufacturer of male and female condoms, personal lubricants and in-vitro diagnostic (IVD) kits.

With over two decades of industry expertise, CUPID has emerged as a key player in the global market. Notably, CUPID was the first company worldwide to achieve WHO/UNFPA pre-qualification for both male and female condoms, in recognition of the ability of our products to adhere to the highest standards of quality and safety.



## Our Vision

### FIGHT AGAINST HIV/AIDS

At Cupid, we are committed to lead the fight against HIV/AIDS & STDs.

### WE HELP THE WORLD PLAY SAFE



# Product Portfolio

## Male Condoms

We manufacture superior quality male condoms in a variety of flavours and colours, with thickness of down to 50 microns. Every condom is subjected to 100% electronic testing, to ensure adherence to the highest quality standards. Our production facility has an installed capacity of **480 million** pieces per year.

- Extra Large Condoms
- Extra Strong Condoms
- Ultra-Thin Condoms
- Plain Condoms
- Dotted Condoms
- Ribbed Condoms
- Multi-textured Condoms



## Female Condoms

The female condoms are made with latex, offering a cost-effective solution compared to imported alternatives. These condoms are designed to prevent unwanted pregnancies and serve as a dual-purpose contraceptive device. Since 2010, we have been producing a range of female condoms, available with or without flavours and colours. The current production capacity is **52 million** pieces per year.

- Condomize Cupid Female Condom
- Securite Plus
- Ormelle Female Condom
- i-Pill Female Condom
- Pee Safe Domina



## Lubricant Jelly

We also manufacture water-based lubricant jelly. This product line was introduced in 2015 and it is available in various pack sizes of 4.5 ml sachets, laminated tubes and bottles. Our lubricants are also exported to over 30 countries. Additionally, we regularly supply orders to WHO and UNFPA. Our production capacity for lubricant jelly stands at **210 million** sachets per year.



## In Vitro Diagnostic (IVD) Kits

We offer a range of IVD kits renowned for its accuracy and quick results. These kits use chromatographic immunoassays and are known for its high sensitivity and specificity, making them a reliable option for immediate diagnosis and detection of different medical conditions.

- Rapid Diagnostic Tests
- Viral Transport Medium
- Typhoid Antibody Test
- Syphilis Antibody Test
- HIV 1 and 2 Kit Antibody Test
- Dengue IgG/IgM Antibody Test
- Malaria Pf-Pv Antigen Test
- Malaria Pf-PAN Antigen Test
- Hepatitis B (HbsAg) Antigen Test
- Hepatitis C (HCV) Antibody Test
- Pregnancy hCG Detection Test
- LH Ovulation Rapid Test
- Dengue NS1 Test



## Product Portfolio contd.

### Deodorant & Pocket Perfumes

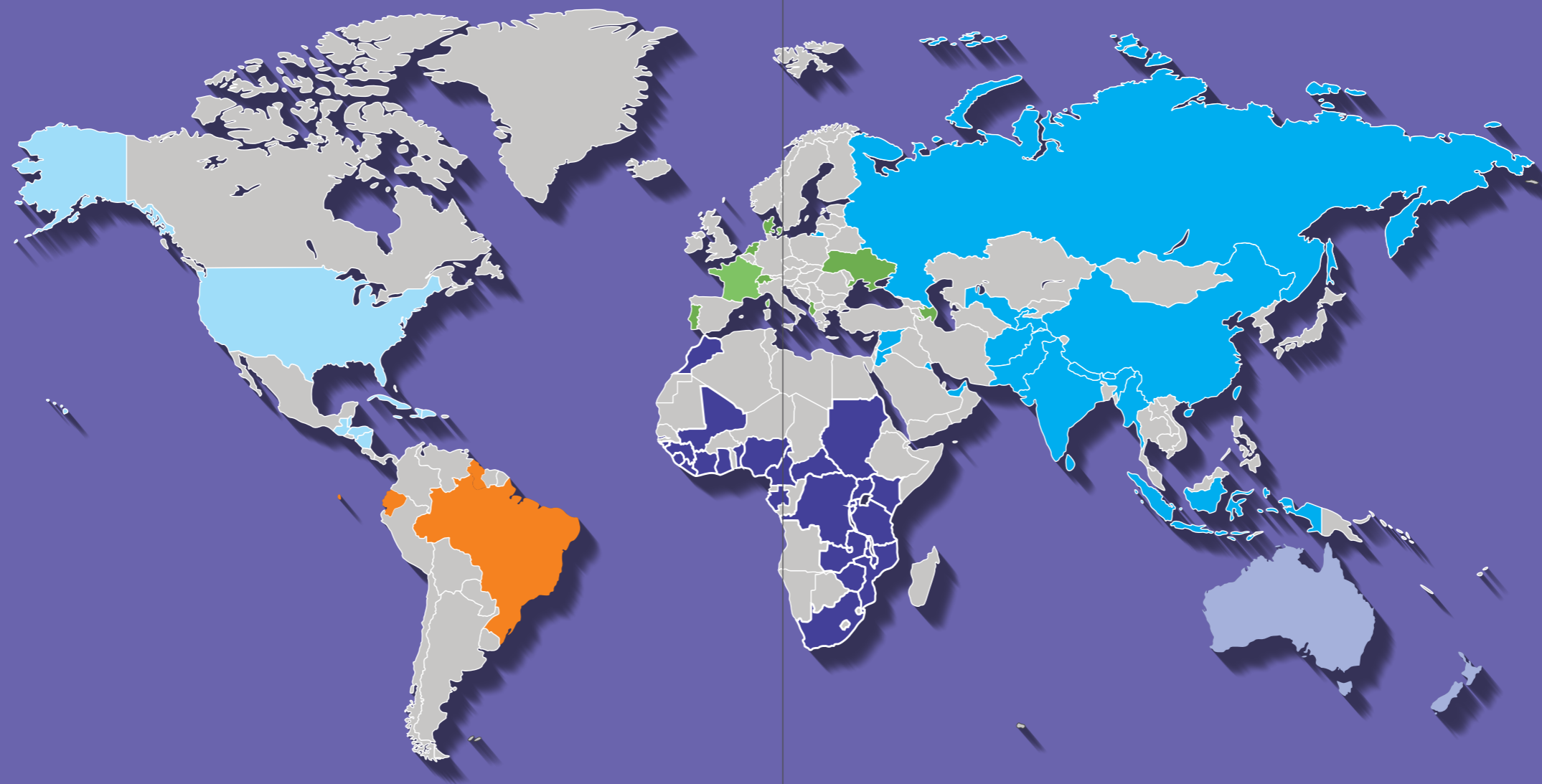
In March 2024, we launched our new range of CUPID Deodorants and Pocket Perfumes, focusing on expanding into the B2C market. This initiative aims to enhance our market presence and diversify our product portfolio within the personal care industry. By introducing deodorant products for both male and female consumers, we are strengthening our direct-to-consumer operations through a comprehensive approach. This expansion is further supported by strategic collaborations with marketing and distribution partners globally, increasing our product accessibility and engagement across different markets.



### A Look Inside Our Manufacturing Facilities



# Global Reach



105

Countries exported to

90%

Revenue from international market

## Africa

- ▶ South Africa
- ▶ Kenya
- ▶ Rwanda
- ▶ Zimbabwe
- ▶ Ghana
- ▶ Nigeria
- ▶ Gabon
- ▶ Benin
- ▶ Ivory Coast
- ▶ Uganda
- ▶ Congo
- ▶ Cameroon
- ▶ Burundi
- ▶ Comoros
- ▶ Guinea Bissau
- ▶ Morocco
- ▶ Central African Republic
- ▶ Tanzania
- ▶ Mali
- ▶ Sudan
- ▶ Zambia
- ▶ Gambia
- ▶ Guinea
- ▶ Liberia
- ▶ Mozambique
- ▶ Malawi
- ▶ Sierra Leone

## Europe

- ▶ Netherlands
- ▶ Switzerland
- ▶ Denmark
- ▶ Albania
- ▶ Azerbaijan
- ▶ Ukraine
- ▶ Portugal

## Oceania

- ▶ Australia
- ▶ New Zealand

## Asia

- ▶ Indonesia
- ▶ Burma
- ▶ UAE
- ▶ Nepal
- ▶ Sri Lanka
- ▶ Syria
- ▶ Bhutan
- ▶ DRC
- ▶ Tajikistan
- ▶ Uzbekistan
- ▶ Jordan
- ▶ Pakistan
- ▶ Kuwait
- ▶ Afghanistan
- ▶ Russia

## North America

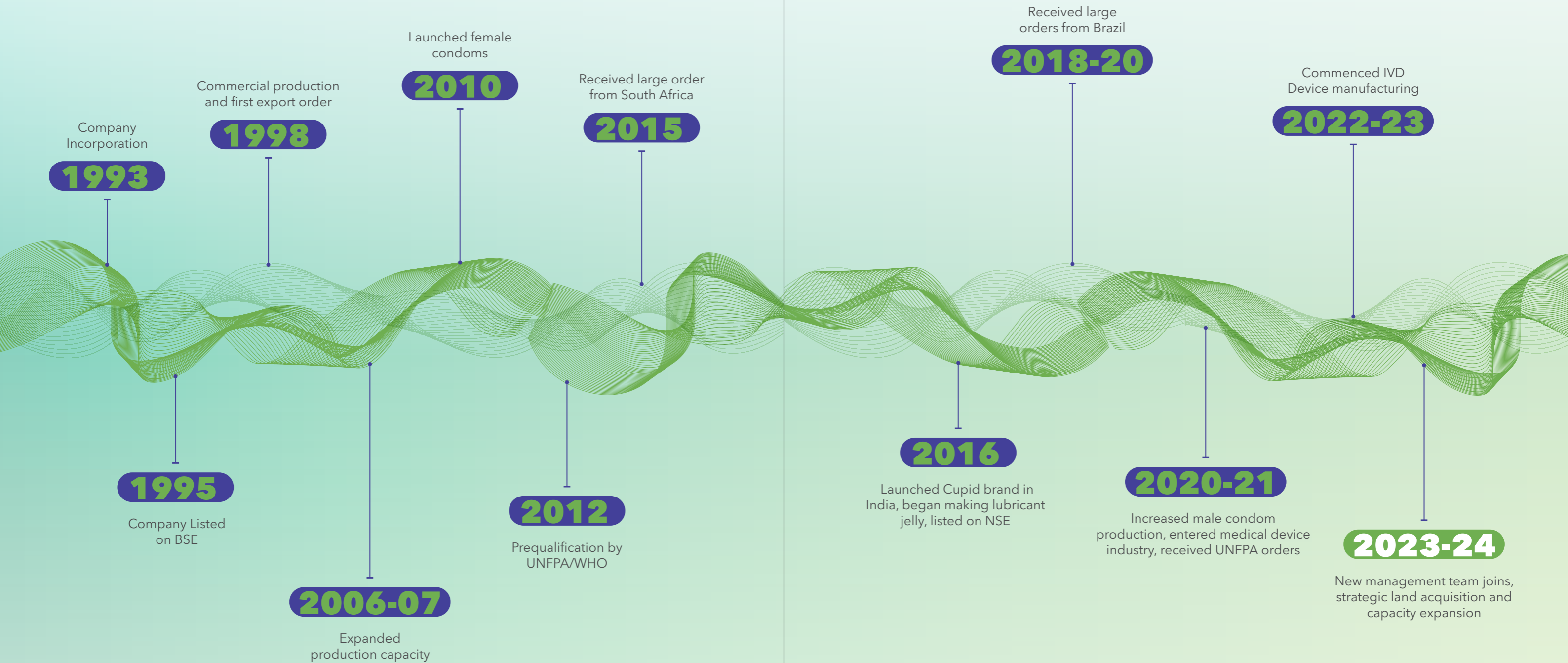
- ▶ Haiti
- ▶ USA
- ▶ Jamaica
- ▶ Cuba
- ▶ Honduras
- ▶ Guatemala
- ▶ Nicaragua
- ▶ Dominican Republic
- ▶ Belize

## South America

- ▶ Brazil
- ▶ Ecuador
- ▶ Guyana

# Milestones

Over the years, we have consistently focused on improving our product portfolio, enhancing our reach and meeting evolving customer expectations. We have, therefore, diversified our product range from condoms to lubricant jelly and IVD kits, to secure our presence in the international market.



# Message from Managing Director



## Dear Shareholders,

As we present the annual report for FY 2024, I am delighted to pen down my thoughts as the Managing Director of Cupid Limited for the very first time. The year gone by was marked by significant transitions for our Company. As we embark on a new chapter in our journey, under the guidance of a renewed leadership team, we are redefining our strategic vision and objectives. Our focus remains steadfast on enhancing value for our shareholders while adapting to evolving market dynamics and capitalising on emerging opportunities.

Cupid Limited has consistently demonstrated its resilience in a competitive market and has witnessed robust growth over the years. Forecasts indicate a compound annual growth rate (CAGR) of 8.57% from 2023 to 2030 in the global condom market. Our Company has strategically positioned itself to capitalise on emerging opportunities in the sexual wellness market. Notably, the female condom market is anticipated to experience the fastest growth, at a CAGR of 12.69% during the forecast period. It aligns ideally with our mission to significantly reduce the risk of STIs and unplanned pregnancies through the use of female condoms.

## Our Distinctive Edge

We have established a reputation as a leading player in the global market. Our extensive global presence, with an export footprint in over 105 countries, accounts for 90% of our revenue. We are proud to be the first in our industry to receive WHO/ UNFPA pre-qualification for both male and female condoms, as a testament to our commitment to quality and safety. Our world-class manufacturing

facility, spanning 100,000 square feet, equipped with advanced German technology, reiterates our dedication to ensure the highest standards of production. This state-of-the-art infrastructure supports our rigorous quality assurance process, which includes comprehensive testing of incoming raw materials, in-process products and finished goods. Most importantly, all our quality certifications reinforce our adherence to high-quality standards, thereby making us a preferred industry player.

## Performance and Financial Highlights

The fiscal year 2024 has been a period of notable achievement for Cupid Limited. We recorded operating revenues of ₹17,108.87 lakhs, representing a commendable increase from ₹15,932.72 lakhs in FY23. This growth is reflective of our strategic initiatives and the operational efficiency we have implemented across our business functions. Our EBITDA margins have also seen an improvement, rising to 29.28% from 25.93% in the previous year. Further, we closed the financial year with a net profit of ₹3,985.48 lacs, a significant increase from ₹3,158.28 lacs in FY23. Going forward, we seek to ensure profitability and considerably enhance shareholder value.

Our remarkable performance is a testament to our financial prudence and operational excellence, enabling us to remain a debt-free entity with a substantial cash reserve of ₹173.58 crores. The healthy balance sheet not only lends stability to our business but also provides us the flexibility to pursue strategic initiatives for capitalising on emerging market opportunities.

## Focus on Expansion and Innovation

Building on our strong performance, we are embarking on a dynamic expansion strategy aimed at bolstering our global presence. With an ambitious plan to enhance our production capacity significantly, we are setting up a new plant to increase the production capacity of male condoms to 1.25 billion units and 125 million female condoms within the next one to two calendar years. It is anticipated to empower us with the ability to fulfill growing global demand and solidify our market leadership.

In addition to expanding our production capacity, we are further diversifying our product portfolio. Our foray into new product lines including IVD Kits and Deodorants, reflects our passion to consistently innovate and explore new growth paths. The introduction of male and female deodorants has strengthened our direct-to-consumer (D2C) operations and enabled us to broaden our reach. This diversification is expected to expand our consumer base and drive additional revenue generation.

## Future Outlook and Strategic Direction

Looking ahead, we are focusing on the successful operation of our new manufacturing plant, with production anticipated to commence by the next calendar year. We are also committed to expanding our geographical footprint in India as well as in other countries. The Indian market, in particular, presents substantial growth opportunities, with expectations to reach USD 508.36 million by 2027. To seize opportunities in a dynamic market, we are undertaking strategic marketing

initiatives to create brand resonance and strengthen our distribution network. It is expected to significantly enhance our market reach and penetration.

In closing, I wish to express my gratitude towards our stakeholders for their constant support and encouragement. The transition to a new management comes with great responsibility and we remain committed to build on our rich legacy and take the Company to greater heights of success. Our strategic expansion plans, emphasis on operational excellence and innovative product offerings position us well for the future. We are optimistic about the onward journey and remain extremely hopeful about strengthening the foundation of a truly value accretive organisation.

Yours sincerely,

**Mr. Aditya Kumar Halwasiya**  
Managing Director

**In addition to expanding our production capacity, we are further diversifying our product portfolio. Our foray into new product lines including IVD Kits and Deodorants, reflects our passion to consistently innovate and explore new growth paths.**



# Growing Strategically



# Financial Highlights



**Revenue from Operations**  
(INR in Lakhs)

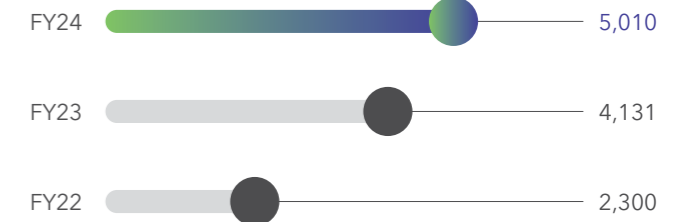
**17,108**

**EBITDA**  
(INR in Lakhs)

**5,010**



**7.38%**  
YoY



**21.29%**  
YoY

**EBITDA Margin**  
(%)

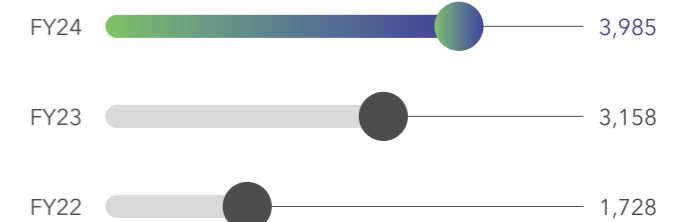
**29.28%**

**PAT**  
(INR in Lakhs)

**3,985**



**336 Bps**  
YoY



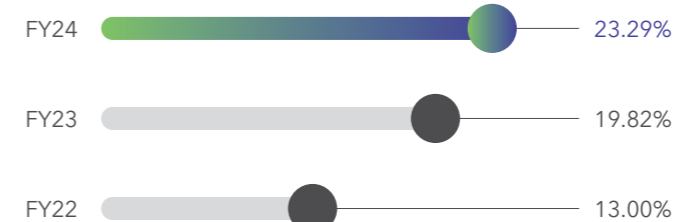
**26.19%**  
YoY

**PAT Margin**  
(%)

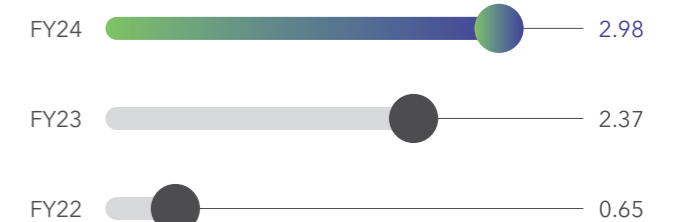
**23.29%**

**EPS**  
(INR)

**2.98**



**347 Bps**  
YoY



# Ensuring Operational Excellence

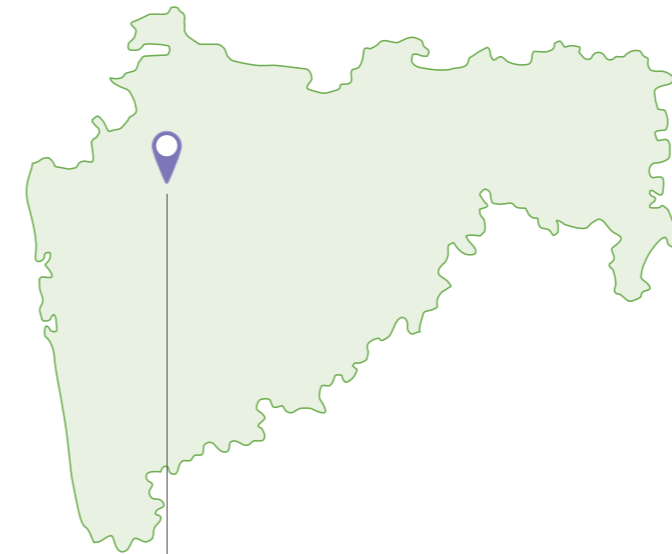
Our manufacturing process utilises advanced German technology to ensure precision and quality of our products. Additionally, our in-house Research and Development (R&D) team actively works to improve product features and innovate new solutions that strictly adhere to global healthcare standards.

We are focusing on streamlining our operations to address inventory management challenges, especially those caused by delays in exporting female condoms. By improving efficiency and reducing bottlenecks, we aim to maintain optimal inventory levels.



## World Class Manufacturing Facility

German Dipping Technology & Electronic Testing



Manufacturing unit in Sinnar, Nashik about 200km, East of Mumbai

**1,00,000 sq. ft.**

Area

**480M pieces**

Male Condom

**52M pieces**

Female Condom

**210M sachets per year**

Lubricant Jelly

**24M pieces per year**

IVD Kits

## Capacity Expansion

We are expanding our product line to include polyisoprene and polyurethane condoms to diversify our offerings and improve our market position.

Our state-of-the-art manufacturing facility, spanning 100,000 square feet, enables us to meet the demands of our diverse global customer base. We undertook an initiative to expand our manufacturing capabilities by acquiring a new land parcel in the MIDC area.

### Key Expansion Highlights

Increased production capacity by **1.5 times.**

Increase in annual output **770 million** male condoms, **75 million** female condoms.

Total capacity **1.25 billion** male condoms, **125 million** female condoms.

### Capacity Expansion

To support capacity expansion, we have invested in state-of-the-art machinery for each stage of our production process. It is expected to increase our output and help to maintain a stringent focus on quality and innovation. Through these enhancements, we aim to strengthen our manufacturing capabilities and solidify our reputation as a leading player in the global market.

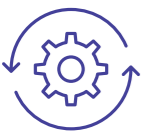


### Quality

Our quality assurance process is designed to ensure high standards and is complemented by our ISO 9001:2015 certification. This process includes three stages of testing incoming raw and packaging materials, monitoring in-process products and evaluating finished products. By integrating these stages of testing, we ensure that each product meets the necessary quality parameters.



### Future outlook



#### Operation

- ▶ Improved inventory management
- ▶ Rationalised procurement processes
- ▶ Engagement with suppliers for cost-cutting and efficient delivery



#### Market Expansion

- ▶ Exploring new geographies both globally and within India
- ▶ Expanding B2C presence through multi-pronged strategies
- ▶ Engaging with new marketing and distribution partners in multiple locations worldwide



#### Product Development

- ▶ New growth engines identified: IVD Kits and Deodorants
- ▶ Various products in new categories to be launched before the end of the calendar year



#### Infrastructure Development

- ▶ Land acquisition for new plant completed
- ▶ Full-fledged construction to begin from the current quarter
- ▶ Production at the new plant is expected to start by FY2025

## Board of Directors



**Mr. Kuldeep Halwasiya**  
Chairman & Executive Director

Mr. Kuldeep Halwasiya is a prominent member of the Board, bringing with him four decades of experience in the petrochemical industry and petroleum specialty oils. He is the Promoter and Chairman & Managing Director of Columbia Petro Chem Pvt Ltd., a company with a significant operational capacity of 4 lakh KLPA.



**Mr. Aditya Kumar Halwasiya**  
Managing Director

As a key promoter of the company, Mr. Aditya Kumar Halwasiya is also the largest individual shareholder of Tourism Finance Corporation of India Limited. He serves as a non-independent, non-executive director of Apollo Microsystems Limited, a leading defence manufacturing company in India. Mr. Halwasiya holds a Master's degree in Global Finance from Fordham University, New York, and a B.Com. in Marketing from St. Xavier's College, Kolkata.



**Mr. Ajay Kumar Halwasiya**  
Executive Director

Based in Dubai, UAE, Mr. Ajay Kumar Halwasiya is a private investor and real estate developer who manages his personal financial portfolio with precision. He holds a Bachelor's degree in Business Management from the Singapore Management University.



**Mr. Rajinder Singh Loona**  
Independent Director

Mr. Rajinder Singh Loona is a distinguished corporate lawyer with expertise in securities market, banking and finance, infrastructure projects, and regulatory advice. He has previously served as Executive Director (Law) at the Securities & Exchange Board of India (SEBI).



**Mrs. Rajni Mishra**  
Independent Director

With nearly four decades of experience in the banking sector, Mrs. Rajni Mishra has specialised in corporate credit, particularly within industries such as healthcare, infrastructure, power, steel, textiles, and diamonds. She also serves as an independent director on the board of Ujjivan Small Finance Bank.



**Dr. T.V. Rao**  
Independent Director

Dr. T.V. Rao brings over 40 years of experience in banking, foreign trade, and housing finance sectors, with a focus on treasury management and investment. He is an independent director for several other companies, including Ladderup Finance Limited.

## COMPANY INFORMATION

### BOARD OF DIRECTORS

#### CHAIRMAN & EXECUTIVE DIRECTOR

Mr. Kuldeep Halwasiya

#### MANAGING DIRECTOR

Mr. Aditya Kumar Halwasiya

#### EXECUTIVE DIRECTOR

Mr. Ajay Kumar Halwasiya

#### INDEPENDENT & NON EXECUTIVE DIRECTORS

Mr. Thallapaka Venkateswara Rao

Mrs. Rajni Mishra

Mr. Rajinder Singh Loona

#### COMPANY SECRETARY AND COMPLIANCE OFFICER

Mr. Saurabh V. Karmase

#### CHIEF FINANCIAL OFFICER

Mr. Narendra M. Joshi

#### REGISTERED OFFICE & FACTORY ADDRESS

A - 68, M.I.D.C. (Malegaon), Sinnar,  
Nashik District, Maharashtra, India, Pincode - 422113.

CIN No. : L25193MH1993PLC070846

Tel : - 02551 - 230 280 / 230 772

Email :- [cs@cupidlimited.com](mailto:cs@cupidlimited.com)

Website:- [www.cupidlimited.com](http://www.cupidlimited.com)

#### AUDITORS

Chaturvedi Sohan & co.

Chartered Accountants

Mumbai

#### SECRETARIAL AUDITORS

CS Shailesh Kachalia

Practicing Company Secretary

Mumbai

#### REGISTRARS & SHARE TRANSFER AGENTS

Bigshare Services Private Limited

CIN No: U99999MH1994PTC076534

Corporate Office: -

S6-2, 6<sup>th</sup> Floor, Pinnacle Business Park,  
Next to Ahura Centre, Mahakali Caves Road,  
Andheri (East), Mumbai - 400093.

Tel: - 022 - 62638200

Email: - [investor@bigshareonline.com](mailto:investor@bigshareonline.com)

Website: - [www.bigshareonline.com](http://www.bigshareonline.com)

#### BANKERS

DBS Bank India Limited

Kotak Mahindra Bank Limited

HDFC Bank Limited

State Bank of India

## NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 31<sup>st</sup> Annual General Meeting of the Shareholders of CUPID LIMITED will be held on Saturday, 28th September, 2024 at 4.00 PM through two-way Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') facility, to transact the following business: -

### ORDINARY BUSINESS

- To receive, consider and adopt the Audited Financial Statements of the company for the financial year ended 31st March, 2024 together with the Report of the Directors and the Auditors thereon.
- To appoint a Director in place of Mr. Aditya Kumar Halwasiya (DIN: 08200117), who retires by rotation and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS

- Revision in remuneration of Mr. Aditya Kumar Halwasiya, Managing Director of the Company.

To pass the following resolution as Special Resolution:

**RESOLVED THAT** pursuant to provisions of Sections 196,197 and 198 read with Schedule V and other applicable provisions, if any, of the Companies Act 2013, (including any statutory modifications or re-enactment(s) thereof, for the time being in force), the revision in remuneration of Mr. Aditya Kumar Halwasiya, Managing Director of the Company be and is hereby considered and approved with effect from 8th April, 2024 on the following terms and conditions:

#### I. REMUNERATION

- SALARY

Salary payable of ₹ 8,68,250 (Eight Lakhs Sixty Eight Thousand Two Hundred and Fifty Only) per month

#### II. PERQUISITES

- CONTRIBUTION TO PROVIDENT FUND AND SUPERANNUATION FUND  
As per Rules of the Company.
- GRATUITY AND / OR CONTRIBUTION TO GRATUITY FUND  
As per Rules of the Company.
- BONUS

As per Rules of the Company.

- MEDICLAIM

As per Rules of the Company.

- USE OF MOBILE PHONE

As per Rules of the Company.

- REIMBURSEMENT OF EXPENSES

Reimbursement of travelling and all other expenses incurred for the business of the Company.

### III. MINIMUM REMUNERATION

Notwithstanding anything to the contrary herein contained, where in any financial year during the tenure of Mr. Aditya Kumar Halwasiya, the Company has no profits or the profits of the Company are inadequate, the Company will pay remuneration by way of salary, perquisites and allowances as specified above.

**RESOLVED FURTHER THAT** the Board of Directors of the Company / Committee of the Board be and is hereby authorized to alter, amend or vary the terms and conditions of remuneration structure as may be agreed to between the Board of Directors and Mr. Aditya Kumar Halwasiya subject to the limits within such guidelines or amendments as may be made to the Companies Act, 2013 or subject to approval of the Central Government or such other authority.

**RESOLVED FURTHER THAT** Mr. Kuldeep Halwasiya, Chairman and Executive Director, Mr. Ajay Kumar Halwasiya, Executive Director and Mr. Saurabh V. Karmase, Company Secretary and Compliance Officer of the Company be and are hereby severally authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

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

**Saurabh V. Karmase**

Company Secretary and Compliance Officer

**CIN No. : L25193MH1993PLC070846**

Website: [www.cupidlimited.com](http://www.cupidlimited.com)

Email: [cs@cupidlimited.com](mailto:cs@cupidlimited.com)

#### REGISTERED OFFICE

A - 68, M. I. D. C. (Malegaon), Sinnar, Nashik,  
Maharashtra- 422113

Place: Mumbai

Date: 5<sup>th</sup> August, 2024

## NOTES

1. The Explanatory Statement setting out material facts, pursuant to Section 102 of the Companies Act, 2013 ("the Act") and Secretarial Standard - 2 on General Meetings in respect of the Special Business under Item No. 3 of the accompanying Notice is annexed hereto.
2. The Ministry of Corporate Affairs, Government of India ("MCA") vide General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021, 02/2022, 10/2022 and 09/2023 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 14, 2021, May 5, 2022, December 28, 2022 and September 25, 2023, respectively, ("MCA Circulars") has allowed conduct of Annual General Meetings ("AGM") by Companies through Video Conferencing/ Other AudioVisual Means ("VC/ OAVM") facility up to September 30, 2024, in accordance with the requirements provided in paragraphs 3 and 4 of the MCA General Circular No. 20/2020. The Securities and Exchange Board of India ("SEBI") also vide its Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, No. SEBI/HO/CFD/PoD-2/P/ CIR/2023/4 dated January 5, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2023/167 dated October 7, 2023 ("SEBI Circulars") has provided certain relaxations from compliance with certain provisions of the SEBI Listing Regulations. In compliance with these Circulars, provisions of the Act and the SEBI Listing Regulations, the 31<sup>st</sup> AGM of the Company is being conducted through VC/ OAVM facility, which does not require physical presence of members at a common venue. The deemed venue for the 31<sup>st</sup> AGM shall be the Registered Office of the Company.
3. In terms of the MCA Circulars, physical attendance of members has been dispensed with and therefore, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by members under Section 105 of the Act will not be available for the 31<sup>st</sup> AGM. However, pursuant to Section 112 and Section 113 of the Act, representatives of the members may be appointed for the purpose of voting through remote e-Voting, for participation in the 31<sup>st</sup> AGM through VC/ OAVM facility and e-Voting during the 31<sup>st</sup> AGM.
4. In terms of the MCA Circulars and relevant circulars issued by SEBI, the Notice of the 31<sup>st</sup> AGM and Annual Report for the financial year ended March 31, 2024 is being sent only through electronic mode to those members whose email addresses are registered with the Company/ Depository Participants ("DPs") and will also be available on the website of the Company at [www.cupidlimited.com](http://www.cupidlimited.com), on the website of BSE Limited at [www.bseindia.com](http://www.bseindia.com), on the website of National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) and also on the website of Central Depository Services Limited ("CDSL") at [www.evotingindia.com](http://www.evotingindia.com). Since the 31<sup>st</sup> AGM will be held through VC/ OAVM facility, the Route Map is not annexed in this Notice.
5. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
6. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
7. Documents referred to in any of the items in the Notice are available for inspection through electronic mode. Members may write to the Company on [cs@cupidlimited.com](mailto:cs@cupidlimited.com) for inspection of said documents.
8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market.  
  
Members holding shares in electronic form are, therefore, requested to submit their Pan to their Depository Participants with whom they are maintaining their demat accounts.  
  
Members holding shares in physical form can submit their PAN to the Company / Bigshare Services Pvt. Ltd.
9. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. The nomination form can be obtained by a letter communicated to the Company / Bigshare Services Pvt. Ltd. (RTA).
10. Non-Resident Indian Members are requested to inform RTA immediately of (in case of shares held in physical form)
  - (a) Change in their residential status on return to India for permanent settlement.
  - (b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
11. Members who have not registered their email address so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, and other from the Company electronically.
12. A statement giving the details of the Director seeking re-appointment under the item no. 3 of the accompanying Notice, as required under SEBI (Listing Obligations

and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 issued by the Institute of Company Secretaries of India, is annexed hereto.

13. Information and other instructions relating to e-voting are as under: -

- (i) Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended and regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means. The members may cast their votes using an electronic voting system (remote e-voting).
- (ii) The members who have cast their vote by remote e-voting shall not be entitled to cast their vote again at the Annual General Meeting.
- (iii) The Company has engaged the services of M/s. Central Depository Services Limited as the Agency to provide e-voting facility.
- (iv) The Board of Directors of the Company has appointed Shri Shailesh Kachalia, a Practicing Company Secretary, Mumbai as Scrutinizer to scrutinise the e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for said purpose.
- (v) Voting rights shall be reckoned on the paid up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. 21st September, 2024.
- (vi) A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. 21st September, 2024 only shall be entitled to avail the facility of remote e-voting / e-voting at AGM.
- (vii) Any person who becomes a member of the Company after dispatch of the Notice of the Meeting and holding shares as on the cut-off date i.e. 21st September, 2024 may obtain the User ID and password in the manner as mentioned at point no. 14 of the Notice or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- (viii) The remote e-voting facility will be available during the following period:

The voting period begins on 24th September, 2024 at 9.00 a.m. and ends on 27th September, 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 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- (ix) The Scrutinizer, after scrutinising the votes cast at the meeting through e-voting and through remote e-voting, will, not later than two working days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Company. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company at [www.cupidlimited.com](http://www.cupidlimited.com), on the notice board of the company and on the website of M/s. Central Depository Services Limited at [www.evotingindia.com](http://www.evotingindia.com). The results shall simultaneously be communicated to BSE Limited and National Stock Exchange of India Limited.
- (x) Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Annual General Meeting, i.e. 28th September, 2024.

14. The instructions for shareholders 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 24th September, 2024 at 9.00 a.m. and ends on 27th September, 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 i.e. 21st September, 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 abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/ LINKINTIME, so that the user can visit the e-Voting service providers’ website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a>.</li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS” Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/ OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol>

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

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

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

- (1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- (2) Click on "SHAREHOLDERS" module.
- (3) Now Enter your User ID.

a) For CDSL: 16 digits beneficiary ID,

(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) ❖ 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 <b>OR</b> 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. ❖ 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) Members holding shares in physical form will then reach directly the Company selection screen. However, members 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

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

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

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

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

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 Members 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 <Company Name> 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 out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xv) If Demat account holder has forgotten the same 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 Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

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

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

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote 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 Remote 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.
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 15 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [cs@cupidlimited.com](mailto:cs@cupidlimited.com). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 15 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [cs@cupidlimited.com](mailto:cs@cupidlimited.com). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are

otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.

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

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

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.

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

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

#### **STATEMENT OF MATERIAL FACTS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ("the Act"):** -

Item No. 3:

The Board of Directors of the Company at their meeting held on 8th April, 2024 had approved the revised remuneration

of Mr. Aditya Kumar Halwasiya (DIN: 08200117), Managing Director of the company on the terms and conditions as set forth in the special resolution under item no. 3.

However, your approval by way of Special Resolution is required for the said Revision in Remuneration.

Mr. Aditya Kumar Halwasiya is a Dynamic 3rd Generation Entrepreneur, Investor and Scion of the Pan-India Universal Halwasiya Group founded by the Late Shri Madan Mohan Halwasiya in the early 1960s. He is in advisory role since 2019 in the family concern Columbia Petrochem Ltd also in the automobile, industrial oils and specialty chemicals business. He actively manages and oversees a sizeable portfolio of Capital Market Investments and Real Estate Investments & Projects in India.

The Board of Directors recommends the resolution no. 3 of this Notice, for revision in remuneration of Mr. Aditya Kumar Halwasiya, Managing Director of the Company, for the approval of the Members.

Except Mr. Aditya Kumar Halwasiya, Mr. Kuldeep Halwasiya, Mr. Ajay Kumar Halwasiya and their relatives, none of the other Directors and Key Managerial Personnel of the Company or their relatives, to the extent of their shareholding interest, if any, in the Company are concerned or interested, financially or otherwise, in the said Resolution.

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

**Saurabh V. Karmase**

Company Secretary and Compliance Officer

**CIN No. : L25193MH1993PLC070846**

#### **REGISTERED OFFICE**

A - 68, M. I. D. C. (Malegaon), Sinnar, Nashik, Maharashtra- 422113

Place: Mumbai

Date: 5<sup>th</sup> August, 2024

## DETAILS OF DIRECTORS SEEKING APPOINTMENT / RE - APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING

[In pursuance of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Name of Director	Mr. Aditya Kumar Halwasiya
Date of Birth	9 <sup>th</sup> August, 1994
Nationality	Indian
Date of Appointment on the Board	20 <sup>th</sup> October, 2023
Qualifications	B. Com, Masters in Global Finance from Fordham University, New York, USA
Expertise in specific functional area	As provided in the respective Explanatory statement
Number of shares held in the Company	7,65,40,360
Relationships between Directors inter-se	Nephew of Mr. Kuldeep Halwasiya and Brother of Mr. Ajay Kumar Halwasiya
Remuneration details (Including Sitting Fees & Commission)	Nil
Remuneration last drawn	Nil
Number of meetings of the Board attended during the year 2023-2024	4
List of the directorships held in other companies*	<ol style="list-style-type: none"> <li>1. Apollo Micro Systems Limited</li> <li>2. Universal Petrochemicals Limited</li> <li>3. Tourism Finance Corporation Of India Limited</li> </ol>
Chairman / Member in the Committees of the Boards of companies in which he is Director*	Audit Committee Chairman: <ol style="list-style-type: none"> <li>1. Universal Petrochemicals Limited</li> </ol> Audit Committee Member: NIL

\*Directorship includes Directorship of Public Companies & Committee membership includes only Audit Committee and Stakeholders' Relationship Committee of Public Limited Company (whether Listed or not).

