

# AIROLAM<sup>®</sup>

Annual Report  
2022-2023



# Table of Content

001...About Airolam
002...Corporate information
003...Our Brands
005...The Airolam One Stop Solution
008...Our Principles
009...Financial Highlights
011...Value that drive Airolam
012...Message from the Managing Director
014...Global Footprints
015...Notice of 16th Annual General Meeting
017...Notes to Notice
022...Procedure and Instructions for the E-Voting
028...Directors' Report
047...Secretarial Audit Report
054...Management Discussion and Analysis
063...Corporate Governance Report
077...Standalone Financial Statements
126...Consolidated Financial Statements
174...Proxy Form
176...Attendance Slip

# ELEVATING VISIONS, CRAFTING DREAMS: AIRO LAM'S PLYWOOD EXCELLENCE

## About Airolam

Airolam strength comes from its product offerings, efficiencies in manufacturing, distribution network, quality consistency, brand equity and above all from its young and motivated team of professionals.

Airolam is one of India's most popular and successful manufacturers, which started its journey by manufacturing high-quality decorative laminate sheets for residential and commercial applications. Today, Airolam is the leading brands of the Indian laminate industry.

Since its inception, Airolam is committed to utilizing its efficient resources & manpower to improve consistency & quality of its products. Airolam's world-class manufacturing unit is situated in Gujarat, which manufactures products that follow rigid international quality standards like NEMA (USA) and BS1406 (UK). For its superior design, quality, systems & environmental commitment, Airolam has been awarded ISO 9001, ISO 14001, Green Label, Green Guard & FSC certifications.



# Corporate Information

**Corporate Identity Number:** L20211GJ2007PLC052019

**Website:** [www.airolam.com](http://www.airolam.com)

**Listed at:** Emerge Platform of NSE Limited

**Demat ISIN:** INE801L01010

**Registered Office:** Survey No. 355, Nananpur Road, N.H. No. 8, Village- Dalpur, Prantij, Himatnagar 383120, Gujarat, India.

**Board of Directors:**

Mr. Pravinkumar Nathalal Patel	- Chairman & MD
Mr. Sureshkumar H. Patel	- Whole Time Director
Mr. Hardikkumar P. Patel	- Non-Executive Director
Mrs. Mamta P. Patel	- Independent Director
Mr. Manibhai K. Patel	- Independent Director
Mr. Mehulkumar J. Patel	- Independent Director

**Chief Financial Officer:** Ms. Keya Mahendrabhai Patel

**Company Secretary & Compliance Officer:** Mr. Chintan Kamleshbhai Mehuriya

**Statutory Auditors:** M/s. Piyush J. Shah & Co.  
Chartered Accountants  
404, Shikhar Complex,  
Nr. Vadilal House, Mithakhali Cross Roads,  
Navrangpura, Ahmedabad – 380009.

**Registrar & Transfer Agent:** Link In Time India Private Limited  
247, Lal Bahadur Shastri Marg  
Surya Nagar, Gandhi Nagar  
Vikhroli West, Mumbai, Maharashtra 400083.

**Bankers:** Axis Bank Limited, Himatnagar Branch.



**AS ONE OF INDIA'S FAST-GROWING LAMINATE COMPANIES, WE ARE SETTING INDUSTRY BENCHMARKS ACROSS EVERY FACET OF OUR BUSINESS SINCE INCEPTION. IN TERMS OF MANUFACTURING SCALE, GLOBAL PRESENCE, DESIGN EXCELLENCE, QUALITY STANDARDS AND IMPLEMENTATION OF ADVANCED TECHNOLOGY, WE ARE GAINING MOMENTUM.**

# OUR BRANDS



# The Airolam One - Stop Solution



LAMINATE



PLYWOOD



PANEL



EXTERIOR WALL CLADDING

"Broadbased product portfolio,  
resulting in one-stop solutions"

# High Pressure Laminate



# Anti-Fingerprint Laminate



# Plywood

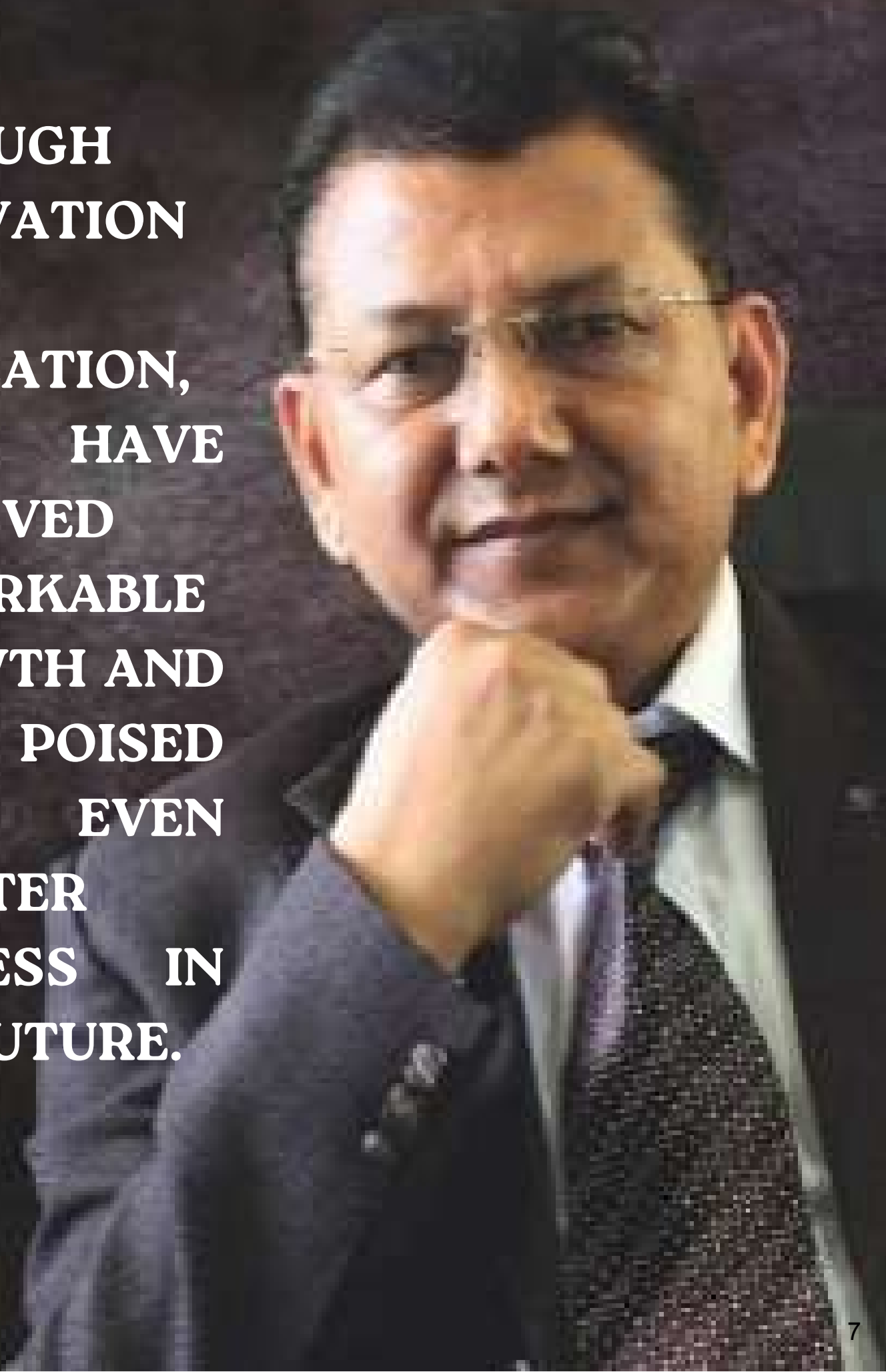


# Airo Door





**THROUGH  
INNOVATION  
AND  
DEDICATION,  
WE HAVE  
ACHIEVED  
REMARKABLE  
GROWTH AND  
ARE POISED  
FOR EVEN  
GREATER  
SUCCESS IN  
THE FUTURE.**



# OUR PRINCIPLES



## Ownership

This is our Company and we accept personal responsibility and accountability to meet business needs.

## Team Work

We work together on the principle of mutual trust and transparency in a boundary-less organization.

## Passion for Winning

We are determined to be the best at doing what matters the most.

## Innovation

Continuous innovation in products and processes are the basis of our

## People Development

People are our most important asset. We add value through result-driven training, while encouraging and rewarding excellence.

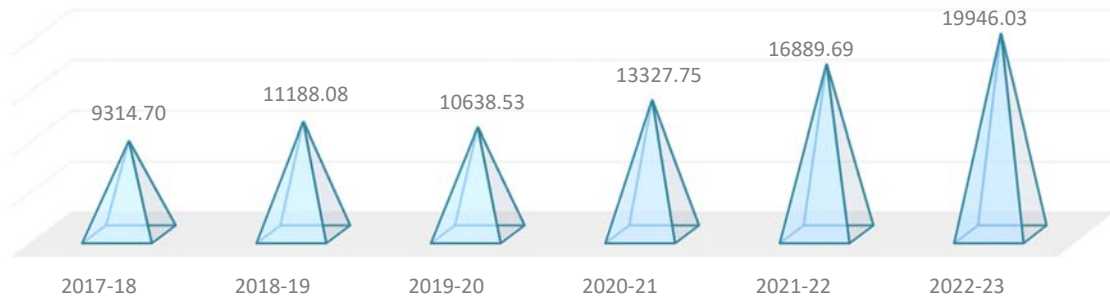
## Integrity

We are committed to the achievement of business success with integrity. We are honest with consumers, with business partners

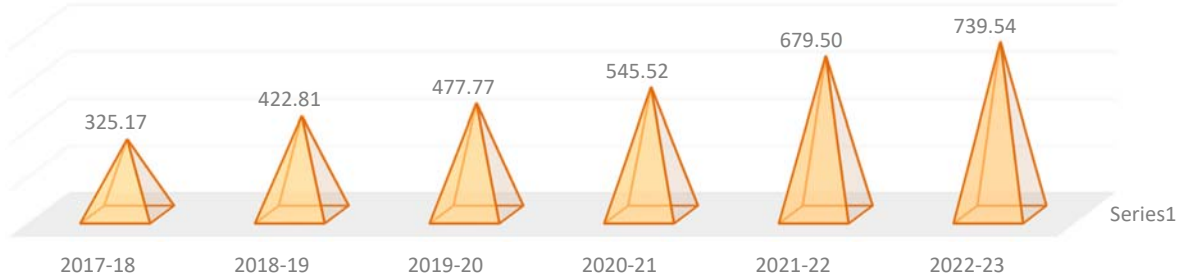
# Snapshot, F.Y 2022-23

(Amount in Lakhs)

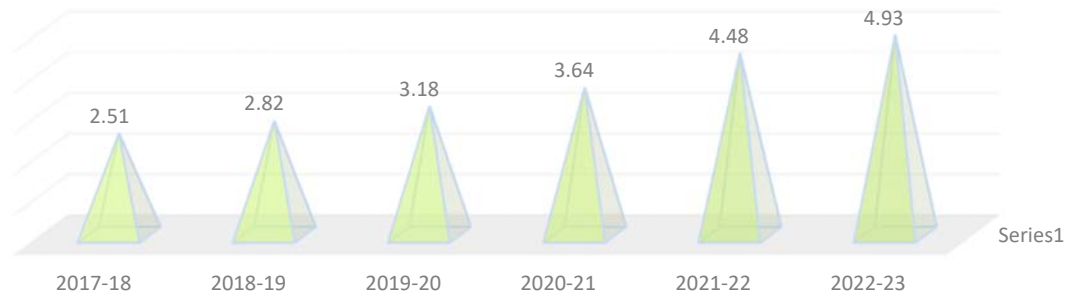
## Revenue



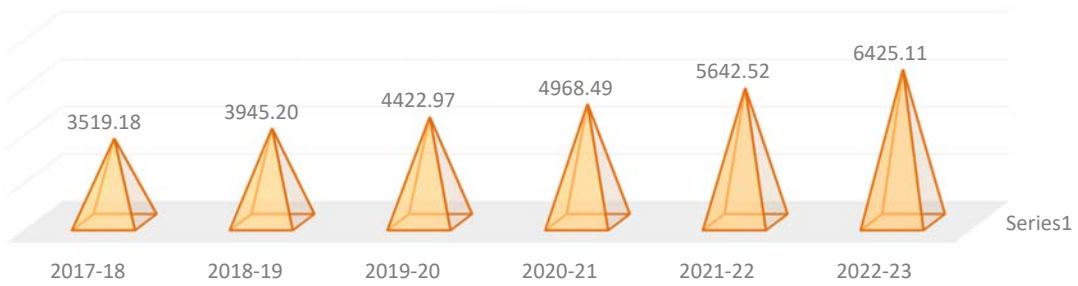
## PAT



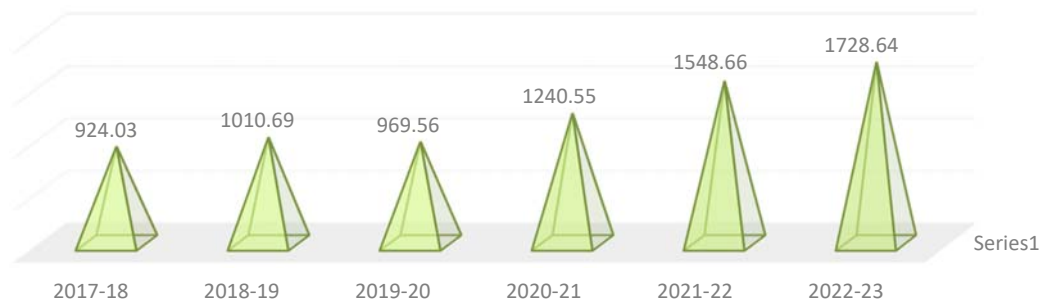
## EPS



## Net Worth



## EBITDA



# Values that drive Airolam...

**Trust :** *Our dealings as an organisation with the environment including individual employees, vendors, business partners, investors, customers and society at large would be in a premise of good faith. We would trust others and strive to earn the trust of others. We would thereby not deal with anybody who breaches our trust or the trust placed on us by our environment. We empower our employees by placing trust in them to take decisions in the best interest of the organisation and as per promulgated norms.*

---

**Performance:** *Performance is valued as the core ingredient for sustainability and would therefore be the underlying metric for selecting people, products or processes for the organisation. Other values would be additional to performance. Performance would mean delivering on commitment in every parameter. It would also entail effort and a continuing endeavour to improve the status quo in order to achieve excellence.*


---

**Speed and Agility:** *We value decisions being made without undue procrastination and being implemented within the shortest possible time because we value this as a source of competitive advantage. Individuals will therefore be held accountable wherever any delays are attributable to them either in the decision making or implementation process. Similarly we shall respond to the market proactively rather than reacting when situation reaches a point where inaction becomes unaffordable.*

---

**Learning:** *Our organisation facilitates the learning of our employees and continuously transforms itself. We also support formal learning through structured programs to empower people outperforming their individual potential.*

---



Message From The

## CHAIRMAN'S DESK

### Dear Shareholders,

*A warm welcome to each of you at our Annual General Meeting for the fiscal year 2022-2023. It is with immense pleasure and pride that I stand before you today as the Chairman of Airo Lam Limited, a company that has continually strived for excellence and innovation in the realm of plywood manufacturing.*

*The year gone by has been one of remarkable challenges and opportunities. We faced uncertainties in global markets, witnessed shifts in consumer preferences, and navigated supply chain disruptions. However, our resilience and determination have not only helped us weather these storms but also allowed us to thrive in the face of adversity.*

*I am thrilled to share that our company's growth trajectory remained steadfast during this period. We expanded our product offerings, embracing cutting-edge technologies that have not only improved our manufacturing processes but also enhanced the quality of our products. This commitment to innovation has solidified our position as pioneers in the plywood industry.*

*Our global footprints have widened significantly, with successful market entries and strategic partnerships that have propelled us into new territories. This expansion has not only strengthened our presence but has also diversified our revenue streams, mitigating risks associated with regional economic fluctuations.*

*Our commitment to sustainability has remained resolute. We have actively embraced eco-friendly practices throughout our operations, ensuring that our growth is harmoniously balanced with our responsibility towards the environment. The accolades and certifications we've received for our sustainable practices stand as a testament to our dedication in this arena.*

*None of our achievements would have been possible without the unwavering dedication of our talented team. I would like to extend my deepest gratitude to each member of the Airo Lam family. Your hard work, creativity, and determination continue to be the driving force behind our success.*

*As we look ahead, the path is promising. We are entering the coming year with a clear vision and a strategic roadmap that will guide us towards even greater accomplishments. Our commitment to quality, innovation, and sustainability will remain the pillars upon which we build our future.*

*In conclusion, I am immensely proud of what we have achieved during the fiscal year 2022-2023. Our journey is marked by milestones, and our resilience in the face of challenges sets us apart. Let us move forward with renewed energy, embracing the opportunities that lie ahead.*

*Thank you for your unwavering support, and here's to another year of growth, innovation, and success for Airo Lam Limited.*

*With Best Wishes,  
Mr. Pravin Patel  
Managing Director*

## ***Global Footprints...***

The true stature of a brand is enhanced by its presence in different corners of the world. Airolam and its brands are constantly striving to expand their reach in the market, not only domestically but also internationally.

Airolam's progress has not been restricted to India, as it has spread its roots to different parts of the globe. We have created an extensive and far-reaching dealer network that make sure timely delivery to the various countries it caters to. The dealer network has been streamlined to deliver Airolam's exquisite products in a very safe manner, without damaging its integrity or beauty.

At present this dealer network has allowed Airolam to penetrate the markets of 16+ countries such as Singapore, Malaysia, U.S.A., U.K., Kuwait, Bangladesh, Saudi Arabia, Sri Lanka, Thailand, Qatar, U.A.E., Syria, Iran, Egypt, Nepal & Vietnam.



# NOTICE

## 16TH ANNUAL GENERAL MEETING

Notice is hereby given that the Sixteenth Annual General Meeting of the Members of M/s. Airo Lam Limited will be held at registered office of the Company at Survey No. 355, Nananpur Road, N.H. No. 8, Village- Dalpur, Ta. Prantij, Gujarat-383120, India, on Friday, 29<sup>th</sup> day of September, 2023 at 03:00 p.m. to transact the following business:

---

### **ORDINARY BUSINESS:**

#### **1. Adoption of Accounts:**

To Consider and adopt the Audited Standalone and Consolidated Financial Statements of the company for the Financial Year ended on 31<sup>st</sup> March, 2023 and the Reports of Board of Directors and the Auditors' thereon and in this regard to pass with or without modification the following resolution as **Ordinary Resolution:**

**"RESOLVED THAT** the Audited Standalone and Consolidated Financial Statements of the company for the financial year ended 31<sup>st</sup> March, 2023 and the reports of the board of directors and auditors' thereon laid before this meeting, be and are hereby considered and adopted."

#### **2. Appointment of Mr. Hardikkumar Prafulbhai Patel (DIN: 08282838) who is liable to retires by rotation:**

To take note of Director retire by rotation, and in this regard to pass with or without modification the following resolution as **Ordinary Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, Mr. Hardikkumar Prafulbhai Patel (DIN: 08282838), who is liable to retires by rotation at this meeting and being eligible for re-appointment has offered himself for re-

appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

**Place: Prantij**  
**Date: 01.09.2023**

**By Order of Board of Directors**  
**For, Airo Lam Limited**  
**CIN: L20211GJ2007PLC052019**

**Registered office:**  
Survey No. 355, Nananpur Road,  
N.H. No. 8, Dalpur, Prantij - 383120,  
Gujarat, India.

<b>Sd/-</b>	<b>Sd/-</b>
<b>Pravinbhai N. Patel</b>	<b>Sureshbhai H. Patel</b>
<b>Chairman &amp; MD</b>	<b>Whole-Time Director</b>
<b>DIN: 01840244</b>	<b>DIN: 02223842</b>

**NOTES:**

1. The Register of members and Share Transfer Books of the Company will remain closed from Saturday, 23<sup>rd</sup> September, 2023 to Friday, 29<sup>th</sup> September, 2023 (both days inclusive) for annual closing.
2. **IN TERMS OF SECTION 105 OF THE COMPANIES ACT, 2013 A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND, ON A POLL, VOTE INSTEAD OF HIMSELF, SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as proxy on behalf of members not exceeding 50 [fifty] and holding in aggregate not more than ten (10) per cent of the total share capital of the Company. In case proxies proposed to be appointed by a Member holding more than ten (10) percent of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any such other person or shareholder.
3. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the meeting.
4. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed, and signed and stamped, not less than 48 hours before the commencement of the meeting. A Proxy Form is sent herewith. Proxies submitted on behalf of the companies, societies etc. must be supported by an appropriate resolution/authority, as applicable.
5. Members / proxies / authorized representatives should bring the duly filled Attendance Slip enclosed herewith to attend the meeting.
6. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.

7. The Company is concerned about the environment and utilizes natural resources in a sustainable way. We request you to update your email address with your Depository Participant to enable us to send you the financials and other communications electronically.
8. In compliance with Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Amendment, Rules 2015, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided a facility to the members to exercise their votes electronically through the electronic voting service facility arranged by "Link In-Time (India) Pvt. Ltd.". The facility for voting through ballot paper will also be made available at the AGM and members attending the AGM, who have not already cast their votes by remote e-voting shall be able to exercise their right at the AGM through ballot paper. Members who have cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their votes again. The instructions for e-voting are annexed to the Notice.
9. Members' voting rights shall be in proportion to his/her share of paid up equity share capital of the Company.
10. In case of joint holders attending the meeting together, only whose name appearing first will be entitled to vote.
11. This notice is being sent to all the members at their registered e-mail IDs, whose names appear in the Register of Members / list of Beneficial Owners as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) on 25<sup>th</sup> August, 2023. The Notice is also posted on the website of the Company i.e. [www.airolam.com](http://www.airolam.com).
12. Members desirous of asking any questions at the Annual General Meeting are requested to send in their questions so as to reach the Company registered office at least 5 days before the Annual General Meeting so that the same can be suitably replied to.
13. Members who have registered their e-mail id for the receipt of documents in electronic mode are being sent AGM Notice by e-mail. Members who have received AGM Notice by e-mail and wish to vote physically can do the same by remaining present in the meeting.

14. The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form are required to submit their PAN details to the Registrar and Share Transfer Agents, Link In-time India Private Limited. 247, Lal Bahadur Shastri Marg, Surya Nagar, Gandhi Nagar, Vikhroli West, Mumbai, Maharashtra 400083.
15. In terms of Section 152 of the Companies Act, 2013, Mr. Hardikkumar Prafulbhai Patel (DIN: 08282838), Director of the Company, liable to retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. The Board of Directors of the Company recommends his re-appointment.
16. The members who did not exercise their vote by E-Voting shall have an option to cast their vote on poll that will be conducted at the AGM Venue. Further there shall not be any voting through Show of Hands.
17. The Company has appointed M/s. Ashish Sheth & Associates, Chartered Accountants (FRN: 146184W) to act as the Scrutinizer for conducting the electronic voting process in a fair and transparent manner.
18. The Scrutinizer shall, immediately after the conclusion of the e-voting period, unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make, not later than three (3) days of conclusion of the meeting, a consolidated Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company, who shall counter-sign the same.
19. The results shall be declared at or after the Annual General Meeting of the Company. The results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.airolam.com](http://www.airolam.com) and on the website of Link In-Time India Private Limited immediately after the result is declared by the Chairman and communicated to National Stock Exchange of India Limited.
20. Electronic copy of the Notice of the 16<sup>th</sup> Annual General Meeting of the Company, inter alia, indicating the process of e-voting along as stated herein with Attendance Slip and Proxy Form is being sent to all the Members whose email IDs are registered with the

Company/DP(s) for communication purposes unless any member has requested for a physical copy of the same.