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

**Saurabh V. Karmase**

Company Secretary and Compliance Officer

**CIN No. : L25193MH1993PLC070846**

### REGISTERED OFFICE

A - 68, M. I. D. C. (Malegaon), Sinnar, Nashik,  
Maharashtra- 422113

Place: Mumbai

Date: 5<sup>th</sup> August, 2024

# Director's Report

The Board of Directors is pleased to present herewith the 31st Annual Report of your Company together with the Audited financial statements for the year ended 31st March, 2024. The Management Discussion and Analysis has been annexed to the Directors Report:

## FINANCIAL RESULTS

The highlights of financial results of the company are as follows: -

(₹ In lacs)

Particulars	For the financial year 2024 (FY24)	For the financial year 2023 (FY23)
Operating Revenues	17,108.87	15,932.72
<b>Profit before Depreciation &amp; Amortization, Finance charges</b>	<b>4,784.62</b>	<b>3,379.18</b>
Depreciation & Amortization	292.54	296.93
Finance Charges	181.02	78.82
<b>Profit / (Loss) before tax</b>	<b>5,258.18</b>	<b>4,231.90</b>
Provision for taxation (incl. deferred tax)	1,272.70	1,073.62
<b>Profit / (Loss) after tax</b>	<b>3,985.48</b>	<b>3,158.28</b>

During the year under review, operating revenues stood at ₹ 17,108.87 lacs in FY24 compared to ₹ 15,932.72 lacs in FY23. EBITDA margins increased to 29.28% in FY24 against 25.93% in FY23. At the net profit level, we closed this financial year with a net profit of ₹ 3,985.48 lacs as against ₹ 3,158.28 lacs in the previous year.

## DIVIDEND

Company did not recommend and declare any dividend during the year under review.

## RESERVES

The whole of profit after tax has been transferred to Profit & Loss account. There is no amount that has been proposed to be carried to any other reserves.

## CHANGE IN NATURE OF BUSINESS

The Company manufactures Male and Female Rubber Contraceptives, Lubricant Jelly and In Vitro Diagnostic Devices (IVD). There is no any change in the business carried on by the company during the year under review.

## SHARE CAPITAL

The paid up Equity Share Capital as at 31st March, 2024 is ₹ 13,41,77,490 (Thirteen Crores Forty One Lacs Seventy Seven Thousand and Four Hundred Ninety Only). During the year under review, the Company has not issued shares with differential voting rights. Company has allotted 79,749 shares and granted 48,000 stock options under Cupid Limited Employee Stock Option Plan - 2022 (Cupid Limited ESOP - 2022) during the year. As on 31st March 2024, none of the Directors of the Company hold instruments convertible into equity shares of the Company.

## FINANCE AND ACCOUNTS

Your Company prepares its financial statements in compliances with the requirements of the Companies Act, 2013 and the Indian Accounting Standard (IND AS). The financial statements have been prepared on historical cost basis. The estimates and judgments relating to the financial statements are made on a prudent basis, so as to reflect in a true and fair manner, the form and substance of transactions and reasonably present the Company's state of affairs, profits and Cash Flows for the year ended 31st March, 2024. There is no audit qualification in financial statements by the statutory auditors for the year under review.

## LOANS, GUARANTEES & INVESTMENTS

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to Financial Statements.

## DEPOSITS

The Company has not accepted any deposit from the public falling within the ambit of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014, or under Chapter V of the Act.

## RELATED PARTY TRANSACTIONS

During the year under review, the Company has not entered into any contracts or arrangements with related parties

referred to in Section 188 of the Companies Act, 2013 and providing the information in the prescribed Form AOC-2 are not applicable to the Company. There are no transactions with related parties except those indicated in notes to accounts.

## INTERNAL CONTROL SYSTEMS

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations.

## VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company has a vigil mechanism to deal with instance of fraud and mismanagement, if any. It ensures that strict confidentiality is maintained whilst dealing with concerns and also no discrimination will be meted out to any person for a genuinely raised concern. Any suspected or confirmed incident of fraud / misconduct can be reported thereof.

The Whistle Blower Policy has been posted on website of the Company at below link: -

<https://www.cupidlimited.com/wp-content/uploads/2024/07/Whistleblower-Policy.pdf>

## DISCLOSURES ON EMPLOYEE STOCK OPTION SCHEME

The Employee Stock Options ("ESOPs") granted to the employees of the Company currently operate under the Cupid Limited - Employee Stock Option Scheme 2022 (ESOP - 2022).

The aforesaid Scheme complied with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI (SBEB&SE) Regulations, 2021"), to the extent applicable.

The Nomination and Remuneration Committee of the Board of Directors of the Company, inter alia, administers and monitors the Scheme in accordance with the SEBI (SBEB&SE) Regulations, 2021.

During the year, the Company granted ESOPs to the eligible employees of the Company, in accordance with the respective Scheme and as approved by the Nomination and Remuneration Committee.

The details of the ESOPs granted and outstanding as on March 31, 2024 along with other particulars as required by Regulation 14 of the SEBI (SBEB&SE) Regulations, 2021 is available on the website of the Company at [https://www.cupidlimited.com/wp-content/uploads/2024/08/ESOP-Website-Disclosure\\_2023-24.pdf](https://www.cupidlimited.com/wp-content/uploads/2024/08/ESOP-Website-Disclosure_2023-24.pdf)

The certificate from the Secretarial Auditor, as required under Regulation 13 of the SEBI (SBEB&SE) Regulations 2021, stating that the ESOP Scheme have been implemented in accordance with the SEBI (SBEB&SE) Regulations, 2021 would be available for inspection by the Members during the Annual General Meeting ("AGM").

## RISK MANAGEMENT

There is a continuous process for identifying, evaluating and managing significant risks faced through a risk management process designed to identify the key risks facing business. During the year a risk analysis and assessment was conducted and no major risks were noticed.

## PERFORMANCE EVALUATION OF BOARD

Pursuant to the provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and other Committees. The same is found to be satisfactory.

## FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

At the time of appointing a Director, a formal letter of appointment is given to them, which inter alia explains the role, function, duties and responsibilities expected of them as a Director of the Company. The Director is also explained in detail the Compliance required from him / her under the Companies Act, 2013, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other relevant regulations and affirmation taken with respect to the same.

Further, the Company has put in place a system to familiarize the Independent Directors about the Company, its products, business and the on-going events relating to the Company.

## DIRECTORS AND KEY MANAGERIAL PERSONNEL

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Aditya Kumar Halwasiya, Managing Director of the Company, retires by rotation at the ensuing Annual General Meeting of the Company, and being eligible offers himself for re-appointment.

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed both under the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The following are the Key Managerial Personnel of the company:

Mr. Aditya Kumar Halwasiya: -	Managing Director
Mr. Saurabh V. Karmase: -	Company Secretary and Compliance Officer
Mr. Narendra M. Joshi: -	Chief Financial Officer

## MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis Report on the operations of the Company, as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is provided in a separate section and forms an integral part of this Report.

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

Company is falling under top 1000 listed entities on the basis of market capitalisation as on 31st March, 2024 and hence pursuant to the provisions of regulation 34 of SEBI (Listing

Obligations and Disclosure Requirements) Regulations, 2015 the Business Responsibility and Sustainability Report ("BRSR") is provided in a separate section and forms an integral part of this Report.

## BOARD MEETINGS

During the year under review, the Company has conducted 7 Board Meetings on the following dates: 27th May, 2023; 31st July, 2023; 20th October, 2023, 26th October, 2023, 8th November, 2023, 23rd January, 2024 and 14th March, 2024. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

## COMMITTEES OF THE BOARD

The Board of Directors has the following Committees:

1. Audit Committee
2. Nomination and Remuneration Committee
3. Stakeholders' Relationship Committee
4. Corporate Social Responsibility Committee
5. Risk Management Committee

The details of the Committees along with their composition, number of meetings and attendance at the meetings are provided in the Corporate Governance Report.

## STATUTORY AUDITORS

M/s. Chaturvedi Sohan & Co., Chartered Accountants, Mumbai were appointed as Statutory Auditors of the company at 29<sup>th</sup> Annual General Meeting which was held on 28th September, 2022 to hold the office as Statutory Auditor from the conclusion of 29<sup>th</sup> Annual General Meeting till conclusion of 34<sup>th</sup> Annual General Meeting of the company.

## SECRETARIAL AUDIT

As required under Section 204 of the Companies Act, 2013, Secretarial Audit Report as obtained from Mr. Shailesh Kachalia, Practising Company Secretary is annexed as "annexure 1" and forms part of the Board Report.

## OBSERVATIONS - AUDITOR & SECRETARIAL AUDITOR

There are no qualifications contained in the Auditors Report and Secretarial Audit Report contains the following observation:

"The company has complied with all the applicable provisions and circulars / guidelines except regulation 295(1) of Chapter XI of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 regarding implementation of bonus issue within two months from the date of the meeting of its board of directors wherein the decision to announce the bonus issue was taken subject to shareholder's approval."

Management Response on observation - The company has made the payment of fine imposed by BSE and NSE under the

Standard Operating Procedures issued by SEBI for the above mentioned non-compliance.

## ANNUAL RETURN

Pursuant to Section 134(3)(a) and Section 92(3) of the Act read with Companies (Management and Administration) Rules, 2014, the Annual Return of the Company in Form MGT-7 has been placed on the Company's website [www.cupidlimited.com](http://www.cupidlimited.com).

## MATERIAL CHANGES AND COMMITMENTS

During the year, the management of the company was changed pursuant to the provisions of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 due to sale of stake by existing promoter and promoter group. Further, all the erstwhile board members were resigned and new board members were appointed. There are no material changes or commitments affecting the financial position of the Company which have occurred between the end of the financial year and the date of this Report.

## SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant and material orders passed by the Regulators / courts / Tribunals that would impact the going concern status of the Company and its future operations.

## ENVIRONMENT AND SAFETY

The Company is conscious of the importance of environmentally clean and safe operations. The Company's policy requires conduct of operations in such a manner, so as to ensure safety of all concerned, compliances, environmental regulations and preservation of natural resources.

## DISCLOSURE IN TERMS OF THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company took all necessary measures to ensure a harassment free workplace and has instituted an Internal Complaints Committee for redressal of complaints and to prevent sexual harassment. No complaints relating to sexual harassment were received during the year.

## CORPORATE GOVERNANCE

As per Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate section on 'Report on Corporate Governance' practices followed by the Company, together with a certificate from the Secretarial Auditors of the Company confirming compliances forms integral part of this Report.

## DIRECTORS' RESPONSIBILITY STATEMENT

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors



make the following statements in terms of Section 134(3)(c) of the Companies Act, 2013:

- a. that in the preparation of the annual financial statements for the year ended 31st March, 2024, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b. that such accounting policies as mentioned in the Notes to the Financial Statements have been selected and applied consistently and judgement and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2024 and of the profit of the Company for the year ended on that date;
- c. that proper and sufficient care has been taken 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;
- d. that the annual financial statements have been prepared on a going concern basis;
- e. that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
- f. that systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

## **CONSERVATION OF ENERGY, RESEARCH & DEVELOPMENT, TECHNOLOGY ABSORPTION**

### **A) Conservation of Energy:-**

- i. The Company has taken all effective steps to conserve the energy by installing latest equipment's for conservation of energy. As a stand-by arrangement in case of no supply of electricity, the Company has installed generator set.
- ii. The cumulative effect of the Energy conservations steps taken by the Company has considerably reduced the consumption of Energy and saved the cost.
- iii. The Company has installed Solar in its manufacturing facility for Energy conservation.
- iv. The Company is not required to mention per unit consumption of Energy in "form A".

### **B & C) Technology Absorption and Expenditure on Research & Development:-**

The Company has deployed indigenous technology to manufacture its products. The Company is also taking steps to upgrade its technology to improve the quality of its product so as to make same cost effective and compete in international market.

## **FOREIGN EXCHANGE EARNINGS AND OUTGO**

The Company has earned foreign exchange of ₹ 14,558.81 Lacs (Previous year ₹ 14,626.32 Lacs) through exports, whereas the Company paid / payable foreign exchange of ₹ 91.96 Lacs (Previous Year ₹ NIL) towards machinery / equipments. Further payments made in foreign exchange of ₹ 1099.21 Lacs (Previous Year ₹ 529.40 Lacs) towards other expenses.

## **INVESTOR EDUCATION AND PROTECTION FUND ("IEPF")**

A detailed disclosure with regard to the IEPF related activities undertaken by your Company during the year under review forms part of the Report on Corporate Governance.

## **CORPORATE SOCIAL RESPONSIBILITY**

In terms of the provisions of Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014, the Board of Directors of your Company has constituted a Corporate Social Responsibility ("CSR") Committee which is chaired by Mr. Kuldeep Halwasiya, Executive Director of the Company, the other members of the committee are Mr. Aditya Kumar Halwasiya, Managing Director and Mr. Rajinder Singh Loona, Independent Director. Your Company also has in place a CSR policy and the same is available on the website of the Company at [https://www.cupidlimited.com/wp-content/uploads/2020/07/05\\_001\\_CG\\_01CSR-Policy.pdf](https://www.cupidlimited.com/wp-content/uploads/2020/07/05_001_CG_01CSR-Policy.pdf). A detailed report as per Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 is attached as "Annexure 2" forming part of this report.

## **AUDIT COMMITTEE**

The Audit Committee now headed by Mr. Thallapaka Venkateswara Rao as Chairman of the committee. Mrs. Rajni Mishra and Mr. Rajinder Singh Loona are Members. The details of all related party transactions, if any, are placed periodically before the Audit Committee. During the year, there were no instances where the Board had not accepted the recommendations of the Audit Committee.

## **NOMINATION AND REMUNERATION COMMITTEE**

The Nomination and Remuneration Committee is headed by Mrs. Rajni Mishra as Chairperson of the committee. Mr. Thallapaka Venkateswara Rao and Mr. Rajinder Singh Loona are the members of committee. During the year, there were no instances where the Board had not accepted the recommendations of the Nomination and Remuneration Committee.

## **STAKEHOLDER RELATIONSHIP COMMITTEE**

The Stakeholder Relationship Committee is headed by Mr. Rajinder Singh Loona as Chairman of the committee. Mr. Kuldeep Halwasiya and Mr. Aditya Kumar Halwasiya are the members of committee. During the year, there were no instances where the Board had not accepted the recommendations of the Stakeholder Relationship Committee.

## RISK MANAGEMENT COMMITTEE

Pursuant to regulation 21 of SEBI (LODR) Regulations, 2015, formation of Risk Management Committee is applicable to top 1000 listed entities on the basis of market capitalization as on 31st March of each financial year. Accordingly, company is falling under top 1000 listed entities on the basis of market capitalisation as on 31st March, 2024 and hence company has formed the Risk Management Committee which is headed by Mr. Kuldeep Halwasiya as Chairman of the committee. Mr. Aditya Kumar Halwasiya and Mr. Thallapaka Venkateswara Rao are Members.

## PERFORMANCE EVALUATION CRITERIA FOR INDEPENDENT DIRECTORS:

Pursuant to the provisions of the Companies Act, 2013 and regulation 17 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the performance evaluation of the Independent Directors is carried out by other non-independent directors on the basis of their contribution towards important aspects of the company and active participation on the board. The Directors express their satisfaction with the evaluation process.

Further, the company have constituted Performance Evaluation Policy to evaluate the performance of Independent Directors and the said policy is available on the website of the company at [https://www.cupidlimited.com/wp-content/uploads/2020/07/Performance\\_Evaluation.pdf](https://www.cupidlimited.com/wp-content/uploads/2020/07/Performance_Evaluation.pdf)

## REMUNERATION OF DIRECTORS

### Pecuniary Relationship or Transactions with the Non-Executive Directors:

There was no any pecuniary relationship or transaction took place between the company and its non-executive directors.

### Criteria of making payments to non-executive directors:

Company is paying the sitting fees as decided by the board for attending the board meetings and various committee meetings to all the non-executive directors. Further, Company reimburses out of pocket expenses incurred by all the non-executive directors of the Company in connection with various affairs of the company.

## PARTICULARS OF EMPLOYEE

The disclosure required under section 197 of the Companies Act, 2013 read with Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is attached as "Annexure 3".

A statement comprising the names of top 10 employees in terms of remuneration drawn and every person employed throughout the year, who were in receipt of remuneration in terms of Rule 5(2) and Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed as Annexure '4' and forms an integral part of this annual report. The said Annexure is not being sent along with this annual report to the members of the Company in line with the provisions of Section 136 of the Act. Members who are interested in obtaining these particulars may write to the Company Secretary at the Registered Office of the Company. The aforesaid Annexure is also available for inspection by Members at the Registered Office of the Company, 21 days before and up to the date of the ensuing Annual General Meeting during the business hours on working days.

## HUMAN RESOURCES AND INDUSTRIAL RELATIONS

The Company takes pride in the competence, dedication and commitment of its employees in all sectors of the business. The Company has a structured training and management development programs to upgrade skills of employees of the company. Objective appraisal systems are in place for senior management staff.

The Company is committed to enhancing and retaining its top talent through superior learning and organizational development. This is a part of our Human Resource function and is an essential pillar to support the organization's growth and its sustainability in the long run.

The company is strongly giving emphasis on maintaining its current industrial relations and developing the new ones.

## COST AUDITORS

As per the Companies (cost records and audit) Rules, 2014 and the amendments made thereof notified by Ministry of Corporate Affairs, cost audit is not applicable to the company. Therefore the board did not proceed with the appointment of cost auditor and cost audit for the year 2024-25. The company is properly maintaining its cost record internally.

## SUBSIDIARY / JOINT VENTURE / ASSOCIATE COMPANIES

Company doesn't have any Subsidiaries or Joint Ventures or Associate companies as on March 31, 2024 as defined under the Companies Act, 2013 and hence providing the information in the prescribed Form AOC-1 is not applicable to the Company.

## CAUTIONARY STATEMENT

Statements in this Directors' Report and Management Discussion and Analysis Report describing the Company's objectives, projections, estimates, expectations or predictions

may be 'forward-looking statements' within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make difference to the Company's operations include raw material availability and its prices, cyclical demand and pricing in the Company's principal markets, changes in Government regulations, Tax regimes, economic developments within India and other ancillary factors.

### **APPRECIATION**

Your Directors would like to express their grateful appreciation for the contribution made by the employees at all levels. Your Directors are also deeply grateful for the confidence and faith shown by the Shareholders of the Company in them. Your Directors also wish to thank its customers, dealers, agents,

suppliers and bankers for their continued support and faith reposed in the Company.

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

**Kuldeep Halwasiya**

Chairman

Din No.: 00284972

**CIN No. : L25193MH1993PLC070846**

**REGISTERED OFFICE**

A - 68, M. I. D. C. (Malegaon), Sinnar, Nashik,  
Maharashtra- 422113

Place: Mumbai

Date: 5<sup>th</sup> August, 2024

## ANNEXURE 1

## 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 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,  
The Members,  
**CUPID LIMITED, NASHIK.**

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

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2024 ('Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2024 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable to the Company: –
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
  - (c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations 2015;
  - (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
  - (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations 2008: **(Not applicable to the Company during the Audit Period);**
  - (g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021: **(Not applicable to the Company during the Audit Period);** and
  - (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018: **(Not applicable to the Company during the Audit Period).**
  - (j) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.
  - (k) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021: **(Not applicable to the Company during the Audit Period).**

**Laws Specifically Applicable: -**

- a. Drugs & Cosmetics Act, 1940 & Rules 1945 (Under Food & Drugs Administration, Maharashtra).
- b. Drugs (Price Controls) Order 2013 (Under Food & Drugs Administration, Maharashtra).
- c. Drugs & Magic Remedies (objectionable Advertisement) Act, 1954 & Rules 1955 (Under Food & Drugs Administration, Maharashtra). I have relied on the representation made by the Company and its officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company.

I have also examined compliance with the applicable clauses of the Secretarial 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 and Standards, as mentioned above except regulation 295(1) of Chapter XI of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 regarding implementation of bonus issue within two months from the date of the meeting of its board of directors wherein the decision to announce the bonus issue was taken subject to shareholders' approval.

**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.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance / at a shorter notice with the consent of a majority of the Directors, 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 decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

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

**I further report that** during the audit period, the Company has passed following Special Resolutions in pursuance of the above referred Laws, Rules, Regulations, Guidelines, Standards:

1. Payment of Commission to Non-Executive Directors based on Net Profits of the Company.
2. Appointment of Mr. Thallapaka Venkateswara Rao (DIN: 05273533) as an Independent Director of the Company.
3. Appointment of Mrs. Rajni Mishra (DIN: 08386001) as an Independent Director of the Company.
4. Appointment of Mr. Rajinder Singh Loona (DIN: 02305074) as an Independent Director of the Company.
5. Appointment of Mr. Kuldeep Halwasiya (DIN: 00284972) as an Executive Director and Chairman of the Company.
6. Appointment of Mr. Aditya Kumar Halwasiya (DIN: 08200117) as Managing Director of the Company.
7. Appointment of Mr. Ajay Kumar Halwasiya (DIN: 05172221) as an Executive Director of the Company.
8. Issue of Convertible Warrants on a Preferential basis.
9. Increase in Borrowing Powers of the Board of Directors pursuant to Section 180(1)(C) of the Companies Act, 2013.

**SHAILESH KACHALIA**

Practicing Company Secretary  
Proprietor

Membership No.: F1391 / CP No.: 3888

Place: Mumbai

UDIN: F001391F000904590

Date: 5<sup>th</sup> August, 2024

Peer Review Cert. No.: 628/2019

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

## "Annexure A"

To  
Members of  
**Cupid Limited,**

My Secretarial Audit Report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test-check basis to ensure that correct facts are reflected in secretarial records. I believe that the process and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test-check basis.
5. The Secretarial Audit report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**SHAILESH KACHALIA**

Practicing Company Secretary

Proprietor

Membership No.: F1391 / CP No.: 3888

UDIN: F001391F000904590

Peer Review Cert. No.: 628/2019

Place: Mumbai

Date: 5<sup>th</sup> August, 2024

# ANNEXURE - 2

## ANNUAL REPORT ON CSR INITIATIVES

[Particulars required as per Companies (Corporate Social Responsibility Policy) Rules, 2014 as amended from time to time]

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

The Company had proposed to undertake activities relating to Promotion of Education and Healthcare during the year under review. The activities and funding are monitored internally by the Company.

The projects undertaken are within the broad framework of Schedule VII of the Companies Act, 2013. Details of the CSR policy and projects or programs undertaken by the Company are available on the website of the company.

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

Sr. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Jandhyala L. Sharma (Cessation w.e.f. 1.8.2023)	Chairman, Independent, Non-Executive Director	1	1
2	Mr. Omprakash Garg (Cessation w.e.f. 25.10.2023)	Member, Non-Independent, Executive Director	1	1
3	Ms. Nalini Mishra (Cessation w.e.f. 25.10.2023)	Member, Independent, Non-Executive Director	1	1
4	Mr. Kuldeep Halwasiya (Appointed w.e.f. 20.10.2023)	Chairman	1	1
5	Mr. Rajinder Singh Loona (Appointed w.e.f. 20.10.2023)	Member	1	1
6	Mr. Aditya Kumar Halwasiya (Appointed w.e.f. 20.10.2023)	Member	1	1

### 3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company:

Composition of the CSR committee shared above and is available on the Company's website on <https://www.cupidlimited.com/directors-kmp/>

CSR policy - [https://www.cupidlimited.com/wp-content/uploads/2020/07/05\\_001\\_CG\\_01CSR-Policy.pdf](https://www.cupidlimited.com/wp-content/uploads/2020/07/05_001_CG_01CSR-Policy.pdf)

CSR projects - <https://www.cupidlimited.com/csr-projects/>

### 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

Sr. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be setoff for the financial year, if any (in Rs)
1	-	NIL	NIL

### 6. Average net profit of the company as per section 135(5): INR 3,718.39 Lacs

### 7. (a) Two percent of average net profit of the Company as per section 135(5): INR 74.37 Lacs

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

(c) Amount required to be set off for the financial year, if any: NIL

(d) Total CSR obligation for the financial year (7a+7b-7c): INR 74.37 Lacs

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

Total Amount Spent for the Financial Year. (₹ In Lacs)	Amount Unspent (in ₹)				
	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. (₹ In Lacs)	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
74.37	NIL	-	-	NIL	-

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

Sr. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No).	Location of the Project.		Project Duration.	Amount allocated for the project (₹ In Lacs).	Amount spent in the current financial Year (₹ In Lacs).	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (₹ In Lacs).	Mode of Implementation - Direct (Yes/No).	Mode of Implementation - Through Implementing Agency	
				State	District.						Name	CSR Registration number.
-	-	-	-	-	-	-	Nil	Nil	Nil	-	-	-
<b>Total</b>							<b>Nil</b>	<b>Nil</b>	<b>Nil</b>			

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

Sr. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/No).	Location of the Project.		Amount spent for the project (₹ in Lacs).	Mode of implementation Direct (Yes/No).	Mode of implementation - Through implementing agency.	
				State	District.			Name	CSR Registration number.
1	Promoting Education - Distribution of Computers to 1 Govt. School situated in Nashik.	(ii)	Yes	Maharashtra	Nashik	2	Yes	-	-
2	Healthcare - Payment to Apollo Hospitals, Hyderabad for treating 4 year old eye cancer patient.	(i)	No	Telangana	Hyderabad	3	Yes	-	-
3	Healthcare - Donation for Eradicating hunger, poverty and malnutrition.	(i)	No	West Bengal	West Bengal	25	No	Matilal Bharat Tirtha Seba Mission Ashram	CSR00006975
4	Healthcare - Donation for Providing medical facilities to the weaker section of society.	(i)	No	West Bengal	West Bengal	15	No	Matilal Bharat Tirtha Seba Mission Ashram	CSR00006975
5	Promoting Education: Donation for development of employment enhancing vocation skills especially among children, women, elderly and the differently abled.	(ii)	No	West Bengal	West Bengal	10	No	Matilal Bharat Tirtha Seba Mission Ashram	CSR00006975



Sr. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/No).	Location of the Project.		Amount spent for the project (₹ in Lacs).	Mode of implementation Direct (Yes/No).	Mode of implementation - Through implementing agency.	
				State	District.			Name	CSR Registration number.
6	Promoting Education: Donation for supporting education through Ekal Vidyalaya Project.	(ii)	No	Lakhimpur	Uttar Pradesh	5.50	No	Bharat Lok Shiksha Parishad	CSR00000667
7	Healthcare - Donation for Eradicating hunger, poverty and malnutrition.	(i)	No	Mumbai	Maharashtra	8.82	No	ISKCON	CSR00005241
8.	Healthcare - Donation for conducting medical camps in tribal areas.	(i)	Yes	Nashik	Maharashtra	2.55	No	Nashik Seva Samiti Trust	CSR00044003
9.	Promoting Education: Donation for development of employment enhancing vocational skills among women.	(ii)	Yes	Nashik	Maharashtra	2.50	No	Sai Sadhna Bahuuddeshiya Mahila Vikas Sanstha	CSR00044475
<b>Total</b>						<b>74.37</b>			

**(d) Amount spent in Administrative Overheads:** NIL

**(e) Amount spent on Impact Assessment, if applicable:** Not Applicable

**(f) Total amount spent for the Financial Year (8b+8c+8d+8e):** INR 74.37 Lacs

**(g) Excess amount for set off, if any:** NIL

Sr. No.	Particular	Amount (in ₹)
i.	Two percent of average net profit of the company as per section 135(5)	INR 74.37 Lacs
ii.	Total amount spent for the Financial Year	INR 74.37 Lacs
iii.	Excess amount spent for the financial year [(ii)-(i)]	NIL
iv.	Surplus arising out of the CSR projects or programs or activities of the previous financial years, if any	NIL
v.	Amount available for set off in succeeding financial years [(iii)-(iv)]	NIL

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

Sr. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (₹ In lacs)	Amount spent in the reporting Financial Year (₹ In lacs)	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 lacs)
				Name of the Fund	Amount (in Rs).	Date of transfer.	
1	2022-23	39.61	39.61	-	NIL	-	Nil
<b>Total</b>							<b>Nil</b>

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

Sr. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (₹ In Lacs)	Amount spent on the project in the reporting Financial Year (₹ In Lacs)	Cumulative amount spent at the end of reporting Financial Year. (₹ In Lacs)	Status of the project - Completed /Ongoing.
1	FY31.03.2023_1	Promoting Education - Construction of classrooms and important infrastructure, other maintenance activities of infrastructure, etc. in 6 ZP Schools situated in Nashik and distribution of Computers and Printer at 2 ZP Schools situated in Nashik	2022-23	2.5 Years	73.01	39.61	73.01	Completed
<b>Total</b>					<b>73.01</b>	<b>39.61</b>	<b>73.01</b>	

**10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details).**

- (a) Date of creation or acquisition of the capital asset(s): None
- (b) Amount of CSR spent for creation or acquisition of capital asset: NIL
- (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.: Not Applicable
- (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset): Not Applicable

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

**Kuldeep Halwasiya**  
Chairman of CSR Committee

**Rajinder Singh Loona**  
Member of CSR Committee /  
Independent Director

**Aditya Kumar Halwasiya**  
Member of CSR Committee /  
Managing Director

## ANNEXURE - 3

**DISCLOSURE IN DIRECTORS REPORT PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

Sr. No.	Requirements	Disclosure	
		Name of the Director	Ratio
1	The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year.	Mr. Kuldeep Halwasiya	Nil
		Mr. Aditya Kumar Halwasiya	Nil
		Mr. Ajay Kumar Halwasiya	Nil
		Mr. Omprakash Garg	9.88X
		1. The median remuneration of employees of the Company was ₹ 5.29 lacs.	
		2. For this purpose, Sitting Fees and Profit Related Commission paid to the Directors have not been considered as remuneration.	
		3. Figures have been rounded off wherever necessary.	
2	The percentage increase in remuneration of each director, Chief Financial Officer and Company Secretary in the financial year.	Mr. Saurabh Karmase-CS	16.80%
		Mr. Narendra Joshi-CFO	17.54%
3	The percentage increase / decrease in the median remuneration of employees in the financial year.	During FY 2024, the percentage decrease in the median remuneration of employees as compared to previous year was approximately 2.22 %.	
4	The number of permanent employees on the rolls of company.	There were 169 employees as on March 31, 2024.	
5	Average percentage increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentage increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.	Average increase in remuneration is 13.29 % for Employees other than Managerial Personnel.	
6	Affirmation that the remuneration is as per the remuneration policy of the Company.	Yes, it is confirmed.	

- Notes: 1. Mr. Kuldeep Halwasiya was appointed as Chairman and Executive Director of the company w.e.f. 20.10.2023 at Nil remuneration.  
2. Mr. Aditya Kumar Halwasiya was appointed as Managing Director of the company w.e.f. 20.10.2023 at Nil remuneration.  
3. Mr. Ajay Kumar Halwasiya was appointed as Executive Director of the company w.e.f. 23.1.2024 at Nil remuneration.  
4. Mr. Omprakash Garg resigned from the company w.e.f. 25.10.2023.

# Management Discussion and Analysis

## Overview of Indian Economy

India's real GDP grew by 8.2% in FY24, posting growth of over 7% for a third consecutive year, driven by stable consumption demand and steadily improving investment demand. The real GDP in FY24 was 20% higher than its level in FY20, a feat that only a very few major economies achieved, while also leaving a strong possibility for robust growth in FY25 and beyond.

That would be an impressive achievement, testifying to the resilience and potential of the Indian economy. It augurs well for the future. It is one thing for India to grow at 8 to 9%, when the world economy is growing at 4%, but it is another thing to grow at or above 7% when the world economy is struggling to grow at 2%.

In 2014, the economy was beset with high fiscal and current account deficits and double-digit inflation. Now, inflation is under control, the fiscal deficit is trending lower, the current account deficit is just above one per cent of GDP, and foreign exchange reserves cover nearly eleven months of imports. It has been a journey from fragility to stability and strength.

The strength of manufacturing sector is further corroborated by the strong performance of the HSBC India PMI for manufacturing, which consistently remained well above the threshold value of 50, indicating sustained expansion and stability in India's manufacturing sector.

On the demand side, private consumption has been a crucial and steadfast cog in the GDP growth. Private final consumption expenditure (PFCE) grew by 4% in real terms in FY24. Urban demand conditions remain strong, as reflected in various urban consumption indicators. It is also reported that rural consumption growth has gradually picked up pace during the quarter ending March 2024.

## Global Economic Scenario

As per the World Economic Outlook (WEO), April 2024 of the International Monetary Fund (IMF), the global economy has registered a growth of 3.2% in calendar year 2023, though marginally lower than in 2022.

Inflationary pressures have been significantly higher on account of the persistence of core inflation. Global trade moderated due to rising geopolitical tensions, cross-border restrictions and slower growth in advanced economies (AEs).

Both emerging market economies (EMEs) and AEs achieved higher growth in 2023 than projected a year ago. Almost all major economies have surpassed the pre Covid-19 pandemic real gross domestic product (GDP) levels in 2023.

Some economies, including India and China, have attained GDP levels 20% higher in 2023 as compared to 2019 levels. Among AEs, the US witnessed continued growth momentum. However, economic activity remains subdued in the Euro area, although the magnitude of the downturn has eased.

The economic shocks resulting from the Russia-Ukraine conflict had an outsized impact on Europe, leading to subdued growth

in large countries like Germany and France. The US also faced high inflationary pressures and consequently raised the policy rates substantially.

IMF projects the global economy to grow at 3.2% in the fiscal year 2024, with risks being broadly balanced. The average annual global growth was 3.7% during the decade ending FY20. Inflationary pressures have moderated in most economies with declining global commodity prices and easing of supply chain pressures.

However, core inflation remains sticky and driven by high service inflation. Many central banks have hinted at the peaking of the interest rate hike cycle. The ECB has already cut the policy rate, while the Fed has hinted at reducing the rate in 2024. If the services inflation across economies moderates faster, that may allow central banks to bring forward the monetary policy easing cycle earlier than currently anticipated. A likely reduction in policy rates by central banks of AEs, especially the Fed, will open the space for central banks of EMEs to follow the lead, bringing down the cost of capital for the growth.

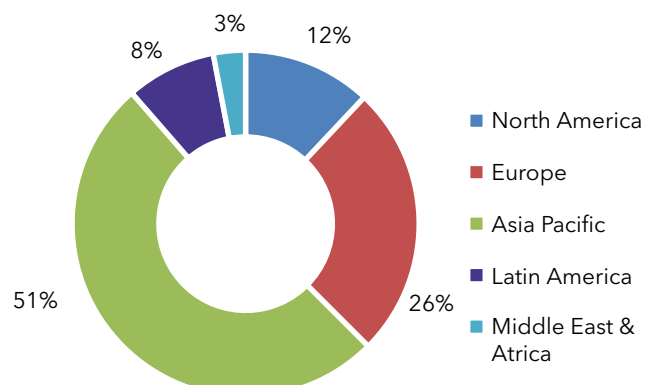
## Industry Overview

The condom product market is divided into male and female condoms. Currently male condom products market dominates with a share of 98.8% whereas female condoms stands at 1.20%. The Indian Condom market is expected to reach to \$508.36 Mn in 2027, according to a report by Business Market Insights.

The growth of the market is driven by the factors such as rising number of awareness programs, increasing use of locally manufactured condoms in the remote parts of this region, presence of a robust distribution network and high density of adult and middle aged population are likely to grow the Indian condom market in the forecast period.

With the population decline and aging societies in major markets such as Europe, Japan and China, condom manufacturers are taking advantage of modern marketing tools to reach India's huge, young and tech-savvy demographic in both urban and rural settings. The Indian condom market is very attractive because of its low usage given the young population size, the volume would be tremendous.

Global Condom Market



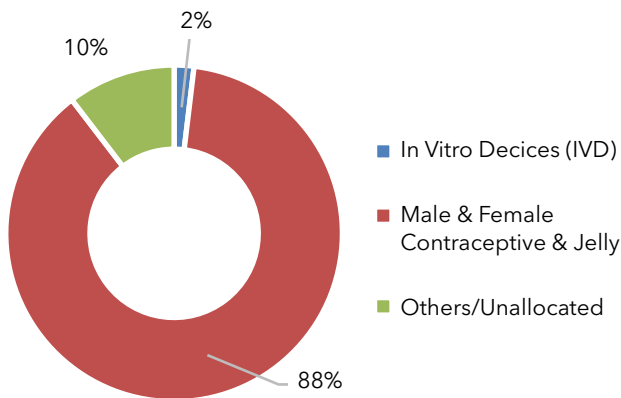
**Business overview:**

The company boasts a production capacity of up to 480 million male condoms, 52 million female condoms, 210 million sachets of personal lubricant and 20 million IVD Test Kits annually. In December 2023, the company had announced strategic land acquisition that will enable it to amplify its production capacity by 1.5 times the existing output to 1.25 billion units of male condoms and female condom units to 125 million within 18 to 24 months. The new management at the helm of affairs coupled with strengthening of senior management from the industry is taking the company to places. With increasing focus on D2C and expanding its presence across leading Indian E-Commerce platforms the company is going to increase the market share and besides establishing its brand among young population of India. The company currently caters to Africa, Europe, Oceania, Asia, North America and South America.

The company has a prominent presence in the international markets and holds the distinction of being the first company in the world to attain WHO/UNFPA pre-qualification for male and female condoms. Company currently exports its products to over 105 countries, with over 90% of its revenue generated from international markets. The company has established a long-term agreement with WHO/UNFPA.

Cupid Limited is committed to play a promising role for the fight against HIV/AIDS & prevention of unintended pregnancy. Developing a safe and effective methodology against HIV is critical to our efforts to control the devastating pandemic of HIV/AIDS.

**Segmental Revenue**



**Financial Review**

In the fiscal year 2023-24, the company has reported a total revenue of ₹ 171.09 crore, registered a growth of 7.38% as compared to ₹159.32 crore in FY23. Net profit has grown by 26.19% to ₹ 39.85 crore, from ₹ 31.58 crore in FY23. The EBIDTA for the year stands at ₹ 50.10 crore, registered a growth of 21.29% from ₹41.31 crore. PAT margin of the company for FY24, improved by 347 basis point to 23.29% from 19.82% in FY23.

During FY24, the contribution from male and female contraceptives and jelly stands at 87.7%, whereas 1.90% of the revenue comes from IVDs and 10% of the revenues comes from other products. The overall pie of female condoms is

going to increase in the years to come besides good growth rates in male condoms.

The company is debt free.

**Opportunities and Threats**

Our Company is working on improving inventory management, rationalizing all procurement processes, engagement with suppliers for cost cutting and efficient delivery, expanding B2C presence through multipronged strategies, getting into new geographies across the world and in India. New growth engines are IVD Kits and Deodorants. Engaging with new marketing and distribution partners in multiple locations across the world is going to be another major focus area for the company.

The Company is leveraging on modern marketing tools to reach India’s young and tech-savvy demographic in both urban and rural areas. However, talking about sex is largely taboo in rural India and rural consumers skeptical about contraceptives pose threat to the company’s values.

**Outlook**

Strong economic growth, willingness to pay for premium goods, social media use and evolving attitudes to sex are changing how condom makers view a country. As few as 5% of sexually active men use condoms as a regular form of contraception, and as many as 2% were not familiar with condoms at all. By contrast, 19% of U.S. men use condoms every time they have sex, showed data from the National Center for Health Statistics.

The Indian market has the potential to be the world’s biggest because of its demographic relevance for condoms and sexual wellness products. World Bank data showed that, in 2023, per capita gross domestic product crossed \$ 2,484, consumption jumped. Moreover, India was set to overtake China this year to become the world’s most populous country, the United Nations said in April. Almost one billion Indians are aged 15-64 years.

Condom makers has been boosting its online presence to better cater to urbanites and investing in local-language advertising to reach more rural consumers. Social media has helped target the audience more sharply which was not possible on mass media especially with rules regarding time of the day when condom ads were shown.

**Risks and concerns**

Heightened competition, fluctuating raw material prices, regulatory compliance challenges, and geopolitical uncertainties are the major risks and concerns for the industry.

Effective supply chain management stands as our steadfast ally, ensuring the seamless flow of materials and products even in the face of adversity. Vigilant monitoring of global developments keeps us attuned to the ever-changing tides, allowing us to swiftly adapt and thrive amidst uncertainty.

In this intricate dance of challenges and opportunities, we remain committed to excellence, turning risks into stepping stones on our journey toward a brighter, healthier future for all.

### **Internal Control Systems**

The Company has a proper and adequate system of internal controls. These controls ensure transactions are authorized, recorded and reported correctly and assets are safeguarded and protected against loss from unauthorized use or disposition. In addition, there are operational controls and fraud risk controls, covering the entire spectrum of internal financial controls.

### **Human Resources**

We have a systematic selection process for all levels of employees, and we endeavour to recruit and retain the best candidates. Succession Planning has helped us to future proof our organization.

We conduct periodic reviews of our employees' job performance and determine salaries and ESOPs based upon those reviews and general market conditions. We endeavour to maintain a good working relationship with our employees with policies that meet the needs of employees as well as organizations and their own departmental goals. Our employees are not subject to any sexual harassment.

We believe that our HIRA & Safety and training programs have contributed to developing a safe work environment and a motivated workforce that is focused on fostering healthy relations and striving for growth and profitability.

As on date, the company has 206 employees.

# Business Responsibility & Sustainability Report

## SECTION A: GENERAL DISCLOSURES

### I. Details of the listed entity:

1. **Corporate Identity Number (CIN) of the Listed Entity** - L25193MH1993PLC070846
2. **Name of the Listed Entity** - CUPID LIMITED
3. **Year of incorporation** - 1993
4. **Registered office address** - A-68, M.I.D.C. Sinnar, Malegaon, Nashik, Maharashtra, India, 422113
5. **Corporate address** - A-68, M.I.D.C. Sinnar, Malegaon, Nashik, Maharashtra, India, 422113
6. **E-mail** - info@cupidlimited.com
7. **Telephone** - +02551-230280
8. **Website** - <https://www.cupidlimited.com/>
9. **Financial year for which reporting is being done** - 2023-24
10. **Name of the Stock Exchange(s) where shares are listed :**

Name of the Exchange	Stock Code
BSE Ltd.	530843
National Stock Exchange of India Ltd.	CUPID

11. **Paid-up Capital** - ₹ 13,41,77,490/-
12. **Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report -**  
 Name: Mr. Saurabh V. Karmase / Mrs. Lata Rasal  
 Email id: cs@cupidlimited.com / hrd@cupidlimited.com.
13. **Reporting boundary - 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). -**  
 The disclosures under this report are made on a standalone basis.
14. **Name of assurance provider** - Not Applicable for the reporting period as per SEBI Circular No. SEBI/HO/CFD/CFD-SEC-2/P/ CIR/2023/122 dated 12 July, 2023.
15. **Type of assurance obtained** - Not Applicable for the reporting period as per SEBI Circular No. SEBI/HO/CFD/CFD-SEC-2/P/ CIR/2023/122 dated 12 July, 2023.

### 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	Manufacturing	Chemical and Chemical products, Pharmaceuticals, Medicinal chemical and botanical products.	100.00

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

S. No.	Product/ Service	NIC Code	% of Turnover contributed
1	Female Condom	22193	22.91
2	Male Condom	22193	70.85
3	Jelly / Water Based Lubricant	22193	1.23
4	IVD Sales	20299	1.98
5	Others (Majorly consisting of Deodorants and Perfumes)	20237	3.03

**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	1	1	2
International	0	0	0

**19. Markets served by the entity:****a. Number of locations**

Locations	Number
National (No. of States & UTs)	21
International (No. of Countries)	109

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

The contribution of exports as a percentage of the total turnover of the entity constitutes to 86.9%.

**c. A brief on types of customers:**

The Company caters to a wide range of customers including both B2B (Business-to-Business) and B2C (Business-to-Consumer) customer types. We supply our products to United Nations Population Fund and various NGOs such as DKT (Deep Kumar Tyagi), MSI (Marie Stopes International), Population Services, and IDA foundation (International Dispensary Association) etc. Additionally, we offer OEM (Original Equipment Manufacturer) services for other brands and participate in numerous government tenders both in India and internationally. Besides these ventures, we also distribute our brand to wholesalers and retailers within India and other countries.

**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. (C)	% (C / A)
<b>EMPLOYEES</b>						
1.	Permanent (D)	132	117	88.64	15	11.36
2.	Other than Permanent (E)	10	6	60.00	4	40.00
3.	<b>Total employees (D + E)</b>	142	123	86.62	19	13.38
<b>WORKERS</b>						
4.	Permanent (F)	37	37	100.00	0	0.00
5.	Other than Permanent (G)	3	3	100.00	0	0.00
6.	<b>Total workers (F + G)</b>	40	40	100.00	0	0.00



**b. Differently abled Employees and workers:**

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
<b>DIFFERENTLY ABLED EMPLOYEES</b>						
1.	Permanent (D)	There are no differently abled employees in the Company				
2.	Other than Permanent (E)					
3.	<b>Total differently abled employees (D + E)</b>					
<b>DIFFERENTLY ABLED WORKERS</b>						
4.	Permanent (F)	There are no differently abled workers in the Company				
5.	Other than permanent (G)					
6.	<b>Total differently abled workers (F + G)</b>					

Note: The Company is in the process to assess the feasibility of recruiting resources with reduced mobility in the coming financial years.

**21. Participation/Inclusion/Representation of women**

Particulars	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors*	6	1	16.67
Key Management Personnel**	2	0	0.00

Note: \*BoD Includes: Chairman & Executive director, Managing Director, Executive director, and 3 Independent Directors.

\*\*KMP Includes: Chief Financial Officer and Company Secretary.

**22. Turnover rate for permanent employees and workers (in percent)**

	FY 2023-24			FY 2022-23			FY 2021-22		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	7.11	6.45	7.02	3.87	6.90	4.35	5.33	7.41	7.91
Permanent Workers	0.00	0.00	0.00	0.00	0.00	0.00	5.88	0.00	5.88

**V. Holding, Subsidiary and Associate Companies (including joint ventures)****23. (a) Names of holding / subsidiary / associate companies / joint ventures**

S. No.	Name of the holding/ subsidiary/ associate companies/ joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
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The Company does not have any holding / subsidiary / associate companies / joint ventures as of now.

**VI. CSR Details****24. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: Yes**

(ii) Turnover (in ₹) - 1,71,08,87,000

(iii) Net worth (in ₹) - 3,01,28,54,000

## VII. Transparency and Disclosures Compliances

### 25. Complaints/Grievance on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/ No) (If Yes, then provide web-link for grievance redress policy)	FY 2023-24			FY 2022-23		
		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, The Company interacts with the communities to address their grievances through its CSR activities.	0	0	-	0	0	-
Investors (other than shareholders)	Yes. SEBI prescribed mechanism of SCORES is in place and shareholders can register their grievances at <a href="https://scores.gov.in">https://scores.gov.in</a> .	0	0	-	0	0	-
Shareholders	The complaints of the shareholders are resolved by RTA and the Company as per the mechanism prescribed by SEBI	3	0	All the complaints were resolved in a timely manner.	-	-	-
Employees and workers	Yes, the Company has a mechanism in place to receive and redress grievances for all categories of employees and workers. This mechanism is outlined in the HR manual of the Company. Employees and workers can directly contact the HR department via email or phone to raise their concerns. The process involves escalating the grievance to the department head first, then to the HR department, and finally to the COO if necessary. Additionally, there is a complaint box available for employees to submit their grievances anonymously.	0	0	-	0	0	-
Customers	Yes, To effectively manage Consumer complaints and feedback, the Company has established robust mechanisms designed to ensure prompt and satisfactory resolution. We offer multiple channels for consumers to voice their concerns, including Email and WhatsApp, ensuring accessibility and convenience. Upon receiving a complaint, our process entails diligent investigation and understanding of the issue. Depending on the nature and urgency, we may engage in video calls or even arrange personal visits to the consumer's location for a thorough assessment and resolution.	0	0	-	0	0	-
Value Chain Partners	Yes, They can reach out to us through the telephone number and email provided on the official website and can also lodge their complaints through newspaper and magazine report.	0	0	-	1	Nil	The complaint was resolved in a timely manner.

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

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1	Affordability and pricing	Opportunity	Health care cost containment and access regulations could put downward pressure on pricing in the Medical Equipment & Supplies industry. This pressure might intensify due to the consolidation of health care providers and the influence of government-sponsored insurance programs. The Company aims to ensure fair pricing that can mitigate the adverse effects of cost containment and benefit from increased revenue opportunities through expanded access.	Not Applicable	Positive
2	Product Safety	Risk	Product safety issues and side effects might emerge after clinical trials and approval. In such scenarios, Companies may face financial risks from recalls and other negative events, including bad press, fines, or investigations. Problems like equipment failures, manufacturing defects, design flaws, or insufficient risk disclosure can lead to substantial liability claims for the Company.	To mitigate the risk of product safety issues and side effects that may arise post-approval, we strictly adhere to all safety precautions and guidelines, with a strong emphasis on maintaining high-quality standards. This rigorous approach helps minimize the likelihood of equipment failures, manufacturing defects, design flaws, and insufficient risk disclosures, thereby reducing the potential for substantial liability claims, recalls, fines, and investigations.	Negative. There has been no negative impact in the reporting period of 2023-2024.
3	Ethical Marketing	Risk	Companies in the Medical Equipment & Supplies industry encounter legal and regulatory challenges related to product marketing. Advertising directly to consumers and reaching out to physicians can help companies expand their market share. However, marketing off-label uses presents risks, including substantial fines and settlements.	To mitigate the legal and regulatory challenges associated with product marketing, we have initiated a compliant marketing strategy for our brand. This strategy involves channel sales through super stockists, wholesalers, retailers, and direct customers, ensuring standardized pricing across the country.	Negative. There has been no negative impact in the reporting period of 2023-2024.

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
4	Product Design and Lifecycle Management	Risk	Companies in the medical equipment and supplies industry are increasingly challenged by the human and environmental impacts of their products. They face pressure from consumers and regulators to reduce the use of materials linked to health risks and to address energy efficiency and end-of-life disposal issues.	To mitigate the risks associated with the human and environmental impacts of our products, we are committed to using safer, eco-friendly materials that minimize health risks. We also focus on improving the energy efficiency of our manufacturing processes and products. By proactively addressing these concerns, we aim to meet the expectations of consumers and regulators, thereby reducing potential liabilities and enhancing our sustainability efforts.	Negative.  There has been no negative impact in the reporting period of 2023-2024.
5	Supply Chain Management	Risk	Ensuring the quality of the supply chain is crucial for safeguarding consumer health and maintaining corporate value. Transparency regarding the implementation of supply chain audit programs can offer investors insight into the measures taken by the Company to preserve shareholder value.	To mitigate the risk related to supply chain quality, we ensure stringent oversight of all suppliers to safeguard consumer health and maintain corporate value. By maintaining transparency about our supply chain practices, we provide investors with clear insights into our commitment to preserving shareholder value. This includes rigorous standards for supplier selection and continuous monitoring to ensure compliance with our quality expectations.	Negative.  There has been no negative impact in the reporting period of 2023-2024.
6	Business Ethics	Opportunity	The Company shall aim to navigate the complex landscape of international, national, and local laws designed to prevent health care fraud and abuse. This involves adhering to regulations that vary by region and country, which can include stringent anti-fraud measures, ethical standards, and reporting requirements. Ensuring full compliance across all areas of their global and domestic operations is crucial.	Not Applicable	Positive

## SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

Disclosure Questions		P1	P2	P3	P4	P5	P6	P7	P8	P9
<b>Policy and management processes</b>										
<b>1. a. Whether your entity's policy/ policies cover each principle and its core elements of the NGRBCs. (Yes/No)</b>		Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
<b>b. Has the policy been approved by the Board? (Yes/No)</b>		Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
<b>c. Web Link of the Policies, if available</b>		<a href="https://www.cupidlimited.com/corporate-governance/">https://www.cupidlimited.com/corporate-governance/</a>								
Sr. No.	Name of policy	Link to Policy								Which Principles each policies goes into
1	Code of practices and procedures for fair disclosure	<a href="https://www.cupidlimited.com/wp-content/uploads/2024/08/Code-of-Practices-and-Procedures-for-Fair-Disclosure-of-Unpublished-Price-Sensitive-Information.pdf">https://www.cupidlimited.com/wp-content/uploads/2024/08/Code-of-Practices-and-Procedures-for-Fair-Disclosure-of-Unpublished-Price-Sensitive-Information.pdf</a>								P1
2	Code of conduct for prevention of insider trading	<a href="https://www.cupidlimited.com/wp-content/uploads/2024/05/4.-Code-of-Conduct_PIT.pdf">https://www.cupidlimited.com/wp-content/uploads/2024/05/4.-Code-of-Conduct_PIT.pdf</a>								P1
3	Related party transaction policy	<a href="https://www.cupidlimited.com/wp-content/uploads/2022/04/RPT_Policy.pdf">https://www.cupidlimited.com/wp-content/uploads/2022/04/RPT_Policy.pdf</a>								P1, P4
4	Whistleblower policy	<a href="https://www.cupidlimited.com/wp-content/uploads/2024/07/Whistleblower-Policy.pdf">https://www.cupidlimited.com/wp-content/uploads/2024/07/Whistleblower-Policy.pdf</a>								P1
5	Nomination and remuneration policy	<a href="https://www.cupidlimited.com/wp-content/uploads/2020/07/05_003_CG_Nomination_Remuneration.pdf">https://www.cupidlimited.com/wp-content/uploads/2020/07/05_003_CG_Nomination_Remuneration.pdf</a>								P1,P5
6	Corporate social responsibility policy	<a href="https://www.cupidlimited.com/wp-content/uploads/2020/07/05_001_CG_01CSR-Policy.pdf">https://www.cupidlimited.com/wp-content/uploads/2020/07/05_001_CG_01CSR-Policy.pdf</a>								P8
7	Risk Management Policy	<a href="https://www.cupidlimited.com/wp-content/uploads/2020/07/Risk_Management_Policy.pdf">https://www.cupidlimited.com/wp-content/uploads/2020/07/Risk_Management_Policy.pdf</a>								P1
8	Policy of prevention of sexual harassment at workplace	<a href="https://www.cupidlimited.com/wp-content/uploads/2024/08/POSH-Policy.pdf">https://www.cupidlimited.com/wp-content/uploads/2024/08/POSH-Policy.pdf</a>								P5
9	Policy on orderly succession for appointments to the board and senior management	<a href="https://www.cupidlimited.com/wp-content/uploads/2020/07/orderly_succession_policy.pdf">https://www.cupidlimited.com/wp-content/uploads/2020/07/orderly_succession_policy.pdf</a>								P1
10	Policy for determination of materiality of events or information	<a href="https://www.cupidlimited.com/wp-content/uploads/2020/07/MATERIALITY_POLICY.pdf">https://www.cupidlimited.com/wp-content/uploads/2020/07/MATERIALITY_POLICY.pdf</a>								P1
11	Declaration of independence by independent directors	<a href="https://www.cupidlimited.com/wp-content/uploads/2024/08/07_001_DECLARATION_INDEPENDENCE.pdf">https://www.cupidlimited.com/wp-content/uploads/2024/08/07_001_DECLARATION_INDEPENDENCE.pdf</a>								P1
12	Familiarization program	<a href="https://www.cupidlimited.com/wp-content/uploads/2022/07/Familiarisation-Programme-IDs.pdf">https://www.cupidlimited.com/wp-content/uploads/2022/07/Familiarisation-Programme-IDs.pdf</a>								P1
13	Performance evaluation policy	<a href="https://www.cupidlimited.com/wp-content/uploads/2020/07/Performance_Evaluation.pdf">https://www.cupidlimited.com/wp-content/uploads/2020/07/Performance_Evaluation.pdf</a>								P3
14	Policy on preservation of documents	<a href="https://www.cupidlimited.com/wp-content/uploads/2020/07/PRESERVATION_OF_DOCUMENTS.pdf">https://www.cupidlimited.com/wp-content/uploads/2020/07/PRESERVATION_OF_DOCUMENTS.pdf</a>								P1, P9
15	Anti - Discrimination Policy	Intranet								P5
16	Child Labour Policy	Intranet								P5

17	Code of Practices and Procedures for fair disclosure of unpublished price sensitive information	Intranet	P1						
18	Dividend Distribution Policy	Intranet	P1						
19	Problem Resolution/ Grievance	Intranet	P3, P5, P8						
20	Gifting Policy	Intranet	P1						
21	Health and Safety Policy	Intranet	P3, P5						
22	HR Policy	Intranet	P3, P5, P7						
23	Policy on Internal Financial Control	Intranet	P1						
24	Policy for Determination of Materiality of Events or Information	Intranet	P1						
25	No forced or compulsory labour policy	Intranet	P3, P5						
26	Out of office hours responsibility and Disaster management procedure	Intranet	P3, P5, P6						
27	Performance Evaluation of Independent Directors	Intranet	P1						
28	Purchasing Policy	Intranet	P2, P8						
29	Acceptable use of Computer/Mobile Assets	Intranet	P9						
30	Information Security Policy	Intranet	P9						
<b>2.</b>	<b>Whether the entity has translated the policy into procedures. (Yes / No)</b>	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
<b>3.</b>	<b>Do the enlisted policies extend to your value chain partners? (Yes/No)</b>	No	No	No	No	No	No	No	No
<b>4.</b>	<b>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.</b>	<p>The Company has the following certifications: ISO 9001:2015 (Quality Management System), ISO 13485:2016 (Quality Management System for the Medical Device Industry), ISO 14001:2015 (Environmental Management System), Manufacturing License for Male and Female Condom and IVD (CDSCO), Manufacturing license-Lubricant water based (FDA), BRAZILGMP (ANVISA), Ghana GMP (Ministry of Health, Ghana), EC Certificate Male and Female Condom, SABS [SANS 25841:2011 (Female condoms – Requirements and test methods)], SABS [SANS 4074:2017 (Natural rubber latex male condoms- Requirements and test methods)], UNFPA-Prequalification Scheme - Male and Female Condom, USFDA 510-K [USFDA (Safety and Performance Standards of New Medical Devices - United States)].</p>							
<b>5.</b>	<b>Specific commitments, goals and targets set by the entity with defined timelines, if any.</b>	<p>The Company is committed to Environmental, Social, and Governance (ESG) initiatives, striving to define both immediate and long-term goals for sustainability-related key performance indicators (KPIs). These objectives encompass a wide range of areas, including climate change mitigation, energy efficiency and air emission reduction. Additionally, the Company prioritizes the well-being of its employees and workers through stringent health and safety practices. It upholds the values of ethics and transparency within its workforce, supported by a robust governance framework.</p>							
<b>6.</b>	<b>Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.</b>								

**Governance, leadership and oversight**

**7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements**

I am pleased to present our Company’s inaugural Business Responsibility and Sustainability Report (BRSR) since our listing in February 2024. As we embark on our journey into the realm of Environment, Social, and Governance (ESG) considerations, particularly within our CONDOM, IVD, and Lubricant product lines, we recognize the importance of integrating sustainable practices into our operations. This report marks our first step toward embracing ESG principles and initiatives, reflecting our commitment to responsible business practices.

Focusing on our B2B and B2C business, we understand the significance of aligning our strategies with societal and environmental needs. We have established ambitious targets to reduce our environmental impact, enhance workplace diversity and safety, and improve governance transparency and accountability. While we acknowledge that this is merely the beginning of our ESG journey, we are dedicated to continuous improvement and meaningful engagement with stakeholders as we strive for sustainable growth and value creation.

**8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).** Aditya Kumar Halwasiya  
Managing Director  
info@cupidlimited.com

**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.** Company’s Board of Directors is responsible for decision making on sustainability-related issues.

**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 (Annually/ Half yearly/ Quarterly/ Any other - please specify)								
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9
<b>Performance against above policies and follow up action</b>	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Review is being conducted annually or on need basis.								
<b>Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances</b>	Yes, The Company strictly adheres to all legal and statutory standards and requirements, ensuring full compliance in all aspects.									Review is being conducted annually or on need basis.								

	P1	P2	P3	P4	P5	P6	P7	P8	P9
<b>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.</b>	Yes, the Company employs strong review mechanisms and internal audit processes to oversee and monitor the implementation of its key policies. The adequacy and effectiveness of these policies were evaluated by Dhir & Dhir Associates.								

**12. If answer to question (1) above is “No” i.e. not all Principles are covered by a policy, reasons to be stated:**

	P1	P2	P3	P4	P5	P6	P7	P8	P9
<b>The entity does not consider the Principles material to its business (Yes/No)</b>									
<b>The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)</b>	Not Applicable.								
<b>The entity does not have the financial or/human and technical resources available for the task (Yes/No)</b>									
<b>It is planned to be done in the next financial year (Yes/No)</b>									

## SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

**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	7*	Company process, Product Details , Process Flow	100.00
Key Managerial Personnel	7*	Company process, Product Details , Process Flow	100.00
Employees other than BoD and KMPs	35	Training sessions encompass a broad range of topics, including Company Policy Awareness, Health And Hygiene Training, and Quality Management Systems (QMS).	100.00
Workers	35	Training sessions encompass a broad range of topics, including Safety & Health Hygiene Training.	100.00

\*The orientations/trainings are imparted as a part of Board Meetings.

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 (basis the materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website)

The Company, its Directors and/or KMPs have not been subjected to any thresholds of the materiality policy to pay any fines, penalties, punishments, awards, compounding fees or settlement amounts in the financial year.

Monetary					
	NGRBC Principle	Name of the regulatory / enforcement agencies / judicial institutions	Amount (in INR)	Brief of the Case	Has an appeal been preferred ? (Yes / No)
Penalty/Fine					
Settlement			Nil		
Compounding Fee					
Non-Monetary					
Imprisonment					
Punishment			Nil		

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.

Case Details	Name of the regulatory/enforcement agencies/judicial institutions
Not Applicable. No Appeal or Revision were preferred as no instances had occurred in the reporting year.	

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.

The Company does not maintain a separate anti-corruption or anti-bribery policy. Instead, our approach to addressing these concerns is integrated within our Whistleblower Policy. This policy comprehensively covers various aspects related to anti-bribery and anti-corruption, including, financial irregularities such as fraud, deliberate violations of laws or regulations, and breaches of company policies or ethical standards. It provides a structured framework for employees and stakeholders to confidentially report any unethical behavior or misconduct they observe within the organization. This approach showcases our commitment to transparency, integrity, and ethical conduct across all levels of our operations.



The Whistleblower Policy is accessible on: <https://www.cupidlimited.com/wp-content/uploads/2024/07/Whistleblower-Policy.pdf>

**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	No disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption.	
KMPs		
Employees		
Workers		

**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	The Company has not received any complaints related to Conflicts of Interest in both the reporting year and the previous year.			
Number of complaints received in relation to issues of Conflict of Interest of the KMPs				

**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 during the reporting year, the Company did not encounter any incidents related to Conflicts of Interest, Corruption, Fines, Penalties, or Actions taken by Regulators, Law enforcement agencies or Judicial institutions. As a result, there were no instances that required corrective action or investigation in this regard.

**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	0.31	48.71

**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	FY 2022-23
Concentration of Purchases	a. Purchases from Trading houses as % of total purchases	0.0	0.0
	b. Number of trading houses where purchases and made from	0	0
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	0.0	0.0
Concentration of Sales*	a. Sales to dealers/distributors as % of total sales	0.0	0.0
	b. Number of dealers/distributors to whom sales are made	0	0
	c. Sales to top 10 dealers/distributors as % of total sales to dealers/distributors	0.0	0.0
Share of RPTs in	a. Purchases (Purchases with related parties/ Total Purchases)	0	0
	b. Sales (Sales to related parties/Total Sales)	0	0
	c. Loans & advances (Loans & advances given to related parties/Total loans & advances)	0	0.81
	d. Investments (Investments in related parties/Total Investments made)	0	0

\* The Company started its sales in the domestic market i.e., B2B and B2C from the last quarter of the reporting year. The details with regards to its dealers/ distributors would be made available from the upcoming years.

## Leadership Indicators

### 1. Awareness programmes conducted for value chain partners on any of the Principles during the financial year:

Total number of awareness programmes held	Topic/principles covered under the training	% age of value chain partners covered (by value of business done with such partners) that were assessed
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The Company actively engages with its value chain partners through different modes of communication to understand their needs, however no specific awareness programmes are 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 has a comprehensive Code of Conduct to ensure Board Members and Senior Management maintain high ethical standards, promote honest conduct, and value integrity and dignity. This Code mandates compliance with laws and regulations governing the Company's activities and guides the proper use of company assets. By fostering a culture of transparency and ethical behaviour, the Code provides clear processes for identifying, disclosing, and managing conflicts of interest, thereby ensuring that such conflicts are effectively avoided and managed.

The Policy is available at:

[https://www.cupidlimited.com/wp-content/uploads/2020/07/01\\_001\\_CG\\_Code\\_of\\_Conduct.pdf](https://www.cupidlimited.com/wp-content/uploads/2020/07/01_001_CG_Code_of_Conduct.pdf)

## 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.

Parameter	2023-24	2022-23	Details of Improvements in environmental and social impacts
R&D	The Company aspires to improve its Environmental and Social impact on their business processes by various activities and is an integral part of their operations. However, the expenditure/ cost towards the same is currently not quantified separately for any specific technology. The same shall be assessed and taken up as per the requirements.		
Capex			

#### 2. a. Does the entity have procedures in place for sustainable sourcing? (Yes/No)

Yes, the Company has robust procedures in place for sustainable sourcing. We ensure sustainable practices through stringent controls on our suppliers, including obtaining signed environmental declarations from each supplier. These declarations confirm that suppliers have implemented effective measures for pollution prevention, energy conservation, natural resource conservation, and waste minimization. Additionally, our suppliers are required to maintain an ISO 14001:2015 Environmental Management System, demonstrating their commitment to environmental management practices.

Furthermore, we enforce operational controls and emergency procedures to ensure compliance. Regular mock drills and an on-site emergency procedures and response plans are integral parts of our sustainability efforts, aiming to mitigate environmental impacts and promote sustainable sourcing practices throughout our operations.

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

Approximately 95% of the inputs are sourced sustainably.

#### 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.

The Company has established specific processes to safely reclaim and manage products at the end of their lifecycle across various waste categories:

##### a. Plastics (including packaging):

- Used plastic products and packaging are collected and sold to authorized agents specializing in recycling. These agents ensure that the plastics are processed and reused in accordance with environmental regulations and standards.

**b. E-waste:**

- Electronic waste, such as old equipment and components, is handed over to authorized e-waste disposal agents. These agents are equipped to handle and recycle electronic products in compliance with e-waste management regulations, ensuring that hazardous materials are properly disposed.

**c. Hazardous waste:**

- Hazardous waste generated by our operations is managed through authorized channels, typically Certified Hazardous Waste Treatment, Storage, and Disposal Facilities (CHWTSDF). These facilities are licensed to handle hazardous materials safely and ensure their proper disposal or recycling to minimize environmental impact.

**d. Other waste:**

- Other types of waste generated are also managed responsibly by selling them to authorized agents or facilities equipped to handle specific waste streams. This ensures that all waste materials are processed or disposed of in a manner that complies with relevant environmental regulations and standards.

**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, the Company has initiated the registration for Extended Producer Responsibility (EPR) in May 2024. This process is a crucial step towards complying with EPR regulations applicable to our activities. We are currently aligning our waste collection plan with the EPR plan submitted to Pollution Control Boards to ensure full compliance. This includes implementing measures to effectively manage and dispose the waste generated by our products in an environmentally responsible manner.

**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	% of total Turnover Contributed	Boundary for which the Life Cycle Perspective / Assessment was conducted	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No) If yes, provide the web-link.
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The Company has not conducted Life Cycle Perspective / Assessments (LCA) for any of its products or services in the reporting year. Same shall be assessed in the upcoming years and taken up accordingly.

**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 Product/ Service	Description of the risk/ concern	Action Taken
Not Applicable		

**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).**

Indicate input material	Recycled or re-used input material to total material	
	FY 2023-24	FY 2022-23

The percentage of recycled or reused input material to total material used in production or providing services is Nil, as no products are reused or recycled.

**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:**

	FY 2023-24			FY 2022-23		
	Re-Used	Recycled	Safely Disposed	Re-Used	Recycled	Safely Disposed
Plastics (including packaging)	0.00	0.00	1.94	0.00	0.00	1.85
E-waste	0.00	0.00	0.00	0.00	0.00	0.00
Hazardous Waste	0.00	0.00	3.91	0.00	0.00	5.68
Other waste - Bio Waste	0.00	0.00	0.09	0.00	0.00	0.06

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

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

**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:

	% of employees covered by										
	Total (A)	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)
<b>Permanent Employees</b>											
<b>Male</b>	117	117	100.00	117	100.00	0	0	0	0.0	0	0.0
<b>Female</b>	15	15	100.00	15	100.00	15	100.00	0	0.0	15	100.00
<b>Total</b>	132	132	100.00	132	100.00	15	100.00	0	0.0	15	11.36
<b>Other than Permanent Employees</b>											
<b>Male</b>	6	6	100.00	6	100.00	0	0	0	0.0	0	0.0
<b>Female</b>	4	4	100.00	4	100.00	4	100.00	0	0.0	4	100.00
<b>Total</b>	10	10	100.00	10	100.00	4	100.00	0	0.0	4	40.00

**Note:** \*Maternity Leave has been taken by one person in the reporting year.

\*\*Percentage of (D&amp;E) - Maternity benefit is calculated as 100.00 as per FAQs on BRSR issues by NSE dated May 10, 2024.

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

	% of employees covered by										
	Total (A)	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)
<b>Permanent Employees</b>											
<b>Male</b>	37	37	100.00	37	100.00	0	0.00	0	0.0	0	0.00
<b>Female</b>	0	0	0.00	0	0.00	0	0.00	0	0.0	0	0.00
<b>Total</b>	37	37	100.00	37	100.00	0	0.00	0	0.0	0	0.00
<b>Other than Permanent Employees</b>											
<b>Male</b>	3	3	100.00	3	100.00	0	0.00	0	0.0	0	0.00
<b>Female</b>	0	0	0.00	0	0.00	0	0.00	0	0.0	0	0.00
<b>Total</b>	3	3	100.00	3	100.00	0	0.00	0	0.0	0	0.00

## 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	0.60	0.28

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

Benefits	FY 2023-24			FY 2022-23		
	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	100.00	100.00	Y	100.00	100.00	Y
Gratuity	100.00	100.00	NA	100.00	100.00	NA
ESI	100.00	100.00	Y	100.00	100.00	Y
Others - (Mediclaime & Accident Insurance)	100.00	100.00	NA	100.00	100.00	NA

Note: The Company provides ESI facilities to all employees covered under ESIC Act.

## 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**

Currently, the Company does not have any differently abled employees or workers, and thus has not established specific accessibility facilities in its premises. However, the Company is committed to treating all individuals equally and has an anti-discriminatory policy in place. Should the need arise, the Company will make suitable accommodations to ensure compliance with the Rights of Persons with Disabilities Act, 2016, and to provide an inclusive and accessible environment for differently abled employees and workers.

## 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.

The Company does not have a separate equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016. However, the company has implemented an anti-discrimination policy (available on intranet) to ensure that all employees and potential employees of Cupid Limited are treated equitably and fairly, regardless of their race, sex, or disability. This policy guarantees that everyone has an equal chance when applying for jobs or promotions, accessing training opportunities, and working under fair conditions.

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

Gender	Permanent Employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	0.00	0.00	0.00	0.00
Female	100.00	0.00*	0.00	0.00
Total	100.00	0.00	0.00	0.00

Note: The female that took parental leave has not completed a year after returning from the leave, therefore, retention rate is Nil.

## 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.

Parameter	Yes/No (If Yes, then give details of the mechanism in brief)
Permanent Workers	Yes, the Company has a mechanism in place to receive and redress grievances for all categories of employees and workers. This mechanism is outlined in the HR manual of the company. Employees and workers can directly contact the HR department via email or phone to raise their concerns. The process involves escalating the grievance to the department head first, then to the HR department, and finally to the Chief Operating Officer if necessary. Additionally, there is a complaint box available for employees to submit their grievances anonymously.
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:

Category	FY 2023-24			FY 2022-23		
	Total employees / workers in respective category (A)	No. of employees/ workers in respective category, who are part of association(s) or Union(B)	% (B / A)	Total employees / workers in respective category (C)	No. of employees/ workers in respective category, who are part of association(s) or Union(D)	% (D / C)
<b>Total Permanent Employees</b>	132	0	0.00	89	0	0.00
<b>Male</b>	117	0	0.00	76	0	0.00
<b>Female</b>	15	0	0.00	13	0	0.00
<b>Total Permanent Worker</b>	37	37	100.00	33	33	100.00
<b>Male</b>	37	37	100.00	33	33	100.00
<b>Female</b>	0	0	0.00	0	0	0.00

Note: The Workers in the above category are a part of Cupid Limited Employees Union.

## 8. Details of training given to employees and workers:

	FY 2023-24					FY 2022-23				
	Total (A)	On Health and Safety measures		On Skill upgradation		Total (D)	On Health and Safety measures		On Skill upgradation	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
<b>Employees</b>										
<b>Male</b>	123	123	100.00	19	15.45	76	76	100.00	20	26.32
<b>Female</b>	19	19	100.00	5	26.32	13	13	100.00	5	38.46
<b>Total</b>	142	142	100.00	24	16.90	89	89	100.00	25	28.09
<b>Workers</b>										
<b>Male</b>	40	40	100.00	0	0.00	36	36	100.00	0	0.00
<b>Female</b>	0	0	100.00	0	0.00	0	0	100.00	0	0.00
<b>Total</b>	40	40	100.00	0	0.00	36	36	100.00	0	0.00

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

Category	FY 2023-24			FY 2022-23		
	Total (A)	No. (B)	% (B/A)	Total (C)	No. (D)	% (D/C)
<b>Employees</b>						
<b>Male</b>	123	123	100.00	76	76	100.00
<b>Female</b>	19	19	100.00	13	13	100.00
<b>Total</b>	142	142	100.00	89	89	100.00
<b>Workers</b>						
<b>Male</b>	40	40	100.00	36	36	100.00
<b>Female</b>	0	0	100.00	0	0	100.00
<b>Total</b>	40	40	100.00	36	36	100.00

## 10. Health and safety management system:

- a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage such system?

Yes, an Occupational Health and Safety Management System has been implemented by the Company. The system is detailed in our Health & Safety Policy, which outlines comprehensive guidelines and procedures to ensure the health and safety of all employees. It covers aspects such as risk assessment, hazard identification, emergency preparedness,

safety training, incident reporting and investigation, and compliance with regulatory requirements. This system aims to create a safe and healthy workplace environment for everyone involved in our operations.

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

The Company employs a Permit to Work System as a primary method to identify and assess work-related hazards on both routine and non-routine bases. Under this system, department or section heads, along with safety officers, fill out permission forms that outline the specific tasks to be undertaken and the associated risks. This process ensures that potential hazards are identified and assessed before work begins, thereby mitigating risks and promoting a safer working environment.

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

Yes, the Company has established processes for workers to report work-related hazards and to remove themselves from such risks. These processes are reinforced through regular safety committee meetings held quarterly, where workers can raise concerns and discuss safety issues. Additionally, daily team meetings provide a platform for immediate reporting and resolution of any identified hazards or risks, ensuring a proactive approach to workplace safety.

**d. Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No)**

We have an Occupational Health Centre equipped with medical facilities to cater specifically to the health needs of employees within the workplace. This ensures prompt medical attention and support for work-related health issues and emergencies. The Company does not specifically provide non-occupational healthcare services.

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

Safety Incident/Number	Category	FY 2023-24	FY 2022-23
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	0.00	0.00
	Workers	0.00	0.00
Total recordable work-related injuries	Employees	0	0
	Workers	1	0
No. of fatalities	Employees	0	0
	Workers	0	0
High consequence work-related injury or ill-health (excluding fatalities)	Employees	0	0
	Workers	0	0

Note: Immediate replacement was taken for the worker who suffered injury, therefore, Lost Time Injury Frequency Rate remains Nil.

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

The Company has implemented several measures to ensure a safe and healthy workplace. These measures include providing insurance coverage for all employees and conducting annual health check-ups, as well as pre-employment health check-ups for factory employees. During the employee induction program, training is provided on emergency exits, assembly points, and overall safety and well-being, including the proper use of personal protective equipment.

Additionally, the Company has a comprehensive health and safety policy in place. Safety training is provided to all new employees during their induction. A safety committee with members from each department has been established to oversee safety practices. Daily shop floor team meetings are held to discuss safety issues, report near misses, and identify unsafe acts and conditions. Department-wise safety audits are conducted regularly to ensure continuous improvement in workplace safety.

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

Category	FY 2023-24			FY 2022-23		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
<b>Working Conditions</b>						
<b>Health &amp; Safety</b>						

There were no complaints regarding working conditions for health and safety during either of the reporting years.

## 14. Assessments for the year:

Parameter	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	100.00
Working Conditions	100.00

## 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 &amp; safety practices and working conditions.

There have been no significant risks identified, and therefore, no corrective actions have been taken. However, to enhance safety, the Company has implemented an Interlock System with comprehensive safety precautions in our production area.

## 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 Life insurance and Compensatory packages in the event of the death of both employees and workers. In the unfortunate event of accidental death, the Company provides a compensation of 20 lakhs to the family of the deceased. Additionally, if an employee or worker passes away due to natural causes after having completed 10 years of service, the Company offers a compensation package of 8 lakhs. This ensures financial support and security for the families during such difficult times.

## 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 ensures that statutory dues are properly deducted and deposited by its value chain partners through a rigorous verification process. This includes obtaining and reviewing receipts, PF challans, and ESIC documentation to confirm compliance. These measures help ensure that all statutory obligations are met accurately and timely.

## 3. Provide the number of employees / workers having suffered high consequence work-related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:

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

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? (Yes/ No)

The Company, at present, does not provide any transition assistance to its employees. While we acknowledge the importance of supporting individuals during career transitions, we have not yet implemented formal programs for this purpose. However, we are open to exploring options to better assist employees in navigating such transitions in the future.

## 5. Details on assessment of value chain partners:

Parameter	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	Currently, no assessments of Value chain partner is being conducted. However, looking ahead, the Company will take measures to conduct them.
Working Conditions	

## 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.

No significant risks have been identified, therefore, no corrective actions have been taken. Additionally, mock drills are conducted quarterly to ensure preparedness for emergency situations in the factory.



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

**Essential Indicators**

**1. Describe the processes for identifying key stakeholder groups of the entity.**

Our process of stakeholder engagement involves identifying key internal and external stakeholders followed by analysing the impact of each stakeholder groups on our business and vice versa. Based on the exercise carried out, we prioritized our key stakeholders to understand their expectations and concerns. Through regular interactions with our stakeholders across various channels, we have been able to strengthen our relationships and enhance our organization strategy.

**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 & Marginalized Group (Yes/No)	Channels of Communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community, Meetings, Notice Board, Website, Other)	Frequency of engagement (Annually/ Half yearly/ Quarterly / others - please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Shareholders	No	Email, SMS, Newspaper notices, Website	Quarterly and Need Basis	Sending of various notices such as general meeting notices, UFR / AFR publications in newspapers, investor segment on website of company for providing all necessary information
Customers	No	Email, Telephonic conversations, Meetings	Need Basis	For discussing various issues such as pricing of products, despatch schedule, specifications of products, etc.
Suppliers	No	Email, Telephonic conversations, Meetings	Need Basis	For discussing the cost of raw materials, quality requirement, delivery schedule, etc.
Employees	No	Email, Telephonic conversations, Meetings, website	Daily basis	For work related issues, intimation of any work processes, awareness about work related rules and regulations, etc.