21. Members may also note that the Notice of the 16<sup>th</sup> Annual General Meeting and the Annual Report for F.Y. 2022-23 will also be available on the Company's website [www.airolam.com](http://www.airolam.com). The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Prantij, Sabarkantha, for inspection during normal business hours on working days. For any communication related to this AGM or otherwise, the Members may also send requests to the Company's investor email: [investor@airolam.com](mailto:investor@airolam.com).
22. SEBI has mandated the submission of Permanent Account number (PAN) by every participant in the securities market. Members are therefore requested to submit their PAN details to their Depository Participants.

**Place: Prantij**  
**Date: 01.09.2023**

**By Order of Board of Directors**  
**For, Airo Lam Limited**  
**CIN: L20211GJ2007PLC052019**

**Registered office:**  
Survey No. 355, Nananpur Road,  
N.H. No. 8, Dalpur, Prantij - 383120,  
Gujarat, India.

**Sd/-**  
**Pravinbhai N. Patel**  
**Chairman & MD**  
**DIN: 01840244**

**Sd/-**  
**Sureshbhai H. Patel**  
**Whole-Time Director**  
**DIN: 02223842**

ANNEXURE TO NOTICE

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

(Pursuant To Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

<b>Name of the Director</b>	Mr. Hardikbhai Prafulbhai Patel
<b>Director Identification Number</b>	08282838
<b>Date of Birth</b>	21 <sup>st</sup> December, 1994
<b>Date of Joining the Board</b>	22 <sup>nd</sup> November, 2018
<b>Qualification</b>	Master of Business Administration
<b>Nature of expertise in specific functional areas</b>	Having an experience in Marketing field
<b>Terms &amp; Conditions of Appointment</b>	Appointed as Non-Executive Director of the Company liable to retire by rotation.
<b>Remuneration Paid</b>	He has been paid remuneration of Rs. 7,20,000/-.
<b>Designation</b>	Director
<b>No. of Shares held in the Company as on 31<sup>st</sup> March, 2023</b>	7564
<b>Name of listed entities in which the person also holds the directorship</b>	NIL
<b>Chairman/Member of the Committees of other listed entities as on 31<sup>st</sup> March, 2023</b>	NIL
<b>Disclosure of relationship between Director inter-se and with Manager, Promoter and KMP of the Company</b>	Not Applicable
<b>Chairman/ Director of other Company as on 31<sup>st</sup> March, 2023</b>	NIL
<b>No. of Board Meetings attended during the year</b>	14

## **INSTRUCTION / PROCEDURE FOR THE E-VOTING:**

- I. Pursuant to the provisions of Section 108 and 110 of the Act and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 the Company is pleased to provide e-voting facility to all its members to enable them to cast their vote electronically.
  
- II. The e-voting period commences on Saturday, 26<sup>th</sup> Tuesday, 2023 [9.00 a.m. onwards] and ends on Thursday, 28<sup>th</sup> September, 2023 [Till 5.00 p.m.]. During this period Members' of the Company, holding shares either in physical form or in dematerialized form, as on Tuesday, 22<sup>nd</sup> September, 2023, may cast their vote by e-voting. The e-voting module shall be disabled by LIPL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

### **Remote e-Voting Instructions for shareholders:**

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

1. Individual Shareholders holding securities in demat mode with NSDL
  1. Existing IDeAS user can visit the e-Services website of NSDL viz... <https://eservices.nsd.com> either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period.



2. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsd.com> Select "Register Online for IDeAS Portal" or click at <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>
3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://eservices.nsd.com> either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

2. Individual Shareholders holding securities in demat mode with CDSL

1. Existing users who have opted for Easi / Easiest, can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <https://web.cdslindia.com/myeasi/home/login> or [www.cdslindia.com](http://www.cdslindia.com) and click on New System Myeasi.
2. After successful login of Easi/Easiest the user will be able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
3. If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>.
4. Alternatively, the user can directly access e-Voting page by providing demat account number and PAN No. from a link in [www.cdslindia.com](http://www.cdslindia.com) home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

3. 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. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to “InstaVote” website for casting your vote during the remote e-Voting period.

**Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:**

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
2. Click on “**Sign Up**” under ‘**SHARE HOLDER**’ tab and register with your following details: -

**A. User ID:**

Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

**B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

**C. DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

**D. Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

\*Shareholders holding shares in **physical form** but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above

\*Shareholders holding shares in **NSDL form**, shall provide 'D' above

▶ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter).

▶ Click "confirm" (Your password is now generated).

3. Click on 'Login' under '**SHARE HOLDER**' tab.
4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on '**Submit**'.

### **Cast your vote electronically:**

1. After successful login, you will be able to see the notification for e-voting. Select '**View**' icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option '**Favour / Against**' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).
4. After selecting the desired option i.e. Favour / Against, click on '**Submit**'. A confirmation box will be displayed. If you wish to confirm your vote, click on '**Yes**', else to change your vote, click on 'No' and accordingly modify your vote.

### **Guidelines for Institutional shareholders:**

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as '**Custodian / Mutual Fund / Corporate Body**'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the '**Custodian / Mutual Fund / Corporate Body**' login for the Scrutinizer to verify the same.

**Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:**

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: - Tel: 022 – 4918 6000.

**Helpdesk for Individual Shareholders holding securities in demat mode:**

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

<b>Login type</b>	<b>Helpdesk details</b>
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
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 022-23058738 or 22- 23058542-43.

**Individual Shareholders holding securities in Physical mode has forgotten the password:**

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- Click on ‘Login’ under ‘SHARE HOLDER’ tab and further Click ‘forgot password?’
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter.

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company.

**Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:**

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

**Place: Prantij**  
**Date: 01.09.2023**

**By Order of Board of Directors**  
**For, Airo Lam Limited**  
**CIN: L20211GJ2007PLC052019**

**Registered office:**  
Survey No. 355, Nananpur Road,  
N.H. No. 8, Dalpur, Prantij - 383120,  
Gujarat, India.

<b>Sd/-</b>	<b>Sd/-</b>
<b>Pravinbhai N. Patel</b>	<b>Sureshbhai H. Patel</b>
<b>Chairman &amp; MD</b>	<b>Whole-Time Director</b>
<b>DIN: 01840244</b>	<b>DIN: 02223842</b>

## DIRECTORS' REPORT

To,  
The Members,  
Airo Lam Limited,

The Board of directors of your Company is pleased in presenting the Sixteenth (16<sup>th</sup>) Annual Report of your Company together with the Audited Financial Statements for the period ended 31<sup>st</sup> March, 2023.

### FINANCIAL RESULTS:-

(Amount in Lakhs)

Particulars	Standalone		Consolidated	
	FY 2022-23	FY 2021-22	FY 2022-23	FY 2021- 22
Income from operations	19,946.02	16,889.69	19,946.03	16,889.69
Other Income	70.06	55.60	70.06	55.60
Total	20,016.08	16,945.29	20,016.09	16,945.30
Profit before depreciation, taxation & Extraordinary Items	1,258.94	1,215.96	1,258.94	1192.18
Less: Depreciation & amortization	331.92	304.67	331.92	304.67
Less: Provision for Tax	178.40	156.93	178.40	156.93
Less: Deferred Tax	9.08	81.86	9.08	81.86
Less: Prior period Tax	-	-	-	-

adjustment				
Profit/(Loss) After Tax	739.54	672.50	739.54	648.72
Add: Balance brought forward from previous year	2,871.72	2,199.22	2,847.94	2,199.22
Surplus available for appropriation	3,611.26	2,871.72	3,587.48	2,847.94
<b><u>Appropriations:</u></b>				
General Reserves	Nil	Nil	Nil	Nil
Less: Proposed Dividend	Nil	Nil	Nil	Nil
Less: Tax on Dividend	Nil	Nil	Nil	Nil
Accelerated depreciation on fixed asset	Nil	Nil	Nil	Nil
Securities Premium	1,269.07	1,269.07	1,269.07	1,269.07
Balance Carried to Balance Sheet	4924.91	4142.32	4,901.13	4,118.54

### **Result of operations and the state of Company's affairs**

Your Company took several initiatives during the last financial year that helped in achieving and consolidating growth in production and sales volumes. Your company tried to increase the sales in the product being manufactured and marketed in-house.

During the year under review, your Company posted a stable performance with revenue of Rs. 19,946.02 Lakhs as against Rs. 16,889.69 Lakhs in the previous year. Profit for the year 2022-2023 was Rs. 739.54 Lakhs as against Rs. 672.50 Lakhs in the previous year.

As per the consolidated financial statements, the revenue and profit for the year 2022-2023 were Rs. 19,946.03 Lakhs and Rs. 16,889,69 Lakhs respectively as against Rs. 739.54 Lakhs and Rs. 648.72 Lakhs in the previous year.

### **RESERVES and SURPLUS**

The Company has incurred profit of Rs. 739.54 Lakhs for the current financial year and the same is proposed to be transferred to Reserve and Surplus.

#### DIVIDEND:-

Your Directors do not recommend any dividends so as to conserve the resources of the company for future needs, for the year 2022-23.

#### CHANGE IN NATURE OF BUSINESS:-

No change in the nature of Business of the Company during the period under review.

#### DEPOSITS:-

During the year under review, the Company has not accepted/ renewed deposit from public/ shareholders as per the applicable provisions of the new Companies Act, 2013 and Companies (acceptance of Deposits) Rules, 2014. There is no overdue deposit as on 31<sup>st</sup> March, 2023.

#### SUBSIDIARY, JOINT VENTURE (JV) AND ASSOCIATE COMPANIES:-

The Company has following Associate Company:

Sr. No	Name of the Subsidiary/JV/Associate	Nature	Business
1	Airolam Asia Pacific Co. Ltd	Associate	Trading of plywood and veneer sheets

Further, a statement containing salient features of the financial statements of our associate company in the prescribed format AOC-1 is appended as “Annexure-A” to the Board’s Report. The statement also provides the details of performances, financial position of our associate concern.

The Company does not have any Joint Venture & Subsidiary Companies.



## **CORPORATE GOVERNANCE:-**

A separate report on Corporate Governance Compliance as stipulated in Regulation 34 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") forms part of the Director's Report.

## **AUDIT COMMITTEE:-**

The Company has in place an Audit Committee in terms of requirements of the Act read with rules framed thereunder and Listing Regulations. The details relating to the Audit Committee are given in the Corporate Governance Report forming part of this report. The recommendations of Audit Committee were duly accepted by the Board of Directors.

## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT:-**

As per Listing Regulations, the Management Discussion and Analysis, is appended to this report.

## **DIRECTORS AND KEY MANAGERIAL PERSONNEL:-**

### **1. Resignation / Cessation**

During the year under review, there are no change in the Directors, However, Ms. Ruchi Biren Shah a Company Secretary and Compliance Officer has been resigned from the Company on 29.12.2022.

### **2. Appointments**

During the year under review, none of the Directors or KMPs was appointed. However, Mr. Chintan Kamleshbhai Mehuriya was appointed as a Company Secretary and Compliance Officer w.e.f - 23.05.2023.

### **3. Retirement by Rotation**

At the ensuing Annual General Meeting Mr. Hardikkumar Prafulbhai Patel who retires by rotation and being eligible offers themselves for re-appointment.

There being no other changes in Directorship or KMPs of the Company during the year under review.

The details of Directors seeking appointment, re-appointment at the ensuing Annual General Meeting has been provided in the Notice of the Annual General Meeting, forming part of the Annual Report.

#### **DIRECTOR'S RESPONSIBILITY STATEMENT:-**

Pursuant to the requirement of Section 134 (5) of the Companies Act, 2013 ("Act"), and based on the representations received from the operating management, the Directors hereby confirm:

- that in the preparation of Annual Accounts, the applicable Accounting Standards had been followed and that no material departures have been made from the same.
- that they had selected such Accounting Policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the Financial Year and of the profit or loss of the Company for that period.
- that they had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- that they had prepared the Annual Accounts on a going concern basis.
- that the Company had adequate internal systems and controls in place to ensure compliance of laws applicable to the Company.
- that the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### **DECLARATION BY INDEPENDENT DIRECTORS:-**

All the Independent Directors have given declaration to the Company stating their independence pursuant to Section 149(6) of the Companies Act, 2013 and there has been no change in the circumstances which may affect their status as independent director during the year.

### **BOARD MEETINGS:-**

During the year, Fourteen Board Meetings, as follows were convened and held with requisite quorum. The details of the Board Meetings and the attendance of the Directors are provided in the Corporate Governance Report attached hereto which forms part of this Report.

18.04.2022	18.06.2022	12.08.2022	14.11.2022	22.02.2023
10.05.2022	27.07.2022	01.09.2022	29.12.2022	09.03.2023
30.05.2022	08.08.2022	05.09.2022	07.02.2023	-

### **BOARD EVALUATION:-**

The Companies Act, 2013 states that a formal annual evaluation needs to be made by the Board that of its committees and individual Directors. Schedule IV to the Companies Act, 2013 states that the performance evaluation of Independent Directors shall be done by the entire Board of Directors, excluding the Director being evaluated. The Board works with the Nomination & Remuneration Committee to lay down the evaluation criteria for the performance of Executive/ Non- Executive/ Independent Directors.

The evaluation of all the Directors, Committees and the Board as a whole was conducted based on the criteria and framework adopted by the Board and results of the evaluation is satisfactory and adequate and meets the requirements. The Board approved the evaluation results as collated by the Nomination & Remuneration Committee.

### **DETAILS OF COMMITTEE OF DIRECTORS:-**

Composition of Audit Committee of Directors, Nomination and Remuneration Committee of Directors, Stake Holders Relationship/ Grievances Committee of Directors and Corporate Social

Responsibility Committee, number of meetings held of each Committee during the Financial year 2022-23 and meetings attended by each member of the Committee as required under the Companies Act, 2013 are provided in Corporate Governance Report and forming part of the report.

#### **REMUNERATION POLICY:-**

A Nomination and Remuneration Policy has been formulated pursuant to the provisions of Section 178 and other applicable provisions of the Companies Act, 2013 and Rules thereto stating therein the Company's policy on appointment and remuneration of Directors and Key Managerial Personnel which was approved and adopted by the Board of Directors.

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

The particulars regarding conservation of energy, technology absorption and Foreign Exchange earnings and outgo pursuant to 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is annexed herewith as "**Annexure B**".

#### **ANNUAL RETURN:-**

The Annual Return of the Company as on March 31, 2023 is available on the Company's website and can be accessed at <https://airolam.com/investor-relation/>.

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

In order to ensure that the activities of the Company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behaviour, the Company has adopted a Vigil Mechanism/Whistle Blower Policy. This policy is explained in corporate governance report and also posted on the website of company i.e. <https://airolam.com/investor-relation/>.

### CORPORATE SOCIAL RESPONSIBILITY:-

The Corporate Social Responsibility Committee (CSR Committee) has formulated and recommended to the Board, a Corporate Social Responsibility Policy (CSR Policy) indicating the activities to be undertaken by the Company, which has been approved by the Board. The CSR Policy may be accessed on the Company's website at the link <https://airolam.com/investor-relation/>.

The Average Net Profits of the Company for the last three financial years is Rs. 7,82,50,053 /- and accordingly the prescribed CSR expenditure during the financial year 2022-23 was Rs. 15,65,001/- (i.e. 2% of the Average Net Profits of the Company for the last three financial years). The Company had undertaken to spend an amount of Rs. 16,65,200/- during the financial year 2022-23 against the mandatory requirement of Rs. 15,65,001/-.

The Annual Report on CSR activities is annexed as **"Annexure-C"** to this Report.

### STATUTORY AUDITORS: -

The shareholders of the Company at the 14<sup>th</sup> Annual General Meeting (AGM) held on September 29, 2021, approved the appointment of M/s Piyush J. Shah & Co., Chartered Accountants (ICAI Firm Registration No. 121172W) as the Statutory Auditors of the Company pursuant to Section 139 of the Companies Act, 2013 for a term of 5 years from the conclusion of 14<sup>th</sup> AGM till the conclusion of 19<sup>th</sup> AGM to be held in financial year 2025-26.

The Statutory Auditors' Report on the Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 forms part of this Annual report.

### COMMENTS ON AUDITORS' REPORT:-

There is no adverse comment in the Auditors' Report which requires any further explanation.

#### SECRETARIAL AUDITOR:-

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Pitroda Nayan & Co., Practising Company Secretary, to undertake the Secretarial Audit of the Company for FY 2022-23. The Secretarial Audit Report is appended to this report as “Annexure D”.

#### COMMENTS ON SECRETARIAL AUDITORS' REPORT:-

There is no adverse comment in the Secretarial Auditors' Report which requires any further explanation.

#### COST AUDITORS AND COST RECORD:-

Your Company was not required to appoint cost auditor of the Company for FY 2022-23.

#### PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:-

No guarantees were given. Details of Loans, guarantees and investments covered under the provisions of Section 186 of the Companies Act, 2013 form part of the notes to the Financial Statements provided in this Annual Report.

#### RELATED PARTY TRANSACTIONS (RPT):-

Related party transactions that were entered during the financial year were on an arm's length basis and were in the ordinary course of business. There were no materially significant related party transactions with the Company's Promoters, Directors, Management or their relatives, which could have had a potential conflict with the interests of the Company. Transactions with related parties entered by the Company in the normal course of business are periodically placed before the Audit Committee for its omnibus approval and the particulars of contracts entered during the year as per Form AOC-2 is enclosed as “Annexure – E”.

### **INTERNAL CONTROL SYSTEMS:-**

The Company has adequate system of internal control to safeguard and protect from loss, unauthorized use or disposition of its assets. All the transactions are properly authorised, recorded and reported to the Management. The Company is following all the applicable Accounting Standards for properly maintaining the books of accounts and reporting financial statements. The internal management of the company checks and verifies the internal control and monitors them in accordance with policy adopted by the company. The Company continues to ensure proper and adequate systems and procedures commensurate with its size and nature of its business.

### **RISK MANAGEMENT:-**

The Company has framed a sound Risk Management Policy to identify and evaluate business risks and opportunities and the same has become integral part of Company's day to day operations. The key business risks identified by the Company are as follows viz. Industry Risk, Management and Operations Risk, Market Risk, Government Policy risk, Liquidity risk, and Systems risk. The Company has in place adequate mitigation plans for the aforesaid risks.

### **MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY:-**

There have been no material changes and commitments, if any, affecting the financial position of the Company which have occurred between the ends of the financial year of the Company to which the financial statements relate and the date of the report.

### **SIGNIFICANT AND MATERIAL ORDERS:-**

There are no material orders passed by Regulators, Courts or Tribunals impacting the going concern status and company's operations in future.

#### **REPORTING OF FRAUD:-**

There was no instance of fraud during the year under review, which required the Statutory Auditors to report to the Audit Committee and/or Board under section 143(12) of Act and Rules framed thereunder.

#### **DISCLOSURE ABOUT RECEIPT OF ANY COMMISSION BY MANAGING DIRECTOR:-**

No Commission was drawn by the Managing Director during the financial year.

#### **INDUSTRIAL RELATIONS:-**

The relationship with the workmen and staff remained co-ordial and harmonious during the year and management received full co-operation from employees.

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

The Company has in place an Anti-Sexual Harassment Policy in line with the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. All employees are covered under this policy. The Company has also complied with the provisions related to constitution of Internal Complaints Committee (ICC) under the said Act to redress complaints received regarding sexual harassment. The Company received no complaints pertaining to sexual harassment during F.Y 2022.23.

#### **CAUTIONARY STATEMENT:-**

Statements in the Boards' Report and the Management Discussion and Analysis describing the Company's objectives, explanations and predictions, may be forward looking within the meaning of applicable securities laws and regulations. Actual results may differ materially from those expressed in the statement. Important factors that could influence the company's



operations include: global and domestic demand and supply conditions affecting selling prices, new capacity additions, availability of critical materials and their cost, changes in government policies and tax laws, economic development of the country, and other factors which are material to the business operations of the Company.

**ACKNOWLEDGEMENT:-**

Your Directors place on record their sincere appreciation for the continuous support and cooperation received from the Business Associates including vendors, customers and Banks. Your Directors greatly appreciates overwhelming cooperation, dedication, commitment and contribution made by employees at all levels and look forward for their continued support in future as well. Your Directors would also wish to place on record their gratitude to the shareholders for having faith on the management of the Company.

**Place: Prantij**  
**Date: 01.09.2023**

**By Order of Board of Directors**  
**For, Airo Lam Limited**  
**CIN: L20211GJ2007PLC052019**

**Registered office:**  
Survey No. 355, Nananpur Road,  
N.H. No. 8, Dalpur, Prantij - 383120,  
Gujarat, India.

**Sd/-**  
**Pravinbhai N. Patel**  
**Chairman & MD**  
**DIN: 01840244**

**Sd/-**  
**Sureshbhai H. Patel**  
**Whole-Time Director**  
**DIN: 02223842**

## ANNEXURE "A" TO DIRECTORS' REPORT

### FORM AOC 1

**Pursuant to the first proviso to sub-section (3) of Section 129 read with Rule 5 of the  
Companies  
(Accounts) Rules, 2014.**

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

**Part "A": Subsidiary Companies:** The Company does not have any Subsidiary Companies.

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

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

<b>Name of associates/Joint Ventures</b>		<b>Airolam Asia Pacific Co. Ltd</b>
1	Date of Latest audited Balance Sheet	31.03.2023
2	Shares of Associate/Joint Ventures held by the company on the year end	
	No.	9600
	Amount of Investment in Associates/Joint Venture	Rs. 23,78,325
	Extent of Holding%	48.00%
3	Description of how there is significant influence	Holding more than 20% of total share capital
4	Reason why the associate/joint venture is not consolidated	Not Applicable
5	Net worth attributable to shareholding as per latest audited Balance Sheet	Rs. 20,00,000/-
6	Profit/Loss for the year	NIL
	i. Considered in Consolidation	NIL
	ii. Not Considered in Consolidation	Not Applicable

1. Names of subsidiary, associates or joint ventures which are yet to commence operations: NIL
2. Names of subsidiary, associates or joint ventures which have been liquidated or sold during the year: NIL

**Place: Prantij**  
**Date: 01.09.2023**

**By Order of Board of Directors**  
**For, Airo Lam Limited**  
**CIN: L20211GJ2007PLC052019**

**Registered office:**  
Survey No. 355, Nananpur Road,  
N.H. No. 8, Dalpur, Prantij - 383120,  
Gujarat, India.

**Sd/-**  
**Pravinbhai N. Patel**  
**Chairman & MD**  
**DIN: 01840244**

**Sd/-**  
**Sureshbhai H. Patel**  
**Whole-Time Director**  
**DIN: 02223842**

## ANNEXURE “B” TO DIRECTORS’ REPORT

### CONSERVATION OF ENERGY, TECHNOLOGY ABRORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO

The information pertaining to conservation of energy, technology absorption, Foreign exchange Earnings and outgo as required under Section 134(3) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished as below:

#### **(A) Conservation of energy:**

Steps taken / impact on conservation of energy, with special reference to the following:

(i) Steps taken by the company for utilizing alternate sources of energy including waste generated: NIL

#### **(B) Technology absorption:**

(i) Company's products are grown by using in-house know how and no outside technology is being used for operational activities. Therefore no technology absorption is required.

(ii) The Company has not incurred any expenditure on research and Development.

#### **(C) Foreign exchange earnings and outgo:**

Particulars	Amount (In Rs.)
Foreign Exchange earned in terms of actual inflows during the year	Rs. 38,43,24,814/-
Foreign Exchange outgo during the year in terms of actual outflows	Rs. 20,46,87,130/-

**Place: Prantij**  
**Date: 01.09.2023**

**By Order of Board of Directors**  
**For, Airo Lam Limited**  
**CIN: L20211GJ2007PLC052019**

**Registered office:**  
Survey No. 355, Nananpur Road,  
N.H. No. 8, Dalpur, Prantij - 383120,  
Gujarat, India.

**Sd/-**  
**Pravinbhai N. Patel**  
**Chairman & MD**  
**DIN: 01840244**

**Sd/-**  
**Sureshbhai H. Patel**  
**Whole-Time Director**  
**DIN: 02223842**

## **ANNEXURE “C” TO DIRECTORS’ REPORT**

### **CORPORATE SOCIAL RESPONSIBILITY (CSR)**

[Pursuant to clause (o) of sub-section (3) of section 134 of the Act and Rule 9 of the Companies (Corporate Social Responsibility) Rules, 2014]

1. A brief outline of the Company’s CSR policy, including overview of projects or programmes proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.