**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.**

While currently, there are no formal processes in place for consultation between stakeholders and the Board on ESG topics, it is worth noting that the Company is in the early stages of its ESG journey. As this marks the Company's first year of publishing BRSR, there is a recognition of the importance of establishing such processes in the future. Consultation between stakeholders and the Board on economic, environmental, and social topics is facilitated through regular reporting mechanisms. Shareholder grievances are compiled and submitted to the stock exchanges, with a comprehensive report presented to the Board on a quarterly basis. Additionally, concerns related to customers, suppliers, and employees are communicated to the Board as necessary, ensuring that all pertinent feedback is reviewed and addressed appropriately.

**2. Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.**

Yes. The Company actively seeks suggestions from its employees to identify and address difficulties in work processes, aiming to streamline operations. Additionally, the Company solicits feedback from customers regarding its products. These inputs are then incorporated into the Company's policies and activities to enhance overall efficiency and customer satisfaction.

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

While there have been no instances of engagement with or actions taken to address the concerns of vulnerable/ marginalized stakeholder groups so far, we recognize the importance of such engagement hence we conduct CSR related activities targeting such groups. We are committed to proactively seeking opportunities to address their concerns and prioritize their

well-being in our decision-making processes. Moving forward, we aim to take concrete actions to support these stakeholder groups, ensuring their voices are heard and their needs are addressed effectively.

## PRINCIPLE 5: Businesses should respect and promote human rights

### Essentials Indicators

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

Category	FY 2023-24			FY 2022-23		
	Total (A)	No. of employees/workers covered (B)	% (B/A)	Total (C)	No. of employees/workers covered (D)	% (D/C)
<b>Employees</b>						
Permanent	132	132	100.00	89	89	100.00
Other than permanent	10	10	100.00	0	0	100.00
<b>Total Employees</b>	<b>142</b>	<b>142</b>	<b>100.00</b>	<b>89</b>	<b>89</b>	<b>100.00</b>
<b>Workers</b>						
Permanent	37	37	100.00	33	33	100.00
Other than permanent	3	3	100.00	3	3	100.00
<b>Total Workers</b>	<b>40</b>	<b>40</b>	<b>100.00</b>	<b>36</b>	<b>36</b>	<b>100.00</b>

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

Category	FY 2023-24					FY 2022-23				
	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)
<b>Employees</b>										
Permanent	132	0	0.00	132	100.00	89	0	0.00	89	100.00
Male	117	0	0.00	117	100.00	76	0	0.00	76	100.00
Female	15	0	0.00	15	100.00	13	0	0.00	13	100.00
Other than Permanent	10	10	100.00	0	0.00	0	0	0.00	0	0.00
Male	6	6	100.00	0	0.00	0	0	0.00	0	0.00
Female	4	4	100.00	0	0.00	0	0	0.00	0	0.00
<b>Workers</b>										
Permanent	37	0	0.00	37	100.00	33	0	0.00	33	100.00
Male	37	0	0.00	37	100.00	33	0	0.00	33	100.00
Female	0	0	0.00	0	0.00	0	0	0.00	0	0.00
Other than Permanent	3	3	100.00	0	0.00	3	3	100.00	0	0.00
Male	3	3	100.00	0	0.00	3	3	100.00	0	0.00
Female	0	0	0.00	0	0.00	0	0	0.00	0	0.00

3. Details of remuneration/salary/wages, in the following format:

#### a. Median remuneration/wages: INR/Year.

	Male		Female	
	Number	Median remuneration/Salary/ Wages of respective category	Number	Median remuneration/Salary/ Wages of respective category
Board of Directors (BoD)	5	0	1	0
Key Managerial Personnel	2	15,06,548	0	0
Employees other than BoD and KMP	121	4,37,216	19	5,41,040
Workers	40	9,11,260	0	0

Note: None of the BOD's opted to draw a salary as on 31st march, 2024 also 3 Independent Directors draw sitting fee, therefore the median for BOD is '0'.

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

Safety Incident/Number	FY 2023-24	FY 2022-23
Gross wages paid to females as % of total wages	10.77	11.01

**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, the Company has designated focal points responsible for addressing human rights impacts or issues caused or contributed to by the business. These include a suggestion box for anonymous reporting, a POSH Committee to handle cases of harassment, a comprehensive Grievance Policy for general complaints, and the HR Head who oversees the implementation and management of these mechanisms.

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

The Company has established comprehensive internal mechanisms to address grievances related to human rights issues. Our Grievance Policy, POSH (Prevention of Sexual Harassment) Policy, and Whistleblower Policy provide structured procedures for employees to report and resolve such issues. These policies ensure confidentiality, protection against retaliation, and a fair investigation process to ensure that all grievances are appropriately addressed and resolved.

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

	FY 2023-24			FY 2022-23		
	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			No such complaints were received for any of the reporting year.			
Discrimination at workplace						
Child Labour						
Forced Labour/ Involuntary Labour						
Wages						
Other Human Rights related issues						

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

Safety Incident/Number	FY 2023-24	FY 2022-23
Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	No complaints were received under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 for any of the reporting years.	
Complaints on POSH as a % of female employees / workers		
Complaints on POSH upheld		

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

The Company has implemented robust mechanisms to prevent adverse consequences to complainants in cases of discrimination and harassment. These mechanisms are outlined in our POSH (Prevention of Sexual Harassment) Policy and Grievance Policy. These policies ensure that all complaints are handled confidentially and that complainants are protected from any form of retaliation or victimization.

**9. Do human rights requirements form part of your business agreements and contracts?**

Currently Human rights requirements have not been part of our business agreements and contracts. However, if the need arises in the future, the Company will ensure these requirements are incorporated accordingly.

## 10. Assessments for the year:

Parameter	% of your plants and Offices that were assessed (by entity or statutory authorities or third parties)
Child Labour	100.00
Forced/involuntary labour	100.00
Sexual Harassment	100.00
Discrimination at workplace	100.00
Wages	100.00

## 11. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 10 above.

There have been no significant risks identified, and therefore, no corrective actions have been taken.

## Leadership Indicators

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

Currently, there are no set procedures for addressing human rights grievance. However, we are committed to considering the implementation of such procedures in the future.

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

All the Company's policies and processes are pre-approved by the Board, Board Committee, or Senior Management. Evaluations of these policies and procedures are conducted regularly. The Company also ensures compliance with relevant regulations.

## 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?

Currently the Company does not have any separate facilities for the differently abled visitors. However, it is committed to treating all individuals equally and has an anti-discriminatory policy in place. Should the need arise, the entity will make suitable accommodations to ensure compliance with the Rights of Persons with Disabilities Act, 2016, and to provide an inclusive and accessible environment for all.

## 4. Details on assessment of value chain partners:

Parameter	% of value chain partners (by value of business done with such partners) that were assessed
Sexual Harassment	The Company has not conducted an assessment of value chain partners. However, as this is the first time we are reporting under the BRSR, we are committed to considering the implementation of procedures for assessing value chain partners in the future.
Discrimination at workplace	
Child Labour	
Forced Labour / Involuntary Labour	
Wages	

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

Not applicable since no assessment of value chain partners has been conducted by the Company.

**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:

Parameter	FY 2023-24 (In Megajoules)	FY 2022-23 (In Megajoules)
<b>From renewable sources</b>		
<b>Total electricity consumption (A)</b>	24,97,575.60	24,76,890.00
<b>Total fuel consumption (B)</b>	0.00	0.00
<b>Energy consumption through other sources (C)</b>	0.00	0.00
<b>Total Energy consumption from renewable sources (A+B+C)</b>	24,97,575.60	24,76,890.00

Parameter	FY 2023-24 (In Megajoules)	FY 2022-23 (In Megajoules)
<b>From non-renewable sources</b>		
<b>Total electricity consumption (D)</b>	3,60,20,098.44	1,95,48,637.20
<b>Total fuel consumption (E)</b>	2,20,90,475.85	2,26,43,058.70
<b>Energy consumption through other sources (F)</b>	0.00	0.00
<b>Total Energy consumption from non-renewable sources (D+E+F)</b>	5,81,10,574.29	4,21,91,695.90
<b>Total energy consumed (A+B+C+D+E+F)</b>	6,06,08,149.89	4,46,68,585.90
<b>Energy intensity per rupee of turnover (Total energy consumption/ Revenue from Operations)- MJ/₹</b>	0.10	0.11
<b>Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed / Revenue from operations adjusted for PPP) - MJ/₹ (adjusted by PPP)</b>	2.16	2.39
<b>Energy intensity in terms of physical output - MJ/ Number of Products</b>	0.12	0.08
<b>Energy intensity (optional) - the relevant metric may be selected by the entity</b>	-	-

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.

There hasn't been an external review or analysis conducted to assess various aspects of our operations, performance, or compliance with standards or regulations.

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

Our facilities at the Company are not included within the ambit of the Perform, Achieve, and Trade (PAT) Scheme initiated by the Government of India. Therefore, our sites are not subject to the regulations and requirements set forth by the PAT Scheme, allowing us flexibility in our operations while ensuring compliance with relevant energy efficiency and conservation standards.

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

Parameter	FY 2023-24	FY 2022-23
Water withdrawal by source (in kilolitres)		
<b>(i) Surface water</b>	0.00	0.00
<b>(ii) Groundwater</b>	0.00	0.00
<b>(iii) Third party water</b>	40,560.00	37,525.00
<b>(iv) Seawater / desalinated water</b>	0.00	0.00
<b>(v) Others</b>	0.00	0.00
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	40,560.00	37,525.00
<b>Total volume of water consumption (in kilolitres)</b>	25,250.00	27,972.50
Water intensity per rupee of turnover <b>(Water consumed / Revenue from operations) - KL/Rs</b>	0.0000401	0.0000674
Water Intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) <b>(Total water consumption / Revenue from operations adjusted for PPP) -KL/Rs (adjusted by PPP)</b>	0.00090	0.00149
Water intensity in terms of physical output	0.000051	0.000056
Water intensity (optional) - the relevant metric may be selected by the entity	-	-

**Note:** The Water disclosures do not include the data for the head office, as it was not quantified. However, The Company is exploring means to collate data in the future.

**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.

There hasn't been an external review or analysis conducted to assess various aspects of our operations, performance, or compliance with standards or regulations.

4. Provide the following details related to water discharged

Parameter	FY 2023-24	FY 2022-23
<b>Water discharge by destination and level of treatment (in kilolitres)</b>		
<b>(i) To Surface water</b>		
- No treatment	-	-
- With treatment - please specify level of treatment	-	-
<b>(ii) To Groundwater</b>		
- No treatment	-	-
- With treatment - please specify level of treatment	-	-
<b>(iii) To Seawater</b>		
- No treatment	-	-
- With treatment - please specify level of treatment	-	-
<b>(iv) Sent to third-parties</b>		
- No treatment	-	-
- With treatment - please specify level of treatment	-	-
<b>(v) Others -Gardening and Reuse</b>		
- No treatment	15,310.00	9,552.50
- With treatment - please specify level of treatment	15,310.00	9,552.50
<b>Total water discharged (in kilolitres)</b>	<b>15,310.00</b>	<b>9,552.50</b>

Note: The value of Water discharge do not include the data for the head office, as it was not quantified. However, The Company is exploring means to collate data in the future.

**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.**

There hasn't been an external review or analysis conducted to assess various aspects of our operations, performance, or compliance with standards or regulations.

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

Although the Company does not currently have a Zero Liquid Discharge (ZLD) system in place, they are committed to sustainable water management. They are implementing an Effluent Treatment Plant (ETP) to treat and reuse wastewater. The ETP process begins with effluent collection in a storage tank, followed by pumping to the Chemical Coagulation and Flocculation Tank. Here, coagulants and flocculants are added to facilitate the removal of fine particles, which are then settled in the Primary Settling Tank. The clarified effluent is transferred to the Primary Tube Settler and then to the Aeration Tank, where fine bubbles enhance oxygen transfer efficiency. The biologically treated effluent is subsequently filtered through Sand Media and Activated Carbon Filters to eliminate suspended impurities and odors. The filtered water is stored in a treated water tank and is used for gardening and toilet flushing within the factory premises. Additionally, effluent settling powder is used in a filter press to remove sludge, and dissolved oxygen levels in the Aeration Tank are regularly monitored to maintain a minimum of 2.0 mg/L.

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

Parameter	Please specify unit	FY 2023-24	FY 2022-23
NOx	Kg/Year	4,696.80	4,667.76
SOx	Kg/Year	BDL*	BDL
Particulate matter (PM)	Kg/Year	3,301.74	3,226.65
Persistent organic pollutants (POP)		-	-
Volatile organic compounds (VOC)		-	-
Hazardous air pollutants (HAP)		-	-
Others - please specify		-	-

Note: \*The SOx emissions of the company were Below Detection Level.

**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.**

Yes, the Company evaluates its air emissions with the help of an external agency- Jubiland pharma and chemical lab (OPC) private limited.

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

Parameter	Please specify unit	FY 2023-24	FY 2022-23
Total Scope 1 emissions (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	Metric tonnes of CO <sub>2</sub> equivalent	1740.15	1840.40
Total Scope 2 emissions (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	Metric tonnes of CO <sub>2</sub> equivalent	8205.00	4398.03
Total Scope 1 and Scope 2 emissions per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations)	Metric tonnes of CO <sub>2</sub> equivalent/ RS	0.0000158	0.0000150
Total Scope 1 and Scope 2 emissions per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations adjusted for PPP)	Metric tonnes of CO <sub>2</sub> equivalent/ RS (adjusted by PPP)	0.0003542	0.0003333
Total Scope 1 and Scope 2 emissions intensity in terms of physical output	Metric tonnes of CO <sub>2</sub> equivalent/ Number of Products	0.0000165	0.0003333
Total Scope 1 and Scope 2 emission intensity (optional) - the relevant metric may be selected by the entity		-	-

Note: Scope 1 emissions for the Head office are not evaluated since there are no company owned vehicles, no process fuel, neither do they have refilled any refrigerant gases and fire suppressant in any of the reporting period.

**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.**

There hasn't been an external review or analysis conducted to assess various aspects of our operations, performance, or compliance with standards or regulations.

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

The entity currently has no projects related to reducing Greenhouse Gas emissions but is committed to exploring such initiatives in the future.

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

Parameter	FY 2023-24	FY 2022-23
<b>Total Waste generated (in metric tonnes)</b>		
<b>Plastic waste (A)</b>	1.94	1.85
<b>E-waste (B)</b>	0.00	0.2
<b>Bio-medical waste (C)</b>	0.094	0.062
<b>Construction and demolition waste (D)</b>	0.00	0.00
<b>Battery waste (E)</b>	0.00	0.00
<b>Radioactive waste (F)</b>	0.00	0.00
<b>Other Hazardous waste. Please Specify, if any. (G)</b>	0.00	0.00
<b>Other Non-hazardous waste generated (H). - Slipper, Wallet &amp; Inner Scrap, Foam and Donet Scrap, M.S Scrap, Foil Scrap, Boiler Rejection old Oil</b>	152.47	90.82
<b>Total (A+B + C + D + E + F + G + H)</b>	154.50	92.93
<b>Waste intensity per rupee of turnover (Total waste generated / Revenue from operations)</b>	0.00000025	0.00000022
<b>Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated / Revenue from operations adjusted for PPP)</b>	0.00000550	0.00000496

Parameter	FY 2023-24	FY 2022-23
Waste intensity in terms of physical output	0.00000031	0.00000019
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		
<b>(i) Recycled (Oil and Plastic)</b>	-	-
<b>(ii) Re-used</b>	-	-
<b>(iii) Other recovery operations</b>	-	-
Total	-	-
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
<b>(i) Incineration</b>	-	-
<b>(ii) Landfilling</b>	-	-
<b>(iii) Other disposal operations</b>	-	-
Total	-	-

Note: The Company dispose its waste through vendor authorized under Government of Maharashtra. Therefore, the disposal method and quantity is not ascertained. Also, the Waste disclosures do not include the data for the head office, as it was not quantified. However, The Company is exploring means to collate data in the future.

**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.**

Yes, The Company evaluates its waste data with the help of an external agency - Maharashtra Enviro power LTD. Ranjangaon Pune.

**10. 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**

The Company takes a proactive approach to waste management by ensuring that stored waste is disposed of through an authorized third-party vendor registered with the Government of Maharashtra, in the Ranjangaon area. This initiative highlights the Company's commitment to responsible waste disposal, emphasizing the importance of using certified vendors to comply with environmental regulations and maintain sustainability.

**11. 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:**

S. No	Location of operations/offices	Types 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.
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The Company refrains from conducting its operations in environmentally fragile or ecologically sensitive regions. This strategic decision underscores the Company's commitment to responsible business practices and environmental stewardship, avoiding potential harm to delicate ecosystems. By deliberately choosing locations that are not ecologically sensitive, the Company aims to minimize its environmental impact and contribute to the preservation of biodiversity and natural habitats.

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

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant Web Link
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Not Applicable. In accordance with the Ministry of Environment, Forest & Climate Change (MoEF) guidelines, the Company's operations are exempt from the requirement to furnish environmental clearance or undergo an Environmental Impact Assessment (EIA).



13. 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, and Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:

Serial Number	Specify the law / regulation / guidelines which was not complied with	Provide details of the non-compliance	Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts	Corrective taken, if any action
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Yes, the Company adheres to all relevant environmental laws and regulations.

**Leadership Indicators**

1. **Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):**

For each facility / plant located in areas of water stress, provide the following information:

- (i) Name of the area
- (ii) Nature of operations
- (iii) Water withdrawal, consumption and discharge in the following format:

Parameter	FY 2023-24	FY 2022-23
<b>Water withdrawal by source (in kilolitres)</b>		
<b>(i) Surface water</b>	Our plants are situated in regions where water stress is not a concern. This deliberate choice of locations is part of our commitment to responsible resource management, ensuring that our operations have minimal impact on water-stressed areas.	
<b>(ii) Groundwater</b>		
<b>(iii) Third party water</b>		
<b>(iv) Seawater / desalinated water</b>		
<b>(v) Others</b>		
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		
<b>Water discharge by destination and level of treatment (in kilolitres)</b>		
<b>(i) Into Surface water</b>	Our plants are situated in regions where water stress is not a concern. This deliberate choice of locations is part of our commitment to responsible resource management, ensuring that our operations have minimal impact on water-stressed areas.	
- No treatment		
- With treatment - please specify level of treatment		
<b>(ii) Into Groundwater</b>		
- No treatment		
- With treatment - please specify level of treatment		
<b>(iii) Into Seawater</b>		
- No treatment		
- With treatment - please specify level of treatment		
<b>(iv) Sent to third-parties</b>		
- No treatment		
- With treatment - please specify level of treatment		
<b>(v) Others -Gardening and Reuse</b>		
- No treatment		
- With treatment - please specify level of treatment		
<b>Total water discharged (in kilolitres)</b>		

**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.**

There hasn't been an external review or analysis conducted to assess various aspects of our operations, performance, or compliance with standards or regulations.

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

Parameter	Unit	FY 2023-24	FY 2022-23
Total Scope 3 emissions <b>(Break-up of the GHG into CO<sub>2</sub>, CH<sub>4</sub>, N<sub>2</sub>O, HFCs, PFCs, SF<sub>6</sub>, NF<sub>3</sub>, if available)</b>	Metric tonnes of CO <sub>2</sub> equivalent		
Total Scope 3 emissions per rupee of turnover			
Total Scope 3 emission intensity <b>(optional) - the relevant metric may be selected by the entity</b>			

The Scope 3 emissions have not been quantified.

**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.

There hasn't been an external review or analysis conducted to assess various aspects of our operations, performance, or compliance with standards or regulations.

3. With respect to the ecologically sensitive areas reported at Question 11 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.

The Company refrains from conducting its operations in environmentally fragile or ecologically sensitive regions. This strategic decision underscores the Company's commitment to responsible business practices and environmental stewardship, avoiding potential harm to delicate ecosystems. By deliberately choosing locations that are not ecologically sensitive, the Company aims to minimize its environmental impact and contribute to the preservation of biodiversity and natural habitats.

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	State	Aspirational District	Amount spent (In INR)
1	Conversion of Furnance oil to LDO/ LSHS in Boilers	This conversion is part of a broader strategy to adopt lower-emission fuels, which significantly reduces sulfur dioxide and other harmful emissions. LSHS and LDO are chosen for their lower sulfur content compared to traditional Furnace Oil, resulting in a cleaner combustion process.	The transition to LSHS and LDO helps reduce sulfur dioxide emissions to Below Detection level, thereby minimizing the environmental impact of the Company's operations

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

The Company regularly conducts mock drills to prepare employees for emergencies, with detailed reports analysing scenarios, responses, and improvements. The Company's plant also has an emergency preparedness plan which aims to control and eliminate crises, minimize confusion and panic, and reduce loss of life and property. It includes conducting headcounts, rescue operations, medical treatment, record preservation, and measures to prevent future incidents, all to restore normalcy swiftly.

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?

There have been no significant adverse impacts to the environment arising from the Company's value chain. Consequently, the Company has not undertaken any mitigation or adaptation measures in this regard.

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

The percentage of value chain partners (by value of business conducted) that have been assessed for environmental impacts is currently Nil, as no assessments have been conducted yet.

**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.

The Company is associated with 'One' (1) trade and industry chamber/ association.

- 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	Associated Chambers of Commerce and Industry of India (ASSOCHAM)	National

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

Name of authority	Brief of the case	Corrective active taken
No issues related to anti-competitive conduct have occurred, and therefore, no corrective actions were required. The Company maintains a strict adherence to regulatory compliance and fair business practices, ensuring competitive and ethical operating environment.		

### Leadership Indicators

1. Details of public policy positions advocated by the entity:

Sr. No	Public policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/No)	Frequency of Review by Board (Annually/ Half yearly/ Quarterly / Others - please specify)	Web Link, If available
Nil					

### 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
Social Impact Assessment has not been conducted by the Company as there is no direct or indirect impact to the community as well as the environment by any of their operations.					

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

S. No	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	5 of PAFs covered by R&R	Amounts paid to PAFs in the FY (in INR)
Not Applicable						

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

Our CSR policy includes robust mechanisms for receiving and addressing community grievances. Our grievance redressal process involves a transparent procedure for investigating and resolving issues, with a focus on timely and fair responses. We actively engage with community stakeholders to understand their needs and concerns, ensuring that our actions align with our commitment to corporate responsibility and ethical practices.

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

	FY 2023-24	FY 2022-23
Directly sourced from MSMEs/ small producers	81.55	78.52
Sourced directly from India	97.34	97.44

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

Location	FY 2023-24	FY 2022-23
Rural	74.46	88.61
Semi-Urban	0.00	0.00
Urban	0.00	0.00
Metropolitan	25.54	11.38

### 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):

Details of negative social impact identified	Corrective action taken
Not Applicable, as the Company has not conducted any Social Impact Assessments (SIAs).	

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)
There are no CSR projects undertaken by the entity in designated aspirational districts.			

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

There is no Preferential Procurement Policy in place to prioritize suppliers from marginalized or vulnerable groups. Instead, it focuses on supporting marginalized and vulnerable groups primarily through CSR initiatives. This approach ensures that resources are directed towards those who needs them the most, aligning with the Company's commitment to social responsibility. By prioritizing CSR activities, the Company contributes positively to society while adapting to the complexities of the market environment.

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

Although there is no Preferential Procurement Policy for a particular marginalized /vulnerable groups. Our procurement strategy focuses on fair and equitable practices.

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

Not Applicable, as no procurement has been made.

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
Not Applicable, as no benefits derived or shared from IP owned or acquired by the Company based on traditional knowledge.				

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 active taken
Not Applicable, as no benefits derived or shared from IP owned or acquired by the Company based on traditional knowledge.		

6. Details of beneficiaries of CSR Projects:

S. No	CSR Project	No. of persons benefitted from CSR projects	% of beneficiaries from vulnerable and marginalized groups
1	Promoting Education - Distribution of Computers to 1 Govt. School situated in Nashik.	Approx. 100	100.00
2	Healthcare - Payment to Apollo Hospitals, Hyderabad for treating 4 year old eye cancer patient.	1	100.00
3	Healthcare - Donation for Eradicating hunger, poverty and malnutrition.	More than 1000	Approx. 50.00
4	Healthcare - Donation for Providing medical facilities to the weaker section of society.	More than 500	Approx. 50.00
5	Promoting Education: Donation for development of employment enhancing vocation skills especially among children, women, elderly and the differently abled.	Approx. 200	Approx. 70.00

S. No	CSR Project	No. of persons benefitted from CSR projects	% of beneficiaries from vulnerable and marginalized groups
6	Promoting Education: Donation for supporting education through Ekal Vidyalaya Project.	25 Schools	100.00
7	Healthcare - Donation for Eradicating hunger, poverty and malnutrition.	Approx. 500	Approx. 70.00
8	Healthcare - Donation for conducting medical camps in tribal areas.	More than 500	Approx. 50.00
9	Promoting Education: Donation for development of employment enhancing vocational skills among women.	More than 100	Approx. 50.00

## 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.

To effectively manage consumer complaints and feedback, our Company has established robust mechanisms designed to ensure prompt and satisfactory resolution. We offer multiple channels for consumers to voice their concerns, including email and WhatsApp, ensuring accessibility and convenience. Upon receiving a complaint, our process entails diligent investigation and understanding of the issue. Depending on the nature and urgency, we may engage in video calls or even arrange personal visits to the consumer's location for a thorough assessment and resolution.

Our approach emphasizes personalized attention and timely action to address each complaint comprehensively. This not only aims to resolve the immediate issue but also to restore consumer confidence and satisfaction in our services. Through continuous feedback and improvement, we strive to enhance our customer experience and uphold our commitment to quality service delivery.

#### 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	100.00
Safe and responsible usage	100.00
Recycling and/or safe disposal	100.00

#### 3. Number of consumer complaints in respect of the following:

	FY 2023-24			FY 2022-23		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Data Privacy			No consumer complaints were received in any of the financial year.			
Advertising						
Cyber-security						
Delivery of essential services						
Restrictive Trade Practices						
Unfair Trade Practices						
Other						
Total						

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

	Number	Reasons for recall
Voluntary recalls		Nil, There were no occurrence of voluntary or forced recalls.
Forced recalls		

**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**

Yes, the Company has an Information Security Policy available on the intranet of the Company. This policy aims to safeguard the company's information assets against all threats, whether internal or external, intentional or accidental. It covers physical security and includes all aspects of information security, such as data stored on computers, transmitted via networks, printed or written on paper, stored on external devices and CDs, or communicated verbally or over the phone, to prevent unauthorized disclosure. Additionally, the Company has a policy for the acceptable use of computer and mobile assets to ensure protection from potential security-related risks.

**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.**

No such incidents occurred as of now hence no corrective actions were taken.

**7. Provide the following information relating to data breaches:**

**a. Number of instances of data breaches**

No such incidents have occurred.

**b. Percentage of data breaches involving personally identifiable information of customers**

Nil, There is no percentage of data breaches involving personally identifiable information of customers as no such incidents have occurred.

**c. Impact, if any, of the data breaches**

No impacts has been observed as a result of data breaches, affirming the effectiveness of the Company's data security measures in safeguarding sensitive information and maintaining the trust of its customers.

**Leadership Indicators**

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

The Company's website serves as a centralized platform where detailed descriptions of Cupid Limited's offerings, including product specifications are available. Link of the Website- <https://www.cupidlimited.com>

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

The Company provides product literature with each item detailing safe and responsible usage. Additionally, information is available on the company's website - <https://www.cupidlimited.com>, including articles on product awareness. Educational videos are also shared on YouTube to further inform and guide customers.

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

Currently, we do not offer any essential services, so there are no mechanisms in place to inform consumers about potential disruptions or discontinuations.

**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)**

Yes, the Company provides all information required by local laws. We have not conducted consumer satisfaction surveys yet, as our focus has been primarily on B2B customers, and we have only recently been catering to individual customers. However, we are looking forward to introduce such measures in the future.

# Report on Corporate Governance

The Directors present the Company's Report on Corporate Governance for the year ended on 31<sup>st</sup> March, 2024:

## COMPANY'S PHILOSOPHY: -

Cupid Limited governance philosophy is based on trusteeship and transparency. As a corporate player, our business follows a tradition of ethical behavior and disclosures aimed at constructing trust of our stakeholders. The Company's Code of Business Conduct and Ethics and Internal Code of Conduct for Regulating, Monitoring and Reporting of Trades by Insiders reflects our commitment to ethical business practices, integrity and regulatory compliances.

The Company's governance framework is based on the following principles:

1. Proper conduct of business by the Board, Senior Management and Employees;
2. Timely disclosure of necessary information to the stakeholders;

3. Effective composition of the Board, with each member bringing in expertise in their respective domains;
4. Systems are in place for effective internal control; and
5. Access of information to the members of the Board to enable them to perform their duties in efficient manner.

## BOARD OF DIRECTORS: -

The name and categories of the directors on the Board, their attendance at Board Meetings and Annual General Meeting held during the financial year 2023 - 24 and the number of directorships and Committee Chairmanships / Memberships in public ltd (Listed) companies held by them are given below. Other Directorships in other Companies do not include alternate directorships, directorships of private limited companies and of companies incorporated outside India. Chairmanship / Membership of Board Committees include only Audit and Stakeholder Relationship Committees: -

Name of Director	Category	Attendance at board Meeting in year 2023 - 2024		Attendance at Last AGM on 25 September, 2023	Directorships in other Public Ltd (Listed) Companies		Committees Position held in other Public Ltd (Listed) Companies	
		Held	Attended		Chairman	Director	Chairman	Member
Mr. Kuldeep Halwasiya (Appointed w.e.f. 20.10.2023)	Chairman & Executive Director	4	3	NA	NIL	NIL	NIL	NIL
Mr. Aditya Kumar Halwasiya (Appointed w.e.f. 20.10.2023)	Managing Director	4	4	NA	NIL	2	NIL	NIL
Mr. Ajay Kumar Halwasiya (Appointed w.e.f. 23.01.2024)	Executive Director	1	1	NA	NIL	NIL	NIL	NIL
Mr. Thallapaka Venkateswara Rao (Appointed w.e.f. 20.10.2023)	Independent Director	4	4	NA	NIL	2	NIL	2
Mrs. Rajni Mishra (Appointed w.e.f. 20.10.2023)	Independent Director	4	4	NA	NIL	2	NIL	2
Mr. Rajinder Singh Loona (Appointed w.e.f. 20.10.2023)	Independent Director	4	4	NA	NIL	1	NIL	2
Mr. Omprakash Garg (Cessation w.e.f. 25.10.2023)	Chairman & Managing Director	3	3	PRESENT	NIL	NIL	NIL	NIL
Mr. Jandhyala L. Sharma (Cessation w.e.f. 1.8.2023)	Independent Director	3	1	NA	NIL	NIL	NIL	NIL

Name of Director	Category	Attendance at board Meeting in year 2023 - 2024		Attendance at Last AGM on 25 September, 2023	Directorships in other Public Ltd (Listed) Companies		Committees Position held in other Public Ltd (Listed) Companies	
		Held	Attended		Chairman	Director	Chairman	Member
Mrs. Veena Garg (Cessation w.e.f. 25.10.2023)	Non- Executive Director	3	3	PRESENT	NIL	NIL	NIL	NIL
Mr. Suresh Chand Garg (Cessation w.e.f. 25.10.2023)	Non- Executive Director	3	3	PRESENT	NIL	NIL	NIL	NIL
Ms. Nalini Mishra (Cessation w.e.f. 25.10.2023)	Independent Director	3	3	PRESENT	NIL	NIL	NIL	NIL
Mr. Sunil Sureka (Cessation w.e.f. 25.10.2023)	Independent Director	3	3	PRESENT	NIL	NIL	NIL	NIL

### SENIOR MANAGEMENT:

Below are the details of Senior Management of the company:

Sr. No.	Name of Employee	Designation	Qualification	Experience (in years)
1	Mr. Babu Iyer	Senior General Manager- Production & Projects	B.Sc. Chemistry	35
2	Mr. Durgesh Garg	Chief Operating Officer	B.Com	31
3	Mr. Dhruvajyoti Goswami	Business Head	B.E. (Civil)	27
4	Mr. Narendra Joshi	Chief Financial Officer	B. Com; M.com	26
5	Mr. Rajesh Sultania	DGM (Commercial)	B.Com	31
6	Mr. Nithyananda	DGM (Operations)	Diploma in Polymer Technology	28
7	Mr. Saurabh Karmase	Company Secretary and Compliance Officer	CS, LLB, MBA (IB), MBA (HR), BBM (IB), DLL & LW	8.5

### BOARD MEETING AND PROCEDURES:

The Board meets at regular intervals to discuss and decide on business strategies / policies and review the financial performance of the Company. The Board meetings are pre-scheduled and a tentative annual schedule of the Board meetings is circulated to the directors well in advance to facilitate the Directors to plan their schedules. In case of business exigencies the Board's approval is taken through Circular Resolutions. The Circular Resolutions are noted at the subsequent Board meeting.

During the financial year 2023-24, the Board met 7 times. The meetings were held on 27<sup>th</sup> May, 2023; 31<sup>st</sup> July, 2023; 20<sup>th</sup> October, 2023, 26<sup>th</sup> October, 2023, 8<sup>th</sup> November, 2023, 23<sup>rd</sup> January, 2024 and 14<sup>th</sup> March, 2024. The interval between two meetings was well within the maximum period mentioned under Section 173 of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company has a mandatory requirement for all Directors to inform the Company about the Committees / Board member

position they occupies in other Companies and notifies the change, if any.

### INFORMATION PLACED BEFORE THE BOARD:

The information as set out in Regulation 17 read with Part A of Schedule II of the Listing Obligations to the Board and the Company provides the Board Committees to the extent it is applicable and relevant. Such information is submitted either as part of the agenda papers in advance of the respective Meetings or by way of presentations and discussions during the Meetings.

### POST MEETING MECHANISM:

The important decisions taken at the Board/Board Committee Meetings are communicated to the concerned department/division.

### BOARD SUPPORT:

The Company Secretary attends the Board Meetings and advises the Board on Compliances with applicable laws and governance.



**ROLES, RESPONSIBILITIES AND DUTIES OF THE BOARD:**

The duties of Board of Directors have been enumerated in Listing Obligations, Section 166 of the Companies Act, 2013 and Schedule IV of the said Act (Schedule IV is specifically for Independent Directors). There is a clear demarcation of responsibility and authority amongst the Board of Directors.

**DISCLOSURE OF RELATIONSHIPS BETWEEN DIRECTORS INTER-SE:**

Sr. No.	Name of Director	Relationship	Date of Appointment
1	Mr. Kuldeep Halwasiya (Appointed w.e.f. 20.10.2023)	Uncle of Mr. Aditya Kumar Halwasiya and Mr. Ajay Kumar Halwasiya	20.10.2023
2	Mr. Aditya Kumar Halwasiya (Appointed w.e.f. 20.10.2023)	Nephew of Mr. Kuldeep Halwasiya and Brother of Mr. Ajay Kumar Halwasiya	20.10.2023
3	Mr. Ajay Kumar Halwasiya (Appointed w.e.f. 23.01.2024)	Nephew of Mr. Kuldeep Halwasiya and Brother of Mr. Aditya Kumar Halwasiya	23.01.2024

**NUMBER OF SHARES AND CONVERTIBLE INSTRUMENT HELD BY NON-EXECUTIVE DIRECTORS:**

Non-Executive Directors of the company are not holding any shares and convertible instruments of the company.

**FAMILIARISATION PROGRAMMES IMPARTED TO INDEPENDENT DIRECTORS:**

The details of Familiarisation Programme imparted to Independent Directors is available on the following web link:-

[https://www.cupidlimited.com/wp-content/uploads/2020/08/07\\_002\\_FAMILIARIZATION-PROGRAM.pdf](https://www.cupidlimited.com/wp-content/uploads/2020/08/07_002_FAMILIARIZATION-PROGRAM.pdf)

**CORE SKILLS / EXPERTISE / COMPETENCIES AVAILABLE WITH THE BOARD:**

In terms of Listing Regulations, the following skills, expertise and competencies have been identified by the Board of Directors as required in the context of its business and sector for it to function effectively:

- Industry knowledge
- Business Management
- Corporate Governance
- Financial Management
- Leadership and Entrepreneurship
- Strategic Planning

Below table depicts the Board members skills / expertise/ competencies, which are currently available with the Board:

Name of the Director	Industry knowledge	Business Management	Corporate Governance	Financial Management	Leadership and Entrepreneurship	Strategic Planning
Mr. Kuldeep Halwasiya	Yes	Yes	Yes	Yes	Yes	Yes
Mr. Aditya Kumar Halwasiya	Yes	Yes	Yes	Yes	Yes	Yes
Mr. Ajay Kumar Halwasiya	Yes	Yes	Yes	Yes	Yes	Yes
Mr. Thallapaka Venkateswara Rao	Yes	Yes	Yes	Yes	Yes	Yes
Mrs. Rajni Mishra	Yes	Yes	Yes	Yes	Yes	Yes
Mr. Rajinder Singh Loona	Yes	Yes	Yes	Yes	Yes	Yes

The number of Directorships, Committee Membership(s) / Chairmanship(s) of all Directors is within respective limits prescribed under the Act and the Listing Regulations.

**BRIEF PROFILE OF DIRECTORS SEEKING REAPPOINTMENT AND APPOINTMENT: -**

Brief profile of Mr. Aditya Kumar Halwasiya is as below: -

Mr. Aditya Kumar Halwasiya is a Dynamic 3rd Generation Entrepreneur, Investor and Scion of the Pan-India Universal Halwasiya Group founded by the Late Shri Madan Mohan

Halwasiya in the early 1960s. The Universal Halwasiya Group has a Turnover in excess of INR 2,000 crores annually.

He is a shareholder & director in the automobile, industrial oils and specialty chemicals manufacturing company Universal Petro-Chemicals Ltd. and actively looks after business marketing since 2019. He is in advisory role since 2019 in the family concern Columbia Petrochem Ltd also in the automobile, industrial oils and specialty chemicals business. He is an investor and director in Apollo Micro Systems a publicly listed Indian Defence Company.

Mr. Aditya Kumar Halwasiya actively manages and oversees a sizeable portfolio of Capital Market Investments and Real Estate Investments & Projects in India. Aditya is a voracious reader and keeps himself informed of the latest global events, technologies and business opportunities.

### INDEPENDENT DIRECTORS:

The Independent Directors fulfil the conditions of Independence specified in section 149(6) of the Companies Act, 2013 and Rules made thereunder and meet with requirement of Regulation 16 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. A formal letter of appointment to independent Directors as provided in Companies Act, 2013 has been issued and disclosed on the website of the Company.

### MEETINGS OF INDEPENDENT DIRECTORS:

Meeting of Independent Directors of the Company held at least once in a year to deal with matter listed out in Schedule IV and Regulation 25 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 which inter-alia includes, review the performance of the non-independent directors, chairman and the Board as a whole and assess quality and quantity of flow of information to perform the duties by the Board of Directors was held on 26<sup>th</sup> March, 2024.

### GOVERNANCE CODES: -

#### Code of Conduct & Ethics

The Company has adopted Code of Conduct & Ethics ("the Code") which is applicable to the Board of directors and Senior Management Team (one level below the Board) of the Company. The Board of Directors and the members of Senior Management Team are required to affirm annual Compliance of this Code. The Code requires Directors and Employees to act honestly, fairly, ethically and with integrity, conduct themselves in professional, courteous and respectful manner. The Code of Conduct is available on the website of the Company at [https://www.cupidlimited.com/wp-content/uploads/2020/07/01\\_001\\_CG\\_Code\\_of\\_Conduct.pdf](https://www.cupidlimited.com/wp-content/uploads/2020/07/01_001_CG_Code_of_Conduct.pdf)

#### Conflict of Interest

Each Director informs the Company on an annual basis about the board and the Committee positions they occupies in the other companies including Chairmanships and notifies changes during the year. Members of the Board while discharging their duties, avoid conflict of Interest in the decision making process. The members of the Board restrict themselves from any discussions and voting in transactions that they have concern or interest.