The Company’s CSR Policy is to serve the cause for creating a healthy and enlightened life for the needy while fulfilling the responsibility of conservation of scarce natural resources. As a concerned corporate citizen, it is felt as a duty to give back some support to the weaker sections of society through sustained projects. The focus was on programmes to promote Education, Healthcare & Medical initiatives, Animal Welfare and Promoting Art.

2. The Composition of the CSR Committee:

<b>Name</b>	<b>Designation</b>	<b>Category</b>
Mr. Pravin Nathabhai Patel	Chairman	Promoter - Executive
Mr. Suresh Hansrajbhai Patel	Member	Promoter - Executive
Mrs. Mamta Premanshubhai Patel	Member	Independent - Non Executive

The Company Secretary acts as the Secretary to the Committee.

3. Average net profit of the company as per Section 135(5): Rs. 7,82,50,053/-
4. (a) Two percent of average net profit of the company as per Section 135(5): Rs. 15,65,001/-  
(b) Surplus arising out of the CSR projects or programs 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): \*Rs. 15,65,001/-

\*The Company had undertaken to spend an amount of Rs. 15,65,001/- in addition to the CSR obligation as provided under Sr. No. 4(d) above. Accordingly, the total CSR obligation undertaken by the Company to be spent during the financial year 2022-23 was Rs. 16,65,200/-.

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

Total Amount Spent for the Financial Year (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5)		
	Amount	Date of Transfer	Name of the Fund	Amount	Date of transfer
Rs. 16,65,200 /-	-	-	-	-	-

b) Manner in which the amount spent during the financial year is detailed below:

Sr. No.	CSR project or activity identified/beneficiary	Sector in which the project is covered	Location of the Projects / programs	Amount outlay (budget)	Amount spent on the projects or programs Subheads:	Cumulative expenditure up to the reporting period.	Amount spent: Direct/Implementing Agency
1	Support for Eradicating hunger	Promoting socially & economically backward groups	Himatnagar, Gujarat	Rs. 10,00,000/-	Rs. 7,50,000/-	Rs. 7,50,000/-	Through Sardardham Vishw Patidar Samaj
2	Support for Health Care	Promoting health care including preventive health care	Ahmedabad, Gujarat	Rs. 7,00,000/-	Rs. 2,50,000/-	Rs. 2,50,000/-	Through Bharat Vikas Parishad

3	Support for Eradicating hunger	Rural development projects	Rajkot, Gujarat	Rs. 8,00,000/-	Rs. 5,00,000/-	Rs. 5,00,000/-	Through Manav Seva Trust
4	Support for Eradicating hunger	Rural development projects	Jamnagar, Gujarat	Rs. 50,000/-	Rs. 1,100/-	Rs. 1,100/-	Through Shree Halar Sarvajiv Seva Samaj Trust
5	Supporting the growth of the Society	Promoting the growth of the Society	Himatnagar, Gujarat	Rs. 1,00,000/-	Rs. 50,000/-	Rs. 50,000/-	Through Sadvichar Parivar
5	Support for Eradicating hunger	Rural development projects	Himatnagar, Gujarat	Rs. 2,00,000/-	Rs. 1,14,100/-	Rs. 1,14,100/-	Through Sadvichar Parivar
<b>Total Expense Total Expense</b>				<b>Rs. 28,50,000/-</b>	<b>Rs. 16,65,200 /-</b>	<b>Rs. 16,65,200 /-</b>	

- c) Amount spent in Administrative Overheads: Nil
- d) Amount spent on Impact Assessment, if applicable: N.A.
- e) Total amount spent for the Financial Year (8b+8c+8d+8e): Rs. 16,65,200 /-
- f) Excess amount for set off, if any,

<b>Sr. No.</b>	<b>Particular</b>	<b>Amount (in Rs.)</b>
1	Two percent of average net profit of the company as per Section 135(5)	Rs. 15,65,001 /-
2	Total amount spent for the Financial Year	Rs. 16,65,200 /-
3	Excess amount spent for the financial year [(ii)-(i)]	NIL
4	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NIL
5	Amount available for set off in succeeding financial years [(iii)-(iv)]	NIL

6. a) Details of Unspent CSR amount for the preceding three financial years: -  
b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): Rs. -

7. 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 (Please provide below details if any) (asset-wise details):

The Company has not created or acquired any capital assets through CSR spent in the Financial Year 2022-23.

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

**Place: Prantij**  
**Date: 01.09.2023**

**By Order of Board of Directors**  
**For, Airo Lam Limited**  
**CIN: L20211GJ2007PLC052019**

**Registered office:**  
Survey No. 355, Nananpur Road,  
N.H. No. 8, Dalpur, Prantij - 383120,  
Gujarat, India.

**Sd/-**  
**Pravinbhai N. Patel**  
**Chairman & MD**  
**DIN: 01840244**

**Sd/-**  
**Sureshbhai H. Patel**  
**Whole-Time Director**  
**DIN: 02223842**



## ANNEXURE “D” TO DIRECTORS’ REPORT

Form No. MR-3

### SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> March, 2023  
[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies  
(Appointment and Remuneration Personnel) Rules, 2014]

---

To,

The Members,

**AIRO LAM LIMITED**

**[CIN L20211GJ2007PLC052019]**

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **AIRO LAM LIMITED [CIN L20211GJ2007PLC052019]** (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 **31<sup>st</sup> March, 2023** (‘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 **31<sup>st</sup> March, 2023** 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 thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowing.

- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
- (a) *The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;*
  - (b) *The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.*
  - (c) *The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (not applicable to the company during the audit period);*
  - (d) *The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (not applicable to the company during the audit period);*
  - (e) *The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (not applicable to the company during the audit period);*
  - (f) *The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;*
  - (g) *The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (not applicable to the company during the audit period);*
  - (h) *The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (not applicable to the company during the audit period);*

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

- i. Secretarial Standards issued by the Institute of Company Secretaries of India.
- ii. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

**I further report that:**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

Board take decision by majority of directors while the dissenting directors' views are captured and recorded as part of the minutes.

**I further report that:**

There are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable Laws, Rules, Regulations and guidelines.

**I further report that** there were no other instances of:

- (i) Public/Rights/Preferential issue of Shares/debentures/sweat equity
- (ii) Redemption/buy-back of securities
- (iii) Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013
- (iv) Merger/ amalgamation
- (v) Foreign technical collaborations.

**For. Pitroda Nayan & Co.,  
Company Secretaries**

**Sd/-**

**Nayan P. Pitroda**

**Proprietor**

**Mem.No.: 58473**

**C.P.No.: 23912**

**UDIN.: A058473E000891426**

**P/R No.: 1925/2022**

**Date.: 29/08/2023**

**Place.: Ahmedabad**

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

**Annexure to Secretarial Audit Report**

To,

The Members,

**AIRO LAM LIMITED**

**[CIN L20211GJ2007PLC052019]**

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I have obtained the Management representations about the compliance of Laws, Rules and Regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable Laws, Rules, Regulations, Standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For. Pitroda Nayan & Co.,  
Company Secretaries**

**Sd/-**

**Nayan P. Pitroda**

**Proprietor**

**Mem.No.: 58473**

**C.P.No.: 23912**

**UDIN.: A058473E000891426**

**P/R No.: 1925/2022**

**Date.: 29/08/2023**

**Place.: Ahmedabad**

**ANNEXURE “E” TO DIRECTORS’ REPORT**

**FORM NO. AOC-2**

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

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

1. Details of contracts or arrangements or transactions not at Arm’s length basis:

Airo Lam Limited (the Company) has not entered into any contract/arrangement/ transaction with its related parties which is not in ordinary course of business or not at arm’s length during F.Y. 2022-23.

2. Details of contracts or arrangements or transactions at Arm’s length basis.

Name of Related Party /Nature of Contract	Nature of Relationship	Salient Terms	Amount	Date of Approval by the Board and Audit Committee
Airolam Asia Pacific Co., Ltd.	Associate Concern	As per contract	86,75,445	30/05/2022
Sales				

**Place: Prantij**  
**Date: 01.09.2023**

**By Order of Board of Directors**  
**For, Airo Lam Limited**  
**CIN: L20211GJ2007PLC052019**

**Registered office:**  
Survey No. 355, Nananpur Road,  
N.H. No. 8, Dalpur, Prantij - 383120,  
Gujarat, India.

Sd/-	Sd/-
<b>Pravinbhai N. Patel</b>	<b>Sureshbhai H. Patel</b>
<b>Chairman &amp; MD</b>	<b>Whole-Time Director</b>
<b>DIN: 01840244</b>	<b>DIN: 02223842</b>

**STATEMENT OF PARTICULARS AS PER RULE 5(1) OF THE COMPANIES**

**(APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES,**

**2014**

<b>Sl. No.</b>	<b>Name of Director/ Key Managerial Personnel and Designation</b>	<b>Remuneration of Director / Key Managerial Personnel for the year ended March 31, 2023 (Rs. in lakhs)</b>	<b>% increase in the remuneration in the year ended March 31, 2023</b>	<b>Ratio in the remuneration of each Director to the median remuneration of the employees</b>	<b>Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company</b>
1	Mr. Pravinbhai Nathabhai Patel, Managing Director	10.8	-	5.81	Profit after tax (PAT) for the year 2022-23, increased by 9.97%
2	Mr. Sureshbhai Hansrajbhai Patel - Whole Time Director	12.45	-	6.69	
3	Mr. Hardik P. Patel, Director	7.20	-	3.87	
4	Mr. Mehulkumar J. Patel, Independent Director	-	-	-	
5	Mr. Manilal K. Patel, Independent Director	-	-	-	
6	Mrs. Mamtaben P. Patel, Independent Director	-	-	-	
7	Mr. Keyaben Patel, CFO	-	-	-	
8	Ms. Ruchi Shah, Company Secretary	1.098	-	0.59	

1. The median remuneration of employees of the Company during the year ended March 31, 2023 was Rs. 1,86,000/-.

2. During the year ended March 31, 2023, there was no increase in the median remuneration of employees.
3. As on March 31, 2023, the Company had 216 permanent employees.
4. **Relationship between average increase in the remuneration and performance of the Company:**  
PAT for the year ended March 31, 2023 increased by 9.97% and the median remuneration by 3.33 %.
5. **Comparison of remuneration of the Key Managerial Personnel against the performance of the Company:**  
While PAT rose by 9.97% from Rs. 672.50 Lakhs in 2021-22 to Rs. 739.54 Lakhs in 2022-23, the total remuneration of Key Managerial Personnel is Rs. 29.60 Lakhs in 2022-23.
6. During the financial year 2022-23, there was increase in the salary of the employees.
7. During the year ended March 31, 2023, there was Three (03) employee who are not a director of the Company and in receipt of remuneration of in excess or equivalent of the highest paid director of the Company.

**Place: Prantij**  
**Date: 01.09.2023**

**By Order of Board of Directors**  
**For, Airo Lam Limited**  
**CIN: L20211GJ2007PLC052019**

**Registered office:**  
Survey No. 355, Nananpur Road,  
N.H. No. 8, Dalpur, Prantij - 383120,  
Gujarat, India.

<b>Sd/-</b>	<b>Sd/-</b>
<b>Pravinbhai N. Patel</b>	<b>Sureshbhai H. Patel</b>
<b>Chairman &amp; MD</b>	<b>Whole-Time Director</b>
<b>DIN: 01840244</b>	<b>DIN: 02223842</b>

## MANAGEMENT DISCUSSION AND ANALYSIS

Pursuant to Regulation 34 and Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Management Discussion and Analysis Report are as follows:

### **Indian Economic Overview:**

The Global growth is forecast to slow from 6.0 percent in 2021 to 3.2 percent in 2022 and 2.7 percent in 2023. This is the weakest growth profile since 2001 except for the global financial crisis and the acute phase of the COVID-19 pandemic.

The Indian economy during the fiscal year 2022-2023 witnessed a mix of challenges and opportunities, shaped by both domestic and global factors. Here is a concise overview of key economic aspects during this period:

1. Growth and GDP: Despite initial setbacks due to the ongoing COVID-19 pandemic, the Indian economy showed signs of recovery during FY 2022-2023. GDP growth rebounded from the previous year's contraction, driven by improvements in manufacturing, services, and agriculture sectors. The growth trajectory was supported by increased consumer spending, infrastructure development, and a gradual revival of trade activities.
2. Inflation: Inflation remained a concern during this fiscal year. Supply chain disruptions, rising energy prices, and supply-demand imbalances led to elevated inflation levels. The Reserve Bank of India (RBI) adopted a



cautious approach to monetary policy to manage inflationary pressures while supporting economic growth.

3. **Fiscal Deficit and Government Measures:** The government continued to implement various fiscal measures to bolster the economy. While fiscal deficits remained a challenge, targeted spending on infrastructure, healthcare, and social welfare programs aimed to stimulate demand and generate employment opportunities.
4. **Foreign Direct Investment (FDI):** India continued to attract FDI across various sectors, including technology, manufacturing, and renewable energy. The government's efforts to ease regulatory hurdles and improve the ease of doing business contributed to increased investor confidence.
5. **Digital Transformation:** The pandemic accelerated the adoption of digital technologies across sectors. E-commerce, digital payments, and remote work became integral parts of the economic landscape. The government's initiatives, such as the Digital India campaign, further facilitated this digital transformation.
6. **Trade and External Sector:** Exports and imports exhibited recovery as global trade picked up momentum. India's trade balance improved, aided by strong demand for pharmaceuticals, software services, and agricultural products. However, challenges such as supply chain disruptions and fluctuating commodity prices persisted.

7. **Agriculture and Rural Economy:** The agriculture sector played a crucial role in supporting the economy. Favorable monsoon seasons and government initiatives contributed to robust agricultural production. Rural demand remained relatively resilient, providing stability to the economy.
8. **Banking and Financial Sector Reforms:** The banking sector underwent reforms aimed at strengthening financial institutions, improving asset quality, and enhancing credit availability. The rollout of the bad bank concept and ongoing efforts to address non-performing assets were notable steps in this direction.
9. **Challenges and Risks:** Despite the overall recovery, challenges persisted, including job creation, income inequality, and uneven growth across sectors. Geopolitical tensions, global economic uncertainties, and the potential for future waves of the pandemic also posed risks to India's economic outlook.
10. **Environmental Sustainability:** The government's emphasis on sustainable development gained prominence during this fiscal year. Initiatives focused on renewable energy expansion, waste management, and biodiversity conservation showcased a commitment to environmental responsibility.



In conclusion, the Indian economy navigated through a transformative year marked by recovery, reforms, and resilience. While challenges remained, strategic measures and policy initiatives contributed to growth across various sectors. The coming years are anticipated to witness further advancements as India strives to position itself as a robust and innovative global economic player.

## Performance of major economies:

- **United States:** Reported GDP growth of 2.1% compared to 5.9% in 2021
- **China:** GDP growth is expected to contract from 8% in 2021 to 3% in 2022.
- **United Kingdom:** GDP is expected to grow 4.1% in 2022 compared to 7.6% in 2021.
- **Japan:** Reported growth of 1.7% in 2022 compared to 1.6% in 2021.
- **Germany:** Reported GDP growth of 1.8% compared to 2.6% in 2021.

(Source: PWC report, EY report, IMF data, OECD data)

## Indian Market Overview:

### Laminates

The Indian decorative laminates market is valued at 12,000 crore and is growing attractively. This growth is due to factors such as increasing urbanization, adoption of higher living standards and shifting preference for modern home furnishings. The possibility of the government of India bringing the laminates sector under the PLI scheme in the near future is further expected to contribute to its growth.

(Source: The Hindu Business Line)

### Decorative veneers

Consumers are increasingly opting for decorative veneers due to their durability, elegant finish and

Environmentally-friendly nature. Sustainable nature. Going forward, the demand for veneers is expected to be propelled by the increasing demand for luxury homes, higher disposable income and the growth of upscale shopping malls, premium retail stores, hotels and other establishments arising from the increasing pace of urbanization.

(Source: imarcgroup.com, futuremarketinsights.com)

## **Flooring and doors**

The market demand for engineered wood flooring and doors is projected to grow due to their increasing popularity as an affordable alternative to hardwood flooring. Engineered wood's high durability and low maintenance requirements are also significant factors contributing to its rising demand. Furthermore, the expanding population and the growing need for housing are expected to drive the demand for wooden flooring and doors even higher.

(source: grandviewresearch.com)

In conclusion, the Indian market for lamination and plywood products demonstrated resilience and growth during the fiscal year [2022-2023]. Our company's ability to adapt to changing market dynamics, embrace innovation, and uphold quality standards enabled us to thrive in this competitive landscape.

## **Demand drivers**

The India plywood market size reached INR 208.5 Billion in FY 2022-23. Looking forward, IMARC Group expects the market to reach INR 306.5 Billion by FY 2028-29, exhibiting a growth rate (CAGR) of 6.74% during 2023-24 to 2028-29. Plywood represents an engineered wood that is produced by assembling thin layers of wood veneers connected together using strong adhesives. Several varieties, including mahogany, oak, pine, maple, cedar, spruce, etc., are utilized in combination to manufacture this wood for various applications.

### **Rising population:**

In April 2023, India has overtaken China as the world's most populous country with a population of 1.4286 billion. This is expected to lead to a greater demand in the construction industry for the building of homes and public infrastructure.

### **Urbanization:**

As of 2020, around one-third of India's population was likely living in cities. By 2031, 75% of India's national income is expected to come from cities.

**Growing middle class income:**

India is expected to form 23% of the global middle class, leading to an increase in households earning between USD 10,000 and USD 50,000 per year, expanding the wallet share for spending on home or office interiors.

**Demographic dividend**

In 2022, the average age of an Indian was 28.7 years. More than half of India's population is under 25 years of age, fostering demand for ready-made furniture compared to traditional carpentry

**Rise in demand for houses:**

The Indian real estate market is expected to reach a value of US\$ 30 trillion by 2030. This will, in turn, drive the demand for Indian furniture.

(Source: Population U, Business Standard, Indian Retailer, Statista, India.com, Business Today.in)

## Discussion on performance, Financial Year 2022-23

### Balance Sheet

- Total assets for FY 2022-23 stood at Rs. 16240.69 Lakhs compared to Rs. 15968.74 Lakhs in FY 2022-23.
- Net worth stood at Rs. 6425.11 Lakhs as on 31<sup>st</sup> March, 2023 compared to Rs. 5642.52 Lakhs as on 31<sup>st</sup> March, 2022.

### Profit and loss statement

- Revenues from operations increased from Rs. 1688.96 Lakhs in FY 2021-22 to Rs. 19946.03 Lakhs in FY 2022-23
- Profit after tax was witnessed at Rs. 739.54 Lakhs in FY 2022-23 as compared to FY 2021-22 at Rs. 672.50 Lakhs
- Depreciation and amortisation stood at Rs. 331.92 Lakhs in FY 2022-23 compared to Rs. 304.67 Lakhs in FY 2021-22.

## Risks and Concerns

The Company has framed a sound Risk Management Policy to identify and evaluate business risks and opportunities and the same has become integral part of Company's day to day operations. The key business risks identified by the Company are as follows viz. Industry Risk, Management and Operations Risk, Market Risk, Government Policy risk, Liquidity risk, and Systems risk. The Company has in place adequate mitigation plans for the aforesaid risks.

## Human Resources and Industrial Relations

The Company has created an enabling working environment where employees are selectively recruited, trained and provided with superior career growth. During the year under review, the Company organised various training programmes with a focus on enhancing functional and behavioural competencies. The Company enjoys a harmonious relationship with factory workers; it comprises a blend of millennial and experienced employees.

## **Internal control systems and their adequacy**

The Company has adequate system of internal control to safeguard and protect from loss, unauthorized use or disposition of its assets. All the transactions are properly authorised, recorded and reported to the Management. The Company is following all the applicable Accounting Standards for properly maintaining the books of accounts and reporting financial statements. The internal management of the company checks and verifies the internal control and monitors them in accordance with policy adopted by the company. The Company continues to ensure proper and adequate systems and procedures commensurate with its size and nature of its business.

## **Cautionary Statement**

The statements in the 'management discussion and analysis' section describing the Company's objectives, projections, estimates and prediction may be considered as forward looking statements. All statements that address expectations or projections about the future, including but not limited to statements about the Company's strategy for growth, product development, market positioning, expenditures and financial results are based on certain assumptions and expectations of future events. The Company cannot guarantee that these assumptions and expectations are accurate or will be realised. The Company assumes no responsibility to publicly amend, modify or revise any forward-looking statement on the basis of any subsequent developments, information or events.



## **REPORT ON CORPORATE GOVERNANCE**

### **Corporate Governance and practices in accordance with the provisions of Regulation 34 of SEBI (LODR) Regulations, 2015:**

#### **A. Company's philosophy on Code of Governance:**

Corporate Governance is about commitment to values and about ethical business conduct. Corporate Governance primarily involves transparency, complete disclosure, independent monitoring of the state of affairs and being fair to all stakeholders.

The objective of the Company is not only meet the statutory requirements of the code but to go well beyond it by instituting such systems and procedures as are in accordance with the latest global trend of making management completely transparent and institutionally sound.

The Company has always believed in the concept of good Corporate Governance involving transparency, empowerment, accountability and integrity with a view to enhance stakeholder value. The company has professionals on its Board of Directors who get actively involved in the deliberations of the board as well as committees of directors on all important policy matters.

#### **B. Board of Directors:**

##### **a) Composition:**

The present Board of Directors consists of half of Non-executive / Independent directors. As of date, the Board Comprises of 3 (three) whole time / executive directors/Managing Director/Director and 3 (Three) non executive/ Independent directors. The Number of independent directors on the Board are 3(Three) and others are promoter director.

The company has an executive chairman and the number of non-executive directors is 50% of the total number of directors. The Company, therefore, meets with the requirements relating to the composition of the Board of Directors.

The composition and category of Directors are as follows:

Category	Name Of Directors
Promoter & Executive Director	Mr. Pravin N. Patel (Chairman & Managing Director)
	Mr. Hardikbhai P. Patel (Director)
	Mr. Suresh H. Patel (Whole Time Director)
Non-Executive Directors	Mr. Mehulbhai J. Patel (Independent Director)
	Mr. Manilal K. Patel (Independent Director)
	Mrs. Mamtaben P. Patel (Independent Director)

Attendance of each Director at the Board meetings, Last Annual General Meeting and Number of Other Directorships and Chairmanships / Memberships of Committees of each Director in various companies, during the year 2022-2023:

Name of Directors	Attendance Particulars		No. of Directorships and Committee Memberships / Chairmanships		
	Board Meetings	Last AGM	Other Directorship	Committee Membership	Committee Chairmanship
Pravin N. Patel	14	Present	None	None	None
Hardik P. Patel	14	Present	None	None	None
Suresh H. Patel	14	Present	None	None	None
Mamta P. Patel	14	Present	None	None	None
Manilal K. Patel	14	Present	None	None	None
Mehulbhai J. Patel	14	Present	None	None	None

### **Number of Board Meetings held and dates on which held:**

14 (Fourteen) Board Meetings were held during the year 2022-2023, as against the minimum requirement of 4 meetings. The dates on which the meetings were held are 18/04/2022, 10/05/2022, 30/05/2022, 18/06/2022, 27/07/2022, 08/08/2022, 12/08/2022, 01/09/2022, 05/09/2022, 14.11.2022, 29.12.2022, 07.02.2023, 22.02.2023 and 09.03.2023. The Company has held one meeting every quarter and the maximum time gap between two meetings was not more than four months.

The Information as required under Regulation 17 of SEBI (LODR) Regulations, 2015 is made available to the Board. The agenda and the papers for consideration at the Board meeting are circulated to the Directors in advance before the meeting. Adequate information is circulated as part of the Board papers and is also made available at the Board Meeting to enable the Board to take informed decisions. Where it is not practicable to attach supporting / relevant document(s) to the Agenda, the same are tabled at the meeting and specific reference to this is made in the agenda.

### **MD Certification:**

Mr. Pravinbhai Nathabhai Patel, Managing Director of the Company is giving annual certification on financial reporting and internal controls to the Board in compliance with Regulation 17[8] of SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015 [Listing Regulations].

### **Code of Conduct:**

The Company has formulated and implemented a Code of Conduct for all Board Members and senior management personnel of the Company in compliance with Regulation 17 of SEBI (LODR) Regulations, 2015.

### **Audit Committee:**

The Board of Directors of the Company has constituted an Audit Committee on 5<sup>th</sup> April, 2017. Further, the constitution of Audit Committee has been changed on May 21, 2019. Presently, the Audit Committee comprising of 3 (Three) independent Directors namely Mrs. Mamtaben

Premanshu Patel, Chairman and Mr. Manilal Kanjibhai Patel and Mr. Mehulbhai Jayantilal Patel as members of the committee.

The Constitution, composition and functioning of the Audit Committee also meets with the requirements of Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (LODR) Regulations, 2015.

**Terms of Reference:**

The terms of reference of the Audit Committee include approving and implementing the audit procedures, reviewing financial reporting systems, internal control systems and control procedures and ensuring compliance with the regulatory guidelines and also include those specified under the Regulation 18 of SEBI (LODR) Regulations, 2015 as well as under Section 177 of the Companies Act, 2013.

**Powers of the Audit Committee:**

The Audit Committee has powers that include the following:

- a) To investigate any activity of the Company within its terms of reference
- b) To seek information from any employee
- c) To obtain outside legal and other professional advice
- d) To secure attendance of outsiders with relevant expertise, if it considers necessary.

Names of Members and Chairman of the Audit Committee and the meetings attended by them during the Financial Year 2022-23 ending on 31<sup>st</sup> March, 2023, are as under:

<b>Name of Directors</b>	<b>Category</b>	<b>Status / Designation</b>	<b>No. of Meeting attended</b>
Mrs. Mamtaben Premanshu Patel	Independent Director	Chairman	4
Mr. Manilal Kanjibhai Patel	Independent Director	Member	4
Mr. Mehul Jayantibhai Patel	Independent Director	Member	4

The Committee met 4 (Four) times during the year 2022-2023. The dates on which the Audit Committee meetings were held are 30/05/2022, 12/08/2022, 14/11/2022 and 22/02/2023. The maximum time gap between any two meetings was not more than 120 days.

Members of the Audit Committee have requisite accounting, financial and management expertise.

#### **Nomination and Remuneration Committee:**

The Nomination and remuneration committee is entrusted with the responsibility of finalizing the remuneration of Executive / Whole Time Directors.

Presently, Nomination and remuneration committee comprising of 3 (Three) independent Non-Executive Directors namely Mrs. Mamtaben Premanshu Patel, Chairman and Mr. Manilal Kanjibhai Patel and Mr. Mehulbhai Jayantibhai Patel as members of the committee. The Company Secretary of the Company acts as the Secretary to the Nomination and Remuneration Committee.

The Committee met 4 (Four) times during the year 2022-2023. The dates on which the Nomination and remuneration committee meetings were held are 30/05/2022, 12/08/2022, 14/11/2022 and 22/02/2023. It has complied with the provisions of Regulation 19 of SEBI (LODR) Regulations, 2015.

#### **Stakeholders Relationship Committee:**

The Board of Directors of the Company has constituted a Stakeholders Relationship Committee as per Regulation 20 of SEBI (LODR) Regulations, 2015.

Presently, the Stakeholders Relationship Committee comprising of Mrs. Mamtaben Premanshu Patel, Chairman of the committee and Mr. Manilal Kanjibhai Patel and Mr. Mehulbhai Jayantibhai Patel as members of the committee, inter alia, approve issue of duplicate certificates and oversee and reviews all matters connected with the securities transfers. The Committee also looks into redressal of shareholders' complaints like transfer of shares, non-receipts of balance sheet, non-receipt of declared dividends etc. The Committee oversees the performance of the Registrar and Transfer Agents and recommends measures for overall improvement in the quality of investor services. As required by the provisions of Regulation 20 of SEBI (LODR) Regulations, 2015, the Company has designated the below cited e-mail ID of the Grievance Redressal Division /Compliance Officer Mr. Chintan K Mehuriya exclusively for the purpose of registering complaints by investors. E-mail ID – cs1@airolam.com

None of the request for transfers, dematerialization and re-materialization was pending for approval as on 31<sup>st</sup> March, 2023. The Committee met 4 (Four) times during the year on 30/05/2022, 12/08/2022, 14/11/2022 and 22/02/2023.

**Corporate Social Responsibility Committee:**

Corporate Social Responsibility (CSR) Committee of the Company is constituted as per Section 135 of the Act, 2013. CSR Committee, inter alia, had formulated and recommended to the Board, a Corporate Social Responsibility Policy which indicates the activities to be undertaken by the Company as specified in Schedule VII to the Act, 2013. The CSR Committee recommends the amount of expenditure to be incurred on the CSR activities and monitor the CSR activities undertaken by the Company from time to time.

Terms of Reference of the CSR Committee are as provided hereunder:

- (i) To formulate, monitor and recommend to the Board the CSR Policy including the activities to be undertaken by the Company;
- (ii) To recommend the amount of expenditure to be incurred on the activities undertaken;
- (iii) To monitor the implementation of the framework of Corporate Social Responsibility Policy;
- (iv) To evaluate the social impact of the Company’s CSR Activities;
- (v) To review the Company’s disclosure of CSR matters;
- (vi) To submit a report on CSR matters to the Board at such intervals and in such format as may be prescribed;
- (vii) To consider other functions, as defined by the Board or as may be stipulated under any law, rule or regulation including Corporate Social Responsibility Voluntary

**Composition of the Committee:**

As on March 31, 2023, the Corporate Social Responsibility Committee of the Company comprises of 3 (Three) Directors.

<b>Name</b>	<b>Designation</b>	<b>Category</b>
Mr. Pravin Nathabhai Patel	Chairman	Promoter - Executive
Mr. Suresh Hansrajbhai Patel	Member	Promoter - Executive
Mrs. Mamta Premanshubhai Patel	Member	Independent - Non Executive

The Committee met 4 (Four) times during the year 2022-2023. The dates on which the Corporate Social Responsibility Committee meetings were held are 30/05/2022, 12/08/2022, 14/11/2022 and 22/02/2023.

**Quarter-wise Summary of Investors' Complaints received and resolved to the satisfaction of the shareholders during the financial year 2022-2023.**

Quarter Period		Complaints Position at the beginning of the quarter	Complaints received during the quarter	Complaints resolved during the quarter	Complaints pending at the end of From to the quarter
From	To				
01/04/2022	30/06/2022	NIL	NIL	NIL	NIL
01/07/2022	30/09/2022	NIL	NIL	NIL	NIL
01/10/2022	31/12/2022	NIL	NIL	NIL	NIL
01/01/2023	31/03/2023	NIL	NIL	NIL	NIL
Total		NIL	NIL	NIL	NIL
Complaint pending at beginning of the year = NIL					
Complaint received during the year = NIL					
Complaint resolved during the year = NIL					
Complaint pending at the end of the year = NIL					

**Annual General Meetings:**

**Location, Date and Time for last three Annual General Meetings were as follows:**

Year	Location	Date	Time
2018-19	Survey No. 355, Nananpur Road, N.H. No. 8, Village- Dalpur, Ta. Prantij, Gujarat 383120.	30.09.2019	3.00 PM
2019-20	Survey No. 355, Nananpur Road, N.H. No. 8, Village- Dalpur, Ta. Prantij, Gujarat 383120.	30.09.2020	1:30 PM
2020-21	Survey No. 355, Nananpur Road, N.H. No. 8, Village- Dalpur, Ta. Prantij, Gujarat 383120.	29.09.2021	1:30 PM
2021-22	Survey No. 355, Nananpur Road, N.H. No. 8, Village- Dalpur, Ta. Prantij, Gujarat 383120.	27.09.2022	1:30 PM

### **Disclosures:**

The company has entered into transaction with related party as mentioned in “Annexure-E”. However, they are in the ordinary course of business and on arm’s length basis.

### **Means of Communication:**

The Company regularly intimates quarterly un-audited as well as yearly audited financial results to the Stock Exchanges, immediately after the same are taken on record by the Board. These results are normally published on National Stock Exchange of India Limited.

### **General Shareholder Information:**

Sixteenth Annual General Meeting

Date: 29<sup>th</sup> September, 2023

Time: 03.00 P.M.

Venue: Survey No. 355, Nananpur Road, N.H. No. 8, Village- Dalpur, Ta. Prantij, Gujarat 383120.

### **Financial Year / Calendar**

The Company follows April to March as its Financial Year.

### **Date of Book Closure**

From Saturday, 23<sup>rd</sup> September, 2023 to Friday, 29<sup>th</sup> September, 2023 (both days inclusive).

### **Listing of Equity Shares on Stock Exchanges at:**

National Stock Exchange Limited, Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra(E), Mumbai - 400051, Maharashtra.

Annual listing fees for the year 2023-2024, as applicable, have been paid to the National Stock Exchange Limited. The Company has also paid Annual Custodial Fees for the year 2023-2024, as applicable, to National Securities Depository Limited [NSDL] and Central Depository Services (India) Limited [CDSL].



### Stock Code:

National Stock Exchange Limited: AIROLAM

Demat ISIN Number in NSDL & CDSL for Equity Shares: INE801L01010

### **Registrar and Transfer Agents:**

#### **Link In-time India Private Limited**

Registered Office:

247, Lal Bahadur Shastri Marg, Surya Nagar, Gandhi Nagar, Vikhroli West, Mumbai, Maharashtra

400083. Tel: +91 022 4918 6000

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

### Share Transfer / Demat System:

All the shares related work is being undertaken by our R & T Agent, Link In-time India Private Limited Mumbai. To expedite the process of share transfer, transmission, split, consolidation, re-materialization and de-materialization etc. of securities of the Company, the Board of Directors has delegated the power of approving the same to the Company's R & T Agent under the supervision and control of the Compliance Officer Mr. Chintan K. Mehuriya, who is placing a summary statement of transfer/transmission etc. of securities of the Company at the meeting of the Board.

Share lodged for transfer at the R & T Agents address are normally processed and approved within 15 days from the date of its received, subject to the documents been valid and complete in all respect. The investors / shareholders grievances are also taken up by our R & T Agent.

The Company has obtained and filed with the Stock Exchange(s), the half yearly certificates from a Company Secretary in Practice as required Clause 40(9) & 40(10) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

### De- materialization of Shares and Liquidity

The Company's Shares are in compulsory Demat mode and as on 31st March, 2023 all the shares i.e. 100% Equity shares of the company are held in dematerialized Form.

### High/Low of monthly Market Price of the Company's Equity Shares

The monthly movement of Equity Share prices on NSE during the year is summarized below:

<i>Particulars</i>	<i>High (in Rs.)</i>	<i>Low (in Rs.)</i>
April, 2022	78	70.05
May, 2022	67	64.5
June, 2022	63.05	61.65
July, 2022	64.95	63.95
August, 2022	72.9	70.65
September, 2022	125.15	113.8
October, 2022	110.6	104
November, 2022	88.7	85.7
December, 2022	87.6	81
January, 2023	79.95	76.8
February, 2023	72	70
March, 2023	67.2	64.5

### Shareholding Pattern:

Sr. No.	Category	As on March 31, 2023		As on March 31, 2022	
		Nos. of Shares Held	Voting Strength %	Nos. of Shares held	Voting Strength %
1	Promoter & Promoter Group	7875009	52.49	7837920	52.25
2	Mutual Fund, Trust & UTI	NIL	NIL	NIL	NIL
3	Bank, Financial Institutions (FI's), Insurance Companies	NIL	NIL	NIL	NIL
4	Foreign Institutional Investors (FII's)	NIL	NIL	NIL	NIL
5	Private Bodies Corporate	196251	1.31	351759	2.34
6	Indian Public	6848824	45.65	6729869	44.86
7	Clearing Member	865	0.01	10173	0.06
8	Others (Non Resident Indians)	81051	0.54	72279	0.49
<b>Total</b>		<b>15002000</b>	<b>100.00</b>	<b>15002000</b>	<b>100.00</b>

### Reconciliation of Share Capital Audit Report:

The Reconciliation of Share Capital Audit Report of the Company prepared in terms of SEBI Circular No. D&CC/FITTC/CIR-16/2002 dated December 31, 2002 reconciling the total shares held in both the depositories, viz. NSDL and CDSL with the total issued / paid-up capital of the Company were placed before the Board of Directors every quarter and also submitted to NSE every quarter.

### Compliance by the Company:

The Company has complied with all the mandatory requirements of the Listing Agreement with the National Stock Exchange of India Limited, regulations and guidelines of SEBI (LODR), Regulation 2015.

**Place: Prantij**  
**Date: 01.09.2023**

**By Order of Board of Directors**  
**For, Airo Lam Limited**  
**CIN: L20211GJ2007PLC052019**

**Registered office:**  
Survey No. 355, Nananpur Road,  
N.H. No. 8, Dalpur, Prantij - 383120,  
Gujarat, India.

<b>Sd/-</b>	<b>Sd/-</b>
<b>Pravinbhai N. Patel</b>	<b>Sureshbhai H. Patel</b>
<b>Chairman &amp; MD</b>	<b>Whole-Time Director</b>
<b>DIN: 01840244</b>	<b>DIN: 02223842</b>

## **AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE:**

We have examined compliance by Airo Lam Limited (the Company) with the requirements under Clause 52 of the Listing Agreement and Regulation 15(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as applicable from time to time, entered into by the Company with the National Stock Exchange for the year ended on March 31, 2023.

In our opinion and to the best of our information and according to the explanations given to us and the representation by the Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 52 of the Listing Agreement and Regulation 15(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as applicable from time to time.

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

We state that no investor's grievance is pending unresolved by the Company for a period exceeding one month against the Company as per the records maintained by the stakeholder relationship committee.

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

**Place: Ahmedabad**

**Date: 23.05.2023**

**For, Piyush J. Shah & Co.**

**Chartered Accountants**

**FRN: 121172W**

**Sd/-**

**Arvind S. Vijayvargiya**

**Partner**

**M. No. 165063**

**CERTIFICATE PURSUANT TO REGULATION 17(8) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018**

We, Mr. Pravinkumar Nathalal Patel, Managing Director (CEO) and Ms. Keya Patel, CFO do hereby certify to the Board that:

- a) We have reviewed the Balance Sheet as at March 31, 2023, the Profit and Loss Accountant and the Cash Flow Statement for the year ended on that date and that to the best of our knowledge and belief:
  - i. The said statements do not contain any false, misleading or materially untrue statements or figures or omit any material fact, which may make the statements or figures contained therein misleading;
  - ii. The said statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such 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. Significant changes in internal control over financial reporting during the year, if any;
  - ii. Significant changes in accounting policies during the year if any and that the same have been disclosed in the notes to the financial statements; and

iii. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**Place: Prantij**  
**Date: 23.05.2023**

**Registered office:**  
Survey No. 355,  
Nananpur Road,  
N.H. No. 8, Dalpur,  
Prantij - 383120,  
Gujarat, India.

**By Order of Board of Directors**  
**For, Airo Lam Limited**  
**CIN: L20211GJ2007PLC052019**

<b>Sd/-</b>	<b>Sd/-</b>
<b>Pravinbhai N. Patel</b>	<b>Keya Patel</b>
<b>Chairman</b>	<b>CFO</b>
<b>DIN: 01840244</b>	



Standalone Financial Statements  
&  
Notes

# Independent Auditors' Report

**TO,  
The Members of  
Airo Lam Limited**

## **Opinion**

We have audited the accompanying standalone financial statements of **Airo Lam Limited** ("the Company"), which comprise the Balance Sheet as at **31st March, 2023**, the Profit and Loss Statement, the Cash Flow Statement for the Period ended and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at **31st March, 2023** and its profit and its cash flows for the year/period ended on that date.

## **Basis of Our Opinion**

We conducted our audit in accordance with the standard on auditing (SAs) specified under section 143(10) of the companies act, 2013. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the code ethics issued by the institute of chartered accountants of India together with ethical requirements that are relevant to our audit of financial statement under the provisions of the Companies Act, 2013 and rules thereunder, and we have fulfilled our ethical responsibilities in accordance with these requirements and the code of ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

## **Key Audit Matters**

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 year. 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 separate opinion on these matters.

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



## **Other Information**

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditors' report thereon.

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

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

## **Management's Responsibility for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

## **Auditor's Responsibilities for the Audit of the 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 controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company 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 Companies Act, 2013, 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, 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 standalone balance sheet, the standalone statement of profit and loss dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid standalone financial statements comply with the AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e) On the basis of the written representations received from the directors as on 31<sup>st</sup>March, 2023, taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup>March, 2023, 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, in our opinion and to the best of our information and according to the explanations given to us:

1. The company has disclosed the impact of pending litigation on its standalone financial position in its financial statement.
2. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
3. There was no amount which are required to be transferred, to the investor's education and protection fund by the company.
4. i) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or its subsidiary companies incorporated in India to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
  - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Holding Company or its subsidiary companies incorporated in India or

- 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, no funds have been received by the Holding Company or its subsidiary companies incorporated in India from any persons or entities, including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Holding Company or its subsidiary companies incorporated in India shall:
- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever (“Ultimate Beneficiaries”) by or on behalf of the Funding Parties or
  - provide any guarantee, security or the like 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 mis-statement.
5. The company or its holding company has not declared and paid any dividend during the year.

C. With respect to the matter to be included in the Auditors’ report under Section 197(16) of the Act:

6. In our opinion and according to the information and explanation given to us, the remuneration paid during the current year by the Holding Company and its subsidiaries which are incorporated in India to its directors is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Holding Company and its subsidiaries which are incorporated in India, 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) of the Act which are required to be commented upon by us.

**For Piyush J. Shah & Co.**  
**Chartered Accountants**  
**FRN: 121172W**

Sd/-  
**Arvind S. Vijayvargiya**  
**Partner**  
**M. No: 165063**  
**UDIN: 23165063BGQQFI3072**  
**Place: Ahmedabad**  
**Date: 23<sup>rd</sup> May 2023**

**Annexure A to the Independent Auditor's report on the standalone financial statements of Airo Lam Limited for the year ended 31 March 2023**

---

**(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Airo Lam Limited of even date)**

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

- i. In respect of The Company's Property, Plant and Equipment and Intangible assets:
  - (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets.  
(B) The company has maintained proper records showing full particulars of intangible assets.
  - (b) The Company has a program of physical verification of Property, Plant and Equipment and right-of-use assets so to cover all the assets once every three years which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were due for verification during the year and were physically verified by Management during the year. According to the information and Explanations given to us, no material discrepancies were noticed on such verification.
  - (c) Based on our examination of property tax receipts and lease agreement for land on which Building is constructed, registered sale deed /transfer deed/ conveyance deed provided to us, we report that, the title in respect of self-constructed buildings and title deeds of all other immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in the financial statements included under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date.
  - (d) The company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year.
  - (e) No proceedings have been initiated during the year or are pending against the company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988(as amended in 2016) and rules made thereunder.
- ii.
  - (a) The physical verification of inventory has been conducted at reasonable intervals by the management and in our opinion the coverage and procedure of such verification by the management is appropriate. There is no discrepancies of 10% or more in the aggregate for each class of inventory was noticed.
  - (b) The company has sanctioned working capital limits in excess of Rs. 5.00 crores, in aggregate, during the year, from banks financial institutions on the basis of security of current assets. The quarterly returns and statement filed by the company with

such banks or financial institutions are not in agreement with the books of accounts of the company.

(Rs. In Lakhs)

Sr. No.	Quarter Ended	Particulars	Amount (As per Financial Statement)	Amount (As per Statement filled with the Bank)	Difference
1	30 <sup>th</sup> June 2022	Value of Stock	6163.41	6027.97	135.44
2	30 <sup>th</sup> September, 2022	Value of Stock	6809.78	6527.89	281.89
3	31 <sup>st</sup> December, 2022	Value of Stock	6591.85	6414.85	177.00
4	31 <sup>st</sup> March, 2023	Value of Stock	6287.56	5978.73	308.83

iii. The company has made investments in companies, firms, LLPS and granted unsecured loans to other parties, during the year, in respect of which:

(a) The company has provided loans or advances in the nature of loans to other entity during the year.

A. the Company has given loan to the Associate Company as follows:

(Rs. In Lakhs)

Sr. No.	Name of the Company	Amount	Nature
1.	Airo Lam Asia Pacific Co. Limited	Rs. 24.42/-	Loan

B. the Company has given loan to other then Subsidiary/Associate/Joint Venture Company as follows:

(Rs. In Lakhs)

Sr. No.	Name of the Company	Amount	Nature
1.	Sidwin Fabric Private Limited	Rs. 100.00/-	Loan

(b) In our opinion, the investment made and the terms and conditions of the grant of loans, during the year are, prima facie, not prejudicial to the Company's interest.

(c) In respect of the loans granted by the company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts and receipts of interest are generally been regular as per situation.

(d) In respect of loans granted by the company, there is no overdue amount remaining outstanding as at the balance sheet date.

(e) No loan granted by the company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties.

(f) The company has not granted any loans and advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause 3(iii) (f) is not applicable.

The company has not provided any guarantee or security or granted any advances in the nature of loans secured or unsecured, to companies, firms, LLPS or any other parties.

iv. The company has complied with the provisions of sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.

v. The company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the order is not applicable.

vi. The maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the company. Hence reporting under clause (vi) of the Order is not applicable to the Company.

vii. In respect of statutory dues:

(a) In our opinion, the company has generally been regular in depositing undisputed statutory dues, including GST, Provident fund, Income Tax, Sales Tax, duty of custom, VAT. Cess and other material statutory dues applicable to it with appropriate authorities.

There were no undisputed amounts payable in respect of GST, Provident Fund, VAT, Income Tax, Sales Tax, Cess and other material statutory dues in arrears as at March 31,2023 for a period of more than six months from date they become payable.

(b) According to the information provided there are statutory dues which have not been deposited as on March 31, 2022 on account of disputes.

(Rs. In Lakhs)

Demand under the Act	Pending At	Assessment Year	Amount
Disputed Income Tax Demand under the Gujarat Value Added Tax Act	Commissioner of VAT	2014-15	159.69/-

viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in tax assessments under the Income Tax Act, 1961(43 of 1961).

ix.

(a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

- (b) The company has not been declared wilful defaulter by any bank or financial institutions or government or any government authority.
- (c) On an overall examination of the financial statements of the company, the term loans were applied for the purpose for which the loans were obtained.
- (d) On an overall examination of the financial statements of the company, the funds raised on short term basis have, prima facie, not been used for long term purposes by the company.
- (e) On an overall examination of the financial statements of the company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
- (f) The company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies and hence reporting on clause 3(ix)(f) of order is not applicable.

x.

- (a) The company has not raised the money by the Way of initial public offer or further public offer (including debt instrument) during the year hence reporting under clause 3(x) (a) of order is not applicable.
- (b) During the year the company has not made any preferential allotment or private placement of shares or convertible debenture (fully or partly or optionally) and hence reporting under clause 3(x) (b) of the order is not applicable.

xi.

- (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-1 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- (c) As per the information and explanations provided to us, the Company/Management has not received any whistle-blower complaints, hence reporting under clause xi(c) or the order is not applicable.

xii.