During the year under review, there were no transactions of any material, financial and commercial transactions, which had personal interest of the management that had a potential conflict with the interest of the Company at large.

#### Insider Trading Code

The Company has adopted a Code of Conduct for Prevention of Insider Trading ("The Code") in accordance with the

requirements of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

The Code is applicable to Promoters and Promoters' Group, all Directors and such Designated Employees who are expected to have access to unpublished price sensitive information in relation to the Company. Mr. Saurabh V. Karmase is the Compliance officer for monitoring adherence to the said Regulations.

### AUDIT COMMITTEE:

Audit Committee was reconstituted on 26<sup>th</sup> October, 2023 comprising the following members: -

Mr. Thallapaka Venkateswara Rao	- Chairman
Mrs. Rajni Mishra	- Member
Mr. Rajinder Singh Loona	- Member

The Audit Committee met 4 times during the financial year 2023 - 24. The Company is in full compliance with the provisions of the regulation 18 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 on gaps between any two Audit Committee meetings. The Committee met on 27<sup>th</sup> May, 2023; 31<sup>st</sup> July, 2023; 8<sup>th</sup> November, 2023 and 23<sup>rd</sup> January, 2024. The necessary quorum was present for all meetings.

The Attendance of the Audit Committee Members as per below: -

Name of Committee Member	No. of Meetings for year 2023 - 2024	
	Held	Attended
Mr. Jandhyala L. Sharma (Cessation w.e.f. 1.8.2023)	2	1
Mr. Omprakash Garg (Cessation w.e.f. 25.10.2023)	2	2
Ms. Nalini Mishra (Cessation w.e.f. 25.10.2023)	2	2
Mr. Sunil Sureka (Cessation w.e.f. 25.10.2023)	1	1
Mr. Thallapaka Venkateswara Rao (Appointed w.e.f. 20.10.2023)	2	2
Mr. Rajinder Singh Loona (Appointed w.e.f. 20.10.2023)	2	2
Mrs. Rajni Mishra (Appointed w.e.f. 20.10.2023)	2	2

Mr. Sunil Sureka Chairman of the Audit Committee was present at the 30<sup>th</sup> Annual General Meeting of the Company held on 25<sup>th</sup> September, 2023 to answer the shareholders queries.

The Committee is empowered to deal with all such matters as required by Section 177(4) of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. In addition to other business, reviews the quarterly financial

results, annual financial statements, before submitting to the Board of Directors, review internal control systems, related party transactions, and appointment and matter related to appointment of auditors and to examine disclosure aspect of significant transactions of the Company.

**Terms of Reference - :**

The Board has framed the Audit Committee charter for the purpose of effective compliance of provisions of Section 177 of the Act and Regulation 18 of the Listing Regulations. The Audit Committee inter-alia performs the following functions:

1. Review with the Company's Chief Financial Officer ("CFO"), the preparation, execution and results of the Company's annual internal audit work program;
2. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
3. Review with the management, performance of statutory and internal auditors and review of adequacy of the internal control systems;
4. Discussion with statutory auditors before audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
5. Discussion with internal auditors on any significant findings and follow up thereon;
6. Recommending to the Board, the appointment, remuneration and terms of appointment of Auditors;
7. Oversee the functioning of the Risk Management Committee and advice the Risk Management Committee with respect to risk assessment including fraud risk and risk guidelines governing the risk management process;
8. Review the management discussion and analysis of financial condition and results of operations;
9. Review statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
10. Review the internal audit reports relating to internal control weaknesses;
11. Scrutiny of inter-corporate loans and investments;
12. Review the functioning of the Whistle blower mechanism; and
13. Review compliance with the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015 with reference to events which were regarded as UPSI, whether such UPSI were shared in the manner expected, instances of leaks, if any, instance of breaches of the Code, efficiency of sensitization process, etc. at least once in a financial year and shall verify that the systems for internal control are adequate and are operating effectively.

In fulfilling the above role, the Audit Committee has powers to investigate any activity within its terms of reference, to seek information from employees and to obtain outside legal and professional advice.

**Functions of Audit Committee - :**

The Audit Committee, while reviewing the Annual Financial Statements also review the applicability of various Accounting Standards (AS) referred to in Section 133 of the Companies Act, 2013. Compliance of the Accounting Standards as applicable to the Company has been ensured in the preparation of the Financial Statements for the year ended 31<sup>st</sup> March, 2024.

The Audit Committee bridges the gap between the Internal Auditors and the Statutory Auditors. The Statutory Auditors are responsible for performing Independent audit of the Company's financial statements in accordance with the generally accepted auditing practices and issuing reports based on such audits, while the Internal Auditors are responsible for the internal risk controls.

The Audit Committee also oversees and reviews the functioning of a vigil mechanism (implemented in the Company as Whistle Blower Policy) and reviews the finding of investigation into cases of material nature and the actions taken in respect thereof.

Besides the above, Chairman and Directors, Business heads of the Company, the representatives of the Statutory Auditors and the Internal Auditors are permanent invitees to Audit Committee meetings.

The Company follows best practice in financial reporting. The Company has been reporting on quarterly basis the Un-audited financial result as required by the regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company's quarterly un-audited financial results are made available on the website of the company i.e. [www.cupidlimited.com](http://www.cupidlimited.com) and are also sent to the BSE Limited and National Stock Exchange of India Limited (stock exchanges) where the Company's equity shares are listed.

**Internal Controls and Governance Processes - :**

The Company has appointed a firm of Chartered Accountant as Internal Auditors to review and report on internal controls system. The report of the Internal Auditors is reviewed by the Audit Committee. The Audit Committee formulates a detailed plan to the Internal Auditors for the year and the same is reviewed at the Audit Committee meetings. The Internal Auditors submit their recommendations to the Audit Committee and provides a road map for future actions.

**NOMINATION AND REMUNERATION COMMITTEE:**

Nomination and Remuneration Committee was reconstituted on 26<sup>th</sup> October, 2023 comprising the following members: -

Mrs. Rajni Mishra	Chairperson
Mr. Thallapaka Venkateswara Rao	Member
Mr. Rajinder Singh Loona	Member

The Committee met on 27<sup>th</sup> May, 2023; 20<sup>th</sup> October, 2023; 23<sup>rd</sup> January, 2024 and 14<sup>th</sup> March, 2024, the necessary quorum was present for the meeting.

The attendance of the Nomination and Remuneration Committee Members as per below: -

Name of Committee Member	No. of Meetings for year 2023 - 2024	
	Held	Attended
Mr. Jandhyala L. Sharma (Cessation w.e.f. 1.8.2023)	1	1
Mr. Veena Garg (Cessation w.e.f. 25.10.2023)	2	2
Ms. Nalini Mishra (Cessation w.e.f. 25.10.2023)	2	2
Mr. Sunil Sureka (Cessation w.e.f. 25.10.2023)	1	1
Mr. Thallapaka Venkateswara Rao (Appointed w.e.f. 20.10.2023)	2	2
Mr. Rajinder Singh Loona (Appointed w.e.f. 20.10.2023)	2	2
Mrs. Rajni Mishra (Appointed w.e.f. 20.10.2023)	2	2

#### Terms of Reference:

The Board has framed the Nomination and Remuneration Committee which ensure effective Compliance of Section 178 of the Companies Act, 2013 and Regulation 19 of Listing Regulation, which are as follows:

- Reviewing the overall compensation policy, service agreements and other employment conditions of Managing / Whole-time Director(s) and Senior Management (one level below the Board);
- to help in determining the appropriate size, diversity and composition of the Board;
- to recommend to the Board appointment/reappointment and removal of Directors;
- to frame criteria for determining qualifications, positive attributes and independence of Directors;
- to recommend to the Board remuneration payable to the Directors (while fixing the remuneration to Executive Directors the restrictions contained in the Companies Act, 2013 is to be considered);
- to create an evaluation framework for Independent Directors and the Board;
- to provide necessary reports to the Chairman after the evaluation process is completed by the Directors;
- to assist in developing a succession plan for the Board;
- to assist the Board in fulfilling responsibilities entrusted from time-to-time;
- delegation of any of its powers to any Member of the Committee or the Compliance Officer.

#### Details of Remuneration Paid to Directors for the Year Ended March 31, 2024:

##### a) Non-executive Directors:

(₹ In Lacs)		
Sr. No.	Name of the Director	Sitting Fees
1.	Mr. Jandhyala L. Sharma (Cessation w.e.f. 1.8.2023)	INR 2.10 Lacs
2.	Mrs. Veena Garg (Cessation w.e.f. 25.10.2023)	INR 2.40 Lacs
3.	Mr. Suresh Chand Garg (Cessation w.e.f. 25.10.2023)	INR 1.50 Lacs
4.	Ms. Nalini Mishra (Cessation w.e.f. 25.10.2023)	INR 3.75 Lacs
5.	Mr. Sunil Sureka (Cessation w.e.f. 25.10.2023))	INR 1.95 Lacs
6.	Mr. Thallapaka Venkateswara Rao (Appointed w.e.f. 20.10.2023)	INR 4.85 Lacs
7.	Mr. Rajinder Singh Loona (Appointed w.e.f. 20.10.2023)	INR 5.35 Lacs
8.	Mrs. Rajni Mishra (Appointed w.e.f. 20.10.2023)	INR 4.85 Lacs

##### b) Executive Directors: -

(₹ In Lacs)		
Sr. No.	Particulars of Remuneration	Name of Director Mr. Omprakash Garg Chairman and Managing Director (Cessation w.e.f. 25.10.2023)
1	Gross salary	
	(a) Salary as per provisions of section 17(1) of the Income Tax Act, 1961	₹ 49.09
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	NIL
	(c) Profits in lieu of salary u/s 17(3) of the Income Tax Act, 1961	NIL
2	Stock option	NIL
3	Sweat Equity	NIL
4	Commission as % of profit	NIL
	others (specify)	NIL
5	I. Employers contribution to Provident Fund	₹ 3.19/-
	<b>Total (A)</b>	<b>₹ 52.28</b>

## PERFORMANCE EVALUATION CRITERIA FOR INDEPENDENT DIRECTORS:

Pursuant to the provisions of the Companies Act, 2013 and regulation 17 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the performance evaluation of the Independent Directors is carried out by other non-independent directors on the basis of their contribution towards important aspects of the company and active participation on the board. The Directors express their satisfaction with the evaluation process.

Further, the company have constituted Performance Evaluation Policy to evaluate the performance of Independent Directors and the said policy is available on the website of the company at [https://www.cupidlimited.com/wp-content/uploads/2020/07/Performance\\_Evaluation.pdf](https://www.cupidlimited.com/wp-content/uploads/2020/07/Performance_Evaluation.pdf)

## STAKEHOLDER RELATIONSHIP COMMITTEE:

Stakeholder Relationship Committee was reconstituted on 26<sup>th</sup> October, 2023 comprising the following members:-

Mr. Rajinder Singh Loona	Chairperson
Mr. Kuldeep Halwasiya	Member
Mr. Aditya Kumar Halwasiya	Member
Mr. Saurabh V. Karmase	Company Secretary and Compliance Officer

The Stakeholder Relationship Committee met 1 time during the financial year 2023 - 24. The Committee met on 27th May, 2023. The necessary quorum was present for the meeting.

The Attendance of the Stakeholder Relationship Committee Members as per below: -

Name of Committee Member	No. of Meeting for year 2023 - 2024	
	Held	Attended
Ms. Nalini Mishra (Cessation w.e.f. 25.10.2023)	1	1
Mr. Omprakash Garg (Cessation w.e.f. 25.10.2023)	1	1
Mrs. Veena Garg (Cessation w.e.f. 25.10.2023)	1	1

The total number of Members complaints received and resolved for year ended 31<sup>st</sup> March, 2024 are as per details given below: -

Sr. No.	Category	Received	Resolved	Pending
1.	Non Receipt Of Annual Report	0	0	0
2.	Non Receipt Of Dividend Warrant	0	0	0
3.	General Queries (Others)	3	3	0
<b>Grand Total</b>		<b>3</b>	<b>3</b>	<b>0</b>

## CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:

The Company has constituted a Corporate Social Responsibility (CSR) Committee in compliance with the provisions of Section 135 of the Companies Act, 2013.

Corporate Social Responsibility Committee was reconstituted on 26<sup>th</sup> October, 2023 comprising the following members: -

Mr. Kuldeep Halwasiya	Chairman
Mr. Rajinder Singh Loona	Member
Mr. Aditya Kumar Halwasiya	Member

## Terms of Reference:

- To review the existing CSR Policy and to make it more comprehensive so as to indicate the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013;
- To provide guidance on various CSR activities to be undertaken by the Company and to monitor process.
- The Composition of the CSR Committee as at March 31, 2024 and the details of meetings of the Committee are as under:

The Committee met on 27th May, 2023 & 14th March, 2024 and the necessary quorum was present for the meeting.

The attendance of the Corporate Social Responsibility Committee Members as per below: -

Name of Committee Member	No. of Meetings for year 2023 - 2024	
	Held	Attended
Mr. Jandhyala L. Sharma (Cessation w.e.f. 1.8.2023)	1	1
Mr. Omprakash Garg (Cessation w.e.f. 25.10.2023)	1	1
Ms. Nalini Mishra (Cessation w.e.f. 25.10.2023)	1	1
Mr. Kuldeep Halwasiya (Appointed w.e.f. 20.10.2023)	1	1
Mr. Rajinder Singh Loona (Appointed w.e.f. 20.10.2023)	1	1
Mr. Aditya Kumar Halwasiya (Appointed w.e.f. 20.10.2023)	1	1

The Corporate Social Responsibility Policy is available on the website of the company at [https://www.cupidlimited.com/wp-content/uploads/2020/07/05\\_001\\_CG\\_01CSR-Policy.pdf](https://www.cupidlimited.com/wp-content/uploads/2020/07/05_001_CG_01CSR-Policy.pdf)

## GENERAL BODY MEETINGS:

Information of the last three Annual General Meetings / Extra Ordinary General Meetings held: -

AGM / EOGM	Financial Year	Date and Time	Venue	Details of Special Resolutions Passed
28 <sup>th</sup>	2020-21	28 <sup>th</sup> September, 2021 at 12.00 noon	through two-way Video Conferencing ('VC') / Other Audio Visual Means ('OAVM')	1. Payment of Commission to Non-Executive Directors based on Net Profits of the Company.
29 <sup>th</sup>	2021-22	28 <sup>th</sup> September, 2022 at 12.00 noon	through two-way Video Conferencing ('VC') / Other Audio Visual Means ('OAVM')	1. Payment of Commission to Non-Executive Directors based on Net Profits of the Company. 2. Reappointment of Ms. Nalini Mishra (DIN - 07110900) as an Independent Director of the company. 3. Appointment of Mr. Sunil Sureka (DIN No. 09692513) as an Independent Director of the company. 4. To approve Cupid Limited - Employees Stock Option Plan 2022.
30 <sup>th</sup>	2022-23	25 <sup>th</sup> September, 2023 at 12.00 noon	through two-way Video Conferencing ('VC') / Other Audio Visual Means ('OAVM')	1. Payment of Commission to Non-Executive Directors based on Net Profits of the Company.
EOGM	2023-24	21 <sup>st</sup> February, 2024 at 3.30 PM	through two-way Video Conferencing ('VC') / Other Audio Visual Means ('OAVM')	1. Appointment of Mr. Ajay Kumar Halwasiya (DIN: 05172221) as an Executive Director of the Company. 2. Issue of Convertible Warrants on a Preferential basis. 3. Increase in Borrowing Powers of the Board of Directors pursuant to Section 180 (1) (C) of the Companies Act, 2013.

## POSTAL BALLOT:

During the year under review, the Company completed process of one postal ballot as per provisions of Section 110 of the Act. The voting was conducted through electronic mode. The Company had engaged the services of CDSL to provide e-voting facility to its Members. The notice of postal ballot was accompanied with detailed instructions kit to enable the members to understand the procedure and manner in which voting to be carried out. The following Resolutions are deemed to have been passed on the last date of e-voting.

Postal Ballot Notice dated December 11, 2023:

Sr. No.	Particulars	No of votes polled	No. and % of votes in favour	No. and % of votes against
1	Appointment of Mr. Thallapaka Venkateswara Rao (DIN: 05273533) as an Independent Director of the Company.	60,27,260	60,26,760 (99.99%)	500 (0.0083%)
2	Appointment of Mrs. Rajni Mishra (DIN: 08386001) as an Independent Director of the Company.	60,27,260	60,26,747 (99.99%)	513 (0.0085%)
3	Appointment of Mr. Rajinder Singh Loona (DIN: 02305074) as an Independent Director of the Company.	60,27,259	60,26,747 (99.99%)	512 (0.0085%)
4	Appointment of Mr. Kuldeep Halwasiya (DIN: 00284972) as an Executive Director and Chairman of the Company.	60,27,260	60,26,747 (99.99%)	513 (0.0085%)
5	Appointment of Mr. Aditya Kumar Halwasiya (DIN: 08200117) as Managing Director of the Company.	60,27,260	60,26,742 (99.99%)	518 (0.0086%)

Mr. Shailesh Kachalia was appointed as Scrutinizer for conducting the aforesaid postal ballot in a fair and transparent manner.

## PROCEDURE FOR POSTAL BALLOT:

In compliance with Sections 108 and 110 and other applicable provisions of the Act, read with the related Rules, the Company provides electronic voting (e-voting) facility to all its members. For this purpose, the Company had engaged the services of CDSL.

Postal ballot notice was dispatched to registered members / beneficiaries by e-mail. The Company also publishes a notice in the newspaper declaring the details and requirements as mandated by the Act and applicable rules.

Voting rights are reckoned on the paid-up value of the shares registered in the names of the members as on the cut-off date. Members are requested to vote before the close of business hours on the last date of e-voting.

The scrutinizer completes his scrutiny and submits his report to the Chairman / authorized officer and the results of the voting are announced by the Chairman / authorized officer. The results are also displayed on the Company website [www.cupidlimited.com](http://www.cupidlimited.com).

[www.cupidlimited.com](http://www.cupidlimited.com), besides being communicated to the stock exchanges, depository and registrar and share transfer agent. The last date for the e-voting is the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

## MEANS OF COMMUNICATION:

The quarterly financial results of the Company for each quarter is place before the Board of Directors within stipulated time. On approval, quarterly financial result are published in at least one of the English daily newspaper publishing in all India and similarly in vernacular Marathi daily newspaper publishing in Nashik region and the said results are also published on the website of the company at [www.cupidlimited.com](http://www.cupidlimited.com).

## DIVIDEND:

The details of dividend declared during the financial years 2014-15, 2015-16, 2016-17, 2017-18, 2018-19, 2019-20, 2020-21, 2021-22 and 2022-23 by the company are as follows: -

Sr. No.	Year of Declaration of Dividend	Date of Declaration of Dividend	Amount declared per share
1.	Interim - 2014-15	17 <sup>th</sup> January, 2015	₹ 1/-
2.	Final - 2014-15	28 <sup>th</sup> September, 2015	₹ 0.50/-
3.	1 <sup>st</sup> Interim - 2015-16	31 <sup>st</sup> October, 2015	₹ 1/-
4.	2 <sup>nd</sup> Interim - 2015-16	10 <sup>th</sup> March, 2016	₹ 2/-
5.	1 <sup>st</sup> Interim - 2016-17	1 <sup>st</sup> August, 2016	₹ 1/-
6.	2 <sup>nd</sup> Interim - 2016-17	27 <sup>th</sup> October, 2016	₹ 1/-
7.	Final - 2016-17	7 <sup>th</sup> September, 2017	₹ 2/-
8.	1 <sup>st</sup> Interim - 2017-18	8 <sup>th</sup> November, 2017	₹ 2/-
9.	Final and Special - 2017-18	28 <sup>th</sup> September, 2018	₹ 2/- and ₹ 0.50/-
10.	1 <sup>st</sup> Interim - 2018-19	6 <sup>th</sup> November, 2018	₹ 1/-
11.	Final - 2018-19	28 <sup>th</sup> September, 2019	₹ 3/-
12.	1 <sup>st</sup> Interim - 2019-20	11 <sup>th</sup> November, 2019	₹ 1/-
13.	2 <sup>nd</sup> Interim - 2019-20	4 <sup>th</sup> March, 2020	₹ 3.50/-
14.	1 <sup>st</sup> Interim - 2020-21	5 <sup>th</sup> November, 2020	₹ 1/-
15.	Final - 2020-21	28 <sup>th</sup> September, 2021	₹ 3.50/-
16.	1 <sup>st</sup> Interim - 2021-22	12 <sup>th</sup> November, 2021	₹ 1/-
17.	Final - 2021-22	30 <sup>th</sup> May, 2022	₹ 3.50/-
18.	1 <sup>st</sup> Interim - 2022-23	14 <sup>th</sup> November, 2022	₹ 2/-
19.	Final - 2022-23	27 <sup>th</sup> May, 2023	₹ 3/-

## UNCLAIMED DIVIDEND

Pursuant to the provisions of Section 124(5) of the Companies Act, 2013, if the dividend transferred to the Unpaid Dividend Account of the Company remains unpaid or unclaimed for a period of seven years from the date of such transfer then such unclaimed or unpaid dividend shall be transferred by the company along with interest accrued, if any to the Investor Education and Protection Fund ('the IEPF'), a fund established under sub-section (1) of section 125. The details of unclaimed/unpaid dividend are available on the website

of the Company viz. <https://www.cupidlimited.com/unpaid-unclaimed-dividends/>

## MANDATORY TRANSFER OF SHARES TO DEMAT ACCOUNT OF INVESTORS EDUCATION AND PROTECTION FUND AUTHORITY (IEPFA) IN CASE OF UNPAID / UNCLAIMED DIVIDEND ON SHARES FOR A CONSECUTIVE PERIOD OF SEVEN YEARS

In terms of Section 124(6) of the Companies Act, 2013 read with Rule 6 of the Investor Education and Protection Fund

Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, (as amended from time to time) (IEPF Rules) shares on which dividend has not been paid or claimed by a shareholder for a period of seven consecutive years or more shall be credited to the Demat Account of Investor Education and Protection Fund Authority (IEPFA) within a period of thirty days of such shares becoming due to be so transferred. Upon transfer of such shares, all benefits (like bonus, dividend etc.), if any, accruing on such shares shall also be credited to such Demat Account and the voting rights on such shares shall remain frozen till the rightful owner claims the shares.

Shares which are transferred to the Demat Account of IEPFA can be claimed back by the shareholders from IEPF by following the procedure prescribed under the IEPF Rules.

Details of Unclaimed Dividend and due dates for transfer are as follows as on March 31, 2024:

Sr. No.	Year of Declaration of Dividend	Date of Declaration of Dividend	Unclaimed Amount	Due Date For Transfer to IEPF Account
1.	Final - 2016-17	7 <sup>th</sup> September, 2017	₹ 10,67,968/-	12 <sup>th</sup> October, 2024
2.	1 <sup>st</sup> Interim - 2017-18	8 <sup>th</sup> November, 2017	₹ 10,93,442/-	13 <sup>th</sup> December, 2024
3.	Final and Special - 2017-18	28 <sup>th</sup> September, 2018	₹ 12,60,622.50/-	2 <sup>nd</sup> November, 2025
4.	1 <sup>st</sup> Interim - 2018-19	6 <sup>th</sup> November, 2018	₹ 6,18,364/-	11 <sup>th</sup> December, 2025
5.	Final - 2018-19	28 <sup>th</sup> September, 2019	₹ 17,46,432/-	2 <sup>nd</sup> November, 2026
6.	1 <sup>st</sup> Interim - 2019-20	11 <sup>th</sup> November, 2019	₹ 6,13,273/-	16 <sup>th</sup> December, 2026
7.	2 <sup>nd</sup> Interim - 2019-20	4 <sup>th</sup> March, 2020	₹ 20,62,459/-	9 <sup>th</sup> April, 2027
8.	1 <sup>st</sup> Interim - 2020-21	5 <sup>th</sup> November, 2020	₹ 5,36,413/-	11 <sup>th</sup> December, 2027
9.	Final - 2020-21	28 <sup>th</sup> September, 2021	₹ 17,01,170/-	2 <sup>nd</sup> November, 2028
10.	1 <sup>st</sup> Interim - 2021-22	12 <sup>th</sup> November, 2021	₹ 5,09,506/-	17 <sup>th</sup> December, 2028
11.	Final 2021-22	28 <sup>th</sup> September, 2022	₹ 3,45,192.50/-	2 <sup>nd</sup> November, 2029
12.	1 <sup>st</sup> Interim - 2022-23	14 <sup>th</sup> November, 2022	₹ 1,86,227/-	19 <sup>th</sup> December, 2029
13.	Final 2022-23	25 <sup>th</sup> September, 2023	₹ 2,35,903/-	30 <sup>th</sup> October, 2030

During the year under review, the Company has transferred Unclaimed Dividend Amount of 2<sup>nd</sup> Interim Dividend of FY 2015-16 of ₹ 10,07,588 along with 960 unclaimed shares, 1<sup>st</sup> Interim Dividend of FY 2016-17 of ₹ 4,94,282 along with 2,842 unclaimed shares and 2<sup>nd</sup> Interim Dividend of FY 2016-17 of ₹ 5,03,137 along with 961 unclaimed shares to Investor Education and Protection Fund.

## NOMINATION

Individual shareholders holding shares singly or jointly in physical form can nominate a person in whose name the shares shall be transferable in case of death of the registered shareholder(s). Nomination facility in respect of shares held in electronic form is also available with the Depository Participants as per the bye-laws and business rules applicable to NSDL and CDSL. Nomination forms can be obtained from the Company's Registrar and Share Transfer Agent.

## ELECTRONIC CLEARING SERVICE

The Securities and Exchange Board of India (SEBI) has made it mandatory for all companies to use the Bank account details furnished by the Depositories for depositing dividends which ensures safety for the investors. The Company complies with the SEBI requirement.

## SERVICE OF DOCUMENTS THROUGH ELECTRONIC MODE

As a part of Green Initiative, the members who wish to receive the notices/documents through e-mail, may kindly intimate their e-mail addresses to the Company's Registrar and Share Transfer Agent, Bigshare Services Private Limited; to its dedicated e-mail id i.e., "[investor@bigshareonline.com](mailto:investor@bigshareonline.com)"

## GENERAL SHAREHOLDER INFORMATION:

### 1. Annual General Meeting to be held

**Day and Date**

Saturday, 28<sup>th</sup> September, 2024

**Time**

4.00 PM



<b>Venue / Mode</b>	Through two-way Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') facility
<b>Financial Year</b>	April 01, 2023 to March 31, 2024.
<b>2. Financial Calendar for the financial year 2024 - 2025 (tentative)</b>	
Financial reporting for the quarter ending June, 2024	Within 45 days from Close of quarter
Financial reporting for the quarter ending September, 2024	Within 45 days from Close of quarter
Financial reporting for the quarter ending December, 2024	Within 45 days from Close of quarter
Financial reporting for the quarter ending March, 2025	Within 60 days from Close of quarter
<b>3. Listing on Stock Exchanges</b>	
	A. BSE Limited B. National Stock Exchange of India Limited
<b>4. Stock Code of BSE Limited Symbol on NSE Limited</b>	
	530843 CUPID
<b>5. Registered Office, Plant and Correspondence Address</b>	
	A - 68, M. I. D. C. (Malegaon), Sinnar, Nasik, Maharashtra- 422113. Tel: - + 91- 2551 - 230280 / 230772 Email: - <a href="mailto:cs@cupidlimited.com">cs@cupidlimited.com</a> Website : - <a href="http://www.cupidlimited.com">www.cupidlimited.com</a> Compliance Officer: Mr. Saurabh V. Karmase
<b>6. Registrar and Share Transfer Agent</b>	
	M/s Bigshare Services Pvt. Ltd. Office No. S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (E), Mumbai - 400 093.
<b>7. International Securities Identification Number (ISIN)</b>	
	INE509F01029
<b>8. Share Transfer System of the Company: -</b>	
Trading in equity shares of the Company is permitted only in dematerialized form. In terms of requirements of Regulation 40 of the Listing Regulations w.e.f. 1 <sup>st</sup> April, 2019, transfer of securities in physical form, except in case of request received for transmission or transposition of securities, shall not be processed. Accordingly, shareholders holding equity shares in physical form are urged to have their shares dematerialized so as to be able to freely transfer them and participate in various corporate actions.	<ul style="list-style-type: none"> <li>a) Demat account should be opened with a Depository Participant ("DP").</li> <li>b) Shareholders should submit the Dematerialization Request Form ("DRF") along with share certificates in original, to their DP.</li> <li>c) DP will process the DRF and will generate a Dematerialization Request Number ("DRN").</li> <li>d) DP will submit the DRF and original share certificates to the Registrar and Transfer Agents ("RTA"), i.e. Bigshare Services Private Limited.</li> <li>e) RTA will process the DRF and update the status to DP/ depositories.</li> <li>f) Upon confirmation of request, the shareholder will get credit of the equivalent number of shares in his demat account maintained with the DP.</li> <li>g) As required under SEBI Circular no. SEBI/HO/ MIRSD/ MIRSD_RTAMB/P/CIR/2022/8 and in order to enhance ease of dealing in securities markets by investors, listed companies are henceforth required to issue securities in dematerialized form only. As per the referred circular Form ISR-4 required to be submitted by securities holder/claimant.</li> </ul>
<b>9. Dematerialization of shares and liquidity</b>	
99.55% of the equity shares of the Company have been dematerialized (NSDL - 32.47% and CDSL - 67.08%) as on March 31, 2024. The Company has entered into agreements with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) whereby shareholders have an option to dematerialise their shares with either of the Depositories.	
Shareholders who continue to hold shares in physical form are requested to dematerialize their shares at the earliest and avail the benefits of dealing in shares in demat form. For convenience of shareholders, the process of getting the shares dematerialized is given here under:	

**10. Outstanding GDRs / ADRs / Warrants or any convertible instruments: -**

The Company has issued 22,00,000 Convertible Warrants on a Preferential basis during the year.

**11. Listing Fees: -**

The Company has paid the annual listing fees for the year 2024 - 2025 to BSE Limited (BSE) and NSE Limited (NSE).

**12. Shares held in Physical / Electronic form as on 31<sup>st</sup> March, 2024**

Particulars	No. of Shares	% of shares
Shares in Electronic form	1,33,57,207	99.55
Shares in Physical form	60,542	0.45
<b>TOTAL</b>	<b>1,34,17,749</b>	<b>100.00</b>

**13. Share Price Data**

MONTH	BSE			NSE		
	HIGH (₹)	LOW (₹)	VOLUME (Nos.)	HIGH (₹)	LOW (₹)	VOLUME (in Lacs)
April, 2023	295.50	248.00	56,372	297.20	250.55	8.53
May, 2023	287.85	252.05	71,293	288.00	255.00	8.76
June, 2023	269.85	240.15	1,01,890	269.85	242.55	9.90
July, 2023	323.00	241.25	2,38,261	324.00	241.70	35.94
August, 2023	367.95	262.05	5,59,859	367.95	261.65	87.64
September, 2023	431.00	361.15	5,42,165	430.80	362.05	59.44
October, 2023	642.55	394.75	14,47,943	642.60	395.00	156.37
November, 2023	924.95	614.00	12,27,932	925.00	615.00	72.54
December, 2023	1,121.70	824.45	3,05,933	1,120.40	825.40	18.83
January, 2024	2,034.45	1,066.00	2,62,873	2,019.90	1,064.40	21.99
February, 2024	2,826.45	1,631.00	1,81,533	2,800.00	1,685.00	12.13
March, 2024	2,833.00	1,820.85	4,15,785	2,800.00	1,825.45	13.52

Particulars	BSE	NSE
Closing share price as on March 31, 2024 (In ₹)	2,430.45	2423.15
Market Capitalisation as on March 31, 2024 (₹ In Crore)	3261.12	3251.32

**14. Distribution of shareholding as on 31<sup>st</sup> March, 2024**

NO. OF EQUITY SHARES	NUMBER OF SHAREHOLDERS	PERCENTAGE OF SHAREHOLDERS	NO. OF SHARES HELD	PERCENTAGE OF SHAREHOLDING
Up to 1-500	33,283	96.9671	11,31,625	8.4338
501-1000	505	1.4713	3,70,417	2.7606
1001-2000	262	0.7633	3,69,646	2.7549
2001-3000	87	0.2535	2,18,561	1.6289
3001-4000	28	0.0816	1,00,118	0.7462
4001-5000	30	0.0874	1,40,863	1.0498
5001-10000	52	0.1515	3,76,814	2.8083
10001 and above	77	0.2243	1,07,09,705	79.8174
<b>TOTAL</b>	<b>34,324</b>	<b>100.00</b>	<b>1,34,17,749</b>	<b>100.00</b>

**15. Categories of Shareholders as on 31<sup>st</sup> March, 2024**

Category	No. of Holders	No. of shares	% of shares
<b>A. Promoters Holding</b>			
a. Individuals	4	42,56,418	31.72
b. Body Corporate	1	17,54,385	13.08
<b>B. Public Shareholding</b>			
<b>1. Institutions (Domestic)</b>			
a. NBFC's registered with RBI	1	1,45,519	1.08
<b>2. Institutions (Foreign)</b>			
a. Foreign Portfolio Investors (Category-I)	7	6,87,524	5.12
b. Foreign Portfolio Investors (Category-II)	1	10,000	0.07
<b>3. Non-institutions</b>			
a. Investor Education And Protection Fund Authority, Ministry Of Corporate Affairs	1	5,00,320	3.73
b. Individuals Shareholders			
I. Individual Shareholders holding nominal share capital up to ₹ 2 lac	32,602	25,06,677	18.69
II. Individual Shareholders holding nominal share capital in excess of ₹ 2 lac	15	9,58,337	7.15
c. NRI	528	1,64,115	1.22
d. Key Managerial Personnel	2	5200	0.04
e. Bodies Corporate	187	21,54,691	16.06
f. Clearing Members	16	1,57,146	1.17
g. Hindu Undivided Family	393	1,15,153	0.86
h. Trusts	1	1,980	0.01
i. Others	2	284	0.00
<b>TOTAL</b>	<b>33,761</b>	<b>1,34,17,749</b>	<b>100.00</b>

**16. CONSOLIDATION OF FOLIOS AND AVOIDANCE OF MULTIPLE MAILING**

In order to enable the Company to reduce costs and duplicity of efforts for providing services to investors, members who have more than one folio in the same order of names, are requested to consolidate their holdings under one folio. Members may write to the Registrars and Transfer Agents indicating the folio numbers to be consolidated.

**17. RECONCILIATION OF SHARE CAPITAL AUDIT REPORT**

As stipulated by SEBI, a qualified Practicing Company Secretary carries out Secretarial Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to the Stock Exchanges where the Company's shares are listed. The audit confirms that the total Listed and Paid-up Capital is in agreement with the aggregate of the total number of shares in dematerialised form (held with NSDL and CDSL) and total number of shares in physical form.

**18. COMPLIANCE WITH SECRETARIAL STANDARDS**

The Institute of Company Secretaries of India, a Statutory Body, has issued Secretarial Standards on various aspects of corporate law and practices. The Company has complied with applicable Secretarial Standards.

**AFFIRMATION AND DISCLOSURES:****1. RELATED PARTY TRANSACTIONS:**

Disclosures on materially significant related party transactions i.e. transactions of the Company of material nature, with its promoters, the directors or the management, their subsidiaries or relatives, etc. that may have potential conflict with the interests of the Company at large. None of the transactions with any of the related parties were in conflict with the interest of the Company.

The policy on dealing with related party transaction is available on the web link [https://www.cupidlimited.com/wp-content/uploads/2022/04/RPT\\_Policy.pdf](https://www.cupidlimited.com/wp-content/uploads/2022/04/RPT_Policy.pdf)

**2. ANY NON-COMPLIANCE, PENALTIES OR STRICTURES IMPOSED:**

The company has not implemented bonus issue pursuant to the provisions of regulation 295(1) of Securities and

Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 within two months from the date of the meeting of its board of directors wherein the decision to announce the bonus issue was taken subject to shareholders' approval. The company has made the payment of fine imposed by BSE and NSE under the Standard Operating Procedures issued by SEBI.

### 3. WHISTLE BLOWER AND VIGIL MECHANISM:

The Company has a vigil mechanism to deal with instance of fraud and mismanagement, if any. It ensures that strict confidentiality is maintained whilst dealing with concerns and also no discrimination will be meted out to any person for a genuinely raised concern. Any suspected or confirmed incident of fraud / misconduct can be reported thereof.

The said whistleblower policy has been hosted on the website at: -

<https://www.cupidlimited.com/wp-content/uploads/2024/07/Whistleblower-Policy.pdf>

### 4. RISK MANAGEMENT COMMITTEE:

Pursuant to regulation 21 of SEBI (LODR) Regulations, 2015, formation of Risk Management Committee is applicable to top 1000 listed entities on the basis of market capitalization as on 31<sup>st</sup> March of each financial year. Accordingly, company is falling under top 1000 listed entities on the basis of market capitalisation as on 31<sup>st</sup> March, 2024 and hence company has formed the Risk Management Committee.

Composition of Risk Management Committee is as follows:

Mr. Kuldeep Halwasiya	Chairman
Mr. Thallapaka Venkateswara Rao	Member
Mr. Aditya Kumar Halwasiya	Member

Further, the company have formulated the Risk Management Policy for assessment and managing of various risks and the said policy is available on the website of the company at [https://www.cupidlimited.com/wp-content/uploads/2020/07/Risk\\_Management\\_Policy.pdf](https://www.cupidlimited.com/wp-content/uploads/2020/07/Risk_Management_Policy.pdf)

### 5. POLICY ON ORDERLY SUCCESSION FOR APPOINTMENTS TO THE BOARD AND SENIOR MANAGEMENT

The company have formulated the policy on Orderly Succession for Appointments to the Board and Senior Management to ensure the orderly identification and selection of new Directors or Senior Management and the said policy is available on the website of the company at [www.cupidlimited.com](http://www.cupidlimited.com)

### 6. POLICY ON PRESERVATION OF DOCUMENTS

The company have formulated the policy on Preservation of Documents to provide the comprehensive framework for preservation of documents for a specified period of time and the said policy is available on the website of the company at [www.cupidlimited.com](http://www.cupidlimited.com)

### 7. MATERIALITY POLICY

The company have formulated the Materiality Policy for determination of materiality of events or information to serve as a guiding charter to the management to ensure that timely and adequate disclosure of events or information are made to the investor community by the Company under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the said policy is available on the website of the company at [www.cupidlimited.com](http://www.cupidlimited.com).

### 8. DIVIDEND DISTRIBUTION POLICY

The Dividend Distribution Policy, in terms of Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") is available on the Company's website at <https://www.cupidlimited.com/wp-content/uploads/2024/07/Dividend-Distribution-Policy.pdf>

### 9. COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS:

The company have complied with all the provisions of regulation 17 to 27 and clauses (b) to (i) of sub regulation (2) of regulation 46 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 from time to time.

### 10. DISCLOSURE OF ACCOUNTING TREATMENT

In the preparation of the financial statements, the Company has followed the Accounting Standards referred to in Section 133 of the Companies Act, 2013. The significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements.

### 11. DETAILS OF UTILIZATION OF FUNDS RAISED THROUGH PREFERENTIAL ALLOTMENT OR QUALIFIED INSTITUTIONS PLACEMENT AS SPECIFIED UNDER REGULATION 32 (7A):

The Company has issued 22,00,000 Convertible Warrants on a Preferential basis during the year each convertible into, or exchangeable for, 1 (one) fully paid-up equity share of the Company of face value of 10/- each at a price of ₹ 1,751/- (Rupees One Thousand Seven Hundred Fifty One Only) each (including premium of ₹ 1,741/- each) payable in cash.