The Company is not a Nidhi Company and hence reporting under clauses (xii) of the Order is not applicable.

xiii.

In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

xiv.

- (a) In our opinion the Company has an adequate internal audit system commensurate the size and the nature of its business.



- (b) We have considered, the internal audit reports for the year under audit, issued to the company during the year and till date in determining the nature, timing and extent of our audit procedure.
- xv. In our opinion during the year the Company has not entered into with its Directors or persons connected with its directors, and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi.
  - (a) In our opinion, the Company is not required to be registered under section 45-1A of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi) (a), (b) and (c) of the Order is not applicable.
  - (b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions 2016) and accordingly reporting under clause 3(xvi) (d) of the Order is not applicable.
- xvii. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- xviii. There has been no resignation of statutory auditors of the company during the year.
- xix. On the basis of financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and 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 audit report indicating that company is not capable of meeting its liability 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 future viability of the company. We further state that our reporting is based on the facts up to the date of audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.
- xx.
  - (a) The Company has spent the amount required to be spent towards CSR for the period under review, hence there is no unspent amount toward CSR liability under section 135 of the Companies Act, 2013, hence reporting under clause 3(xx)(a) is not required.
  - (b) The Company has spent the amount required to be spent towards CSR for the period under review, hence there is no unspent amount toward CSR liability under section 135 of the Companies Act, 2013, hence reporting under clause 3(xx)(b) is not required.

- xxi. There have been no qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the consolidated financial statements.

**For Piyush J. Shah & Co.**  
**Chartered Accountants**  
**FRN: 121172W**

**Sd/-**  
**Arvind S. Vijayvargiya**  
**Partner**  
**M. No: 165063**  
**UDIN: 23165063BGQQFI3072**  
**Place: Ahmedabad**  
**Date: 23<sup>rd</sup> May 2023**

**Annexure B to the Independent Auditor’s report on the standalone financial statements of Airo Lam Limited for the year ended 31 March 2023**

---

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

**Opinion**

We have audited the internal financial controls over financial reporting of **Airo Lam Limited** (“the Company”) as of 31<sup>st</sup> March 2023 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

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

The Company’s management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the 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 (hereinafter referred to as “the Act”).

**Auditors’ Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and whether 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 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 the internal control based on the assessed risk. The procedure selected depends on the auditor’s judgment, including the assessment of risks of material misstatement of the financial statements, whether due to fraud or error.

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

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

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

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

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

### **Opinion**

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31<sup>st</sup> March 2023, based on the internal financial controls over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

**For Piyush J. Shah & Co.**

**Chartered Accountants**

**FRN: 121172W**

**Sd/-**

**Arvind S. Vijayvargiya**

**Partner**

**M. No: 165063**

**UDIN: 23165063BGQQFI3072**

**Place: Ahmedabad**

**Date: 23<sup>rd</sup> May 2023**

## Airo Lam Limited

### Standalone Balance Sheet as at 31<sup>st</sup> March, 2023

Particulars	Note	AMOUNT IN ₹ (Lakhs) 31-Mar-2023	AMOUNT IN ₹ (Lakhs) 31-Mar-2022
<b>I. ASSETS</b>			
<b>1 Non-current assets</b>			
(a) Property, plant & Equipment	02	3,585.61	3,735.37
(b) Capital work in progress		-	-
(c) Investment properties		-	-
(d) Goodwill		-	-
(e) Other intangible assets	03	0.49	0.58
(f) Intangible assets under development		-	-
(g) Biological assets other than bearer plants		-	-
(h) Financial assets			
(i) Investments	04	90.03	35.07
(ii) Trade receivables		-	-
(iii) Loans		-	-
(iv) Others	05	50.18	54.85
(i) Deferred tax assets (net)		-	-
(j) Other Non-current assets		-	-
		<b>3,726.32</b>	<b>3,825.87</b>
<b>2 Current assets</b>			
(a) Inventories	06	6,287.57	5,900.72
(b) Financial assets			
(i) Investments		-	-
(ii) Trade receivables	07	4,930.36	5,174.95
(iii) Cash and cash equivalents	08	255.85	292.98
(iv) Bank balance other than (iii) above	09	217.84	162.27
(v) Loans	10	492.05	236.19
(vi) Others		-	-
(c) Current tax assets (net)	11	1.82	1.67
(d) Other current assets	12	328.88	374.09
		<b>12,514.37</b>	<b>12,142.87</b>
<b>Total assets</b>		<b>16,240.69</b>	<b>15,968.74</b>
<b>II. EQUITY AND LIABILITIES</b>			
<b>1 Equity</b>			
(a) Equity share capital	13	1,500.20	1,500.20
(b) Other equity	14	4,924.91	4,142.32
		<b>6,425.11</b>	<b>5,642.52</b>
<b>2 Liabilities</b>			
<b>Non-current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	15	1,385.10	2,204.85
(ii) Trade payables		-	-
(iii) Other financial liabilities		-	-
(b) Provisions	16	71.22	56.09
(c) Deferred tax liabilities (net)	17	310.97	287.16
(d) Other non-current liabilities	18	94.39	62.39
		<b>1,861.68</b>	<b>2,610.48</b>

## Airo Lam Limited

### Standalone Balance Sheet as at 31<sup>st</sup> March, 2023

Particulars	Note	AMOUNT IN ₹ (Lakhs) 31-Mar-2023	AMOUNT IN ₹ (Lakhs) 31-Mar-2022
<b>3 Current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	19	3,677.26	2,852.07
(ii) Trade payables	20		
(i) total outstanding dues of micro enterprises and small enterprises		-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises		3,025.74	3,923.63
(iii) Other financial liabilities			
(b) Other current liabilities	21	1,100.77	831.51
(c) Provisions	22	150.13	108.53
(d) Current tax liabilities (net)		-	-
		7,953.90	7,715.74
		16,240.69	15,968.74

**Summary of significant accounting policies**

01 to 56

The accompanying notes are an integral part of the financial statements.  
In terms of our report of even date.

For Piyush J. Shah & Co.  
Chartered Accountants  
FRN : 121172W

Sd/-  
Arvind S. Vijayvargiya  
Partner  
M. No. 165063  
UDIN: 23165063BGQQFI3072  
Place : Ahmedabad  
Date : 23rd May, 2023

For and on behalf of the Board of Directors

Sd/-  
Pravin N. Patel  
Chairman  
DIN - 01840244

Sd/-  
Keya Patel  
CFO

Sd/-  
Suresh H. Patel  
Whole Time Director  
DIN - 02223842

## Airo Lam Limited

### Standalone Statement of Profit and Loss for the year ended 31<sup>st</sup> March, 2023

Particulars	Note	AMOUNT IN ₹ (Lakhs) 2022-23	AMOUNT IN ₹ (Lakhs) 2021-22
I. Revenue from operations	23	19,946.03	16,889.69
II. Other Income	24	70.06	55.60
<b>III. Total Revenue (I + II)</b>		<b>20,016.09</b>	<b>16,945.30</b>
IV. Expenses:			
Cost of raw material consumed	25	13,409.54	12,498.91
Changes in Inventories of finished goods & Raw Material	26	(291.31)	(1,404.85)
Employee benefits expenses	27	1,144.67	974.36
Finance costs	28	419.48	306.89
Depreciation and amortization expense	29	331.92	304.67
Other expenses	30	4,024.55	3,328.22
<b>Total expenses (IV)</b>		<b>19,038.84</b>	<b>16,008.20</b>
<b>V. Profit/(Loss) before exceptional items and tax (III-IV)</b>		<b>977.24</b>	<b>937.09</b>
VI. Exceptional items			
<b>VII. Profit/(Loss) before tax (V - VI)</b>		<b>977.24</b>	<b>937.09</b>
VIII. Tax expenses			
(1) Current tax		178.40	156.93
(2) Deferred tax		9.08	81.86
(3) Short / (Excess) Provision		2.04	(6.15)
(4) MAT Credit utilized/(Receivable)		48.18	31.95
<b>IX. Profit/(Loss) for the period from continuing operations (VII- VIII)</b>		<b>739.54</b>	<b>672.50</b>
X. Profit/(Loss) for the period from discontinued operations			
XI. Tax expenses of discontinued operations			
XII. Profit/(Loss) after tax for the period from discontinued operations (X-XI)		-	-
<b>XIII. Profit/(Loss) for the period</b>		<b>739.54</b>	<b>672.50</b>
XIV. Other comprehensive income			
A) (i) Items that will not be reclassified to profit or loss		57.78	1.44
(ii) Income tax relating to items that will not be reclassified to profit or loss		(14.73)	0.46
B) (i) Items that will be reclassified to profit or loss			
(ii) Income tax relating to items that will be reclassified to profit or loss			
<b>XV. Total Comprehensive income for the period (XIII+XIV) (Comprising Profit/ (Loss) and Other comprehensive income for the period)</b>		<b>782.59</b>	<b>674.39</b>

## Airo Lam Limited

### Standalone Statement of Profit and Loss for the year ended 31<sup>st</sup> March, 2023

Particulars	Note	AMOUNT IN ₹ (Lakhs) 2022-23	AMOUNT IN ₹ (Lakhs) 2021-22
XII Earnings per equity share (for continuing operations):	31		
(1) Basic		4.93	4.48
(2) Diluted		4.93	4.48
XII Earnings per equity share (for discontinued operations):			
(1) Basic		-	-
(2) Diluted		-	-
XII Earnings per equity share (for discontinued & continuing operations):			
(1) Basic		4.93	4.48
(2) Diluted		4.93	4.48

Summary of significant accounting policies

01 to 56

The accompanying notes are an integral part of the financial statements.

In terms of our report of even date.

For Piyush J. Shah & Co.  
Chartered Accountants  
FRN : 121172W

Sd/-  
Arvind S. Vijayvargiya  
Partner  
M. No. 165063  
UDIN: 23165063BGQQFI3072  
Place : Ahmedabad  
Date : 23rd May, 2023

For and on behalf of the Board of Directors

Sd/- Pravin N. Patel Chairman DIN - 01840244	Sd/- Keya Patel CFO
---	---------------------------

Sd/-  
Suresh H. Patel  
Whole Time Director  
DIN - 02223842



## Airo Lam Limited

### Standalone Statement of Cash Flow for the Year ended 31st March, 2023

Particulars	AMOUNT IN ₹ (Lakhs) 2022-23	AMOUNT IN ₹ (Lakhs) 2021-22
<b>Cash flow from operating activities:</b>		
Net profit before tax as per statement of profit and loss	977.24	937.09
<b>Adjusted for:</b>		
Depreciation & amortization	331.92	304.67
Interest & finance costs	419.48	306.89
<b>Operating cash flow before working capital changes</b>	<b>1728.64</b>	<b>1548.66</b>
<b>Adjusted for:</b>		
(Increase)/ decrease in inventories	(386.85)	(1,826.56)
(Increase)/ decrease in trade receivables	244.59	(1,044.27)
(Increase)/ decrease in other current assets	45.21	(67.34)
(Increase)/ decrease in other current tax assets	(0.15)	-
Increase/ (decrease) in other non current liabilities	32.00	44.94
Increase/ (decrease) in trade payables	(897.90)	658.91
Increase/ (decrease) in other financial liabilities	269.26	244.36
Increase/ (decrease) in short term provisions	(62.16)	15.01
Increase/ (decrease) in long term provisions	15.13	12.92
<b>Cash generated from / (used in) operations</b>	<b>987.78</b>	<b>(413.38)</b>
Income taxes paid	(122.04)	(182.74)
<b>Net cash generated from/ (used in) operating activities [A]</b>	<b>865.73</b>	<b>-596.12</b>
<b>Cash flow from investing activities:</b>		
Purchase of fixed assets	(182.83)	(291.34)
Sale of fixed assets	0.75	10.85
Increase/ decrease in short term loans and advances	(255.86)	(66.82)
Increase/ decrease in long term loans and advances	-	-
Increase/ decrease in other Bank balance	(55.57)	(45.07)
Purchase/Sale of investments	-	1.64
Increase/decrease in other security deposits	4.67	(9.34)
<b>Net cash flow from/(used) in investing activities [B]</b>	<b>(488.84)</b>	<b>(400.08)</b>
<b>Cash flow from financing activities:</b>		
Proceeds from long term borrowing (net)	(819.74)	278.57
Proceeds from short term borrowing (net)	825.19	956.97
Interest & finance costs	(419.48)	(306.89)
<b>Net cash flow from/(used in) financing activities [C]</b>	<b>(414.03)</b>	<b>928.65</b>
<b>Net increase/(decrease) in cash &amp; cash equivalents [A+B+C]</b>	<b>(37.13)</b>	<b>(67.54)</b>
Cash & cash equivalents as at beginning of the year	292.98	360.53
<b>Cash &amp; cash equivalents as at end of the year [Refer Note-08]</b>	<b>255.85</b>	<b>292.98</b>

Particulars	AMOUNT IN ₹ (Lakhs) 2022-23	AMOUNT IN ₹ (Lakhs) 2021-22
<b>Cash and Cash equivalent comprises of:</b>		
Cash on hand	6.55	8.56
<b>Bank Balances:</b>		
In current account	249.30	284.42
<b>Cash &amp; cash equivalents as at end of the year</b>	<b>255.85</b>	<b>292.98</b>

Summary of significant accounting policies

01 to 56

The accompanying notes are an integral part of the financial statements.

In terms of our report of even date.

## Airo Lam Limited

### Standalone Statement of Cash Flow for the Year ended 31st March, 2023

---

**Notes:**

1. The cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard (IND AS-7) Statement of Cashflows.
2. Figures in bracket indicates cash outflow.
3. Previous year figures have been regrouped/rearranged wherever necessary.

**For Piyush J. Shah & Co.**  
**Chartered Accountants**  
**FRN : 121172W**

**Sd/-**  
**Arvind S. Vijayvargiya**  
**Partner**  
**M. No. 165063**  
**UDIN: 23165063BGQQFI3072**  
**Place : Ahmedabad**  
**Date : 23rd May, 2023**

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

**Sd/-**  
**Pravin N. Patel**  
**Chairman**  
**DIN - 01840244**

**Sd/-**  
**Keya Patel**  
**CFO**

**Sd/-**  
**Suresh H. Patel**  
**Whole Time Director**  
**DIN - 02223842**

**Airo Lam Limited**  
**Standalone Statement of changes in equity**  
**For the year ended 31 March, 2023**

**A Equity Share Capital:**

Amount In ₹ (Lakhs)

Particulars	Note No	As at	As at	As at
		31-Mar-2023	31-Mar-2022	01-Apr-2021
Balance at the beginning of the year		1,500.20	1,500.20	1,500.20
Shares issued during the year	13	-	-	-
Balance at the end of the year		1,500.20	1,500.20	1,500.20

**B Other Equity:**

Particulars	Share application money pending allotment	Equity component of compound financial instruments	Reserves & Surplus		Other Comprehensive Income	Money received against share warrants	Total
			Securities premium reserves	Retained earnings			
<b>Balance as at April 01, 2021</b>	-	-	1,269.07	2,199.22	(0.36)	-	3,467.93
Profit/(Loss) for the period	-	-	-	672.50	-	-	672.50
Reclassification of OCI into Retained earning	-	-	-	-	-	-	-
Other comprehensive income for the year	-	-	-	-	1.90	-	1.90
Total comprehensive income for the year	-	-	-	672.50	1.90	-	674.39
<b>Balance as at March 31, 2022</b>	-	-	<b>1,269.07</b>	<b>2,871.72</b>	<b>1.53</b>	-	<b>4,142.32</b>
<b>Balance as at April 01, 2022</b>	-	-	1,269.07	2,871.72	1.53	-	4,142.32
Profit/(Loss) for the period	-	-	-	739.54	-	-	739.54
Adjustments	-	-	-	-	-	-	-
Other comprehensive income for the year	-	-	-	-	43.05	-	43.05
Total comprehensive income for the year	-	-	-	739.54	43.05	-	782.59
<b>Balance as at March 31, 2023</b>	-	-	<b>1,269.07</b>	<b>3,611.26</b>	<b>44.58</b>	-	<b>4,924.91</b>

**Summary of significant accounting policies**

The accompanying notes are an integral part of the financial statements.  
In terms of our report of even date.

For Piyush J. Shah & Co.  
Chartered Accountants  
FRN : 121172W

Sd/-  
Arvind S. Vijayvargiya  
Partner  
M. No. 165063  
UDIN: 23165063BGQQFI3072  
Place : Ahmedabad  
Date : 23rd May, 2023

For and on behalf of the Board of Directors

Sd/-  
Pravin N. Patel  
Chairman  
DIN - 01840244

Sd/-  
Keya Patel  
CFO

Sd/-  
Suresh H. Patel  
Whole Time Director  
DIN - 02223842

# Airo Lam Limited

## Note: 1

---

### Note: A

#### Corporate Information:

Airo Lam Limited (CIN L20211GJ2007PLC052019) is incorporated under the Companies Act, 1956 with its registered office at Survey No: 355, Nananpur Road, N.H. No: 8, Village-Dalpur, Ta-Prantij, Gujarat-383120.

The Company is engaged in the business of production, processing and marketing of decorative laminate and plywood. The manufacturing plant is situated at Himmatnagar, Gujarat. The company has very wide network for sales through an extensive network of 14 branches and numerous distributorships & dealers.

The standalone financial statements for the period ended on 31st March, 2023 are approved by the Board of Directors and authorised for issue on 23rd May, 2023.

#### Note: B Significant Accounting Policies:

##### 1. Basis of Preparation and Presentation

i) The financial statements are prepared on historical cost basis in accordance with applicable Indian Accounting Standards (Ind AS) and on accounting principles of going concern except investments which are measured at fair values. These financial statements have been prepared to comply with all material aspects with the Indian accounting standards notified under section 133 of the Act, (the "Act") read with Rule 7 of the Companies (Accounts) Rules, 2014, and the other relevant provisions of the Act.

ii) Accounting policies have been consistently applied except where a newly issued IND AS is initially adopted or a revision to an existing accounting standard requires a change in the accounting policies hitherto in use.

iii) As the quarter and year figures are taken from the source and rounded to the nearest digits, the figures already reported for all the quarters during the year might not always add up to the year figures reported in this statement.

iv) All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Act. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current classification of assets and liabilities.

##### 2. Use of Estimates

i) The preparation of financial statements in conformity with Indian GAAP requires judgments, estimates and assumptions to be made that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known/materialized.

### **3. Property, Plant and Equipment**

i) Property, Plant and Equipment are stated at original cost (net of tax/duty credit availed) less accumulated depreciation and impairment losses. Cost includes cost of acquisition, construction and installation, taxes, duties, freight, other incidental expenses related to the acquisition, and pre-operative expenses including attributable borrowing costs incurred during pre-operational period.

ii) Subsequent costs are included in the assets' carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of any component as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to statement of profit and loss during the reporting period in which they are incurred.

a) Land and buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the balance sheet at deemed cost less and accumulated depreciation. Freehold land is not depreciated.

b) Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the Company's accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

c) Fixtures and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

d) An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

e) Subsequent expenditures related to an item of Tangible Asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

f) Assets which are not ready for their intended use on reporting date are carried as capital work-in-progress at cost, comprising direct cost and related incidental expenses.

g) Useful lives of the Property, Plant and Equipment as notified in Schedule II to the Companies Act, 2013 are as follows :

Buildings - 3 to 60 years

Plant and Equipment - 15 to 25 years

Furniture and Fixtures - 10 years

Vehicles - 8 to 10 years

Office Equipment - 5 to 10 years

h) At each balance sheet date, the Company reviews the carrying amount of property, plant and equipment to determine whether there is any indication of impairment loss. If any such indication exists, the recoverable amount of the assets is estimated in order to determine the extent of impairment loss. The recoverable amount is higher of the net selling price and the value in use, determined by discounting the estimated future cash flows expected from the continuing use of the asset to their present value.

### **4. Intangible Assets**

i) Intangible assets acquired by payment e.g. Computer Software is disclosed at cost less amortisation on a straight-line basis over its estimated useful life.

ii) Intangible assets are carried at cost, net of accumulated amortisation and impairment loss, if any.

iii) Intangible assets are amortised on straight-line method, if any.

iv) At each balance sheet date, the Company reviews the carrying amount of intangible assets to determine whether there is any indication of impairment loss. If any such indication exists, the recoverable amount of the assets is estimated in order to determine the extent of impairment loss. The recoverable amount is higher of the net selling price and the value in use, determined by discounting the estimated future cash flows expected from the continuing use of the asset to their present value.

## **5. Depreciation**

i) Depreciation on tangible Property, Plant & Equipment is provided for on basis of useful life specified in Schedule II to the Act.

ii) Intangible assets such as Software are amortized in ten equal yearly instalments commencing from the year in which the tangible benefits start accruing to the Company from such assets, if any.

iii) Depreciation is charged as per the provisions of Schedule II to the Act based upon useful life of assets. The useful life is adopted for the purpose of depreciation is as under.

Buildings - 3 to 60 years

Plant and Equipment - 15 to 25 years

Furniture and Fixtures - 10 years

Vehicles - 8 to 10 years

Office Equipment - 5 to 10 years

## **6. Revenue Recognition**

i) Revenue comprises of all economic benefits that arise in the ordinary course of activities of the Company which result in increase in Equity, other than increases relating to contributions from equity participants. Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable.

ii) Sale of Goods: Revenue from sales of goods is recognized on transfer of significant risks and rewards of ownership to the customers. Revenue shown in the Statement of Profit and Loss excludes, returns, trade discounts, cash discounts, Goods & Service Tax.

iii) Services: Revenue from Services are recognised as and when the services are rendered.

iv) Export incentives under various schemes are accounted in the year of export, if any.

v) Interest income is recognized on a time proportion basis taking into account the amount outstanding and the interest rate applicable.

## **7. Employee Benefits**

i) Short-term employee benefits are recognized as an expense at the undis-counted amount in the Statement of Profit and Loss of the year in which the related service is rendered.

ii) Post Employment and Retirement benefits in the form of Gratuity are considered as defined benefit obligations and is provided for on the basis of third party actuarial valuation, using the projected unit credit method, as at the date of the Balance Sheet. Every Employee who has completed five years or more of service is entitled to Gratuity on terms not less favourable than the provisions of The Payment of Gratuity Act, 1972.

iii) The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of reporting period on government bonds that have terms approximating to the terms of the related obligation.

iv) Employee benefits in the form of Provident Fund is considered as defined contribution plan and the contributions to Employees' Provident Fund Organization established under The Employees' Provident Fund and Miscellaneous Provisions Act 1952 is charged to the Statement of Profit and Loss of the year when the contributions to the respective funds are due. The Company pays provident fund contributions to publicly administered provident funds as per local regulations. The Company has no further payment obligations once the contributions have been paid.

## **8. Valuation of Inventories**

i) The cost of inventories have been computed to include all cost of purchases, cost of conversion and other related costs incurred in bringing the inventories to their present location and condition. The costs of Raw Materials, Stores and spare parts etc., consumed consist of purchase price including duties and taxes (other than those subsequently recoverable by the enterprise from the taxing authorities), freight inwards and other expenditure directly attributable to the procurement.

ii) Stock of Raw Materials are valued at cost and of those in transit and at port related to these items are valued at cost to date. Goods and materials in transit are valued at actual cost incurred up to the date of balance sheet. Material and supplies held for use in the production of inventories are not written down if the finished products in which they will be used are expected to be sold at or above cost.

iii) Stock of Stores and spare parts, and Power & Fuels are valued at cost; and of those in transit and at port related to these items are valued at cost.

iv) Goods-in-process is valued at lower of cost or net realisable value.

v) Stock-in-trade is valued at lower of cost or net realisable value.

vi) Stock of Finished goods is valued at lower of cost or net realisable value.

## **9. Cash Flow Statement**

i) Cash flows are reported using indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flow from regular revenue generating, financing and investing activities of the Company is segregated.

ii) Cash and cash equivalents in the balance sheet comprise cash at bank, cash/cheques in hand and short term investments with an original maturity of three months or less.

## **10. Financial Assets**

i) The Company classifies its financial assets as those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and those to be measured at amortized cost.

ii) Trade receivables represent receivables for goods sold by the Company upto to the end of the financial year. The amounts are generally unsecured and are usually received as per the terms of payment agreed with the customers. The amounts are presented as current assets where receivable is due within 12 months from the reporting date.

iii) Trade receivables are impaired using the lifetime expected credit loss model under simplified approach. The Company uses a matrix to determine the impairment loss allowance based on its historically observed default rates over expected life of trade receivables and is adjusted for forward looking estimates. At every reporting date, the impairment loss allowance, if any, is determined and updated and the same is deducted from Trade Receivables with corresponding charge/credit to the standalone Statement of Profit and Loss.

iv) A financial asset is derecognized only when the Company has transferred the rights to receive cash flows from the financial asset, or when it has transferred substantially all the risks and rewards of the asset, or when it has transferred the control of the asset.

## **11. Financial Liabilities**

i) Borrowings are initially recognised and subsequently measured at amortised cost, net of transaction costs incurred. The transaction costs is amortised over the period of borrowings using the effective interest method in Capital Work in Progress up to the commencement of related Plant, Property and Equipment and subsequently under finance costs in the standalone Statement of profit and loss.

ii) Borrowings are removed from balance sheet when the obligation specified in the contract is discharged, cancelled or expired.

iii) Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

iv) Trade Payables represent liabilities for goods and services provided to the Company up to the end of the financial year. The amounts are unsecured and are usually paid as per the terms of payment agreed with the vendors. The amounts are presented as current liabilities unless payment is not due within 12 months after the reporting period.

v) Financial assets and Financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

## **12. Borrowing Costs**

i) Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds.

ii) General and specific borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets during the period of time that is required to complete and prepare the asset for its intended use. A qualifying asset is one that takes necessarily substantial period of time to get ready for its intended use.

iii) All other borrowing costs are expensed in the period in which they are incurred.

## **13. Foreign Currency Transactions**

i) The Company's financial statements are presented in Indian Rupees (₹), which is also the Company's functional currency.

ii) Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rate at the date of the transaction. At each balance sheet date, foreign currency monetary items are reported using the closing exchange rate. Exchange differences that arise on settlement of monetary items or on reporting at each balance sheet date of the Company's monetary items at the closing rate are recognised as income or expenses in the period in which they arise.

iii) Non-monetary items which are carried at historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.

## **14. Accounting for Taxes on Income**

i) Tax expenses comprise of current tax and deferred tax including applicable surcharge and cess.

ii) Current Income tax is computed using the tax effect accounting method, where taxes are accrued in the same period in which the related revenue and expenses arise. A provision is made for income tax annually, based on the tax liability computed, after considering tax allowances and exemptions. Provisions are recorded when it is estimated that a liability due to disallowances or other matters is probable.



iii) Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax liabilities are recognized for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any un used tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profits against which the deductible temporary differences, and the carry forward unused tax credits and unused tax losses can be utilized.

iv) 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 assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it is 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 the tax rates and tax laws that have been enacted or substantively enacted at the reporting date.

v) Deferred tax is recognised in the statement of profit and loss, except to the extent that it relates to items recognised in other comprehensive income. As such, deferred tax is also recognised in other comprehensive income.

vi) Deferred Tax Assets and Deferred Tax Liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the Deferred Tax Assets and Deferred Tax Liabilities relate to taxes on income levied by same governing taxation laws.

## **15. Investments**

Non Current investments are stated at cost. Provision for diminution in the value of Non Current investments is made only if such a decline is other than temporary.

## **16. Impairment**

Assessment is done at each Balance Sheet date as to whether there is any indication that an asset may be impaired. For the purpose of assessing impairment, the smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets or groups of assets, is considered as a cash generating unit. If any such indication exists, an estimate of the recoverable amount of the asset/cash generating unit is made. Assets whose carrying value exceeds their recoverable amount are written down to the recoverable amount. Recoverable amount is higher of an asset's or cash generating unit's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased.

## **17. Government Grants**

i) Grants are accounted for where it is reasonably certain that the ultimate collection will be made.

ii) Grants relating to PPE in the nature of Project Capital Subsidy are credited to that particular PPE.

iii) Others are credited to Statement of Profit and Loss.

## **18. Provisions, Contingent Liabilities and Contingent Assets**

i) Provisions are made when (a) the Company has a present legal or constructive obligation as a result of past events; (b) it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and (c) a reliable estimate is made of the amount of the obligation.

ii) Contingent liabilities are not provided for but are disclosed by way of Notes on Accounts. Contingent liabilities is disclosed in case of a present obligation from past events (a) when it is not probable that an outflow of resources will be required to settle the obligation; (b) when no reliable estimate is possible; (c) unless the probability of outflow of resources is remote.

iii) Contingent assets are not accounted but disclosed by way of Notes on Accounts where the inflow of economic benefits is probable.

#### **19. Current and Non-Current Classification**

i) The Normal Operating Cycle for the Company has been assumed to be of twelve months for classification of its various assets and liabilities into "Current" and "Non-Current".

ii) The Company presents assets and liabilities in the balance sheet based on current and non-current classification.

iii) An asset is current when it is (a) expected to be realised or intended to be sold or consumed in normal operating cycle; (b) held primarily for the purpose of trading; (c) expected to be realised within twelve months after the reporting period; (d) Cash and cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period. All other assets are classified as non-current.

iv) An liability is current when (a) it is expected to be settled in normal operating cycle; (b) it is held primarily for the purpose of trading; (c) it is due to be discharged within twelve months after the reporting period; (d) there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period. All other liabilities are classified as non-current.

#### **20. Segment Reporting**

i) The Company has a geographical segment other than Domestic area, however management consider the same as one segment only. Therefore, Segment Reporting is not provided.

#### **21. Related Party Transactions**

i) A related party is a person or entity that is related to the reporting entity preparing its financial statement

- a) A person or a close member of that person's family is related to reporting entity if that person;
- a. has control or joint control of the reporting entity;
  - b. has significant influence over the reporting entity; or
  - c. is a member of the key management personnel of the reporting entity or of a parent of the reporting entity.

b) An entity is related to a reporting entity if any of the following conditions applies;

- a. the entity and the reporting entity are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others);
- b. One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member);
- c. Both entities are joint ventures of the same third party;
- d. One entity is a joint venture of a third entity and the other entity is an associate of the third entity;
- e. The entity is a post-employment benefit plan for the benefit of employees of either the reporting entity or an entity related to the reporting entity;
- f. The entity is controlled or jointly controlled by a person identified in (a);
- g. A person identified in (a)

h. The entity, or any member of a group of which it is a part, provides key management personnel services to the reporting entity or to the parent of the reporting entity.

Has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity);

A related party transaction is a transfer of resources, services or obligations between a reporting entity and a related party, regardless of whether a price is charged.

Close members of the family of a person are those family members who may be expected to influence, or be influenced by, that person in their dealings with the entity.

Compensation includes all employee benefits i.e. all forms of consideration paid, payable or provided by the entity, or on behalf of the entity, in exchange for services rendered to the entity. It also includes such consideration paid on behalf of a parent of the entity in respect of the entity.

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any director (whether executive or otherwise) of that entity.

c) Disclosure of related party transactions as required by the IND AS is furnished in the Notes on the Standalone Financial Statements.

## **22. Earning Per Share**

i) 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.

ii) 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 effects of all dilutive potential equity shares.

## **22. Critical Accounting Judgments, Assumptions and Key Sources of Estimation Uncertainty**

The preparation of the Standalone Financial Statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities at the date of the financial statements. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. 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.

### **i) Judgements**

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the standalone financial statements:

#### **a) Determination of Functional Currency**

Currency of the primary economic environment in which the Company operates ("the functional currency") is Indian Rupee (Rs) in which the Company primarily generates and expends cash. Accordingly, the Management has assessed its functional currency to be Indian Rupee (Rs) i.e. Rs in Lakhs.

#### **b) Evaluation of Indicators for Impairment of Property, Plant and Equipment**

The evaluation of applicability of indicators of impairment of assets requires assessment of external factors (significant decline asset's value, significant changes in the technological, market, economic or legal environment, market interest rates etc.) and internal factors (obsolescence or physical damage of an asset, poor economic performance of the asset etc.) which could result in significant change in recoverable amount of the Property, Plant and Equipment.

## **ii) Assumptions and Estimation Uncertainties**

Information about estimates and assumptions that have the significant effect on recognition and measurement of assets, liabilities, income and expenses is provided below. Actual results may differ from these estimates.

### **a) Useful lives of Property, Plant and Equipment/Intangible Assets**

Property, Plant and Equipment/ Intangible Assets are depreciated/amortised over their estimated useful lives, after taking into account estimated residual value. The useful lives and residual values are based on the Company's historical experience with similar assets and taking into account anticipated technological changes or commercial obsolescence. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation/amortisation to be recorded during any reporting period. The depreciation/amortisation for future periods is revised, if there are significant changes from previous estimates and accordingly, the unamortised/depreciable amount is charged over the remaining useful life of the assets.

### **b) Contingent Liabilities**

In the normal course of business, Contingent Liabilities may arise from litigation and other claims against the Group. Potential liabilities that are possible but not probable of crystallising or are very difficult to quantify reliably are treated as contingent liabilities. Such liabilities are disclosed in the Notes but are not recognised. Potential liabilities that are remote are neither recognised nor disclosed as contingent liability. The management decides whether the matters need to be classified as 'remote', 'possible' or 'probable' based on expert advice, past judgements, experiences etc.

### **c) Evaluation of Indicators for Impairment of Property, Plant and Equipment**

The evaluation of applicability of indicators of impairment of assets requires assessment of external factors (significant decline in asset's value, economic or legal environment, market interest rates etc.) and internal factors (obsolescence or physical damage of an asset, poor economic performance of the idle assets etc.) which could result in significant change in recoverable amount of the Property, Plant and Equipment and such assessment is based on estimates, future plans as envisaged by the Company.

### **d) Provisions**

Provisions and liabilities are recognised in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability requires the application of judgement to existing facts and circumstances, which can be subject to change. The carrying amounts of provisions and liabilities are reviewed regularly and revised to take account of changing facts and circumstances.

## **22. Fair Value Measurement**

i) The Company measures financial instruments such as investment in other equity at fair value at each balance sheet date.

ii) 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 in the principal market for the asset or liability, or 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.

iii) 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.

iv) 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.

v) 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 minimising the use of unobservable inputs.

vi) All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised with in the fair value hierarchy. The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of following three levels:

Level 1 – Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 – Inputs are other than quoted prices included with in level 1 that are observable for the assets or liabilities either directly (pear prices) or indirectly (i.e. derived prices).

Level 3 – Inputs are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a Valuation model based on assumption that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

### **23. Lease**

#### **Operating Lease**

As a lessee

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Company, as lessee, are classified as operating leases. Payments made under operating leases are charged to the Statement of Profit and Loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the Company's expected inflationary cost increases.

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the non-cancellable period of a lease.

### **24. Expenses for CSR**

i) In case of CSR activities undertaken by the Company, if any expenditure of revenue nature is incurred or an irrevocable contribution is made to any agency to be spent by the latter on any of the activities mentioned in Schedule VII to the Companies Act, 2013, the same is charged as an expense to its Statement of Profit and Loss.

ii) In case, the expenditure incurred by the Company is of such a nature which gives rise to an asset, such an asset is recognised where the Company retains the control of the asset and any future economic benefit accrues to it. A liability incurred by entering in to a contractual obligation is recognised to the extent to which CSR activity is completed during the year.

**02 Property Plant & Equipment : (As at 31-Mar-2023)**

Particulars	Amount in ₹ (Lakhs)										Total	
	Factory Building	Labour Quarters	Office Buildings	Plant & Machinery	Furniture & Fittings	Office Equipment	Motor Vehicle	Computers & Data Processing Unit	Land Freehold			
<b>At Cost or deemed cost</b>												
As at April 01, 2020	344.57	26.13	113.27	1,952.15	69.09	11.13	42.15	23.43	86.21			2,668.12
Additions	367.67	-	-	2,479.78	33.93	10.08	-	1.05	-			2,892.50
Disposals	-	-	-	-	-	-	-	-	-			-
<b>As at March 31, 2021</b>	712.24	26.13	113.27	4,431.93	103.01	21.20	42.15	24.48	86.21			5,560.62
As at April 01, 2021	712.24	26.13	113.27	4,431.93	103.01	21.20	42.15	24.48	86.21			5,560.62
Additions	31.50	-	-	234.60	13.98	5.40	-	5.85	-			291.34
Disposals	-	-	-	(0.28)	(10.58)	-	-	-	-			(10.85)
<b>As at March 31, 2022</b>	743.73	26.13	113.27	4,666.26	106.42	26.60	42.15	30.33	86.21			5,841.10
As at April 01, 2022	743.73	26.13	113.27	4,666.26	106.42	26.60	42.15	30.33	86.21			5,841.10
Additions	0.73	-	-	143.71	-	8.88	27.46	2.05	-			182.83
Disposals	-	-	-	-	-	(0.75)	-	-	-			(0.75)
<b>As at Mar 31, 2023</b>	744.46	26.13	113.27	4,809.97	106.42	34.73	69.61	32.39	86.21			6,023.19
<b>Accumulated Depreciation</b>												
As at April 01, 2020	181.83	16.51	71.08	1,209.67	27.09	9.81	36.80	19.87	-			1,572.64
Additions	23.56	0.39	1.73	194.70	7.20	1.40	1.40	1.23	-			231.61
Disposals	-	-	-	-	-	-	-	-	-			-
<b>As at March 31, 2021</b>	205.39	16.90	72.81	1,404.37	34.28	11.21	38.19	21.10	-			1,804.25
As at April 01, 2021	205.39	16.90	72.81	1,404.37	34.28	11.21	38.19	21.10	-			1,804.25
Additions	28.63	0.38	1.66	257.70	8.01	2.11	0.59	2.62	-			301.70
Disposals	-	-	-	-	(0.21)	-	-	-	-			(0.21)
<b>As at March 31, 2022</b>	234.02	17.28	74.47	1,662.07	42.08	13.32	38.78	23.71	-			2,105.74
As at April 01, 2022	234.02	17.28	74.47	1,662.07	42.08	13.32	38.78	23.71	-			2,105.74
Additions	27.21	0.36	1.59	286.56	8.77	3.06	1.09	3.18	-			331.84
Disposals	-	-	-	-	-	-	-	-	-			-
<b>As at Mar 31, 2023</b>	261.24	17.64	76.06	1,948.64	50.86	16.38	39.88	26.89	-			2,437.57
<b>Carrying amount</b>												
As at April 01, 2021	506.84	9.23	40.46	3,027.56	68.73	10.00	3.95	3.38	86.21			3,756.37
As at March 31, 2022	509.71	8.85	38.80	3,004.19	64.34	13.28	3.36	6.62	86.21			3,735.37
As at Mar 31, 2023	483.23	8.49	37.21	2,861.33	55.56	18.35	29.73	5.49	86.21			3,585.61

**03 Other intangible Assets : (As at 31-Mar-2023)**
**Amount In ₹ (Lakhs)**

<b>Particulars</b>	<b>Trade Mark</b>	<b>Software</b>	<b>Total</b>
<b>At Cost or deemed cost</b>			
As at April 01, 2020	1.08	12.32	13.40
Additions	-	-	-
Disposals	-	-	-
<b>As at March 31, 2021</b>	<b>1.08</b>	<b>12.32</b>	<b>13.40</b>
As at April 01, 2021	1.08	12.32	13.40
Additions	-	-	-
Disposals	-	-	-
<b>As at March 31, 2022</b>	<b>1.08</b>	<b>12.32</b>	<b>13.40</b>
As at April 01, 2022	1.08	12.32	13.40
Additions	-	-	-
Disposals	-	-	-
<b>As at March 31, 2023</b>	<b>1.08</b>	<b>12.32</b>	<b>13.40</b>
<b>Accumulated Depreciation</b>			
As at April 01, 2020	0.28	6.16	6.45
Additions	0.11	3.08	3.19
Disposals	-	-	-
<b>As at March 31, 2021</b>	<b>0.39</b>	<b>9.24</b>	<b>9.63</b>
As at April 01, 2021	0.39	9.24	9.63
Additions	0.11	3.08	3.19
Disposals	-	-	-
<b>As at March 31, 2022</b>	<b>0.50</b>	<b>12.32</b>	<b>12.82</b>
As at April 01, 2022	0.50	12.32	12.82
Additions	0.08	-	0.08
Disposals	-	-	-
<b>As at March 31, 2023</b>	<b>0.58</b>	<b>12.32</b>	<b>12.90</b>
<b>Carrying amount</b>			
<b>As at April 01, 2021</b>	<b>0.68</b>	<b>3.08</b>	<b>3.76</b>
<b>As at March 31, 2022</b>	<b>0.58</b>	<b>-</b>	<b>0.58</b>
<b>As at March 31, 2023</b>	<b>0.49</b>	<b>-</b>	<b>0.49</b>

## Airo Lam Limited

### 04 Non-Current Investments:

Particulars	As at	As at	As at
	31-Mar-2023	31-Mar-2022	01-Apr-2021
	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)
<b>Investments in Equity Instruments (Quoted)</b>			
Shares of Listed Companies	66.25	11.29	12.93
<b>Investments in Equity Instruments (Unquoted)</b>			
Shares of Unlisted Companies	23.78	23.78	23.78
<b>TOTAL :</b>	<b>90.03</b>	<b>35.07</b>	<b>36.71</b>

#### Investments in Equity Instruments

Sr. No.	Name of the Company	Quoted / Unquoted	Classification	No. of Shares
1	Latteys Industries Limited	Quoted	N.A.	2,50,000
2	Airolam Asia Pacific Co., Ltd.	Unquoted	N.A.	9,600

#### Investments in Other Companies

The company had valued the shares of the other companies at fair value through OCI.

#### Investments in associates

The company had valued the shares of associates at cost price under IND AS 28, without considering the temporary fluctuation.

### 05 Others:

Particulars	As at	As at	As at
	31-Mar-2023	31-Mar-2022	01-Apr-2021
	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)
<b>Unsecured Considered good</b>			
Security Deposit	50.18	54.85	45.51
<b>TOTAL :</b>	<b>50.18</b>	<b>54.85</b>	<b>45.51</b>

Security deposit includes Deposit with suppliers for power connections, Rented premises etc.

### 06 Inventories:

Particulars	As at	As at	As at
	31-Mar-2023	31-Mar-2022	01-Apr-2021
	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)
<b>Raw Material</b>	1,721.43	1,625.89	1,204.18
<b>Work-In-Progress</b>	317.57	320.82	280.62
<b>Stores and Spares</b>	207.56	168.19	57.86
<b>Finished Goods</b>	4,041.00	3,785.82	2,531.49
<b>TOTAL :</b>	<b>6,287.57</b>	<b>5,900.72</b>	<b>4,074.16</b>

Sub Note: Inventory is valued on the basis of Weighted Average cost method.

### 07 Trade Receivables:

Particulars	As at	As at	As at
	31-Mar-2023	31-Mar-2022	01-Apr-2021
	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)
<b>Unsecured</b>			
Considered Good	4,930.36	5,174.95	4,130.68
Considered doubtful	-	-	-
	4,930.36	5,174.95	4,130.68
Less: Allowance for doubtful debts	-	-	-
<b>TOTAL :</b>	<b>4,930.36</b>	<b>5,174.95</b>	<b>4,130.68</b>

Particulars	Outstanding for following periods from due date of payment					As at
	Less than 6 months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 Years	31-Mar-2023
						Total
(i) Undisputed Trade Receivables - Considered Good	3,908.03	216.81	107.57	153.66	450.48	4,836.55



(ii) Undisputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - Credit impaired	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Considered Good	-	-	-	-	93.81	93.81
(v) Disputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	-
(v) Disputed Trade Receivables - Credit impaired	-	-	-	-	-	-

Particulars	Outstanding for following periods from due date of payment					As at 31-Mar-2022
	Less than 6 months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
(i) Undisputed Trade Receivables - Considered Good	3,558.04	873.64	155.66	546.81	40.81	5,174.95
(ii) Undisputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - Credit impaired	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Considered Good	-	-	-	-	-	-
(v) Disputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	-
(v) Disputed Trade Receivables - Credit impaired	-	-	-	-	-	-

Particulars	Outstanding for following periods from due date of payment					As at 01-Apr-2021
	Less than 6 months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
(i) Undisputed Trade Receivables - Considered Good	3,051.90	873.64	85.01	80.22	39.91	4,130.68
(ii) Undisputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - Credit impaired	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Considered Good	-	-	-	-	-	-
(v) Disputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	-
(v) Disputed Trade Receivables - Credit impaired	-	-	-	-	-	-

08 Cash & cash equivalents:

Particulars	As at	As at	As at
	31-Mar-2023	31-Mar-2022	01-Apr-2021
	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)
Balance with Banks	249.30	284.42	352.49
Cash On Hand	6.55	8.56	8.03
<b>TOTAL :</b>	<b>255.85</b>	<b>292.98</b>	<b>360.53</b>

09 Bank balance other than (08) above:

Particulars	As at	As at	As at
	31-Mar-2023	31-Mar-2022	01-Apr-2021
	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)
Deposit Accounts (original maturity less than 12 months)	217.84	162.27	117.20
<b>TOTAL :</b>	<b>217.84</b>	<b>162.27</b>	<b>117.20</b>

10 Loans:

Particulars	As at	As at	As at
	31-Mar-2023	31-Mar-2022	01-Apr-2021
	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)
<b>Unsecured: Considered Good</b>			
Advance to Others	100.03	-	-
Advances to Suppliers	365.23	236.19	169.37
Advances given to Staff	2.37	-	-
Advance to Related Parties	24.42	-	-
<b>TOTAL :</b>	<b>492.05</b>	<b>236.19</b>	<b>169.37</b>

Loans and Advances to Related Parties

Type of Borrower	As at		As at	
	31-Mar-2023		31-Mar-2022	
	Amount Outstanding	% of total	Amount Outstanding	% of total
Promoters	-	-	-	-
Directors	-	-	-	-
KMPs	-	-	-	-
Related Parties	-	-	-	-
Associate Company	24.42	100.00	-	-
	24.42	100.00	-	-

11 Current tax assets:

Particulars	As at	As at	As at
	31-Mar-2023	31-Mar-2022	01-Apr-2021
	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)
<b>Unsecured: Considered Good</b>			
Receivable from Government			
Income Tax Refund / Provisionally paid Income Tax	1.82	1.67	1.67
<b>TOTAL :</b>	<b>1.82</b>	<b>1.67</b>	<b>1.67</b>

12 Other current assets:

Particulars	As at	As at	As at
	31-Mar-2023	31-Mar-2022	01-Apr-2021
	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)
<b>Unsecured: Considered Good</b>			
GST Receivable	309.81	305.50	206.47
Prepaid Expenses	19.07	17.56	14.30
Interest Receivables	-	0.80	3.80
MAT Credit Receivables	-	50.22	82.17
<b>TOTAL :</b>	<b>328.88</b>	<b>374.09</b>	<b>306.75</b>

13 Equity share capital:

Particulars	As at	As at	As at
	31-Mar-2023	31-Mar-2022	01-Apr-2021
	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)
<b>Authorized :</b>			
Equity shares 16,000,000 of Rs.10 Each	1,600.00	1,600.00	1,600.00
<b>Issued, Subscribed and Paid up :</b>			
Equity shares 15020000 of Rs.10 Each	1,500.20	1,500.20	1,500.20
<b>TOTAL :</b>	<b>1,500.20</b>	<b>1,500.20</b>	<b>1,500.20</b>

**13.1 The Details of Shareholder holding more than 5% Shares**

Name Of Shareholder	As at 31-Mar-2023		As At 31-03-2022	
	No. Of Shares	% Held	No. Of Shares	% Held
Jasvantbhai Patel	8,83,340	5.89%	8,83,340	5.89%
Mahendrabhai Nathabhai Patel	9,02,080	6.01%	9,02,080	6.01%
Pravinkumar Amichandbhai Patel	9,86,574	6.58%	9,86,574	6.58%
Pravinkumar Nathabhai Patel	11,52,600	7.68%	11,49,520	7.66%
<b>TOTAL</b>	<b>39,24,594</b>	<b>26.16%</b>	<b>39,21,514</b>	<b>26.14%</b>

**13.2 The Reconciliation of No. of shares outstanding is set out below:**

Particulars	As at 31-Mar-2023		As At 31-03-2022	
	No. Of Shares	Amount In ₹ (Lakhs)	No. Of Shares	Amount In ₹ (Lakhs)
Equity Shares at the beginning of the year(In Lakhs)	1,50,02,000	1,500.20	1,50,02,000	1,500.20
Add: Shares issued as Bonus	-	-	-	-
<b>Equity Shares at the end of the year(In Lakhs)</b>	<b>1,50,02,000</b>	<b>1,500.20</b>	<b>1,50,02,000</b>	<b>1,500.20</b>

**13.3 Rights, Preferences and Restrictions attached to Shares**

The Company has one class of equity shares having a par value of Rs. 10 per share. Equity shareholder is eligible for one vote per share held. They are eligible for dividend on the basis of their shareholding. In the case of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, if any, in proportion to their shareholding.