Company has received the 25% amount of ₹ 96,30,50,000 as on 31<sup>st</sup> March, 2024 from warrant holders and the remaining amount of 75% i.e. ₹ 288,91,50,000 will be receive from them at the time of exercise of the right attached to Warrant(s) to subscribe to equity share(s).

Utilisation of funds as on 31<sup>st</sup> March, 2024 raised through preferential allotment of convertible warrants is as follows:

Sr. No.	Objects for which funds are raised	Allocation of amount in ₹	Funds Utilised as on 31 <sup>st</sup> March, 2024 in ₹	Amount of Deviation / Variation as on 31 <sup>st</sup> March, 2024
1	Enhancement of capacities and certifications in the company's existing manufacturing facility	35,00,00,000	19,83,00,000	Nil
2	Strategic foreign Acquisitions and/or Joint Ventures	245,00,00,000	Nil	Nil
3	Formation of new foreign subsidiaries to streamline sales, marketing and distribution of the company's products abroad	8,82,00,000	Nil	Nil
4	Working capital requirements	57,78,00,000	18,44,00,000	Nil
5	General corporate purpose	38,62,00,000	6,26,00,000	Nil

**12. A CERTIFICATE FROM A COMPANY SECRETARY IN PRACTICE THAT NONE OF THE DIRECTORS ON THE BOARD OF THE COMPANY HAVE BEEN DEBARRED OR DISQUALIFIED FROM BEING APPOINTED OR CONTINUING AS DIRECTORS OF COMPANIES BY THE BOARD/ MINISTRY OF CORPORATE AFFAIRS OR ANY SUCH STATUTORY AUTHORITY:**

The Certificate of Company Secretary in practice is annexed herewith as a part of the report.

**13. WHERE THE BOARD HAD NOT ACCEPTED ANY RECOMMENDATION OF ANY COMMITTEE OF THE BOARD WHICH IS MANDATORILY REQUIRED, IN THE RELEVANT FINANCIAL YEAR:**

Not Applicable

**14. TOTAL FEES FOR ALL SERVICES PAID BY THE LISTED ENTITY AND ITS SUBSIDIARIES, ON A CONSOLIDATED BASIS, TO THE STATUTORY AUDITOR AND ALL ENTITIES IN THE NETWORK FIRM / NETWORK ENTITY OF WHICH THE STATUTORY AUDITOR IS A PART:**

Details relating to fees paid to the Statutory Auditors are given in Notes to the Financial Statements.

**15. DISCLOSURES IN RELATION TO THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:**

The Company took all necessary measures to ensure a harassment free workplace and has instituted an Internal Complaints Committee for redressal of complaints and to prevent sexual harassment. No complaints relating to sexual harassment were received during the year.

**16. NON - MANDATORY REQUIREMENTS: -**

**a. The Board: -**

The company has an Executive Chairman.

**b. Shareholders Rights: -**

As the quarterly financial performance are published in the newspapers and are also posted on the company's website, the same are not being sent to each household of shareholders.

**c. Modified opinion(s) in audit report: -**

The company confirms that its financial statements are with unmodified audit opinion.

**d. Separate posts of Chairman and Chief Executive Officer: -**

The company has appointed Mr. Kuldeep Halwasiya as Chairman and Mr. Aditya Kumar Halwasiya as Managing Director of the Company. Further, the company has not appointed Chief Executive Officer during the period under review.

**e. Reporting of Internal Auditors: -**

The Internal Auditors reports directly to the Audit Committee.

# DECLARATIONS

Compliance with the Code of Business Conduct and Ethics:

As provided under Regulation 26 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all Board Members and Senior Management Personnel have affirmed compliance with Cupid Limited Code of Business Conduct and Ethics for the year ended March 31, 2024.

**For Cupid Limited**

Place: Mumbai  
Date: 5th August, 2024

**Aditya Kumar Halwasiya**  
Managing Director

## CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS (Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Cupid Limited having CIN L25193MH1993PLC070846 and having registered office at A-68, M.I.D.C. (Malegaon), Sinnar, Nashik - 422113 (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](http://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 ended on 31st 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.

Sr. No.	Name of Director	DIN	Date of appointment in Company
1	Mr. Kuldeep Halwasiya	00284972	20/10/2023
2	Mr. Aditya Kumar Halwasiya	08200117	20/10/2023
3	Mr. Ajay Kumar Halwasiya	05172221	23/01/2024
4	Mr. Thallapaka Venkateswara Rao	05273533	20/10/2023
5	Mrs. Rajni Mishra	08386001	20/10/2023
6	Mr. Rajinder Singh Loona	02305074	20/10/2023

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.

**SHAILESH KACHALIA**

Practicing Company Secretary

Proprietor

Membership No.: F1391 / CP No.: 3888

UDIN: F001391F000904535

Peer Review Cert. No.: 628/2019

Place: Mumbai  
Date: 5th August, 2024

## CEO / CFO CERTIFICATION

We the undersigned, in our respective capacities as Managing Director and Chief Financial Officer of Cupid Limited ("the Company") to the best of our knowledge and belief certify that:

- a. We have reviewed financial statements and the cash flow statement for the year ended March 31, 2024 and that to the best of our knowledge and belief, we state that:
  - i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - ii. these statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. We further state that to the best of our knowledge and belief, no transactions entered into by the Company during the year, which are fraudulent, illegal or violation of the Company's code of conduct.
- c. We are responsible for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d. We have indicated to the Auditors and the Audit Committee:
  - i. That there were no significant changes in internal control over financial reporting during the year;
  - ii. That there were no significant changes in Accounting Standard system during the year; and
  - iii. That there were no instances of fraud that involves management or employees having a significant role in the company's internal control systems over financial reporting.

**For Cupid Limited**

**Aditya Kumar Halwasiya**

Managing Director  
Place: Kolkata  
Date: 8<sup>th</sup> April, 2024

**For Cupid Limited**

**Narendra M. Joshi**

Chief Financial Officer  
Place: Nashik  
Date: 8<sup>th</sup> April, 2024

## CERTIFICATE REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To,  
The Members,  
**Cupid Limited**

I have examined the compliance of conditions of Corporate Governance by CUPID LIMITED ("The Company"), for the year ended 31st March, 2024, as stipulated in relevant regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

In my opinion and to the best of my information and according to the explanations given to me and the representations made by the Directors and the management, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in relevant regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I state that such compliance 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.

**SHAILESH KACHALIA**

Practicing Company Secretary

Proprietor

Membership No.: F1391 / CP No.: 3888

UDIN: F001391F000904568

Peer Review Cert. No.: 628/2019

Place: Mumbai

Date: 5<sup>th</sup> August, 2024



# Financial Statements



# Independent Auditors Report

To  
The Members of **Cupid Limited**

## Report on the Audit of the Financial Statements

### Opinion

We have audited the accompanying financial statements of Cupid Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and note to the financial statements, including a summary of significant accounting policies and other explanatory information. (Hereinafter referred to as the "Financial Statements")

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 as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principal generally accepted in India, of the state of affairs of the Company as at March 31, 2024, and its profit and other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

We have determined the matters described below to be the key audit matters to be communicated in our report.

#### The Key Audit Matter

##### Revenue from sale of products

Revenue is recognised when the entity has transferred the control for the promised goods or on completion of performance obligation. The Company has a large number of customers operating in various geographies and sale contracts with customers have different terms relating to the recognition of revenue.

The Company recognises revenue from sale of goods when control of the goods has been transferred and when there are no longer any unfulfilled obligations to the customer and the amount of revenue can be measured reliably and recovery of the consideration is probable.

### Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility 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 (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the 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 of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

#### How the matter was addressed in our report

##### Our audit procedures included the following:

- We evaluated the Company's accounting policies related to revenue recognition and assessed its compliance in terms of Ind-AS 115 'Revenue from contracts with customers';
- We performed a walkthrough, evaluated the design and tested the operating effectiveness of controls related to the revenue recognition process;
- Tested the design, implementation and operating effectiveness of the Company's general IT controls and Key IT/manual controls. These are in respect of the Company's controls which govern timing of recognition of revenue including creation of new customers in system
- For revenue from sale of products, we selected samples (including year-end testing of cut-off transactions) and tested the underlying documents, including customer contracts, invoices and shipping documents to assess and analyse the timing of recognition of revenue and contractual terms; Performed trend analysis over revenue as compared to previous periods.

## 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 Management discussion and Analysis, Boards reports including annexure to board report, Business responsibility report, Corporate Governance report and shareholder information 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 during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

## Management's and Board of Director Responsibility for the Financial Statements

The Company's management and 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 IND AS and other accounting principles generally accepted in India, including the Indian Accounting Standard ( IND AS ) specified under section 133 of the Act . This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate 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, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

## Auditor's Responsibility for the Audit of the 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 skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management and board of directors.
- 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 of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Report on Other Legal and Regulatory Requirements

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, to the extent applicable.
2. A) As required by Section 143(3) of the Act, based on our audit we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
  - e) On the basis of the written representations received from the directors as on March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- B) 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:
  - a) As per explanation given to us by the Management of the Company, the Company has no pending litigation which would impact its financial position as on 31st March 2024.
  - b) The Company did not have any long-term contract including derivatives contract for which there were any material foreseeable losses.
  - c) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
  - d) i) The management has represented that, to the best of its knowledge and belief, as disclosed in the note no 41(h) of the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
    - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or
    - on behalf of the Company, or n provide any guarantee, security, or the like to or on behalf of the Ultimate Beneficiaries.
  - ii) The management has represented, that, to the best of its knowledge and belief, as disclosed in the note 34 (I) of the financial statements, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:

- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or
  - provide any guarantee, security, or the like from or on behalf of the Ultimate Beneficiaries.
- iii) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (d) (i) and (d) (ii) contain any material misstatement.
- e) The dividend declared or paid during the year by the Company is in compliance with Section 123 of the Act.
- C) With respect to the matter to be included in the Auditors' Report under section 197(16): In our opinion and according to the information and explanations given to us, the remuneration paid by the company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

- D) Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of accounts for the financials year ended 31st March, 2024 which has a feature of recording audit trail (Edit Log) facility and the same has been operated throughout the year for all relevant transaction recorded in the software's. Further, during the course of our audit we did not come across any instances of the audit trail feature being tempered with.

As per provision to rule 3(1) of the Companies (Accounts) Rule, 2014 is applicable from April 1, 2024, reporting under 11(g) of the Companies (Audit and Auditors) Rule, 2014 on preservation of audit trail as per statutory requirements for record retention is not applicable for the financials year ended March 31, 2024.

For **Chaturvedi Sohan & co.**  
Chartered Accountants  
FRN: 118424W

**Vivekanand Chaturvedi**  
Partner  
M No. 106403  
UDIN : 24106403BKBFLL1607

Place: Mumbai  
Date: 8th April, 2024

# "Annexure A"

to the Independent Auditor's Report of even date on the Financial Statement of Cupid Limited

Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the financial statements of the Company for the year ended March 31st, 2024:

- i) In respect of the Company Fixed Assets:
- a) i) The Company has maintained proper records showing full particulars, including quantitative details and situation of all fixed assets.
- ii) The Company has maintained proper records showing full particulars of intangible assets.
- b) According to the information and explanation given to us and on the basis of our examination of the records of the Company, the property, plant, and equipment's have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.
- c) The title deeds of immovable properties (which are included under the Note 2 - 'Property, plant and equipment') are held in the name of the Company.
- 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 revalued 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) a) The inventory, except for goods in transit, has been physically verified by the management at reasonable intervals during the year. In our opinion, the frequency of such verification is reasonable, and procedure and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory.
- b) According to the information and explanation given to us and on the basis of 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 or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company
- iii) According to the information and explanation given to us and on the basis of our examination of the records of the Company, the Company has not made any Investment, provide guarantees or security to Companies, firms, Limited liability partnership or any other parties during the year. The Company has granted loans to related parties during the year repayable on demand and without specifying any terms or period of repayment, accordingly sub clause (b) to ( e) is not applicable to the Company, details of loan repayable on demand or without specifying any terms disclosed in sub clause (f) as below.
- (a) Based on the audit procedures carried on by us and as per the information and explanations given to us, the Company has provided loans as below: (refer clause (iii)(f) of the order below.

(Amount In lakhs)	
Particular	Loan
<b>Aggregate amount during the year</b>	
Other Parties	3814.70
Other Parties	18.50

- (f) During the year the Company has granted unsecured loan which is repayable on demand or without specifying any terms or period of repayment, as per details below.

(Amount in lakh)			
Particular	All Parties	Promoters	Related Parties
Aggregate of loans/advances in nature of loan	3814.70	-	00.70
- Repayable on demand (A)	3814.70	-	00.70
- Agreement does not specify any terms or period of repayment (B)	-	-	-
<b>Total (A+B)</b>	<b>3814.70</b>	<b>-</b>	<b>00.70</b>
Percentage of loans/advances in nature of loan to the total loans	100%	-	00.01%

- iv) In our opinion and according to the information and explanations given to us, the company has not granted any loans or provided any guarantees or security to the parties covered under section 185 of the Act. The Company has complied with the provision of the section 186 of the Act in respect of Investment made or loan or guarantee or security provided to the parties covered under section 186 of the Act.
- v) In our opinion, the Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- vi) In pursuant to the rules made by the Central Government of India the company is requested to maintain cost records as specified under section 148(1) of the act in respect of its products. We have broadly reviewed the same and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not however made a detailed examination of the records with a view to determine whether they are accurate or complete.
- vii) A) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.
- According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities.
- According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2024 for a period of more than six months from the date on when they become payable.
- B) According to the information and explanation given to us, and on the basis of our examination of the records of the Company, statutory dues relating to Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues which have not been deposited on account of any dispute.
- viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.
- ix) a) According to the records of the company examined by us and the information and explanation given to us, the company has not defaulted in repayment of loans and borrowings or interest thereon to any lender.
- 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 been declared a wilful defaulter by any bank or financial institution or government or government authority.
- c) In our opinion and according to the information and explanations given to us by the management the company has not taken any term loan during the year hence this clause of the order is not applicable to the Company.
- d) According to the information and explanations given to us and on an overall examination of the balance sheet of the company, we report that no funds raised on short-term basis have been used 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, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries or joint venture as defined under the Act.
- f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures companies as defined under the Act.
- x) a) The Company has not raised moneys by way of initial public offer or further public offer (Including debts instruments) during the year. Accordingly, clause 3(x)(a) of the Order is not applicable.
- b) According to the information and explanations given to us, the Company has allotted convertible share warrant on preferential basis, the company has not made any allotment in convertible debentures (Fully, partially or optionally convertible) during the year.
- xi) a) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
- b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the

Companies (Audit and Auditors) Rules, 2014 with the Central Government.

- c) As represented to us by the Management, there are no whistle blower complaint received by the Company during the year.
- xii) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 3 (xii)(a),3(xii)(b) and 3(xii)(c) of the Order are not applicable to the Company.
- xiii) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- xiv) (a) Based on 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 for the period under audit.
- xv) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- xvi) According to information and explanation given to us, we are of the opinion that the Company is not required to be registered under section 45-IA of Reserve bank of India Act, 1934 and the company is not a Core Investment Company (CIC) as defined in the regulation made by the Reserve bank of India, accordingly the provision of cluse (3xvi) 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, 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) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project. Accordingly, clause 3(xx)(a) and (b) of the Order is not applicable.

For **Chaturvedi Sohan & co.**

Chartered Accountants

FRN: 118424W

**Vivekanand Chaturvedi**

Partner

M No. 106403

UDIN : 24106403BKBFFL1607

Date: 8th April, 2024

Place: Mumbai



# "Annexure B"

to the Independent Auditor's Report of even date on the Financial Statements of CUPID LIMITED

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

In conjunction with our audit of the financial statements of the Company as of and for the year ended March 31, 2024 we have audited the internal financial controls over financial reporting of **CUPID LIMITED**. ("the Company") which is a Company incorporated in India, as of that date.

### Management's Responsibility for Internal Financial Controls

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

### Auditors' Responsibility

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

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

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

### Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that;

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

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

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

### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 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 **Chaturvedi Sohan & co.**  
Chartered Accountants  
FRN: 118424W

**Vivekanand Chaturvedi**  
Partner  
M No. 106403  
UDIN : 24106403BKBFFL1607

Date: 8th April, 2024  
Place: Mumbai

# Balance Sheet

as at March 31, 2024

(₹ in Lacs)

Particulars	Notes	As at March 31, 2024	As at March 31, 2023
<b>Assets</b>			
<b>Non-current assets</b>			
Property, Plant and Equipment	2	5,805.44	3,600.98
Capital Work In Progress	2a	-	-
Intangible assets	3	7.42	4.79
<b>Financial Non - Current Assets</b>			
Other financial assets	4	-	-
Other non-current assets	5	-	-
<b>Total Non - Current Assets</b>		<b>5,812.86</b>	<b>3,605.77</b>
<b>Current assets</b>			
Inventories	6	1,565.23	1,910.45
<b>Financial Current Assets</b>			
Trade receivables	7	4,797.94	2,564.27
Current Investments	8	13,534.22	6,933.18
Cash and cash equivalents	9	2,707.22	30.05
Bank balances other than cash & cash equivalents	10	2,442.37	2,931.57
Short Term Loan	11	18.50	61.54
Other financial assets	12	203.32	107.45
Other current assets	13	912.14	738.75
<b>Total Current Assets</b>		<b>26,180.94</b>	<b>15,277.26</b>
<b>Total Assets</b>		<b>31,993.80</b>	<b>18,883.03</b>
<b>Equity and Liabilities</b>			
<b>Equity</b>			
Equity Share capital	14	1,341.77	1,333.80
Other Equity	15(a)	28,786.77	15,378.54
<b>Total Equity</b>		<b>30,128.54</b>	<b>16,712.34</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Provisions	16	32.07	20.52
Deferred tax liabilities (net)	17	132.52	134.30
<b>Total Non Current Liabilities</b>		<b>164.59</b>	<b>154.82</b>
<b>Current liabilities</b>			
<b>Financial Current Liabilities</b>			
Current Borrowings	18	1,205.85	597.49
<b>Trade payables</b>	19		
i) Total Outstanding dues of Micro, Small and Medium Enterprises		-	3.00
ii) Total Outstanding dues of Vendors other than above		4.65	870.15
Other financial liabilities	20	242.70	221.88
Provisions	21	110.12	53.59
Other current liabilities	22	137.35	238.91
Income tax liabilities (Net)		-	30.86
<b>Total Current Liabilities</b>		<b>1,700.67</b>	<b>2,015.88</b>
<b>Total Equity and Liabilities</b>		<b>31,993.80</b>	<b>18,883.03</b>

The accompanying notes form an integral part of the financial statements

As per our report of even date attached

**Chaturvedi Sohan & Co**

Chartered Accountants

Firm Registration No : 118424W

For and on behalf of the Board

**Vivekanand Chaturvedi**

Partner

Membership No. 106403

Place: Mumbai

Date : 8th April, 2024

**Mr. Kuldeep Halwasiya**

Chairman

DIN No. : 00284972

Place : Mumbai

**Narendra M. Joshi**

Chief Financial Officer

Place : Nashik

**Mr. Aditya Kumar Halwasiya**

Managing Director

DIN No. : 08200117

Place : Kolkata

**Saurabh V. Karmase**

Company Secretary

Place : Mumbai

# Statement of Profit and Loss

for the Year Ended March 31, 2024

(₹ in Lacs)

Particulars	Notes	Year ended March 31, 2024	Year ended March 31, 2023
<b>Income</b>			
Revenue from operations	23	17,108.87	15,932.72
Other income	24	721.62	476.97
<b>Total income</b>		<b>17,830.49</b>	<b>16,409.69</b>
<b>Expenses</b>			
Cost of materials consumed	25	5,584.65	6,572.92
Changes in inventories of finished goods, work in process and stock in trade	26	344.14	(71.68)
Employee benefits expense	27	1,641.16	1,376.68
Finance costs	28	181.02	78.82
Depreciation and amortisation expense	29	292.54	296.93
Other expenses	30	4,528.80	3,924.13
<b>Total expenses</b>		<b>12,572.31</b>	<b>12,177.79</b>
<b>Profit / (Loss) before tax</b>		<b>5,258.18</b>	<b>4,231.90</b>
<b>Less : Tax expenses</b>			
- Current tax		1,260.77	1,022.07
- Short /(excess) provision of earlier years		(2.40)	-
- Deferred tax		14.33	51.55
<b>Total Tax Expense</b>		<b>1,272.70</b>	<b>1,073.62</b>
<b>Profit / (loss) for the year</b>		<b>3,985.48</b>	<b>3,158.28</b>
<b>Other Comprehensive Income</b>			
<b>Items that will not be reclassified subsequently to profit or loss</b>			
Remeasurement of employee defined benefit obligation		(64.07)	(16.49)
Income tax relating to items that will not be reclassified to profit or loss		16.12	4.15
		<b>(47.94)</b>	<b>(12.34)</b>
<b>Total comprehensive income for the year</b>		<b>3,937.54</b>	<b>3,145.94</b>
<b>Earnings per equity share</b>	31		
Nominal value of share ₹ 1 : Basic		2.98	2.38
: Diluted		2.97	2.26

The accompanying notes form an integral part of the financial statements

As per our report of even date attached

**Chaturvedi Sohan & Co**

Chartered Accountants

Firm Registration No : 118424W

**For and on behalf of the Board**

**Vivekanand Chaturvedi**

Partner

Membership No. 106403

Place: Mumbai

Date : 8th April, 2024

**Mr. Kuldeep Halwasiya**

Chairman

DIN No. : 00284972

Place : Mumbai

**Narendra M. Joshi**

Chief Financial Officer

Place : Nashik

**Mr. Aditya Kumar Halwasiya**

Managing Director

DIN No. : 08200117

Place : Kolkata

**Saurabh V. Karmase**

Company Secretary

Place : Mumbai

# Statement of Cash Flows

for the year ended March 31, 2024

(₹ in Lacs)

Particulars	As at March 31, 2024	As at March 31, 2023
<b>Operating activities</b>		
Net Profit/(Loss) before Tax	5,258.18	4,231.90
<b>Adjustments to reconcile profit before tax to net cash inflow from operating activities</b>		
Finance Cost	181.02	78.82
Depreciation	292.54	296.93
Unrealised Income on Mutual Fund	(161.30)	(32.63)
Interest Income	(465.87)	(414.06)
OCI	(64.07)	(12.35)
ESOP reserve	28.72	81.39
Expected credit loss & Bad debts	4.11	358.57
	<b>5,073.33</b>	<b>4,588.56</b>
<b>Working capital adjustments:-</b>		
(Increase) / Decrease in Inventories	345.22	(125.49)
(Increase) / Decrease in Other Loans and advances	43.04	522.21
(Increase) / Decrease in Other current assets	(269.26)	207.09
(Increase) / Decrease in Trade and other Receivables	(2,237.78)	(111.50)
Increase / (Decrease) in Provision	35.44	(34.36)
Increase / (Decrease) in Trade Payables	(868.50)	(342.32)
Increase / (Decrease) in Other Current Liabilities	(64.56)	(335.39)
	<b>2,056.94</b>	<b>4,368.81</b>
Income taxes paid	(1,272.70)	(1,097.70)
<b>Net cash flow from operating activities</b>	<b>784.24</b>	<b>3,271.11</b>
<b>Investing activities</b>		
Purchase of property, plant and equipment	(2,499.62)	(254.37)
(Increase) / Decrease in fixed deposit	489.20	(825.09)
(Purchase)/Sale of Investments & Fair Value Changes	(6,439.74)	(1,524.78)
Interest Income	465.87	414.06
Sale of Fixed Assets	-	4.01
<b>Net cash flow used in investing activities</b>	<b>(7,984.29)</b>	<b>(2,186.17)</b>
<b>Financing activities</b>		
Dividend Paid	(400.14)	(733.59)
Short Term Borrowings	608.36	(282.24)
Interest paid	(181.02)	(78.82)
Money Received against Share warrant	9,630.50	-
Allotment of Equity share with premium	219.53	-
<b>Net cash flow from financing activities</b>	<b>9,877.23</b>	<b>(1,094.65)</b>
<b>Increase in cash and cash equivalents</b>	<b>2,677.17</b>	<b>(9.73)</b>
Cash and cash equivalents at the beginning of the year ( Note 9 )	30.05	39.77
Cash and cash equivalents at the end of the year ( Note 9 )	2,707.22	30.05

The accompanying notes are an integral part of these standalone financial statements

## Note :

The cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard (Ind AS 7) statement of cash flows.

As per our report of even date attached

### Chaturvedi Sohan & Co

Chartered Accountants  
Firm Registration No : 118424W

### Vivekanand Chaturvedi

Partner  
Membership No. 106403

Place: Mumbai  
Date : 8th April, 2024

### For and on behalf of the Board

### Mr. Kuldeep Halwasiya

Chairman  
DIN No. : 00284972  
Place : Mumbai

### Narendra M. Joshi

Chief Financial Officer  
Place : Nashik

### Mr. Aditya Kumar Halwasiya

Managing Director  
DIN No. : 08200117  
Place : Kolkata

### Saurabh V. Karmase

Company Secretary  
Place : Mumbai

# Statement of Changes in Equity

for the year ended 31st March 2024

(₹ in Lacs)

EQUITY SHARE CAPITAL :	Balance as at 1st April, 2023	Changes in equity share capital during the year	Balance as at 31st March, 2024
Paid up Capital (Refer Note 14)	1,333.80	7.97	1,341.77

## OTHER EQUITY [Refer Note 15 (a)]

(₹ in Lacs)

Particulars	Securities Premium Reserve	Capital reserves	Share Based Payment Reserve	Retained Earnings	Other Comprehensive Income	Equity Share Warrant	Total
Balance as at April 1, 2022	80.46	30.00		12,826.58	(52.24)	-	12,884.80
Profit/ Loss for the year				3,158.28	-	-	3,158.28
				-	-	-	-
Final Dividend for the FY21-22				(466.83)	-	-	(466.83)
1st Interim Dividend Paid FY 2022 -23				(266.76)	-	-	(266.76)
				-	-	-	-
Share Based Payment Expenses Booked during the year			81.39		-	-	81.39
					-	-	-
<b>Other Comprehensive Income :</b>							
Remeasurements of net defined benefit plans					(12.34)	-	(12.34)
					-	-	-
<b>Balance as at 31st March, 2023</b>	<b>80.46</b>	<b>30.00</b>	<b>81.39</b>	<b>15,251.27</b>	<b>(64.58)</b>		<b>15,378.54</b>
Profit/ Loss for the year	-	-		3,985.48	-		3,985.48
Final Dividend for the FY 2022 -23	-	-		(400.14)	-		(400.14)
				-	-		-
Share Based Payment Expenses Booked during the year	-	-	136.64		-		136.64
ESOP Exercised During the year	211.55		(107.88)				103.67
Cancellation of ESOP During the year			(35.78)	35.78			-
Proceeds from issue of Warrants	-	-	-	-	-	9,630.50	9,630.50
							-
Adjustment of OCI of Earlier Years				24.98	(24.98)		-
<b>Other Comprehensive Income :</b>							
Remeasurements of net defined benefit plans	-	-			(47.94)		(47.94)
							-
							-
<b>Balance as at 31st March, 2024</b>	<b>292.01</b>	<b>30.00</b>	<b>74.37</b>	<b>18,897.38</b>	<b>(137.50)</b>		<b>28,786.77</b>

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.

The accompanying notes form an integral part of the financial statements

As per our report of even date attached

**Chaturvedi Sohan & Co**

Chartered Accountants

Firm Registration No : 118424W

**For and on behalf of the Board**

**Vivekanand Chaturvedi**

Partner

Membership No. 106403

**Mr. Kuldeep Halwasiya**

Chairman

DIN No. : 00284972

Place : Mumbai

**Mr. Aditya Kumar Halwasiya**

Managing Director

DIN No. : 08200117

Place : Kolkata

**Narendra M. Joshi**

Chief Financial Officer

Place : Nashik

**Saurabh V. Karmase**

Company Secretary

Place : Mumbai

Place: Mumbai

Date : 8th April, 2024

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

## 1. Corporate Information

Cupid Limited ('the Company') is a public company domiciled and incorporated in name of Cupid Rubber Limited in the state of Maharashtra on 17th February, 1993. The name was subsequently changed to Cupid Condom Limited with effect from 8th December, 2003 and further change to Cupid Limited with effect from 2nd January, 2006 as per permission affirmation by Central Government. The Company received the Certificate of Commencement of Business on 20th February, 1993.

The Company is principally engaged in the manufacturing and supplier of quality Male contraceptives, Female contraceptives, Water based Lubricant Jelly and In Vitro Diagnostic (IVD) Kits.

## 2. Material accounting policies:

This note provides a list of the material accounting policies adopted in the preparation of these Indian Accounting Standards (Ind-AS) financial statements. These policies have been consistently applied to all the years.

### 2.01 Statement of Compliance:-

These Standalone financial statements (hereinafter referred to as "financial statements") are prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") prescribed under section 133 of the Companies Act, 2013 ("the Act") read with Companies (Indian Accounting Standards) Rules as amended from time to time and other relevant provisions of the Act and guidelines issued by the Securities and Exchange Board of India (SEBI), as applicable.

The financial statements are authorized for issue by the Board of Directors of the Company at their meeting held on 8th April, 2024.

### 2.02 Basis of Preparation and Presentation:

The Financial Statements are prepared in accordance with Indian Accounting Standards (IndAS) notified under Section 133 of the Companies Act, 2013 ("Act") read with Companies (Indian Accounting Standards) Rules, 2015; and the other relevant provisions of the Act and Rules thereunder.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. The Financial Statements have been prepared under historical cost convention basis except for the following assets and liabilities.

- a) Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments),

- b) Employee's Defined Benefit Plan as per actuarial valuation.

### 2.03 Current versus non-current classification

The Company has ascertained its operating cycle as twelve months for the purpose of Current / Non-Current classification of its Assets and Liabilities.

All other liabilities are classified as non-current.

- i) It is expected to be settled in the normal operating cycle; or
- ii) It is held primarily for the purpose of trading; or
- iii) It is due to be settled within twelve months after the reporting period; or
- iv) The Company does not have an unconditional right to defer the settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could result in its settlement by the issue of equity instruments at the option of the counterparty does not affect this classification.

All other liabilities are classified as non-current.

### 2.03 Foreign currency translation

#### i) Functional and presentation currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The Company's financial statements are presented in Indian rupee (INR) which is also the Company's functional and presentation currency.

#### (ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rate prevailing at the date of the transaction. Foreign exchange gains and losses resulting from the settlement of such transaction and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rate are generally recognised in the statement of profit and loss.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

### (iii) Exchange differences

Exchange differences arising on settlement or translation of monetary items are recognized as income or expense in the period in which they arise with the exception of exchange differences on gain or loss arising on translation of non-monetary items measured at fair value which is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognized in OCI or profit or loss are also recognized in OCI or profit or loss, respectively).

## 2.04 Fair value measurement

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- (i) In the principal market for asset or liability, or
- (ii) In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

**Level 1-** Quoted (unadjusted) market prices in active markets for identical assets or liabilities

**Level 2-** Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

**Level 3-** Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to fair value measurement as a whole) at the end of each reporting period.

Involvement of external valuers is decided upon annually by the Management. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained. Management decides, after discussions with the external valuers, which valuation techniques and inputs to use for each case.

At each reporting date, management analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Company's accounting policies. For this analysis, management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The management also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

## 2.05 Revenue from contracts with customers

The Company sells, manufactured and traded range of pharmaceutical and healthcare products. Revenue from contracts with customers involving sale of these products is recognized at a point in time when control of the product has been transferred and there are no unfulfilled obligation that could affect the customer's acceptance of the products. Delivery occurs when the products are shipped to specific location and control has been transferred to the customers. The Company has



# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

objective evidence that all criterion for acceptance has been satisfied.

## (a) Sale of products:

Revenue from contracts with customers in respect of sale of products is recognised at the point in time when control of the goods is transferred to the customer, generally on delivery of the goods and there are no unfulfilled obligations.

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation.

The Company considers, whether there are other promises in the contract in which separate performance obligations, to which a portion of the transaction price needs to be allocated. In determining the transaction price for the sale of products, the Company allocates a portion of the transaction price to goods bases on its relative standalone prices and also considers the following:-

### (i) Variable consideration

If the consideration in a contract includes a variable amount, the Company estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved. The rights of return and volume rebates give rise to variable consideration.

### (ii) Right of return

The Company uses the expected value method to estimate the variable consideration given the large number of contracts that have similar characteristics. This allowance is based on the Company's estimate of expected sales returns. With respect to established products, the Company considers its historical experience of sales returns, levels of inventory in the distribution channel, estimated shelf life primarily basis remaining shelf life of product in the distribution channel, product discontinuances, price changes of competitive products and the introduction of competitive new products, to the extent each of these factors impact the Company's business

and markets. With respect to new products introduced by the Company, such products have historically been either extensions of an existing line of product where the Company has historical experience or in therapeutic categories where established products exist and are sold either by the Company or the Company's competitors.

### (iii) Schemes

The Company operates several sales incentive programmes wherein the customers are eligible for several benefits on achievement of underlying conditions as prescribed in the scheme program. Revenue from contracts with customers is presented deducting cost of all such schemes.

## (b) Other income

### (i) Interest Income

For all debt instruments measured either at amortized cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in other income in the statement of profit and loss.

### (ii) Export benefit

Revenue from export benefits arising from, duty drawback scheme, Remission of duties and taxes on exported product scheme are recognized on export of goods in accordance with their respective underlying scheme at fair value of consideration received or receivable.

## 2.06 Government Grants

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

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.

## 2.07 Income Tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

### a) Current income tax

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the company operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment. The company measures its tax balances either based on the most likely amount or the expected value, depending on which method provides a better prediction of the resolution of the uncertainty.

### b) Deferred tax

Deferred income tax is provided using the liability method, on temporary differences between the tax bases of assets and liabilities and their carrying amounts in the standalone financial statements at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

Deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss and does not give rise to equal taxable and deductible temporary differences.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available

against which the deductible temporary differences and unused tax losses can be utilised, except:

When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss and does not give rise to equal taxable and deductible temporary differences.

In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised, or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and liabilities are offset where there is a legally enforceable right to offset current tax assets and liabilities and where the deferred tax balances relate to the same taxation authority.

Current and deferred tax is recognised in Statement of profit and loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

## 2.08 Property, plant and equipment

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

Property, Plant and equipment are stated at cost, less accumulated depreciation and accumulated impairment losses, if any. Freehold land is carried at historical cost. Capital work in progress is stated at cost, net of accumulated impairment loss, if any. The cost comprises of purchase price, taxes, duties, freight and other incidental expenses directly attributable and related to acquisition and installation of the concerned assets and are further adjusted by the amount of input tax credit availed wherever applicable.

Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Subsequent costs are included in asset's carrying amount or recognised as separate assets, as appropriate, only when it is probable that future economic benefit associated with the item will flow to the Company and the cost of item can be measured reliably.

An item of property, plant and equipment and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

Capital work- in- progress includes cost of property, plant and equipment under installation / under development as at the balance sheet date.

Depreciation on property, plant and equipment is calculated on pro-rata basis on straight-line method using the useful lives of the assets estimated by management.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Lease hold improvements are depreciated on straight line basis over shorter of the asset's useful life and their initial agreement period.

## 2.11 Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Internally generated intangibles, excluding capitalized development cost, are not capitalized and the related expenditure is reflected in statement of Profit and Loss in the period in which the expenditure is incurred. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

The useful lives of intangible assets are assessed as either finite or indefinite. Intangible assets with finite lives are amortized over their useful economic lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life is reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortization period or method, as appropriate, and are treated as changes in accounting estimates. The amortization expense on intangible assets with finite lives is recognized in the statement of profit and loss in the expense category consistent with the function of the intangible assets.

Intangible assets with indefinite useful lives are not amortized, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from disposal of the intangible assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the assets are disposed off.

Intangible assets with finite useful life are amortized on a straight line basis over their estimated useful life.

## Research and development cost

Research costs are expensed as incurred. Development expenditure incurred on an individual project is

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

recognized as an intangible asset when the Company can demonstrate all the following:

- i) The technical feasibility of completing the intangible asset so that it will be available for use or sale;
- ii) Its intention to complete the asset;
- iii) Its ability to use or sale the asset;
- iv) How the asset will generate future economic benefits;
- v) The availability of adequate resources to complete the development and to use or sale the asset; and
- vi) The ability to measure reliably the expenditure attributable to the intangible asset

Following the initial recognition of the development expenditure as an asset, the cost model is applied requiring the asset to be carried at cost less any accumulated amortization and accumulated impairment losses. Amortization of the asset begins when development is complete and the asset is available for use. It is amortized on straight line basis over the estimated useful life. During the period of development, the asset is tested for impairment annually.

## 2.12 Borrowing Costs

Borrowing cost includes interest and other costs incurred in connection with the borrowing of funds and charged to Statement of Profit & Loss on the basis of effective interest rate (EIR) method.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are recognized as expense in the period in which they occur.

## 2.13 Lease

The Company's lease asset classes primarily comprise of lease for land and building. The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

### i) Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and accumulated impairment losses if any, and adjusted for any remeasurement of

lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the unexpired period of respective leases.

### ii) Lease Liabilities

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

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

### iii) Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

## 2.14 Inventories

### a) Basis of valuation:

Inventories are valued at lower of cost and net realizable value after providing cost of obsolescence, if any. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. The comparison of cost and net realizable value is made on an item-by-item basis.

### b) Method of Valuation:

- i) Cost of raw materials has been determined by using FIFO method and comprises all costs of purchase, duties, taxes (other than those subsequently recoverable from tax authorities) and all other costs incurred in bringing the inventories to their present location and condition.
- ii) Cost of finished goods and work-in-progress includes direct material and labour and a proportion of manufacturing overheads based on normal operating capacity but excluding borrowing cost. Fixed production overheads are allocated on the basis of normal capacity of production facilities. Cost is determined on moving weighted average basis.
- iii) Cost of traded goods has been determined by using FIFO method and comprises all costs of purchase, duties, taxes (other than those subsequently recoverable from tax authorities) and all other costs incurred in bringing the inventories to their present location and condition.
- iv) Waste / Scrap: Waste / Scrap and Byproduct inventory is valued at NRV.
- v) Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

## 2.14 Impairment of non- financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups

of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Company extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the Company operates, or for the market in which the asset is used.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss, except for properties previously revalued with the revaluation surplus taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation surplus.

An assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

## 2.15 Impairment of non- financial assets

### Provision

A provision is recognized when the Company has a present obligation (legal or constructive) as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates. 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. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

### Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases, where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements unless the probability of outflow of resources is remote.

Provisions and contingent liabilities are reviewed at each balance sheet date.