**13.4 Shareholding of promoters**

Shares held by promoters at the end of the year (31-Mar-23)				
Sr.No.	Promoter Name	No Of Shares	% of total shares	% Change During The Year
1	Pravinbhai Nathabhai Patel	11,52,600	7.68%	0.27
2	Patel Pravinbhai Amichandbhai	9,86,574	6.58%	-
3	Patel Prafulkumar Devachandbhai	7,46,000	4.97%	-
4	Raval Daxesh Vasant	5,38,000	3.59%	-
5	Patel Sureshbhai H.	1,25,723	0.84%	6.54

Shares held by promoters at the end of the year (31-Mar-22)				
Sr.No.	Promoter Name	No Of Shares	% of total shares	% Change During The Year
1	Pravinbhai Nathabhai Patel	11,49,520	7.66%	-
2	Patel Pravinbhai Amichandbhai	9,86,574	6.58%	-
3	Patel Prafulkumar Devachandbhai	7,46,000	4.97%	-
4	Raval Daxesh Vasant	5,38,000	3.59%	-
5	Patel Sureshbhai H.	1,18,000	0.79%	-

**14 Other equity:**

Particulars	As at 31-Mar-2023	As at 31-Mar-2022	As at 01-Apr-2021
	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)
<b>Retained Earning</b>			
Opening Balance	2,871.72	2,199.22	1,653.70
Add: Profit for the year	739.54	672.50	545.52
Less: Adjustments	-	-	-
Closing Balance	<b>3,611.26</b>	<b>2,871.72</b>	<b>2,199.22</b>
<b>Other Comprehensive Income</b>			
Opening Balance	1.53	(0.36)	(0.36)
Add: Profit for the year	43.05	1.90	-
Less: Adjustments	-	-	-
Closing Balance	<b>44.58</b>	<b>1.53</b>	<b>(0.36)</b>
<b>Share Premium Account</b>			
Opening Balance	1,269.07	1,269.07	1,269.07
Less: Bonus Issue during the year	-	-	-
Closing Balance	<b>1,269.07</b>	<b>1,269.07</b>	<b>1,269.07</b>
<b>TOTAL :</b>	<b>4,924.91</b>	<b>4,142.32</b>	<b>3,467.93</b>

**Retained Earnings:** Retained earnings are the profits that the Company has earned till date less any transfers to general reserve, dividends, utilisations or other distributions paid to shareholders.

**Other Comprehensive Income:** The fair value change of the investments measured at fair value through other comprehensive income recognised through Other Comprehensive Income. Upon derecognition the cumulative fair value changes on the said investments except equity investments are reclassified to the Statement of Profit and Loss. Accumulated gain or loss on employee benefits also recognised through other comprehensive income.

**Securities Premium:** The amount received in excess of face value of the equity shares is recognised in Securities Premium.

**15 Borrowings:**

Particulars	As at	As at	As at
	31-Mar-2023	31-Mar-2022	01-Apr-2021
	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)
<b>Secured Borrowing:</b>			
<b>Term Loan against Vehicle</b>	30.70	18.36	-
Secured by hypothecation of vehicles purchased in the name of company/ directors of the company. The loan is repayable within a period ranging from one to five years.			
<b>Term Loan against PPEs</b>	840.46	1,645.79	1,386.82
Secured by way of charge of Plant & Machineries, Book Debts, Stocks as primary security and certain industrial and residential plot as specified in the sanction letter as collateral security.			
<b>Unsecured Borrowing:</b>			
<b>Unsecured Loans from Directors</b>	203.00	298.76	299.60
The company have outstanding Interest free long term loans from directors. The repayment terms have not been decided yet.	-	-	-
<b>Unsecured Loans from relatives &amp; shareholders</b>	310.94	241.95	239.85
The company have outstanding Interest free long term loans from shareholders & relatives of the directors and/or promoters. The repayment terms have not been decided yet.	-	-	-
<b>TOTAL :</b>	<b>1,385.10</b>	<b>2,204.85</b>	<b>1,926.27</b>

**Sub Note:** The directors of the company and Mr. Pravin A. Patel (Promoter, subject to the limit of the shares offered by him) have also given their personal guarantee for the loan.

Sub Note: The company has also provided land and building situated at:

1. Survey No: 355, Dalpur, Nanapur Approach Road, Ta: Prantij, Dist: Sabarkantha
2. Plot No. 301 & 302, Survey No. 518/P, GIDC Estate, Talod
3. Khata No. 341, Block No. 139 (Old Survey No. 356) Mouje-Dalpur, Nanapur Approach Road, Taluka: Prantij, Dist: Sabarkantha
4. Pledge of 1500200 Shares of Airo Lam Limited held by Mr. Pravin N. Patel, Suresh H. Patel and Pravin A. Patel as common collateral security for Working Capital finance & Term Loan finance.

**Sub Note:** The Company has utilized the borrowings from Banks for the purpose, for which it has been raised.

Name of Lender	Name of Security	Rate of Interest	Monthly installments	No. of Installments
Axis Bank	Immovable property , Plant and Machinery , Book Debts	EURIBOR + 400 BPS	19409.94 EURO	60
Axis Bank	Immovable property , Plant and Machinery , Book Debts	EURIBOR + 400 BPS	6469.98 EURO	60
Axis Bank	Immovable property , Plant and Machinery , Book Debts	9.15%	15.50	36
Axis Bank	Immovable property , Plant and Machinery , Book Debts	9.15%	4.55	66
Axis Bank	Immovable property , Plant and Machinery , Book Debts	9.15%	7.77	36
HDFC Bank	Motor Vehicle	8.75%	0.50	60
HDFC Bank	Motor Vehicle	8.75%	0.18	60
Axis Bank	Motor Vehicle	7.65%	0.24	60

**16 Non-current liabilities - Provision:**

Particulars	As at	As at	As at
	31-Mar-2023	31-Mar-2022	01-Apr-2021
	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)
<b>Provision for Employee Benefits</b>			
Gratuity	71.22	56.09	43.17
<b>TOTAL :</b>	<b>71.22</b>	<b>56.09</b>	<b>43.17</b>

As the Company has not funded its liability, it has nothing to disclose regarding plan assets and its reconciliation.

17 Deferred Tax Liabilities:

Particulars	As at	As at	As at
	31-Mar-2023	31-Mar-2022	01-Apr-2021
	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)
<b>Deferred Tax Assets</b>			
DTL on Difference between written down value of property, plant and equipment as per books of accounts and income tax	318.37	296.90	221.04
DTL on Expenses claimed for tax purpose on payment basis	(21.67)	(16.26)	(12.23)
DTL on Other assets	14.28	6.51	(3.04)
<b>TOTAL :</b>	<b>310.97</b>	<b>287.16</b>	<b>205.76</b>

18 Other Non-current liabilities:

Particulars	As at	As at	As at
	31-Mar-2023	31-Mar-2022	01-Apr-2021
	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)
<b>Unsecured</b>			
Security Deposits from Customers	94.39	62.39	17.45
<b>TOTAL :</b>	<b>94.39</b>	<b>62.39</b>	<b>17.45</b>

19 Financial liabilities - Borrowings:

Particulars	As at	As at	As at
	31-Mar-2023	31-Mar-2022	01-Apr-2021
	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)
<b>Secured : Loans Repayable on Demand</b>			
Secured Loan from Bank	3,111.95	2,618.42	1,561.00
<b>Current Maturities of Long Term Debts</b>	565.31	233.65	334.10
<b>TOTAL :</b>	<b>3,677.26</b>	<b>2,852.07</b>	<b>1,895.10</b>

Axis Bank Cash Credit / PCFC / PSCFC LC / SBLC outstanding Rs. 31,11,94,943/-as on March 31, 2023 is secured against hypothecation of stock with netting off of sundry creditors and Book Debts i.e. entire current assets (present and future) of the company including stock of raw material, stock in process, finished goods, consumables, receivables, stores, spares, at the rate of 9.15%.

The company has also provided land and building situated at:

- Survey No: 355, Dalpur, Nananpur Approach Road, Ta: Prantij, Dist: Sabarkantha
- Plot No. 301 & 302, Survey No. 518/P, GIDC Estate, Talod
- Khata No. 341, Block No. 139 (Old Survey No. 356) Mouje-Dalpur, Nananpur Approach Road, Taluka: Prantij, Dist: Sabarkantha
- Pledge of 1500200 Shares of Airo Lam Limited held by Mr. Pravin N. Patel, Suresh H. Patel and Pravin A. Patel as common collateral security for Working Capital finance & Term Loan finance.

The directors of the company and Mr. Pravin A. Patel (Promoter, subject to the limit of the shares offered by him) have also given their personal guarantee for the loan.

20 Financial liabilities - Trade Payables:

Particulars	As at	As at	As at
	31-Mar-2023	31-Mar-2022	01-Apr-2021
	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)
<b>Creditors for Goods</b>	3,025.74	3,923.63	3,264.73
<b>TOTAL :</b>	<b>3,025.74</b>	<b>3,923.63</b>	<b>3,264.73</b>

Particulars	Outstanding for following periods from due date of payment				As at
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	31-Mar-2023
(i) MSME	2,958.23	55.91	6.58	5.03	3,025.74
(ii) Others	-	-	-	-	-
(iii) Diputed dues-MSME	-	-	-	-	-
(iv) Diputed dues-Others	-	-	-	-	-

Particulars	Outstanding for following periods from due date of payment				As at
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	31-Mar-2022
(i) MSME	3,854.68	57.58	6.35	5.03	3,923.63
(ii) Others	-	-	-	-	-
(iii) Diputed dues-MSME	-	-	-	-	-
(iv) Diputed dues-Others	-	-	-	-	-

Particulars	Outstanding for following periods from due date of payment				As at 01-Apr-2021
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
(i) MSME	3,203.97	50.73	5.59	4.43	3,264.73
(ii) Others	-	-	-	-	-
(iii) Disputed dues-MSME	-	-	-	-	-
(iv) Disputed dues-Others	-	-	-	-	-

Sub Note: Disclosure of payable to vendors as defined under the "Micro, Small and Medium Enterprise Development Act, 2006" is based on the information available with the Company regarding the status of registration of such vendors under the said Act, as per the intimation received from them on requests made by the Company. There are no overdue principal amounts / interest payable amounts for delayed payments to such vendors at the Balance Sheet date. There are no delays in payment made to such suppliers during the year or for any earlier years and accordingly there is no interest paid or outstanding interest in this regard in respect of payment made during the year or on balance brought forward from previous year.

**21 Other Current Liabilities:**

Particulars	As at 31-Mar-2023	As at 31-Mar-2022	As at 01-Apr-2021
	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)
<b>Other Payables</b>			
Advance from Customers	121.76	91.62	46.29
Sundry Creditors for Capital Goods	9.11	19.32	76.21
Sundry Creditors for Expenses	917.89	690.53	436.45
Payable to Government	52.01	30.04	22.24
Interest Payable	-	-	5.97
<b>TOTAL :</b>	<b>1,100.77</b>	<b>831.51</b>	<b>587.15</b>

**22 Current liabilities - Provisions:**

Particulars	As at 31-Mar-2023	As at 31-Mar-2022	As at 01-Apr-2021
	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)
<b>Payable to Government</b>	55.70	36.93	-
<b>Payable to Employees</b>	20.40	46.54	85.95
<b>Payable to Others</b>	74.03	25.05	9.00
<b>TOTAL :</b>	<b>150.13</b>	<b>108.53</b>	<b>94.95</b>

23 Revenue From Operations:

Particulars	For the FY 2022-23	For the FY 2021-22
	Amount in ₹ (Lakhs)	Amount in ₹ (Lakhs)
Revenue from Sale of Products	22,253.45	18,671.33
Less:	-	-
Rate Differences on Sales	(3.59)	(2.18)
GST on sales	(2,303.83)	(1,779.46)
<b>TOTAL :</b>	<b>19,946.03</b>	<b>16,889.69</b>

24 Other Income:

Particulars	For the FY 2022-23	For the FY 2021-22
	Amount in ₹ (Lakhs)	Amount in ₹ (Lakhs)
Other Operating Income	57.90	20.59
Sundry Balances written off	(0.00)	19.98
Interest Income	5.57	7.07
Miscellaneous Income	6.60	7.96
<b>TOTAL :</b>	<b>70.06</b>	<b>55.60</b>

25 Cost of Raw material consumed:

Particulars	For the FY 2022-23	For the FY 2021-22
	Amount in ₹ (Lakhs)	Amount in ₹ (Lakhs)
<b>Inventory at the beginning</b>		
Raw Material	1,625.89	1,204.18
<b>Add: Purchases</b>		
Raw Material	13,373.96	12,643.23
<b>Add: Direct Expenses</b>		
Raw Material	131.12	277.39
	-	-
	-	-
<b>Less: Inventory at the end</b>		
Raw Material	1,721.43	1,625.89
<b>TOTAL :</b>	<b>13,409.54</b>	<b>12,498.91</b>

26 Changes in Inventories:

Particulars	For the FY 2022-23	For the FY 2021-22
	Amount in ₹ (Lakhs)	Amount in ₹ (Lakhs)
At the end of the year:		
Finished Goods	4,041.00	3,785.82
Work-In-Progress	317.57	320.82
Stores and Spares	207.56	168.19
	4,566.13	4,274.83
At the beginning of the year:		
Finished Goods	3,785.82	2,531.49
Work-In-Progress	320.82	280.62
Stores and Spares	168.19	57.86
	4,274.83	2,869.98
	(291.31)	(1,404.85)

27 Employee Benefit Expense:

Particulars	For the FY 2022-23	For the FY 2021-22
	Amount in ₹ (Lakhs)	Amount in ₹ (Lakhs)
Bonus Expenses	15.02	12.95
Director's Remuneration	23.86	23.79
Gratuity Expense	22.30	17.53
Salary & Wages Expenses	1,076.83	914.49
Staff Welfare Expenses	6.65	5.60
<b>TOTAL :</b>	<b>1,144.67</b>	<b>974.36</b>

28 Finance Cost:

Particulars	For the FY 2022-23	For the FY 2021-22
	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)
Bank Charges	43.67	79.04
Interest to Bank on Short Term Borrowing	235.57	107.79
Interest to Bank on Long Term Borrowing	116.56	116.41
Interest on Car Loan	1.27	1.06
Interest on Others	2.82	2.59
Hypothecation Expense	19.58	-
<b>TOTAL :</b>	<b>419.48</b>	<b>306.89</b>

Sub Note: Interest Expenses are net of interest capitalized in Property, Plant & Equipment.

29 Depreciation Expense

Particulars	For the FY 2022-23	For the FY 2021-22
	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)
Depreciation on Tangible Assets	331.84	301.49
Amortization on Intangible Assets	0.08	3.19
<b>TOTAL :</b>	<b>331.92</b>	<b>304.67</b>

30 Other Expenses:

Particulars	For the FY 2022-23	For the FY 2021-22
	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)
<b>Establishment Expenses</b>		
Consumption of Stores and Spare Parts	127.70	149.10
Certification Charges	2.77	-
Discount / Complain Expenses	138.63	125.40
(Gain)/Loss on Foreign Exchange	37.73	17.78
Export Related Expenses	578.84	494.55
Indirect Duty Related Expenses	27.58	12.08
Insurance Expenses	26.20	41.86
Labour Expenses	697.98	583.27
Legal & Professional Expenses (Including Statutory Auditors Remuneration)	45.12	57.34
Membership Expenses	4.98	2.81
Office Expenses	158.53	146.84
Packing and Forwarding Expenses	243.56	217.13
Printing & Stationery Expenses	1.60	12.91
Penalty Expense	26.04	-
Rent Expenses	78.90	74.99
Repair & Maintenance Expenses	109.08	71.09
Sundry Balances Written Off	0.01	-
Travelling Expenses	59.05	27.42
Corporate social responsible activities	16.65	13.50
<b>Contribution to Charitable Institution</b>		
Donation Expenses	-	20.21
<b>Transportation Related Expenses</b>		
Freight Expenses	605.93	392.50
<b>Communication Expenses</b>		
Postage & Courier Expenses	12.04	12.42
Telephone Expenses	7.54	6.80
<b>Power &amp; Fuel Expense</b>		
Power & Fuel Expenses	224.49	201.19
<b>Selling &amp; Distribution Expenses</b>		
Advertisement & Sales Promotion Expenses	793.61	647.06
<b>TOTAL :</b>	<b>4,024.55</b>	<b>3,328.22</b>

31 Earning Per Share :

Particulars	For the FY 2022-23	For the FY 2021-22
	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)
Basic Earning Per Share	4.93	4.48
Diluted Earning Per Share	4.93	4.48
Nominal Value Per Share	Rs. 10.00	Rs. 10.00

Earning Per share is calculated by dividing the Profit/(Loss) attributable to the Equity Shareholders by the weighted average number of Equity Shares outstanding during the year. The numbers used in calculating basic and diluted earning per Equity Share as stated below:



Particulars	For the FY	For the FY
	2022-23	2021-22
	Amount In ₹ (Lakhs)	Amount In ₹ (Lakhs)
Profit / (Loss) after taxation	739.54	672.50
Net Profit / (Loss) attributable to Equity	739.54	672.50
Number of shares at the beginning of the year	1,50,02,000	1,50,02,000
Number of shares allotted during the year	-	-
Number of shares at the end of the year	1,50,02,000	1,50,02,000
<b>Weighted Average Number of shares outstanding during the year</b>	<b>1,50,02,000</b>	<b>1,50,02,000</b>

### 32 First time adoption of Ind AS

#### Transition to Ind AS

These are the Company's first financial statement prepared in accordance with Ind AS.

#### 32.1 Exemptions and exceptions availed

The accounting policies set out in Note 1, have been applied in preparing the financial statements for the year ended March 31, 2023, the comparative information presented in these financial statements for the year ended March 31, 2022 and in the preparation of opening Ind AS balance sheet as at April 1, 2021. In preparing its opening balance sheet, the Company has adjusted the amounts reported previously in financial statements prepared in accordance with accounting standards notified under Companies (Accounting Standards) Rules, 2006 (as amended) and other relevant provisions of the Act (previous GAAP or Indian GAAP). An explanation of how the transition from from previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows is set out in the following tables and notes.

#### Ind AS optional exemptions cost

**Deemed cost:-** Ind AS 101 permits a first-time adopter to elect to continue with the carrying value for all of its property, plant and equipment, Intangible Assets, Investment property, and Investment in subsidiaries / joint venture / associates, as recognised in the financial statements as at the date of transition to Ind AS, measured as for the previous GAAP and use that as its deemed cost as at date of transition after making necessary adjustments for decommissioning liabilities. Accordingly, the Company has elected to measure all of its property, plant and equipment and intangible assets at their previous GAAP carrying values as at April 1, 2022.

#### 32.2 Ind AS mandatory exceptions

**De-recognition of financial assets and liabilities:-** Ind AS 101 requires a first time adopter to apply the de-recognition provisions of Ind AS 109 prospectively for transactions occurring on or after the date of transition to Ind AS. However, Ind AS 101 allows a first-time adopter to apply the de-recognition requirements in Ind AS 109 retrospectively from a date of the entity's choosing, provided that the information needed to apply AS 109 to financial assets and Financial liabilities de-recognised as a result of past transactions was obtained at the time of initially accounting for those transactions. The Company has elected to apply the de-recognition provisions of Ind AS 109 prospectively from the date of transition to Ind AS, wherever applicable.

**Classification and measurement of financial assets:-** Ind AS 101 requires an entity to assess classification and measurement of financial assets (investment in debt instruments) on the basis of the facts and circumstances that exist at the date transition to Ind AS.

**Impairment of financial assets:-** An entity shall determine the approximate credit risk at the date that financial instruments were initially recognized and compare that to the credit risk at the date of transition to Ind. This should be based on reasonable and supportable information that is available without undue cost or efforts. If any entity is unable to make this determination without undue cost or effort, it shall recognise a loss allowance at an amount equal to lifetime expected credit losses at each reporting date until that financial instrument is de-recognised. The Company has this exception to analyse credit risk of the financial assets as the date of transition instead of the date of initial recognition.

### 33 Tax Reconciliation

Amount In ₹ (Lakhs)

Income Tax Recognised in statement of Profit and Loss	For the FY	For the FY
	2022-23	2021-22
Current tax		
In Respect of the Current year	178.40	156.93
Short/Excess Provision of Earlier years	2.04	(6.15)
Deferred Tax (Credit)/Charged	9.08	81.86
MAT Credit utilized/(Receivable)	48.18	31.95
<b>Total Income tax expense recognised in respect of continuing Operations</b>	<b>237.70</b>	<b>264.59</b>

The income tax expense for the year can be reconciled to the accounting profit as follows:

Amount In ₹ (Lakhs)

Particulars	For the FY 2022-23	For the FY 2021-22
Profit Before Taxes	977.24	937.09
Enacted Tax Rate in India	27.82%	27.82%
Non deductible expenses for Tax Purpose	38.95	31.03
Expected income tax benefit/(expense) at statutory tax rate*	226.53	188.88
Effect of:		
Deferred tax(credit) /Charged	9.08	81.86
Short/Excess Provision of Earlier years	2.04	(6.15)
<b>Income taxes recognised in the Statement of Profit and Loss</b>	<b>237.71</b>	<b>264.59</b>

The Tax Rate used for the 2022-2023 reconciliation above is the corporate tax rate of 25% plus Surcharge of 7% plus Cess @4% on tax rate payable by corporate entities in India on taxable Profits under the Indian tax laws

Components of Deferred tax assets and liabilities

Amount In ₹ (Lakhs)

As at 31st March, 2022

Particulars	As at 01-Apr-2021	Credit/Charge in P&L	Recognized in OCI	As at 31-Mar-2022
DTL on Difference between written down value of property, plant and equipment as per books of accounts and income tax	221.04	75.87	-	296.90
DTL on Expenses claimed for tax purpose on payment basis	(12.23)	(4.02)	-	(16.26)
DTL on Other assets	(3.04)	9.56	-	6.51
<b>TOTAL :</b>	<b>205.76</b>	<b>81.40</b>	<b>-</b>	<b>287.16</b>

As at 31st March, 2023

Particulars	As at 01-Apr-2022	Credit/Charge in P&L	Recognized in OCI	As at 31-Mar-2023
DTL on Difference between written down value of property, plant and equipment as per books of accounts and income tax	296.90	21.47	-	318.37
DTL on Expenses claimed for tax purpose on payment basis	(16.26)	(5.42)	-	(21.67)
DTL on Other assets	6.51	7.76	-	14.27
<b>TOTAL :</b>	<b>287.16</b>	<b>23.81</b>	<b>-</b>	<b>310.97</b>

#### 34 Capital Commitments and Contingent Liabilities:

A. Contingent Liabilities:

Amount In ₹ (Lakhs)

Particulars	As at 31-Mar-2023
Disputed Income Tax Demand under the Gujarat Value Added Tax Act	159.69

It is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above, pending resolution of the respective proceedings as it is determinable only on receipt of judgments/decisions pending with various forums/ authorities.