## 2.16 Retirement and other employee benefits

### (i) Short-term obligations

Liabilities for wages and salaries, including nonmonetary benefits that are expected to be settled wholly within twelve months after the end of the period in which the employees render the related service are recognized in respect of employee service up to the end of the reporting period and are measured at the amount expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

### (ii) Other long-term employee benefit obligations

#### a) Gratuity

The Company has a defined benefit plan (the "Gratuity Plan"). The Gratuity Plan provides a lump sum payment to employees who have completed four years and two hundred and forty days or more of service at retirement, disability or termination of employment,

being an amount based on the respective employee's last drawn salary and the number of years of employment with the Company. The Gratuity Plan, which is defined benefit plan, is managed by Cupid Limited Employees Group Gratuity Assurance Scheme ("the trust") with its investments maintained with Life insurance Corporation of India. The liabilities with respect to Gratuity Plan are determined by actuarial valuation on projected unit credit method on the balance sheet date, based upon which the Company contributes to the Gratuity Scheme. The difference, if any, between the actuarial valuation of the gratuity of employees at the year end and the balance of funds is provided for as assets/ (liability) in the books. Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognizes the following changes in the net defined benefit obligation under Employee benefit expense in statement of profit or loss:

- a) Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non routine settlements
- b) Net interest expense or income remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognized immediately in the Balance Sheet with a corresponding debit or credit to retained earnings through other comprehensive income in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

#### b) Provident fund

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognizes contribution payable through provident fund scheme as an expense, when an employee renders the related services. If the contribution payable to scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as liability after deducting the contribution

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excesses recognized as an asset to the extent that the prepayment will lead to, for example, a reduction in future payment or a cash refund.

### (iii) Share Based payments

Employees (including senior executives) of the Company receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments (equity-settled transactions). The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model.

That cost is recognised, together with a corresponding increase in share-based payment (SBP) reserves in equity, over the year in which the performance and/or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting year has expired and the Company's best estimate of the number of equity instruments that will ultimately vest. The expense or credit in the standalone statement of profit and loss for a year represents the movement in cumulative expense recognised as at the beginning and end of that year and is recognised in employee benefits expense.

## 2.17 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.

### (i) Financial Assets

#### Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient, the Company initially measures a financial asset at its fair value plus, in the case of a

financial asset not at fair value through profit or loss, transaction costs.

Trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient and are measured at the transaction price determined under Ind AS 115. Refer to the accounting policies in section 'Revenue from contracts with customers'.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at fair value through profit or loss are held within a business model for near term selling.

#### Subsequent measurement

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

- Financial assets at amortised cost (debt instruments),
- Financial assets at fair value through other comprehensive income (FVTOCI) with recycling of cumulative gains and losses (debt instruments)
- Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- Financial assets at fair value through profit or loss

#### Financial assets at amortised cost (debt instruments)

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

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

- a) **Business Model Test :** The objective is to hold the financial asset to collect the contractual cash flows (rather than to sell the instrument prior to its contractual maturity to realize its fair value changes) and;
- b) **Cash flow characteristics test:** The contractual terms of the financial asset give rise on specific dates to cash flows that are solely payments of principal and interest on principal amount outstanding.

This category is most relevant to the Company. After initial measurement, such financial assets are subsequently measured at amortized 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 EIR. EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses. The EIR amortization is included in other income in profit or loss. The losses arising from impairment are recognized in the profit or loss. This category generally applies to trade and other receivables.

## Financial assets at fair value through OCI (FVTOCI) (debt instruments)

A 'financial asset' is classified as at the FVTOCI if both of the following criteria are met:

- a) **Business Model Test :** The objective of financial instrument is achieved by both collecting contractual cash flows and selling the financial assets; and
- b) **Cash flow characteristics test:** The contractual terms of the Debt instrument give rise on specific dates to cash flows that are solely payments of principal and interest on principal amount outstanding.

Debt instrument included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI), except for the recognition of interest income, impairment gains or losses and foreign exchange

gains or losses which are recognized in statement of profit and loss and computed in the same manner as for financial assets measured at amortised cost. The remaining fair value changes are recognised in OCI. Upon derecognition, the cumulative fair value changes recognised in OCI is reclassified from the equity to profit or loss.

## Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are carried in the balance sheet at fair value with net changes in fair value recognised in the statement of profit and loss. This category includes derivative instruments and listed equity investments which the Company had not irrevocably elected to classify at fair value through OCI. Dividends on listed equity investments are recognised in the statement of profit and loss when the right of payment has been established.

## Financial assets designated at fair value through OCI (equity instruments)

Upon initial recognition, the Company can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI when they meet the definition of equity under Ind AS 32 Financial Instruments: Presentation and are not held for trading. The classification is determined on an instrument-by-instrument basis. 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.

Gains and losses on these financial assets are never recycled to profit or loss. Dividends are recognised as other income in the statement of profit and loss when the right of payment has been established, except when the Company benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

## Derecognition

A financial asset (or ,where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's statement of financial position) 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



# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

- 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.
- 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.

## Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are carried in the balance sheet at fair value with net changes in fair value recognised in the statement of profit and loss. This category includes derivative instruments and listed equity investments which the Company had not irrevocably elected to classify at fair value through OCI. Dividends on listed equity investments are recognised in the statement of profit and loss when the right of payment has been established.

## Financial assets designated at fair value through OCI (equity instruments)

Upon initial recognition, the Company can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI when they meet the definition of equity under Ind AS 32 Financial Instruments: Presentation and are not held for trading. The classification is determined on an instrument-by-instrument basis. 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.

Gains and losses on these financial assets are never recycled to profit or loss. Dividends are recognised as other income in the statement of profit and loss when the right of payment has been established, except when the Company benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

## Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's statement of financial position) when:

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

## Impairment of financial assets

In accordance with IND AS 109, the Company applies expected credit losses (ECL) model for measurement and recognition of impairment loss on the following financial asset and credit risk exposure

- Financial assets measured at amortized cost;
- Financial assets measured at fair value through other comprehensive income (FVTOCI);

ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

The Company follows "simplified approach" for recognition of impairment loss allowance on:

- Trade receivables or contract revenue receivables;
- All lease receivables resulting from the transactions within the scope of Ind AS 116 -Leases

Under the simplified approach, the Company does not track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. The Company uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables. The provision matrix is based on its historically observed default rates over the expected life of trade receivable 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. The balance sheet presentation for various financial instruments is described below:

- A) **Financial assets measured as at amortised cost:** ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the company does not reduce impairment allowance from the gross carrying amount.
- B) **Loan commitments and financial guarantee:** ECL is presented as a provision in the balance sheet, i.e. as a liability.
- C) **Debt instruments measured at FVTOCI:** For debt instruments measured at FVTOCI, the expected credit losses do not reduce the carrying amount in the balance sheet, which remains at fair value. Instead, an amount equal to the allowance that would arise if the asset was measured at amortised cost is recognised in other comprehensive income as the accumulated impairment amount

## (ii) Financial liabilities:

### Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, and payables, net of directly attributable transaction costs.

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 financial liabilities include loans and borrowings, trade payables, trade deposits, financial guarantees, and other payables.

### Subsequent measurement

For purposes of subsequent measurement, financial liabilities are classified in two categories:

- (i) Financial liabilities at fair value through profit or loss,
- (ii) Financial liabilities at amortised cost (loans and borrowings)

### Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivatives financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationship as defined by Ind AS 109. The separated embedded derivate are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognized in the statement of profit and loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ loss are not subsequently transferred to profit and loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognized in the statement of profit or loss. the Company has not designated any financial liability as at fair value through profit and loss.

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

## Financial liabilities at amortised cost (Loans and borrowings)

After initial recognition, interest-bearing borrowings are subsequently measured at amortized cost using the Effective interest rate method. Gains and losses are recognized in profit or loss when the liabilities are derecognised as well as through the Effective interest rate amortization process.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the Effective interest rate. The Effective interest rate amortization is included as finance costs in the statement of profit and loss.

## Trade Payables

These amounts represents liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 30 to 120 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognized initially at fair value and subsequently measured at amortized cost using Effective interest rate method.

## Financial guarantee contracts

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognized initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee.

Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognized less, when appropriate, the cumulative amount of income recognized in accordance with the principles of Ind AS 115.

## 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 recognized in the statement of profit and loss.

## Offsetting of financial instruments

Financials assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

## Reclassification of financial assets/ financial liabilities

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

## 2.18 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, that are readily convertible to a known amount of cash and subject to an insignificant risk of changes in value. For the purpose of the standalone statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

## 2.19 Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effect of all potentially dilutive equity shares.

## 2.20 Segment reporting - Identification of Segments:

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the Company's Chief Operating Decision Maker ("CODM") to make decisions for which discrete financial information is available.

Based on the management approach as defined in Ind AS 108, the CODM evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by business segments and geographic segments.

## 2.21 Cash Flow Statement:

Cash flows are reported using the indirect method, whereby the net profit before tax is adjusted for the effects of transactions of a noncash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

## 2.22 Significant accounting judgments, estimates and assumptions

The preparation of the financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, Revenue and expenses. 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. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected. In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements are included in the following notes:

- i) **Useful Lives of Property, Plant & Equipment:** The Company uses its technical expertise along with historical and industrial trends for determining the economic life of an asset. The useful life is reviewed by the management periodically and revised, if appropriate. In case of a revision, the unamortised depreciable amount is charged over the remaining useful life of the asset.
- ii) **Defined Benefit Plans:** The cost of the defined benefit plans gratuity and the present value of the gratuity obligation are based on actuarial valuation using the projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.
- iii) **Fair Value Measurement of Financial Instruments:** When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility.
- iv) **Expected Credit Losses on Financial Assets:** The impairment provisions of financial assets are based on assumptions about risk of default and expected timing of collection. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, customer's creditworthiness, existing market conditions as well as forward looking estimates at the end of each reporting period.
- v) **Classification of Lease Ind AS 116:** Ind AS 116 Leases requires a lessee to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on lease by lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

leasehold improvements undertaken over the lease term, costs relating to the termination of lease and the importance of the underlying lease to the Company's operations taking into account the location of the underlying asset and the availability of the suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances. The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

- vi) **Recognition and measurement of deferred tax assets and liabilities:** Deferred tax assets and liabilities are recognised for deductible temporary differences and unused tax losses for which there is probability of utilisation against the future taxable profit. The Company uses judgement to determine the amount of deferred tax liability / asset that can be recognised, based upon the likely timing and the level of future taxable profits and business developments.
- vii) **Income Taxes:** The Company calculates income tax expense based on reported income and estimated exemptions / deduction likely available to the Company. The Company has applied the lower income tax rates on income tax expenses and the deferred tax assets / liabilities.

- viii) **Share Based Payments:** The Company measures the cost of equity settled transactions with employees using BlackScholes model to determine the fair value of the liability incurred on the grant date. Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them.
- ix) **Property, Plant and Equipment:** Property, Plant and Equipment represent significant portion of the asset base of the Company charge in respect of periodic depreciation is derived after determining an estimate of assets expected useful life and expected value at the end of its useful life. The useful life and residual value of Company's assets are determined by Management at the time asset is acquired and reviewed periodically including at the end of each year. The useful life is based on historical experience with similar assets, in anticipation of future events, which may have impact on their life such as change in technology.

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

## Note 2 : Property, Plant and Equipment

Following are the changes in the carrying value of property, plant and equipment for the year ended March 31, 2023:

Particulars	(₹ in Lacs)											
	Land-Leasehold	Land-Freehold	Building	Plant and machineries	Electricals	Indigenous Equipment	Computers Equipment's	Air conditioner	Office Equipment's	Vehicle	Furniture & Fixtures	Total
Gross carrying value as of April 1, 2022	16.44	-	1,712.04	3,395.43	167.04	919.60	68.06	6.20	9.36	32.65	132.61	6,459.42
Additions	-	-	175.10	99.48	34.65	49.51	13.16	-	-	-	456.93	828.82
Deletions	-	-	-	(4.00)	-	-	-	-	-	-	-	(4.00)
<b>Gross carrying value as of March 31, 2023</b>	<b>16.44</b>	<b>-</b>	<b>1,887.14</b>	<b>3,490.91</b>	<b>201.69</b>	<b>969.11</b>	<b>81.22</b>	<b>6.20</b>	<b>9.36</b>	<b>32.65</b>	<b>589.54</b>	<b>7,284.25</b>
Accumulated depreciation as of April 1, 2022	-	-	403.74	2,057.50	135.50	591.52	64.32	4.69	7.97	19.70	104.53	3,389.46
Depreciation	-	-	58.29	144.58	7.59	40.11	4.91	0.32	0.27	2.02	35.72	293.80
Accumulated depreciation on deletions	-	-	-	-	-	-	-	-	-	-	-	-
<b>Accumulated depreciation as of March 31, 2023</b>	<b>-</b>	<b>-</b>	<b>462.03</b>	<b>2,202.08</b>	<b>143.08</b>	<b>631.63</b>	<b>69.23</b>	<b>5.00</b>	<b>8.24</b>	<b>21.72</b>	<b>140.25</b>	<b>3,683.26</b>
<b>Carrying value as of March 31, 2023</b>	<b>16.44</b>	<b>-</b>	<b>1,425.11</b>	<b>1,288.83</b>	<b>58.61</b>	<b>337.49</b>	<b>11.99</b>	<b>1.19</b>	<b>1.11</b>	<b>10.93</b>	<b>449.28</b>	<b>3,600.98</b>

Following are the changes in the carrying value of property, plant and equipment for the year ended March 31, 2024:

Particulars	(₹ in Lacs)											
	Land-Leasehold	Land-Freehold	Building	Plant and machineries	Electricals	Indigenous Equipment	Computers Equipment's	Air conditioner	Office Equipment's	Vehicle	Furniture & Fixtures	Total
Gross carrying value as of April 1, 2023	16.44	-	1,887.14	3,490.91	201.69	969.11	81.22	6.20	9.36	32.65	589.54	7,284.25
Additions	-	2,191.53	-	138.13	-	125.79	26.51	2.98	-	-	9.20	2,494.14
Deletions	-	-	-	-	-	-	-	-	-	-	(0.64)	(0.64)
<b>Gross carrying value as of March 31, 2024</b>	<b>16.44</b>	<b>2,191.53</b>	<b>1,887.14</b>	<b>3,629.04</b>	<b>201.69</b>	<b>1,094.91</b>	<b>107.72</b>	<b>9.18</b>	<b>9.36</b>	<b>32.65</b>	<b>598.10</b>	<b>9,777.75</b>
Accumulated depreciation as of April 1, 2023	-	-	462.03	2,202.08	143.08	631.63	69.23	5.01	8.24	21.72	140.25	3,683.27
Depreciation	-	-	60.82	131.60	7.70	32.63	7.35	0.44	0.26	2.02	46.24	289.05
Accumulated depreciation on deletions	-	-	-	-	-	-	-	-	-	-	-	-
<b>Accumulated depreciation as of March 31, 2024</b>	<b>-</b>	<b>-</b>	<b>522.85</b>	<b>2,333.68</b>	<b>150.79</b>	<b>664.25</b>	<b>76.58</b>	<b>5.45</b>	<b>8.50</b>	<b>23.73</b>	<b>186.49</b>	<b>3,972.32</b>
<b>Carrying value as of March 31, 2024</b>	<b>16.44</b>	<b>2,191.53</b>	<b>1,364.29</b>	<b>1,295.36</b>	<b>50.90</b>	<b>430.66</b>	<b>31.14</b>	<b>3.73</b>	<b>0.86</b>	<b>8.92</b>	<b>411.61</b>	<b>5,805.44</b>

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

## Note 2 : Property, Plant and Equipment (Contd.)

### 2a. Capital Work-In-Progress

(₹ in Lacs)

Particulars	As at the beginning	Additions during the year	Capitalised during the year	Disposals during the year	As at the end
<b>Year ended March 31, 2023</b>					
Building	-	-	-	-	-
IVD* (Including Building)	-	-	-	-	-
<b>Total</b>	-	-	-	-	-
<b>Year ended March 31, 2024</b>					
Building	-	-	-	-	-
IVD* (Including Building)	-	-	-	-	-
<b>Total</b>	-	-	-	-	-

\*In Vitro Diagnostics

### Capital work in progress (CWIP) Ageing

(₹ in Lacs)

31st March, 2023	Amount of CWIP for period of				
	Less than 1 year	1-2 year	2-3 years	More than 3 years	Total
Project in progress	-	-	-	-	-
Project temporarily suspended	-	-	-	-	-
<b>Total</b>	-	-	-	-	-

(₹ in Lacs)

31st March, 2024	Amount of CWIP for period of				
	Less than 1 year	1-2 year	2-3 years	More than 3 years	Total
Project in progress	-	-	-	-	-
Project temporarily suspended	-	-	-	-	-
<b>Total</b>	-	-	-	-	-

## Note 3 : Intangible assets

Following are the changes in the carrying value of Intangible Assets for the year ended March 31, 2023:

(₹ in Lacs)

Particulars	Software
Gross carrying value as of April 1, 2022	51.94
Additions	1.51
Deletion	-
<b>Gross carrying value as of March 31, 2023</b>	<b>53.45</b>
Accumulated amortisation as of April 1, 2022	45.53
amortisation for the year	3.13
Deletion	-
<b>Accumulated amortisation as of March 31, 2023</b>	<b>48.66</b>
<b>Carrying value as of March 31, 2023</b>	<b>4.79</b>

Following are the changes in the carrying value of Intangible Assets for the year ended March 31, 2024:

(₹ in Lacs)

Particulars	Software
Gross carrying value as of April 1, 2023	53.45
Additions	6.12
Deletion	-
<b>Gross carrying value as of March 31, 2024</b>	<b>59.57</b>
Accumulated amortisation as of April 1, 2023	48.66
Amortisation for the year	3.49
Deletion	-
<b>Accumulated amortisation as of March 31, 2024</b>	<b>52.15</b>
<b>Carrying value as of March 31, 2024</b>	<b>7.42</b>

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

## Note 4 : Other financial assets

(₹ in Lacs)

Particulars	As at March 31, 2024	As at March 31, 2023
Security Deposit for Services	-	-
Security Deposit for Tender	-	-
	-	-

## Note 5 : Other non-current assets

(₹ in Lacs)

Particulars	As at March 31, 2024	As at March 31, 2023
Advances for Capital Goods	-	-
	-	-

## Note 6 : Inventories

(Valued at lower of cost or Net Realisable Value)

(₹ in Lacs)

Particulars	As at March 31, 2024	As at March 31, 2023
Raw materials and components # ( Includes goods in transit ₹ 21.40 lacs & PY ₹ 21.55 lacs)	350.69	214.43
Fuel	-	0.53
Packing Material # ( Includes goods in transit ₹ NIL & PY ₹ 3.50 lacs)	377.55	520.18
Stores and Spares	55.81	49.99
Work-In-Progress	69.77	100.97
Finished Goods # ( Includes goods in transit ₹ NIL & PY ₹ 447.05 )	711.41	1,024.35
	<b>1,565.23</b>	<b>1,910.45</b>

# Includes Good in Transit

Notes:

- a) Inventories held by Company are subject to hypothecation by bankers towards working capital limits obtained by the Company. (Refer note no. 18)

## Note 7 : Trade receivables

(₹ in Lacs)

Particulars	As at March 31, 2024	As at March 31, 2023
<b>Trade Receivables</b>		
Considered good - Secured	-	-
Considered good - Unsecured	4,797.94	2,564.27
With significant increase in credit risk	-	-
Credit impaired	137.73	141.77
<b>Total</b>	<b>4,935.67</b>	<b>2,706.04</b>
Less : Provision for Loss Allowance	(137.73)	(141.77)
<b>Total</b>	<b>4,797.94</b>	<b>2,564.27</b>
<b>Current Portion of Trade Receivables</b>	<b>4,797.94</b>	<b>2,564.27</b>

Notes:

- a) Trade Receivables held by Company are subject to hypothecation by bankers towards working capital limits obtained by the Company. (Refer note no. 18)



# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

## Note 7 : Trade receivables (Contd.)

### Break-up of ageing schedule:-

(₹ in Lacs)

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
<b>FY - 2024</b>						
<b>Undisputed Trade Receivables</b>						
(i) Undisputed Trade receivables - considered good	4,698.44	1.97	68.27	29.27	-	4,797.95
(ii) Undisputed Trade Receivables - considered doubtful	-	-	-	88.43	49.30	137.73
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
Less						
Disputed Trade Receivables						
Credit Impaired	-	-	(68.27)	(69.46)	-	(137.73)
<b>Total Trade Receivables</b>	<b>4,698.44</b>	<b>1.97</b>	<b>0.00</b>	<b>48.23</b>	<b>49.30</b>	<b>4,797.94</b>
<b>FY - 2023</b>						
<b>Undisputed Trade Receivables</b>						
(i) Undisputed Trade receivables - considered good	2,376.93	102.32	85.02	-	-	2,564.27
(ii) Undisputed Trade Receivables - considered doubtful	-	-	69.57	22.90	49.30	141.77
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
Less						
Disputed Trade Receivables						
Credit Impaired	(0.75)	(0.44)	(140.58)	-	-	(141.77)
<b>Total Trade Receivables</b>	<b>2,376.18</b>	<b>101.88</b>	<b>14.01</b>	<b>22.90</b>	<b>49.30</b>	<b>2,564.27</b>

## Note 8 : Current Investments

(₹ in Lacs)

Particulars	As at March 31, 2024	As at March 31, 2023
<b>Quoted / Unquoted Investments</b>		
<b>Investments in Mutual Funds at fair value through Profit and loss*</b>		
NIL (2,12,75,599 Units FY23) Units of HDFC Corporate Debt Opportunities Fund	-	430.97
NIL (51,65,316 Units FY23) Units of Kotak Income Opportunities Fund	-	1,284.34
NIL (11,23,254 Units FY23) Units of Kotak Medium Term Fund	-	212.76
	-	<b>1,928.07</b>
<b>Mutual Funds Debt</b>		
21,86,208.71 Units (NIL in FY23) Nippon India Banking & PSU Debt Fund - Growth	410.04	-
11,98,436.55 Units (NIL in FY23) Aditya Birla Sun Life Corporate Bond Fund Regular Plan - Growth	1218.80	-
21,02,082.22 Units (NIL in FY23) HDFC Corporate Bond Fund Regular Plan - Growth	616.31	-
9,29,150.58 Units (NIL in FY23) Nippon India Corporate Bond Fund - Growth	500.78	-
15,50,103.40 Units (NIL in FY23) SBI Dynamic Bond Fund -Regular Plan - Growth	503.17	-
	<b>3,249.10</b>	-
<b>Mutual Funds Liquid</b>		
HDFC Money Market Fund - Regular Plan - Growth	1,012	-
	<b>1,011.67</b>	-
<b>Mutual Funds Others</b>		
Bandhan Crisil IBX 90:10 SDL Plus Gilt April 2032 Index Fund - Regular Plan - Growth	817	-
	<b>817.05</b>	-
<b>Commercial Paper</b>		
Motilal Oswal Financial Service	<b>7,155.51</b>	-
<b>Other</b>		
Corporate Fixed Deposit	-	5,005.11
SBI Overnight Fund	1300.89	-
<b>Total</b>	<b>13,534.22</b>	<b>6,933.18</b>

### Notes:

- \* Out of above ₹ 20.00 cr mutual funds are liened with Banks against credit facilities.
- \* Aggregate Book value of quoted investment is Nil

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

## Note 9 : Cash and cash equivalents

(₹ in Lacs)

Particulars	As at March 31, 2024	As at March 31, 2023
Cash on Hand	0.72	2.29
<b>Balances with Banks in</b>		
- Rupees Current Accounts	1,052.29	18.92
- Foreign Currency Current Accounts	136.74	8.84
- Balance in ESCROW Accounts*	1,517.47	-
	<b>2,707.22</b>	<b>30.05</b>

\*Bank Balance against Share Warrant Application money received.

## Note 10 : Bank balances other than cash & cash equivalents

(₹ in Lacs)

Particulars	As at March 31, 2024	As at March 31, 2023
Fixed deposits with original maturity of more than 3 to 12 months #	2,322.55	2,793.58
<b>Earmarked balances with Banks</b>		
Unclaimed Dividend Accounts*	119.82	137.99
Corporate Social Responsibility Bank	-	-
	<b>2,442.37</b>	<b>2,931.57</b>

# Includes Fixed Deposit of ₹ 2322.29 lacs (₹ 2357.35 lacs in FY23) marked lien against Funded and Non Funded Facilities from Bank.

\* These balances are unpaid dividend not claimed by shareholders and corresponding balance is disclosed as liability for unclaimed dividend in note no. 20.

## Note 11 : Short Term Loan

(₹ in Lacs)

Particulars	As at March 31, 2024	As at March 31, 2023
<b>Unsecured, Considered Good</b>		
Loan to Others	9.50	253.49
Less: Expected Credit Loss	-	(235.99)
	<b>9.50</b>	<b>17.50</b>
<b>Others</b>		
Loan to Employee	9.00	44.05
	<b>18.50</b>	<b>61.54</b>

## Note 12 : Other financial assets

(₹ in Lacs)

Particulars	As at March 31, 2024	As at March 31, 2023
<b>Unsecured, Considered Good</b>		
Capital Advances	-	11.68
Advances to Vendors	60.27	13.78
Security Deposits	143.05	81.99
	<b>203.32</b>	<b>107.45</b>

## Note 13 : Other current assets

(₹ in Lacs)

Particulars	As at March 31, 2024	As at March 31, 2023
<b>Unsecured, Considered Good</b>		
Balances with government authorities	816.06	699.34
Prepaid Expenses	75.87	37.45
Others	20.21	1.96
	<b>912.14</b>	<b>738.75</b>

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

## Note 14 : Equity Share capital

(₹ in Lacs)

Particulars	As at March 31, 2024	As at March 31, 2023
<b>Authorised</b>		
5000.00 Lakhs Equity Shares of ₹1 each (PY 160 lacs equity shares @ ₹10/- each)	5,000.00	1,600.00
<b>Issued, Subscribed and Fully Paid Up</b>		
1341.77 Lakhs Equity shares of ₹ 1/- each (March 31, 2023 : 133.38 Lakhs Equity Shares of ₹ 10 each) fully paid up.	1,341.77	1,333.80
	<b>1,341.77</b>	<b>1,333.80</b>

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

Particulars	As at March 31, 2024		As at March 31, 2023	
	No. in Lacs	₹ In Lacs	No. in Lacs	₹ In Lacs
<b>Equity Shares*</b>				
At the beginning of the year	1,333.80	1,333.80	1,333.80	1,333.80
Add: Issued during the year shares issued on exercise of employee stock options	7.97	7.97	-	-
<b>Outstanding at the end of the year</b>	<b>1,341.77</b>	<b>1,341.77</b>	<b>1,333.80</b>	<b>1,333.80</b>

\* During the year FY 23-24 equity shares have been sub divided from ₹ 10/- each to ₹ 1/-.

# During the year FY 23-24 Company had allotted .80 Lacs Equity share of ₹ 10 each by way of ESOP Plan to eligible employees.

### b) Terms / rights attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 1 per share. Each holder of equity share is entitled to one vote per share. The final dividend, if any, proposed by Board of Directors is subject to approval by the Shareholder.

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

### c) Details of Shareholders holding more than 5% shares in the company:\*

Particulars	As at March 31, 2024		As at March 31, 2023	
	No.	% holding	No.	% holding
Mr. Aditya Kumar Halwasiya	3,82,70,180	28.52	-	-
Columbia Petrochem Private Limited	1,75,43,850	13.08	-	-
Cliff Trexim Private Limited	69,25,000	5.16	-	-
Veena Garg	-	-	5,95,38,000	44.64
Rajasthan Global Securities Private Limited	-	-	77,66,500	5.82

\* Equity shares subdivided from ₹10/- each to ₹ 1/- per share.

### Details of Shares held by Promoters at the year end March, 2024\*

Particulars	Shareholding at the end of the year March 31, 2024		Shareholding at the end of the year March 31, 2023		% Change during the year
	No. of Shares Held as on 31st March, 2024	% of Total Shares Held	No. of Shares Held as on 31st March, 2023	% of Total Shares Held	
Suresh Chand Garg HUF	2,76,000	0.21	2,76,000	0.21	-
Abha Garg	18,000	0.01	18,000	0.01	-
Veena Garg	40,00,000	2.98	5,95,38,000	44.64	(93.32)
Omprakash Garg	-	-	2,72,360	0.20	(100.00)
Mr. Aditya Kumar Halwasiya**	3,82,70,180	28.52	-	-	100.00
Columbia Petrochem Private Limited**	1,75,43,850	13.08	-	-	100.00

\* Equity shares sub-divided from ₹10/- each to ₹ 1/- per share.

### Notes:

a) Application for promotor reclassification has been filed with Stock Exchanges and it is under process.\*\*

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

## Note 15(a) : Other Equity

(₹ in Lacs)

OTHER EQUITY :	Reserves and Surplus						
	Securities Premium Reserve	Capital reserves	Share Based Payment Reserve	Retained Earnings	Other Comprehensive Income	Equity Share Warrant	Total
<b>Balance as at April 1,2022</b>	80.46	30.00	-	12,826.58	(52.24)	-	12,884.79
Profit/ (Loss) for the year	-	-	-	3,158.28	-	-	3,158.28
Final Dividend for the FY21-22	-	-	-	(466.83)	-	-	(466.83)
1st Interim Dividend Paid FY 2022 -23	-	-	-	(266.76)	-	-	(266.76)
Share Based Payment Expenses Booked during the year	-	-	81.39	-	-	-	81.39
<b>Other Comprehensive Income :</b>							-
Remeasurements of net defined benefit plans	-	-	-	-	(12.34)	-	(12.34)
<b>Balance as at 31st March,2023</b>	<b>80.46</b>	<b>30.00</b>	<b>81.39</b>	<b>15,251.27</b>	<b>(64.58)</b>	<b>-</b>	<b>15,378.54</b>
Profit/ Loss for the year	-	-	-	3,985.48	-	-	3,985.48
Final Dividend for the FY 2022 -23	-	-	-	(400.14)	-	-	(400.14)
Share Based Payment Expenses Booked during the year	-	-	136.64	-	-	-	136.64
ESOP Exercised During the year	211.55	-	(107.88)	-	-	-	103.67
Cancellation of ESOP During the year	-	-	(35.78)	35.78	-	-	-
Adjustment of OCI of Earlier Years	-	-	-	24.98	(24.98)	-	-
Proceeds from Issue of Warrants	-	-	-	-	-	9,630.50	9,630.50
<b>Other Comprehensive Income :</b>							-
Remeasurements of net defined benefit plans (Net of Tax)"	-	-	-	-	-47.94	-	(47.94)
<b>Balance as at 31st March,2024</b>	<b>292.01</b>	<b>30.00</b>	<b>74.37</b>	<b>18,897.38</b>	<b>(137.50)</b>	<b>9,630.50</b>	<b>28,786.77</b>

### 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.

# INR 222.30 Lacs had been used towards for the Issue of Bonus shares during the year FY 18-19.

#### Capital Reserve

Capital reserve will be utilised in accordance with provision of the Act.

#### Retained Earnings

Retained Earnings represents surplus/accumulated earnings of the Company and are available for distribution to shareholders.

### Non Current Liabilities

## Note 16 : Provisions

(₹ in Lacs)

Particulars	As at March 31, 2024	As at March 31, 2023
Leave Encashment	32.07	20.52
	<b>32.07</b>	<b>20.52</b>

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

## Note 17 : Deferred tax liabilities (net)

(₹ in Lacs)

Particulars	As at March 31, 2024	As at March 31, 2023
<b>a) Deferred Tax Liabilities</b>		
Depreciation and Amortisation	228.21	183.74
Others	-	102.34
	<b>228.21</b>	<b>286.08</b>
<b>b) Deferred Tax Assets</b>		
Provision for Expenses	55.17	127.38
Remeasurements of net defined benefit plans	40.52	24.40
	<b>95.69</b>	<b>151.78</b>
<b>Net Deferred Tax liability (a-b)</b>	<b>132.52</b>	<b>134.30</b>
<b>Deferred Tax Charge/(Credit) for the year</b>	<b>(1.78)</b>	<b>47.39</b>

## Note 18 : Current Borrowings

(₹ in Lacs)

Particulars	As at March 31, 2024	As at March 31, 2023
<b>Secured Loans</b>		
<b>Working capital loans from banks</b>		
Secured	-	-
Working Capital Assistance Loan from Banks*	1,205.85	597.49
Working Capital in Foreign Currency for Pre and Post Shipment*	-	-
	<b>1,205.85</b>	<b>597.49</b>

### \*Working Capital Facilities:

- Outstanding loan is secured by hypothecation of inventories, trade receivables and Liend of Fixed Deposits & Mutual funds. Further secured by Personal guarantee of Mr. Aditya Kumar Halwasiya.
- ROI varies from 7.25% p.a to 9.25% p.a.

## Note 19 : Trade payables

(₹ in Lacs)

Particulars	As at March 31, 2024	As at March 31, 2023
<b>Current</b>		
Trade payables		
i) Total Outstanding dues of Micro, Small and Medium Enterprises	-	3.00
ii) Total Outstanding dues of Vendors other than above	4.65	870.15
	<b>4.65</b>	<b>873.15</b>

### Trade Payables ageing schedule

(₹ in Lacs)

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 year	2-3 years	More than 3 years	Total
FY - 2024					
(i) MSME	-	-	-	-	-
(ii) Others	4.65	-	-	-	4.65
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
<b>Total</b>	<b>4.65</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>4.65</b>

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

## Note 19 : Trade payables (Contd.)

(₹ in Lacs)

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 year	2-3 years	More than 3 years	
FY - 2023					
(i) MSME	3.00	-	-	-	3.00
(ii) Others	870.15	-	-	-	870.15
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
<b>Total</b>	<b>873.15</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>873.15</b>

## Dues to Micro and Small Suppliers

Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED) which came into force from 2nd October 2006, as amended on 1st June,2020, certain disclosures are required to be made relating to Micro, Small and Medium enterprises.

(₹ in Lacs)

Particulars	As at March 31, 2024	As at March 31, 2023
Principal amount remaining unpaid to any supplier as at the year end	-	3.00
Interest due thereon	-	-
Amount of interest paid by the Company in terms of section 16 of the MSMED, along with the amount of the payment made to the supplier beyond the appointed day during the accounting year	-	-
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 period) but without adding the interest specified under the MSMED	-	-
Amount of interest accrued and remaining unpaid at the end of the accounting year	-	-

## Note 20 : Other financial liabilities

(₹ in Lacs)

Particulars	As at March 31, 2024	As at March 31, 2023
Employee benefit expenses payable	85.88	69.55
Unpaid Dividend Account*	119.82	141.70
Other	37.00	10.63
	<b>242.70</b>	<b>221.88</b>

### \*Note

a) There are no amount due for payment to IEPF u/s 125 of The Companies Act, 2013 as at 31st March, 2024.

## Note 21 : Provisions

(₹ in Lacs)

Particulars	As at March 31, 2024	As at March 31, 2023
Leave Encashment	31.81	38.31
Gratuity payable / ( Excess provided as per Valuation report )	78.31	15.28
	<b>110.12</b>	<b>53.59</b>

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

## Note 22 : Other current liabilities

(₹ in Lacs)

Particulars	As at March 31, 2024	As at March 31, 2023
Statutory Liabilities	59.40	62.56
Advance from customers (In foreign Currency)	9.61	72.71
Advance from customers	4.59	7.75
Others	63.75	95.88
	<b>137.35</b>	<b>238.91</b>

## Note 23 : Revenue from operations

(₹ in Lacs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
<b>Revenue from operations</b>		
Sale of products (Net of sale return and discounts)		
- Exports	14,558.81	14,626.33
- Domestic	2,196.35	924.46
	<b>16,755.16</b>	<b>15,550.79</b>
<b>Other operating revenue</b>		
Export benefits & duty drawback incentives	315.49	381.68
Gain on foreign exchange fluctuations (net)	38.22	0.25
	<b>17,108.87</b>	<b>15,932.72</b>

## Note 24 : Other income

(₹ in Lacs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
<b>Interest income on</b>		
Bank deposits	166.49	411.18
Loans & Advances	21.7	2.09
Commercial Paper	276.79	-
Others	0.89	0.79
Miscellaneous income	94.45	30.28
Income on Mutual Fund (MTM & Realised)	161.3	32.63
	<b>721.62</b>	<b>476.97</b>

## Revenue from contracts with customers

### a) Disaggregation of revenue

Set out below is the disaggregation of the Company revenue from contracts with customers:

(₹ in Lacs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
<b>(A) Revenue from contracts with customers</b>		
Revenue from supply of product	16,755.16	15,550.79
Other operating revenues	353.71	381.93
	<b>17,108.87</b>	<b>15,932.72</b>
<b>(B) Other Income</b>		
(i) Interest income on bank deposits	166.49	411.18
(ii) Interest income on Loan and Advances	21.70	2.09
(iii) Interest income on Commercial Paper	276.79	-
(iv) Interest income on Others	0.89	0.79
(v) Miscellaneous income	94.45	30.28
(vi) Income on Mutual Fund (MTM & Realised)	161.30	32.63
	<b>721.62</b>	<b>476.97</b>
<b>Total revenue</b>	<b>17,830.49</b>	<b>16,409.69</b>

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

## Note 25 : Cost of materials consumed

(₹ in Lacs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
<b>Raw Materials</b>		
Opening stocks	214.43	401.32
Add : Purchases	2,756.04	2,821.09
	<b>2,970.47</b>	<b>3,222.41</b>
Less : Goods In Transit	21.40	21.55
Less : Closing stocks*	329.29	192.88
<b>Total (a)</b>	<b>2,619.78</b>	<b>3,007.98</b>
<b>Furnace Oil</b>		
Opening Stocks	0.53	9.00
Add : Purchases	263.02	282.03
	<b>263.55</b>	<b>291.03</b>
Less : Closing Stocks*	-	0.53
<b>Total (b)</b>	<b>263.55</b>	<b>290.50</b>
<b>Packing Material</b>		
Opening Stocks	520.18	277.26
Add : Purchases	1,999.51	2,758.08
	<b>2,519.69</b>	<b>3,035.34</b>
Less : Goods In Transit	-	3.50
Less : Closing stocks*	377.55	516.68
<b>Total (c)</b>	<b>2,142.14</b>	<b>2,515.16</b>
<b>Stores and Consumables</b>		
Opening Stocks	49.99	43.76
Add : Purchases	278.44	294.97
	<b>328.43</b>	<b>338.73</b>
Less : Closing stocks*	55.81	49.99
<b>Total (d)</b>	<b>272.62</b>	<b>288.74</b>
Purchase of Semi-finished Goods / Finished Goods ( e )	173.95	386.30
Less: Taxes / Excise duty refund on Purchase ( f )	-	-
GST and Other Taxes on above purchases ( NET ) ( g )	112.61	84.24
	<b>5,584.65</b>	<b>6,572.92</b>

\* Includes material issued for production.

## Note 26 : Changes in inventories of finished goods, work in process and stock in trade

(₹ in Lacs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
<b>Opening Stocks</b>		
- Work in Progress	100.97	-
- Finished Goods	1,024.35	1,053.64
	<b>1,125.32</b>	<b>1,053.64</b>
<b>Less : Closing Stocks</b>		
- Work in Progress	69.77	100.97
- Finished Goods	711.41	1,024.35
	<b>781.18</b>	<b>1,125.32</b>
	<b>344.14</b>	<b>(71.68)</b>



# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

## Note 27 : Employee benefits expense

(₹ in Lacs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Salaries, wages & bonus	1245.1	978.87
Directors' remuneration	44.24	206.84
Directors Sitting Fees	31.1	24.45
Group Gratuity	16.42	12.29
Employee Benefit Expenses (ESOP)	136.64	81.39
Contribution to provident funds & Others	78.85	64.12
Contribution to Other funds	1.45	1.77
Workmen & staff welfare	64.57	46.39
Leave encashment	22.79	(39.44)
	<b>1,641.16</b>	<b>1,376.68</b>

## Note 28 : Finance costs

(₹ in Lacs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Interest expense	59.76	28.51
Other Borrowing Cost	121.26	50.31
	<b>181.02</b>	<b>78.82</b>

## Note 29 : Depreciation and amortisation expense

(₹ in Lacs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Depreciation of Property, Plant & Equipment	289.05	293.80
Amortisation of Intangible Properties	3.49	3.13
	<b>292.54</b>	<b>296.93</b>

## Note 30 : Other expenses

(₹ in Lacs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Freight & Transport	64.72	68.71
Packing Handling	1377.67	678.44
Power and Fuel	635.25	577.51
Inspection and Testing Charges	65.13	443.00
Water Charges	43.99	37.75
<b>Repairs and maintenance</b>		
- Building	31.64	16.97
- Plant and machinery	47.05	27.64
- Others	58.5	71.30
<b>Administrative Expenses</b>		
Travelling & conveyance	101.56	109.87
Rates, Taxes and Insurance	116.21	53.35
Rent Expenses	16.73	24.24
Printing & stationery	12.25	12.91
Computer Maintenance	7.59	4.84
Professional Charges	308.85	164.35
Commission on Sales	428.89	282.89
Provision for Expenses	-	32.62
Provision for ECL	4.11	354.85
Trade Expenses	440.35	-

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

## Note 30 : Other expenses (Contd.)

(₹ in Lacs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Bad Debts	10.03	3.72
Membership Subscription	14.94	30.22
GST Expenses	9.54	10.62
Late Delivery Charges	0.00	0.09
Fine Charges	-	-
Auditors' remuneration	3.00	3.00
Postage and Telephone charges	21.40	17.97
Trail Running Expenses	-	23.49
Security Charges	23.92	18.42
Advertisement & sales promotion expenses	102.11	29.17
Product Registration Fees	76.86	37.53
Clearing, Freight and Transportation	305.82	682.77
Corporate Social Responsibility	113.28	103.70
Miscellaneous expenses	87.41	2.19
	<b>4,528.80</b>	<b>3,924.13</b>

## Payments to Auditor

(₹ in Lacs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Audit fees	2.50	2.50
Tax Audit	0.50	0.50
	<b>3.00</b>	<b>3.00</b>

## Note 31 : Earnings per equity share #

In accordance with Indian Accounting Standard 33 - Earning Per Share, the computation of earning per share is set below:

(₹ in Lacs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
i) Weighted average number of Equity Shares of ₹ 1 each		
a) Number of shares at the beginning of the year	1,341.77	1,333.80
b) Number of shares at the end of the period #	1,341.77	1,333.80
c) Weighted average number of shares outstanding during the year	1,335.28	1,333.80
d) Weighted average number of shares outstanding during the year (For the purpose of Dilution)	1,342.41	1,340.00
ii) Net Profit After Tax Available for Equity Shareholders	3,985.48	3,158.28
iii) Basic Earning Per Share	2.98	2.37
iv) Diluted Earning Per Share	2.97	2.36
v) Adjusted Earning Per Share (After Splitting Effect) #	2.97	2.36

### Note:

# During the year FY24 equity shares have been sub divided from ₹ 10/- each to ₹ 1/-.

## Note 32 : Contingent Liabilities

(₹ in Lacs)

Particulars	As at March 31, 2024	As at March 31, 2023
A) Guarantee given by Banks on behalf of the Company	88.98	752.80
B) Estimated amount of contracts remaining to be executed on capital account	-	-
C) Disputed Income Tax liability	-	-

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

## Note 33 :Income Tax Expenses

(₹ in Lacs)

Particulars	As at March 31, 2024	As at March 31, 2023
<b>A. Amounts recognised in statement of profit and loss</b>		
<b>Current tax</b>		
Current year	1,260.77	1,022.07
Short /(excess) provision of earlier years	(2.40)	-
<b>Deferred tax</b>		
Attributable to-		
Origination and reversal of temporary differences	14.33	51.55
	<b>1,272.70</b>	<b>1,073.62</b>
<b>B. Reconciliation of effective tax rate</b>		
Profit before tax	5,258.18	4,231.90
Tax at the Applicable tax rate of 25.168%	1,323.38	1,065.08
Tax effect of expenses that are not deductible in determining taxable profit	30.86	26.65
Tax effect of Lower rate on Capital Gain	(16.26)	
Tax effect of income not subject to tax	(40.60)	(8.21)
Adjustment of Current Tax of Prior Period	(2.40)	-
Others	(36.61)	(61.45)
<b>Income tax expenses recognised in statement of profit and loss</b>	<b>1,258.37</b>	<b>1,022.06</b>

The Company has elected to exercise the option with regards to the tax rate mentioned under section 115BAA of the Income-tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019. Accordingly, the Company has recognized Provision for Income Tax for the year ended 31 March 2024 basis the rate prescribed in the said section. The impact of this change has been recognized in the statement of Profit & Loss for the year ended 31 March 2024.

(₹ in Lacs)

C. Income tax recognised in other comprehensive income	As at March 31, 2024	As at March 31, 2023
Remeasurement of defined benefit liability/(asset)	(64.07)	(16.49)
Bifurcation of the income tax recognised in other comprehensive income Items that will not be reclassified to profit or loss - Income tax on Remeasurement of defined benefit liability (Asset)	16.12	4.15

## Note 34 : Segment Reporting

- (i) Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker ("CODM") of the Company. The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Managing Director Officer of the Company. The company's business operation comprises of operating segments viz., Male and Female contraceptives, other relevant products and In Vitro Devices (IVD).
- (ii) The amount of the company's revenue from external customers broken down by each product and service is as shown in the table below :-

### Revenue from customers :-

(₹ in Lacs)

Nature of product or service	2023-24	2022-23
a. Male Condoms	11,870.39	11,452.67
b. Female Condoms	3,838.78	2,482.54
c. Jelly	207.42	1,374.07
d. IVD	331.57	39.58
e. Other	507.00	201.93
<b>Total</b>	<b>16,755.16</b>	<b>15,550.79</b>

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

## Note 34 : Segment Reporting (Contd.)

(iii) A total of external customers contribute more than 10% of company's total revenue. The amount of the company's revenue from external customers broken down into revenue from single major customer is as shown in the table below -

### Information about major customer :-

Location of Customer (Export)	(₹ in Lacs)	
	2023-24	2022-23
(i) Tanzania	4,693.81	4,298.32
(ii) South Africa	2,559.98	2,437.07
(iii) Hong Kong	2,132.17	-
<b>Total Revenue</b>	<b>9,385.96</b>	<b>6,735.39</b>

## Note 35 : Disclosures on Related party transactions

List of Related Parties and Relationships:

### a) Key Management Personnel / Promoter Directors

Name of related party	Relation
Mr. Kuldeep Halwasiya***	Executive Director-Chairperson
Mr. Aditya Kumar Halwasiya***	Managing Director
Mr. Ajay Kumar Halwasiya****	Executive Director & Brother of Mr. Aditya Kumar Halwasiya
Mr. Omprakash Garg**	Chairperson & Managing Director
Mrs. Veena Garg**	Non Executive Director & Spouse of Mr. Om Prakash Garg
Mrs. Nalini M. Mishra**	Non Executive Director- Independent director
Mr. Suresh Chand Garg**	Non Executive Director & Brother of Mr. Omprakash Garg
Mr. Jandhyala L. Sharma#	Non Executive Director- Independent Director
Mr. Thallapaka Venkateswara Rao***	Non Executive Director- Independent Director
Mrs. Rajni Mishra***	Non Executive Director- Independent Director
Mr. Rajinder Singh Loona***	Non Executive Director- Independent Director
Mr. Saurabh V. Karmase	Company Secretary & Compliance Officer
Mr. Narendra Joshi	Chief Financial Officer

### b) Transaction with Key managerial Personnel and Related Parties

Particulars	Details	(₹ in Lacs)	
		Year ended March 31, 2024	Year ended March 31, 2023
Mr. Omprakash Garg**	Director Remuneration	52.28	88.14
Mr. Omprakash Garg**	Commission	-	103.90
Mrs. Veena Garg**	Sitting Fees & Commission	3.60	9.79
Mr. Pradeep Kumar Jain*	Sitting Fees & Commission	-	5.92
Mr. Jandhyala L. Sharma#	Sitting Fees & Commission	2.10	11.59
Mr. Sunil Surekha**	Sitting Fees & Commission	3.15	4.32
Mrs. Nalini M. Mishra**	Sitting Fees & Commission	4.95	9.79
Mr. Rajinder Singh Loona***	Sitting Fees	5.35	-
Mrs. Rajni Mishra***	Sitting Fees	4.85	-
Mr. Thallapaka Venkateswara Rao***	Sitting Fees	4.85	-
Mr. Saurabh V. Karmase	Salary (Including ESOP Perquisites)	89.31	14.73
Mr. Narendra Joshi	Salary (Including ESOP Perquisites)	77.68	11.00

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

## Note 35 : Disclosures on Related party transactions (Contd.)

### c) Closing balances with Key managerial Personnel and Related Parties

(₹ in Lacs)

Particulars	Details	As at March 31, 2024	As at March 31, 2023
Mr. Omprakash Garg**	Payables	-	68.06
Mrs. Veena Garg**	Payables	-	4.49
Mr. Pradeep Kumar Jain*	Payables	-	1.95
Mr. Jandhyala L. Sharma#	Payables	-	4.49
Mrs. Nalini M. Mishra**	Payables	-	4.49
Mr. Suresh Chand Garg**	Payables	-	4.49
Mr. Sunil Surekha**	Payables	-	2.53
Mr. Narendra Joshi	Receivables	-	0.50

\* Cease to be Director w.e.f. 28th September, 2022.

\*\* Cease to be Director w.e.f. 25th October, 2023.

\*\*\* Appointed on 20th October, 2023.

\*\*\*\* Appointed on 23rd January, 2024.

# Cease to be Director w.e.f. 1st August, 2023.

**Note:** Related Parties are as disclosed by the Management and relied upon by the Auditors.

## Note 36 : Employee benefit expenses

### Post Employment Benefit Plans:

#### Defined Contribution Scheme

(₹ in Lacs)

Amount recognised in the Statement of Profit and Loss	2023-24	2022-23
Contribution to Provident fund and others	78.85	64.12

#### Defined Benefit Plans

##### The Company has the following Defined Benefit Plans:

**Gratuity:** In accordance with the applicable laws, the Company provides for gratuity, a defined benefit retirement plan ("The Gratuity Plan") covering eligible employees. The Gratuity Plan provides for a lump sum payment to vested employees on retirement (subject to completion of five years of continuous employment), death, incapacitation or termination of employment that are based on last drawn salary and tenure of employment. Liabilities with regard to the Gratuity Plan are determined by actuarial valuation on the reporting date and the Company makes annual contribution to the gratuity fund administered by life Insurance Companies under their respective Group Gratuity Schemes.

##### The disclosure in respect of the defined Gratuity Plan are given below:

(₹ in Lacs)

Particulars	Defined Benefit Plans	
	As at March 31, 2024	As at March 31, 2023
Present value of funded obligations	268.85	228.32
Fair Value of plan assets	189.42	213.03
<b>Net (Asset)/Liability recognised</b>	<b>79.44</b>	<b>15.28</b>

#### Movements In Plan Assets And Plan Liabilities

Particulars	Present value of obligations	Fair Value of plan assets
<b>As at 1st April 2023</b>	<b>228.32</b>	<b>213.03</b>
Current service cost	14.86	-
Past service cost	-	-
Adjustment to opening Fair value of Plan Assets	-	(0.97)

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

## Note 36 : Employee benefit expenses (Contd.)

Particulars	Present value of obligations	Fair Value of plan assets
Interest Cost/(Income)	15.17	(14.58)
Return on plan assets excluding amounts included in net finance income	-	(13.04)
Actuarial (gain)/loss arising from changes in financial assumptions	-	-
Actuarial (gain)/loss arising from experience adjustments	51.03	-
Employer contributions	-	16.33
Benefit payments	(40.52)	(40.52)
<b>As at 31st March 2024</b>	<b>268.85</b>	<b>189.42</b>

### Statement of Profit and Loss

Employee benefit expenses :	2023-24
Current Service cost	14.86
Past service cost	-
Interest cost/ (Income)	0.59
Expected return on Plan Assets	-
<b>Total amount recognised in Statement of P&amp;L</b>	<b>15.45</b>
Remeasurement of the net defined benefit liability :	
Return on plan assets excluding amounts included in net finance income/(cost)	13.04
Actuarial Gain/loss recognised for asset limit affect	-
<b>Total amount recognised in Other Comprehensive Income</b>	<b>13.04</b>

### Investment pattern for Fund as on

Category of Asset	₹ in Lacs	
	As at March 31, 2024	As at March 31, 2023
Government of India Securities	0%	0%
State Government Securities	0%	0%
High quality corporate bonds	0%	0%
Equity shares of listed companies	0%	0%
Property	0%	0%
Special Deposit Scheme	0%	0%
Policy of insurance/Insurer Managed funds	100%	100%
Bank Balance	0%	0%
Other Investments	0%	0%
<b>Total</b>	<b>100%</b>	<b>100%</b>

### Assumptions

With the objective of presenting the plan assets and plan liabilities of the defined benefits plans at their fair value on the balance sheet, assumptions under Ind AS 19 are set by reference to market conditions at the valuation date.

The significant actuarial assumptions were as follows:

Financial Assumptions	₹ in Lacs	
	As at March 31, 2024	As at March 31, 2023
Discount rate	7.18%	7.29%
Salary growth rate	3.00%	3.00%
Expected Rate of Return	4.00%	4.00%
Employee Attrition Rate	Age: 0 to 60 : 1%	Age: 0 to 60 : 1%

### Demographic Assumptions

Mortality in service : Indian Assured Lives Mortality (2012-14)

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

## Note 36 : Employee benefit expenses (Contd.)

### Sensitivity

The sensitivity of the overall plan liabilities to changes in the weighted key assumptions are:

Particulars	As at March 31, 2024 Increase/ Decrease in liability
Discount rate varied by 1%	
+1%	250.56
-1.00%	289.51
Salary growth rate varied by 1%	
+1%	289.40
-1.00%	250.44

The sensitivity analyses above have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period and may not be representative of the actual change. It is based on a change in the key assumption while holding all other assumptions constant. When calculating the sensitivity to the assumption, the same method used to calculate the liability recognised in the balance sheet has been applied. The methods and types of assumptions used in preparing the sensitivity analysis did not change compared with the previous period.

The expected future cash flows as at 31st March 2024 were as follows:

Particulars	Cashflow
<b>Projected benefits payable in future years from the date of reporting</b>	
2024	26.80
2025	5.30
2026	13.37
2027	11.98
2028	70.36
2029-2033	111.63

## Note 37 : Financial instruments - Fair values and risk management

### A. Accounting classification and fair values

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.

Level 3: techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

(₹ in Lacs)

Financial Asset & Liabilities as at 31st March 2024	Non Current	Current	Total	Routed through Profit & Loss				Routed through OCI	Carried at Amoritised Cost	Total Amount
				Level 1	Level 2	Level 3	Total			
<b>Financial assets</b>										
<b>Investments</b>										
- Mutual funds & Other Investments	-	13,534.22	13,534.22	13,534.22	-	-	13,534.22	-	-	13,534.22
- Corporate Deposit	-	-	-	-	-	-	-	-	-	-
	-	<b>13,534.22</b>	<b>13,534.22</b>	<b>13,534.22</b>	-	-	<b>13,534.22</b>	-	-	<b>13,534.22</b>

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

## Note 37 : Financial instruments - Fair values and risk management (Contd.)

(₹ in Lacs)

Financial Asset & Liabilities as at 31st March 2024	Non Current	Current	Total	Routed through Profit & Loss				Routed through OCI	Carried at Amortised Cost	Total Amount
				Level 1	Level 2	Level 3	Total			
<b>Other Assets</b>										
Trade receivables	-	4,797.94	4,797.94	-	-	-	-	-	4,797.94	4,797.94
Cash and cash equivalents	-	2,707.22	2,707.22	-	-	-	-	-	2,707.22	2,707.22
Bank balances other than cash & cash equivalents	-	2,442.37	2,442.37	-	-	-	-	-	2,442.37	2,442.37
Other Financial Assets	-	221.82	221.82	-	-	-	-	-	221.82	221.82
	-	<b>23,703.57</b>	<b>23,703.57</b>	<b>13,534.22</b>	-	-	<b>13,534.22</b>	-	<b>10,169.35</b>	<b>23,703.57</b>
<b>Financial liabilities</b>										
Borrowings	-	1,205.85	1,205.85	-	-	-	-	-	1,205.85	1,205.85
Other Financial Liabilities	-	256.90	256.90	-	-	-	-	-	256.90	256.90
Trade Payables	-	4.65	4.65	-	-	-	-	-	4.65	4.65
	-	<b>1,467.40</b>	<b>1,467.40</b>	-	-	-	-	-	<b>1,467.40</b>	<b>1,467.40</b>

Financial Asset & Liabilities as at 31st March 2023	Non Current	Current	Total	Routed through Profit & Loss				Routed through OCI	Carried at Amortised Cost	Total Amount
				Level 1	Level 2	Level 3	Total			
<b>Financial assets</b>										
<b>Investments</b>										
- Mutual funds	-	1,928.07	1,928.07	1,928.07	-	-	1,928.07	-	-	1,928.07
- Corporate Deposit	-	5,005.11	5,005.11	-	-	-	-	-	5,005.11	5,005.11
	-	<b>6,933.18</b>	<b>6,933.18</b>	<b>1,928.07</b>	-	-	<b>1,928.07</b>	-	<b>5,005.11</b>	<b>6,933.18</b>
<b>Other Assets</b>										
Trade receivables	-	2,564.27	2,564.27	-	-	-	-	-	2,564.27	2,564.27
Cash and cash equivalents	-	30.05	30.05	-	-	-	-	-	30.05	30.05
Bank balances other than cash & cash equivalents	-	2,931.57	2,931.57	-	-	-	-	-	2,931.57	2,931.57
Other Financial Assets	-	168.99	168.99	-	-	-	-	-	168.99	168.99
	-	<b>12,628.06</b>	<b>12,628.06</b>	<b>1,928.07</b>	-	-	<b>1,928.07</b>	-	<b>10,699.99</b>	<b>12,628.06</b>
<b>Financial liabilities</b>										
Borrowings	-	597.49	597.49	-	-	-	-	-	597.49	597.49
Other Financial Liabilities	-	302.34	302.34	-	-	-	-	-	302.34	302.34
Trade Payables	-	873.15	873.15	-	-	-	-	-	873.15	873.15
	-	<b>1,772.98</b>	<b>1,772.98</b>	-	-	-	-	-	<b>1,772.98</b>	<b>1,772.98</b>

### B. Measurement of fair values

Valuation techniques and significant unobservable inputs

The Fair Value of the Financial Assets & Liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following tables show the valuation techniques used in measuring Level 2 and Level 3 fair values, for financial instruments measured at fair value in the statement of financial position, as well as the significant unobservable inputs used.

#### Financial instruments measured at fair value

Type	Valuation technique
Non current financial assets and liabilities measured at amortised cost	Discounted cash flows: The valuation model considers the present value of expected receipt/payment discounted using appropriate discounting rates.



# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

## Note 37 : Financial instruments - Fair values and risk management (Contd.)

### C. Financials Risk Management

Financial risk management The Company has exposure to the following risks arising from financial instruments:

- Credit risk
- Liquidity risk ; and
- Market risk

#### i.) Risk management framework

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's Risk Management framework. The Board of Directors have adopted an Enterprise Risk Management Policy framed by the Company, which identifies the risk and lays down the risk minimization procedures. The Management reviews the Risk management policies and systems on a regular basis to reflect changes in market conditions and the Company's activities, and the same is reported to the Board of Directors periodically. Further, the Company, in order to deal with the future risks, has in place various methods / processes which have been imbibed in its organizational structure and proper internal controls are in place to keep a check on lapses, and the same are been modified in accordance with the regular requirements.

The Audit Committee oversees how Management monitors compliance with the Company's Risk Management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The Audit Committee is assisted in its oversight role by the internal auditors.

#### ii.) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and loans and advances. The carrying amount of following financial assets represents the maximum credit exposure:

Trade receivables and loans and advances. The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer in which it operates. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Risk Management Committee has established a credit policy under which each new customer is analysed individually for creditworthiness before the Company's standard payment and delivery terms and conditions are offered. Further for domestic sales, the company segments the customers into Distributors and Others for credit monitoring. The Company maintains security deposits for sales made to its distributors. For other trade receivables, the company individually monitors the sanctioned credit limits as against the outstanding balances. Accordingly, the Company makes specific provisions against such trade receivables wherever required and monitors the same at periodic intervals. The Company monitors each loans and advances given and makes any specific provision wherever required.

The Company establishes an allowance for impairment that represents its estimate of expected losses in respect of trade receivables and loans and advances.

#### Cash and cash equivalents and other Bank balances

The Company held cash and cash equivalents and other bank balances of ₹5,149.59 lakhs as on 31 March 2024 (Previous year ₹ 2961.62 lakhs). The cash and cash equivalents are held with bank counterparties with good credit ratings.

#### Loans and Other financial assets:

The Company held loans and other financial assets of ₹221.82 lakhs as on March 31, 2024 (Previous year ₹ 168.99 lakhs). The loans and other financial assets are in nature of Loan to others, Security deposits with maturity more than twelve months and others and are fully recoverable.

#### iii) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

## Note 37 : Financial instruments - Fair values and risk management (Contd.)

is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

### Maturity profile of financial liabilities

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

31st March, 2024

Particulars	Carrying amount	Total	Less than 6 months	6-12 months	1-2 years	2-5 years	More than 5 years
<b>a) Non-Derivative Financial Liabilities</b>							
<b>Financial liabilities</b>							
Borrowings	1,205.85	1,205.85	1,205.85	-	-	-	-
Other Financial Liabilities	256.90	256.90	256.90	-	-	-	-
Trade Payables	4.65	4.65	4.65	-	-	-	-
<b>Total (a)</b>	<b>1,467.40</b>	<b>1,467.40</b>	<b>1,467.40</b>	-	-	-	-
<b>b) Derivative Financial Liabilities</b>	-	-	-	-	-	-	-
<b>Total (b)</b>	-	-	-	-	-	-	-
<b>Total (a+b)</b>	<b>1,467.40</b>	<b>1,467.40</b>	<b>1,467.40</b>	-	-	-	-

31st March, 2023

Particulars	Carrying amount	Total	Less than 6 months	6-12 months	1-2 years	2-5 years	More than 5 years
<b>a) Non-Derivative Financial Liabilities</b>							
<b>Financial liabilities</b>							
Borrowings	597.49	597.49	597.49	-	-	-	-
Other Financial Liabilities	302.34	302.34	302.34	-	-	-	-
Trade Payables	873.15	873.15	873.15	-	-	-	-
<b>Total (a)</b>	<b>1,772.98</b>	<b>1,772.98</b>	<b>1,772.98</b>	-	-	-	-
<b>b) Derivative Financial Liabilities</b>	-	-	-	-	-	-	-
<b>Total (b)</b>	-	-	-	-	-	-	-
<b>Total (a+b)</b>	<b>1,772.98</b>	<b>1,772.98</b>	<b>1,772.98</b>	-	-	-	-

### iv) Market risk

Market risk is the risk that changes in market prices - such as foreign exchange rates, interest rates and equity prices - will affect the Company's income or the value of its holdings of financial instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payables and long term debt. We are exposed to market risk primarily related to foreign exchange rate risk, interest rate risk and the market value of our investments. Thus, our exposure to market risk is a function of investing and borrowing activities and revenue generating and operating activities in foreign currency. The objective of market risk management is to avoid excessive exposure in our foreign currency revenues and costs.

### (v) Currency risk

The Company is exposed to currency risk on account of its borrowings and other payables in foreign currency. The functional currency of the Company is Indian Rupee. The Company uses forward exchange contracts to hedge its currency risk, most with a maturity of less than one year from the reporting date. Exposure to currency risk (Exposure in different currencies converted to functional currency i.e. INR)

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

## Note 37 : Financial instruments - Fair values and risk management (Contd.)

### Exposure to currency risk

The currency profile of financial assets and financial liabilities as at March 31, 2024 and March 31, 2023.

(Foreign Currency in lacs)		
31st March, 2024	USD	In ₹
<b>Financial assets</b>		
- Trade receivables (Gross)	48.05	4,006.58
- Cash and Cash Equivalent	1.64	136.74
<b>Net exposure for Assets</b>	<b>49.69</b>	<b>4,143.32</b>
<b>Financial liabilities</b>		
- Advance from Customers	0.12	9.61
- Trade Payable	0.05	4.07
- Foreign Currency Borrowings (Including Current Maturities)	-	-
<b>Net exposure for liabilities</b>	<b>0.16</b>	<b>13.68</b>
<b>Net exposure (Assets - Liabilities)</b>	<b>49.53</b>	<b>4,129.64</b>

(Foreign Currency in lacs)		
31st March, 2023	USD	In ₹
<b>Financial assets</b>		
- Trade receivables (Gross)	36.38	2,989.85
- Cash and Cash Equivalent	0.11	8.84
<b>Net exposure for Assets</b>	<b>36.49</b>	<b>2,998.69</b>
<b>Financial liabilities</b>		
- Advance from Customers	9.77	802.69
- Trade Payable	1.66	136.29
- Foreign Currency Borrowings (Including Current Maturities)	-	-
<b>Net exposure for liabilities</b>	<b>11.43</b>	<b>938.98</b>
<b>Net exposure (Assets - Liabilities)</b>	<b>25.06</b>	<b>2,059.71</b>

The following significant exchange rates have been applied during the year. -USD/INR - 83.3789

### Sensitivity analysis

A reasonably possible strengthening (weakening) of the foreign Currency against the Indian Rupee at 31st March would have affected the measurement of financial instruments denominated in foreign currencies and affected equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

Effect in INR (before tax)	Profit or loss	
	Strengthening	Weakening
(₹ in Lacs)		
<b>For the year ended 31st March, 2024</b>		
5% movement		
USD	206.48	(206.48)
	<b>206.48</b>	<b>(206.48)</b>

Effect in INR (before tax)	Profit or loss	
	Strengthening	Weakening
(₹ in Lacs)		
<b>For the year ended 31st March, 2023</b>		
5% movement		
USD	102.99	(102.99)
	<b>102.99</b>	<b>(102.99)</b>

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

## Note 37 : Financial instruments - Fair values and risk management (Contd.)

### (b) Particulars of hedged and unhedged foreign currency exposures as at the reporting date

As at 31st March 2024

Particulars	(Foreign Currency in lacs)	
	USD	INR
- Trade receivables (Gross)	48.05	4,006.58
- Cash and Cash Equivalent	1.64	136.74
Less : Foreign currency forward contracts (Sell)	-	-
<b>Unhedged Receivable</b>	<b>49.69</b>	<b>4,143.32</b>
- Advance from Customers	0.12	9.61
- Trade Payable	0.05	4.07
- Foreign Currency Borrowings (Including Current Maturities)	-	-
Less : Foreign currency forward contracts (Buy)	-	-
<b>Unhedged Payable</b>	<b>0.16</b>	<b>13.68</b>

As at 31st March 2023

Particulars	(Foreign Currency in lacs)	
	USD	INR
- Trade receivables (Gross)	36.38	2,989.85
- Cash and Cash Equivalent	0.11	8.84
Less : Foreign currency forward contracts (Sell)	-	-
<b>Unhedged Receivable</b>	<b>36.49</b>	<b>2,998.70</b>
- Advance from Customers	9.77	802.69
- Trade Payable	1.66	136.29
- Foreign Currency Borrowings (Including Current Maturities)	-	-
Less : Foreign currency forward contracts (Buy)	-	-
<b>Unhedged Payable</b>	<b>11.42</b>	<b>938.98</b>

## Note 38 : Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the Company. The Company strives to safeguard its ability to continue as a going concern so that they can maximise returns for the shareholders and benefits for other stake holders. The aim to maintain an optimal capital structure and minimise cost of capital.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may return capital to shareholders, issue new shares or adjust the dividend payment to shareholders (if permitted). Consistent with others in the industry, the Company monitors its capital using the gearing ratio which is total debt divided by total capital plus total debt.

(₹ in Lacs)

Particulars	(₹ in Lacs)	
	As at March 31, 2024	As at March 31, 2023
Total Debt	1,205.85	597.49
Total Equity	30,128.54	16,712.34
<b>Total debt to equity ratio (Gearing ratio)</b>	<b>0.040</b>	<b>0.035</b>

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

## Note 39 a: Corporate Social Responsibility

As required by Section 135 of Companies Act, 2013 and rules therein, a corporate social responsibility committee has been formed by the Company. The Company has spent the following amount during the year towards corporate social responsibility (CSR) for activities listed under schedule VII of the Companies Act, 2013.

Particulars	₹ in Lacs	
	2023-24	2022-23
Amount required to be spent by the company during the year.	74.37	80.83
Amount of expenditure incurred	74.37	41.40
Total Amount transferred to Unspent CSR Account	-	39.61
Total of previous years' shortfall	-	-
Reason for above shortfalls	NA	NA
Nature of CSR activities	Promoting Education & Healthcare	Promoting Education & Healthcare
Details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per Ind AS 24, Related Party Disclosures	NA	NA
Where a provision is made with respect to a liability incurred by entering into contractual obligation, the movements in the provision during the year	NA	NA

## Note 39 b: Disclosure for Specific Ratio

S. No.	Particulars	Formula	Numerator	Denominator	For the year ended	For the year ended	Variance	Reason for Variation
					March 31, 2024	March 31, 2023		
1	Current Ratio	Current Assets / Current Liabilities	Current Assets	Current Liabilities	15.39	7.58	103.13	Due to increase in short term Investments, Cash & Cash Equivalents & Trade Receivables as compared to the previous year.
2	Debt equity Ratio	Debt / Equity	Debts = Borrowings	Equity = Equity share capital+Other Equity	0.04	0.04	0.12	NA
3	Trade payable turnover Ratio	Net Credit Purchases / Average Trade Payables	Net credit purchases =Purchase of raw material and packing material +Purchase of traded goods	Average Trade Payables	11.23	5.72	96.26	Due to implemented more efficient payment processes, leading to quicker settlements of accounts payable.
4	Trade Receivables Turnover Ratio (in Times)	Gross Revenue from Operations / Average Trade Receivables	Gross Revenue from operations	Average Trade Receivables	4.55	6.06	-24.94	NA
5	Inventory Turnover Ratio (in Times)	Sale of Products / Average Inventory	Gross Revenue from operations	Average Inventory	9.64	8.42	14.56	NA
6	Net capital turnover Ratio	Revenue / Working Capital	Revenue = Revenue from operations	Working Capital = Current assets -Current Liabilities	0.70	1.20	-41.83	Increase in Capital employed Due to fresh issue of warrants.
7	Debt Service coverage ratio	Net Operating Income / Debt Service	Net Operating Income = Profit before tax for the year + Finance costs	Debt service= Finance costs	30.05	54.69	-45.06	Due to increase in short term borrowings.
8	Net Profit Ratio	Net Profit / Net Sales	Net Profit = Profit for the year	Net Sales = Revenue from operations	23.29	19.82	17.52	NA
9	Return on Equity Ratio	Total comprehensive income / Shareholder's Equity	Total comprehensive income for the year	Shareholders Equity=Total Equity	13.069	18.824	-30.57	Due to Increase in Shareholders equity due to fresh issue of warrants.
10	Return on capital employed	EBIT / Capital Employed	EBIT= Profit before tax + Finance costs	Capital Employed = Total assets -current liabilities	17.96	25.56	-29.74	Due to Increase in Shareholders equity due to fresh issue of warrants.

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

## Note No. 40

### Employees Stock Option Plan (ESOP):

During the Financial year 2022-23, the company pursuant to approval by the shareholders in the Annual General Meeting, has authorized the Board to introduce, offer, issue, and provide share-based incentives to eligible employees of the Company, its subsidiary and holding/parent company under the Cupid Limited - Employee Stock Option Scheme (ESOS)-2022 at a price of ₹ 140/- to eligible employees.

#### Details of the Option granted during the year under stock option scheme are as under:

Schemes	Grant Date	No. of Options Granted	Exercise Price in (₹)	Vesting Period*
Cupid Limited Employee Stock Option Scheme 2022	January 23, 2024	48,000	140/-	24.01.2024 - 23.01.2025
			140/-	24.01.2024 - 23.01.2026

\* Each option entitles the holder to exercise the right to apply for and seek allotment of one equity share of ₹ 10/- each. The options shall vest in Two instalments of 50% and 50% within the 2nd year and within the 3rd year from the date of grant respectively and can be exercised within five years from vesting of options (Subject to adjustment of corporate action of Split/ sub division of Shares & Bonus issue of shares).

#### The particulars of the options granted, lapsed and cancelled under aforementioned schemes are as follows:

(₹ in Lacs)

Particulars	Nos of Options	
	2023-24	2022-23
Options outstanding as at the beginning of the year	2,09,500	-
Options granted during the year	48,000	2,09,500
Options exercised during the year	79,749	-
Options lapsed / forfeited / cancelled during the year	1,23,500	-
<b>Options outstanding as at the year-end</b>	<b>54,251</b>	<b>2,09,500</b>
Options exercisable as at the year-end	6,251	-

The fair value of each option is estimated on the date of grant using Black and Scholes option pricing model. The inputs to the model include the share price at date of grant, exercise price, expected volatility, expected dividends, expected term and the risk free rate of interest. The company recorded an employee compensation cost of ₹ 136.64 lacs (Previous Year 81.39 lacs) in the Statement of Profit and Loss.

## Note 41 : Regulatory Disclosures

- The Company has not been declared as wilful defaulter by any bank or financial institution or any other lender
- The Company does not have any charges, which is yet to be registered with Registrar of Companies, beyond the statutory period prescribed under the Companies Act, 2013 and the rules made thereunder. The Company has charge which is yet to be satisfied with the Registrar of Companies beyond the statutory period prescribed under Companies Act, 2013, the Company has taken no due certificate from the bank and process of satisfaction of charges with ROC is under process.
- The Company has not entered into any transaction which has not been recorded in the books of account, that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- The Company has not traded or invested in crypto currency or virtual currency during the year.
- The Company does not have any Benami property and further, no proceedings have been initiated or are pending against the Company, in this regard.
- The Company has not entered into any transactions with struck off companies, as defined under the Companies Act, 2013 and rules made thereunder.
- The statements in respect of the working capital limits filed by the Company with such banks or financial institutions are in agreement with the books of accounts of the Company for the respective periods.

# Accompanying Notes to the Financial Statements

for the year ended 31st March 2024

## Note 41 : Regulatory Disclosures (Contd.)

- h) The Company has not advanced or loaned or invested funds to any other person(s) or entity(is), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
- (i) 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
  - (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- (i) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
- (i) 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
  - (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

## Note 41 : Additional Disclosures

- i) There were some communications between Mr. Garg and Vikas Lifecare Limited with regard to sale and purchase of shares of Cupid Limited in May, 2022. However, both the parties were not arrived at any enforceable legal agreement and Vikas Lifecare Limited made Cupid Limited as party to the legal suit along with other various parties. The Magistrate court has passed the order and the respondents have been in the process to file appeal against the Alwar District Court order.

In this regard, company is taking an appropriate legal action before the judiciary.

The accompanying notes form an integral part of the financial statements

As per our report of even date attached

### Chaturvedi Sohan & Co

Chartered Accountants

Firm Registration No : 118424W

### Vivekanand Chaturvedi

Partner

Membership No. 106403

Place: Mumbai

Date : 8th April, 2024

### For and on behalf of the Board

#### Mr. Kuldeep Halwasiya

Chairman

DIN No. : 00284972

Place : Mumbai

#### Narendra M. Joshi

Chief Financial Officer

Place : Nashik

#### Mr. Aditya Kumar Halwasiya

Managing Director

DIN No. : 08200117

Place : Kolkata

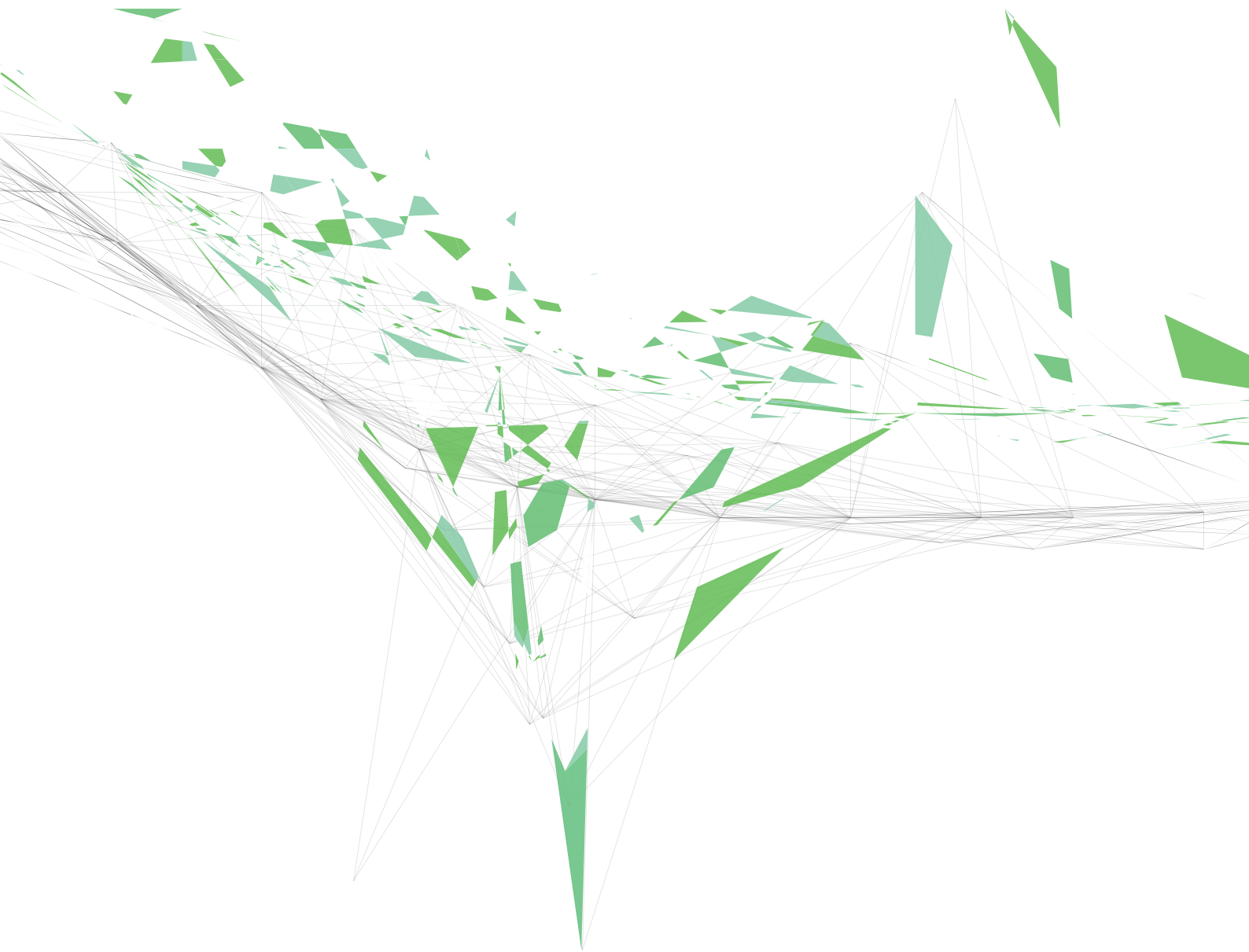
#### Saurabh V. Karmase

Company Secretary

Place : Mumbai



To Help  
the world  
Play safe





# Cupid Limited

Factory Address : A-68, M.I.D.C. (Malegaon), Sinnar, Nashik  
- 422 113, Maharashtra, India.

Tel. : +91-2551-230280 / 230772

E-mail : [cs@cupidlimited.com](mailto:cs@cupidlimited.com)

Website : [www.cupidlimited.com](http://www.cupidlimited.com)