The Company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed as contingent liabilities where applicable, in its financial statements. The Company does not expect the outcome of these proceedings to have a materially adverse effect on its financial results.

At officer level the decision was not in favour of the company, therefore, the company has appealed in Commissioner of appeal. Therefore, the company has recognised it as contingent liabilities.

B. Commitments:

Estimated amount of contracts remaining to be executed on capital account and not provided for net of advances, Rs. NIL Lakhs (previous year Rs. NIL Lakhs).

### 35 Financial Instruments and Risk Review

#### i) Capital Management

The company's objective when managing capital is to:

- Safeguard its ability to continue as a going concern so that the Company is able to provide maximum return to stakeholders and benefits for other stakeholders.
- Maintain an optimal capital structure to reduce the cost of capital.

The company's Board of director's reviews the capital structure on regular basis. As part of this review the board considers the cost of capital risk associated with each class of capital requirements and maintenance of adequate liquidity.

Particulars	Amount In ₹ (Lakhs)	
	As at 31-Mar-2023	As at 31-Mar-2022
Equity Share Capital	1,500.20	1,500.20
Other Equity	4,924.91	4,142.32
<b>Total Equity</b>	<b>6,425.11</b>	<b>5,642.52</b>
Interest-bearing loans and borrowings	5,062.36	5,056.91
Less: Cash & Cash Equivalent	255.85	292.98
Less: Bank balances other than above	217.84	162.27
Net Debt	4,588.68	4,601.66
<b>Gearing Ratio</b>	<b>0.71</b>	<b>0.82</b>

#### Disclosures

This section gives an overview of the significance of financial instruments for the Company and provides additional information on balance sheet items that contain financial instruments.

The details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognized in respect of each class of financial asset, financial liability and equity instrument are disclosed in Note provided hereunder :

#### 1) Categories of Financial Instruments

Particulars	Amount In ₹ (Lakhs)	
	As at 31-Mar-2023	As at 31-Mar-2022
<b>Financial Assets</b>		
<b>Measured at Amortised Cost</b>		
1) Trade Receivables	4,930.36	5,174.95
2) Cash & Cash Equivalents	255.85	292.98
3) Loans	492.05	236.19
4) Other Financial Assets	50.18	54.85
5) Other Current Assets & Tax Assets	330.69	375.76
<b>Measured at FVTOCI</b>		
1) Investments	90.03	35.07
<b>Financial Liabilities</b>		
<b>Measured at Amortised Cost</b>		
1) Borrowings	5,062.36	5,056.91
2) Trade Payables	3,025.74	3,923.63
3) Other Current Liabilities	1,100.77	831.51
4) Other Non-Current Liabilities	94.39	62.35

#### 2) Fair Value Measurement :

This note provides information about how the Company determines fair values of various financial assets. Fair Value of financial assets and liabilities that are not measured at fair value (but fair value disclosures are required). Management considers that the carrying amounts of financial assets and financial liabilities recognized in the financial statements approximate their fair values.

#### 3) Financial Risk Management Objectives

While ensuring liquidity is sufficient to meet Company's operational requirements, the Company's financial management committee also monitors and manages key financial risks relating to the operations of the Company by analysing exposures by degree and magnitude of risks. These risks include market risk (including currency risk and price risk), credit risk and liquidity risk.

### Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: interest rate, currency risk and other price risk, such as commodity price risk and equity price risk. Financial instruments affected by market risk include FVTPL investments, trade payables, trade receivables, etc.

### Liquidity Risk

The Company manages liquidity risk by maintaining sufficient cash and cash equivalents including bank deposits and availability of funding through an adequate amount of committed credit facilities to meet the obligations when due.

Management monitors rolling forecasts of liquidity position and cash and cash equivalents on the basis of expected cash flows. In addition, liquidity management also involves projecting cash flows considering level of liquid assets necessary to meet obligations by matching the maturity profiles of financial assets & liabilities and monitoring balance sheet liquidity ratios.

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The information included in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The contractual maturity is based on the earliest date on which the Company may be required to pay.

Particulars	Due in 1 Year	Due after 1 Year	Total
<b>As at 31<sup>st</sup> March, 2023</b>			
Borrowings	3,677.26	1,385.10	<b>5,062.36</b>
Trade Payables	3,025.74	-	<b>3,025.74</b>
Other Current Liabilities	1,100.77	-	<b>1,100.77</b>
<b>Total</b>	<b>7,803.77</b>	<b>1,385.10</b>	<b>9,188.87</b>
<b>As at 31<sup>st</sup> March 2022</b>			
Borrowings	2,852.07	2,204.85	<b>5,056.91</b>
Trade Payables	3,923.63	-	<b>3,923.63</b>
Other Financial Liabilities	831.51	-	<b>831.51</b>
<b>Total</b>	<b>7,607.21</b>	<b>2,204.85</b>	<b>9,812.05</b>

### Trade Receivables

The Company has a detailed review mechanism of overdue customer receivables at various levels within organisation to ensure proper attention and focus for realisation.

Particulars	Due in 1 Year	1 year - 3 years	More than 3 Years	Total
<b>As at 31<sup>st</sup> March, 2023</b>				
1) Trade Receivables	4,930.36	-	-	4,930.36
2) Cash & Cash Equivalents	255.85	-	-	255.85
3) Loans	492.05	-	-	492.05
4) Other Financial Assets	330.69	50.18	-	380.88
5) Investments	-	-	90.03	90.03
<b>Total</b>	<b>6,008.96</b>	<b>50.18</b>	<b>90.03</b>	<b>6,149.17</b>
<b>As at 31<sup>st</sup> March 2022</b>				
1) Trade Receivables	5,174.95	-	-	5,174.95
2) Cash & Cash Equivalents	292.98	-	-	292.98
3) Loans	236.19	-	-	236.19
4) Other Financial Assets	375.76	54.85	-	430.61
5) Investments	-	-	35.07	35.07
<b>Total</b>	<b>6,079.88</b>	<b>54.85</b>	<b>35.07</b>	<b>6,169.81</b>

### 37 Disclosures Regarding Employee Benefits

As per Indian Accounting Standard 19 "Employee Benefits" the disclosures are given below:

Defined Contribution Plan

Contribution to defined contribution plan, recognised as expense for the year is as under:

Particulars	For the FY 2022-23
	<b>Amount In ₹ (Lakhs)</b>
Employers contribution to provident fund	12.18
<b>Total</b>	<b>12.18</b>

**1) Defined Contribution Plan:** Employee benefits in the form of Provident Fund are considered as defined contribution plan and the contributions to Employees Provident Fund Organisation established under The Employees Provident Fund and Miscellaneous Provisions Act 1952 and Employees State Insurance Act, 1948, respectively, are charged to the profit and loss account of the year when the contributions to the respective funds are due.

**2) Defined Benefit Plan:** Retirement benefits in the form of Gratuity are considered as defined benefit obligation and are provided for on the basis of third party actuarial valuation, using the projected unit credit method, as at the date of the Balance Sheet.

Every Employee who has completed five years or more of service is entitled to Gratuity on terms not less favorable than the provisions of The Payment of Gratuity Act, 1972

As the Company has not funded its liability, it has nothing to disclose regarding plan assets and its reconciliation.

### 38 Corporate Social Responsibility Contribution

As per Section 135 of the Companies Act, 2013, a Company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are eradication of hunger and malnutrition, promoting education, art and culture, healthcare, destitute care and rehabilitation, environment sustainability, disaster relief, COVID-19 relief and rural development projects and other activities as mentioned in Schedule VII of the Companies Act, 2013. A CSR committee has been formed by the Company as per the Act. The funds were primarily utilised throughout the year on these activities which are specified in Schedule VII of the Companies Act, 2013:

Sr. No.	Particulars	Amount
1	Amount required to be spent by the company during the year	16.00
2	Amount of expenditure incurred	16.65
3	Shortfall at the end of the year	-
4	Total of previous years shortfall	-
5	Reason for shortfall	NA
6	Nature of CSR activities	Various activities including Rural Development, Eradication of Hunger, Education etc.
7	Details of related party transactions (In relation to CSR)	NIL

#### Calculation of Corporate Social Responsibility amount:

Sr. No.	Financial Year	Profit for CSR calculation
1	2021-22	940.17
2	2020-21	771.79
3	2019-20	635.54
<b>Net profit as per section 198</b>		<b>2,347.50</b>
Average profit of last three years		783.00
<b>Minimum amount of CSR (2% of average profit of last three years)</b>		<b>16.00</b>

### 39 Payment to Auditor :-

(Amount In ₹ (Lakhs))

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
<b>Audit Fees for Statutory and Tax Audit</b>	<b>3.25</b>	<b>3.00</b>

The above mention amount is excluding GST.

### 40 Related Party Disclosures:

#### 40.1 Related Parties & their Relationship

As per IND AS 24, the disclosures of transactions with the related parties are given below:

i) List of Related parties where control exists and related parties with whom transactions have taken place and relationships:

Sr. No.	Name of Related Parties	Relationship
(i)	Mr. Pravin N. Patel	Promoter and Director
(ii)	Mr. Hardik P. Patel	Director
(iii)	Mr. Suresh H. Patel	Promoter and Director
(iv)	Mr. Pravin A. Patel	Promoter
(v)	Mr. Praful Patel	Promoter
(vi)	Mr. Karan Raval	Relative of Promoter
(vii)	Mr. Yash P. Patel	Relative of Director
(viii)	Mr. Mahendra N. Patel	Relative of Director
(ix)	Mrs. Hemlata S. Patel	Relative of Director
(x)	Mrs. Manjulaben P. Patel	Relative of Director
(xi)	Mrs. Pooja Y. Patel	Relative of Director
(xii)	Airolam Asia Pacific Co. Ltd.	Associate Concern

**40.2 Transactions with Related Parties**

Particulars	Nature of Transaction	Amount (In Rs.)	
		For the FY 2022-23	For the FY 2021-22
Mr. Pravin N. Patel	Director Remuneration	10.80	8.40
Mr. Hardik P. Patel	Director Remuneration	7.20	4.14
Mr. Suresh H. Patel	Director Remuneration	12.45	11.25
Mr. Yash P. Patel	Salary	7.20	5.40
Mr. Mahendra N. Patel	Salary	6.76	6.76
Mrs. Keyaben Patel	Salary	5.25	-
Mrs. Hemlata S. Patel	Salary	4.05	2.25
Mrs. Manjulaben P. Patel	Salary	5.06	4.68
Mrs. Pooja Y. Patel	Salary	1.75	2.10
Mrs. Ruchi Shah	Salary	1.10	1.44
Airolam Asia Pacific Co. Ltd.	Loan Given	24.42	-
Airolam Asia Pacific Co. Ltd.	Sales	86.75	53.76

- 41 Certain Balance of Debtors, Creditors, Loans & Advances for Capital expenditures are non- moving / sticky . However in view of the management, the same is recoverable / payable. Hence no provision for the same is made in the books of accounts
- 42 In the opinion of the Board of Directors, the current assets, loans and advances are approximately of the value stated, if realized in the ordinary course of business and the provisions for depreciation and all known and ascertained liabilities are adequate and not in excess of the amounts reasonably necessary.
- 43 The balance confirmation from the suppliers, customers as well as to various loans or advances given have been called for, but the same are awaited till the date of audit. Thus, the balances of receivables, trade payables as well as loans and advances have been taken as per the books of accounts submitted by the company and are subject to confirmation from the respective parties.
- 44 Previous year's figures have been regrouped and rearranged wherever necessary.
- 45 **Segment Reporting**  
The Company has a geographical segment other than Domestic area, however management consider the same as one segment only. Therefore, Segment Reporting is not provided.
- 46 **Benami Transactions**  
There is no proceedings has been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- 47 **Wilful Defaulter**  
The Company has not been declared wilful defaulter by any bank or financial institutions or other lender.
- 48 **Transactions with Struck off Companies**  
As stated & Confirmed by the Board of Directors ,The Company has not under taken any transactions nor has outstanding balance with the Company Struck Off either under section 248 of the Act or under Section 560 of Companies act 1956.
- 49 **Satisfaction of Charge/Creation of Charge**  
There is no charges or satisfaction yet to be registered with ROC beyond the statutory period.
- 50 **Number of Layers of Subsidiary**  
The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of layers) Rules, 2017.
- 51 **Undisclosed Transactions**  
As stated & confirmed by the Board of Directors, The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.
- 52 **Loan or Investment to Ultimate Beneficiaries**  
As stated & Confirmed by the Board of Directors, The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:  
(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or  
(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

**53 Loan or Investment from Ultimate Beneficiaries**

As stated & Confirmed by the Board of Directors ,The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or  
(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

**54 Utilization of Term Loans**

The Company has applied term loans for the purpose for which the same was obtained during the year.

**55 Working Capital**

The Company has been sanctioned working capital limits from a bank on the basis of security of the current assets. Quarterly returns or statements filed by the Company with such bank are not in agreement with the books of accounts.

**56 Crypto Currency**

The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

Notes referred to herein above form an integral part of the Financial Statements

**For Piyush J. Shah & Co.**  
**Chartered Accountants**  
**FRN : 121172W**

**Sd/-**  
**Arvind S. Vijayvargiya**  
**Partner**  
**M. No. 165063**  
**UDIN: 23165063BGQQFI3072**  
**Place : Ahmedabad**  
**Date : 23rd May, 2023**

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

**Sd/-**  
**Pravin N. Patel**  
**Chairman**  
**DIN - 01840244**

**Sd/-**  
**Keya Patel**  
**CFO**

**Sd/-**  
**Suresh H. Patel**  
**Whole Time Director**  
**DIN - 02223842**



Consolidated Financial Statements  
&  
Notes



# Independent Auditors' Report

**TO,  
The Members of  
Airo Lam Limited**

## **Opinion**

We have audited the accompanying consolidated financial statements of **Airo Lam Limited** (hereinafter referred to as "the Holding Company"), and its subsidiaries (the holding Company and its subsidiaries together referred as "the Group"), its associates and its jointly controlled entities / joint ventures and joint operations, which comprises the Consolidated Balance Sheet as at **March 31, 2023**, the Consolidated Profit and Loss Statement, and the Consolidated Cash Flow Statement, for the year then ended and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (herein after referred as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31 March 2023, of its consolidated profit and consolidated cash flows for the year then ended.

## **Basis for Opinion**

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

We have not determined any matters to be the key audit matters to be communicated in our report.

## **Other Information**

The Holding Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Holding Company's Annual Report, but does not include the financial statements and our auditor's report thereon. The Holding Company's annual report is expected to be made available to us after the date of this auditor's report. Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. When we read the Holding Company's annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations.

## **Management's and Board of Directors' Responsibilities for the Consolidated Financial Statements**

The Holding Company's Management and Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated profit/ loss and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards (AS) specified under Section 133 of the Act. The respective Management and Board of Directors of the Companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each Company and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Management and Board of Directors of the Holding Company, as aforesaid. In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies included in the Group are responsible for assessing the ability of each Company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the Companies included in the Group are responsible for overseeing the financial reporting process of each Company.

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

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal 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 the internal financial controls with reference to the consolidated financial statements and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management and Board of Directors.
- Conclude on the appropriateness of Management and Board of Directors use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of entities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial statements. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' 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 Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. A. As required by Section 143(3) of the Act, based on our audit, we report, to the extent applicable, that :
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
  - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statement have been kept by the Company so far as it appears from our examination of those books.
  - c) The consolidated balance sheet, the consolidated statement of profit and loss, the consolidated statement of cash flow and the consolidated statement of changes in equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements.
  - d) In our opinion, the aforesaid financial statements comply with the Accounting Standard (AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
  - e) On the basis of the written representations received from the directors of holding company as on 31<sup>st</sup> March, 2023, taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies, Associate Companies, jointly controlled entities / Joint Venture and joint operations incorporated in India, none of the directors of the Group is disqualified as on 31<sup>st</sup> March, 2023, 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 with reference to Consolidated Financial Statements of the holding company and its subsidiary companies, Associate Companies, jointly controlled enterprise / joint ventures and Joint operations incorporated in India 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, in our opinion and to the best of our information and according to the explanations given to us:

1. There were no pending litigations as on 31<sup>st</sup> March, 2023, which would impact the consolidated financial position of the Group, its Associates, jointly controlled entities / joint ventures and joint operations in its consolidated financial statement.
2. The Group, its Associates, and jointly controlled entities / joint ventures and joint operations did not have any material foreseeable losses on long-term contracts including derivative contracts during the year ended March 31, 2023.
3. There was no amount which are required to be transferred, to the investor's education and protection fund by the holding company and its subsidiary companies, associate companies, and jointly controlled entities / joint ventures and joint operations incorporated in India, during the year ended on March 31, 2023.
4. i) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or its subsidiary companies incorporated in India to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the

Intermediary shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever (“Ultimate Beneficiaries”) by or on behalf of the Holding Company or its subsidiary companies incorporated in India or
  - 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, no funds have been received by the Holding Company or its subsidiary companies incorporated in India from any persons or entities, including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Holding Company or its subsidiary companies incorporated in India shall:
- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever (“Ultimate Beneficiaries”) by or on behalf of the Funding Parties or
  - provide any guarantee, security or the like 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 mis-statement.
5. The company or its subsidiary company has not declared and paid any dividend during the year.

C. With respect to the matter to be included in the Auditors’ report under Section 197(16) of the Act:

6. In our opinion and according to the information and explanation given to us, the remuneration paid during the current year by the Holding Company and its subsidiaries which are incorporated in India to its directors is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Holding Company and its subsidiaries which are incorporated in India, 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) of the Act which are required to be commented upon by us.

**For Piyush J. Shah & Co.**  
**Chartered Accountants**  
**FRN: 121172W**

**Sd/-**  
**Arvind S. Vijayvargiya**  
**Partner**  
**M. No.: 165063**  
**UDIN: 23165063BGQQFJ4782**  
**Place: Ahmedabad**  
**Date: 23<sup>rd</sup> May 2023**

**Annexure A to the Independent Auditor's report on the consolidated financial statements of Airo Lam for the year ended 31 March 2023**

---

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

xxi. There have been no qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the consolidated financial statements.

**Annexure B to the Independent Auditors' Report on the consolidated financial statements of Airo Lam Limited for the year ended 31 March 2023**

**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") on the Consolidated Financial Statements of Airo Lam Limited**

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

**Opinion**

In conjunction with our audit of the consolidated financial statements of **Airo Lam Limited** ("the Holding Company") as of **31<sup>st</sup> March, 2023**, we have audited the internal financial controls over the consolidated financial statements of the Holding Company, its subsidiary companies, its Associate Companies and jointly controlled entities / joint ventures or joint operations incorporated in India under the Companies Act, 2013.

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

The respective company's management and the Board of Directors, of the Holding Company, its subsidiary companies, its Associate Companies and jointly controlled entities / joint ventures or joint operations incorporated in India, are responsible for establishing and maintaining internal financial controls over financial reporting based on the criteria established by the respective company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as "the Act").

**Auditors' Responsibility**

Our responsibility is to express an opinion on the internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls over financial reporting. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements were 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 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 the internal control based on the assessed risk. The procedure selected depend on the auditor's judgement, including the assessment of risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

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

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

A company's internal financial controls 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 controls 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 consolidated 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 controls 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 Holding Company, its subsidiary companies, its Associate Companies and jointly controlled entities / joint ventures or joint operations incorporated in India, have, adequate internal financial controls over consolidated financial reporting and such internal financial controls were operating effectively as at 31 March 2023, based on the internal financial controls with reference to consolidated financial statements criteria established by such companies considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

## **Other Matters**

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to NIL subsidiary companies, NIL associate companies and NIL jointly controlled companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

**For Piyush J. Shah & Co.**  
**Chartered Accountants**  
**FRN: 121172W**

**Sd/-**

**Arvind S. Vijayvargiya**  
**Partner**

**M. No: 165063**

**UDIN: 23165063BGQQFJ4782**

**Place: Ahmedabad**

**Date: 23<sup>rd</sup> May 2023**



## Airo Lam Limited

### Consolidated Balance Sheet as at 31<sup>st</sup> March, 2023

Particulars	Note	AMOUNT IN ₹ 31-Mar-2023	AMOUNT IN ₹ 31-Mar-2022
<b>I. ASSETS</b>			
<b>1 Non-current assets</b>			
(a) Property, plant & Equipment	02	35,85,61,484	37,35,36,765
(b) Capital work in progress		-	-
(c) Investment properties		-	-
(d) Goodwill		-	-
(e) Other intangible assets	03	49,498	57,561
(f) Intangible assets under development		-	-
(g) Biological assets other than bearer plants		-	-
(h) Financial assets			
(i) Investments	04	66,25,000	11,29,000
(ii) Trade receivables		-	-
(iii) Loans		-	-
(iv) Others	05	50,18,202	54,85,288
(i) Deferred tax assets (net)		-	-
(j) Other Non-current assets		-	-
		<b>37,02,54,184</b>	<b>38,02,08,614</b>
<b>2 Current assets</b>			
(a) Inventories	06	62,87,56,799	59,00,71,931
(b) Financial assets			
(i) Investments		-	-
(ii) Trade receivables	07	49,30,36,487	51,74,95,010
(iii) Cash and cash equivalents	08	2,55,85,071	2,92,98,424
(iv) Bank balance other than (iii) above	09	2,17,83,706	1,62,26,839
(v) Loans	10	4,92,05,173	2,36,19,344
(vi) Others		-	-
(c) Current tax assets (net)	11	1,81,871	1,66,890
(d) Other current assets	12	3,28,87,528	3,74,08,720
		<b>1,25,14,36,635</b>	<b>1,21,42,87,158</b>
<b>Total assets</b>		<b>1,62,16,90,819</b>	<b>1,59,44,95,772</b>
<b>II. EQUITY AND LIABILITIES</b>			
<b>1 Equity</b>			
(a) Equity share capital	13	15,00,20,000	15,00,20,000
(b) Other equity	14	49,01,12,597	41,18,53,891
		<b>64,01,32,597</b>	<b>56,18,73,891</b>
<b>2 Liabilities</b>			
<b>Non-current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	15	13,85,10,609	22,04,84,575
(ii) Trade payables		-	-
(iii) Other financial liabilities		-	-
(b) Provisions	16	71,21,637	56,09,077
(c) Deferred tax liabilities (net)	17	3,10,97,213	2,87,15,887
(d) Other non-current liabilities	18	94,38,764	62,38,764
		<b>18,61,68,223</b>	<b>26,10,48,303</b>

## Airo Lam Limited

### Consolidated Balance Sheet as at 31<sup>st</sup> March, 2023

Particulars	Note	AMOUNT IN ₹ 31-Mar-2023	AMOUNT IN ₹ 31-Mar-2022
<b>3 Current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	19	36,77,26,063	28,52,06,844
(ii) Trade payables	20		
i. Total outstanding dues of micro enterprises and small enterprises		-	-
ii. Total outstanding dues of creditors other than micro enterprises and small enterprises		30,25,73,759	39,23,63,388
(iii) Other financial liabilities			
(b) Other current liabilities	21	11,00,77,119	8,31,50,620
(c) Provisions	22	1,50,13,058	1,08,52,726
(d) Current tax liabilities (net)		-	-
		79,53,89,999	77,15,73,578
		1,62,16,90,819	1,59,44,95,772

Summary of significant accounting policies

01 to 56

The accompanying notes are an integral part of the financial statements.

In terms of our report of even date.

For Piyush J. Shah & Co.

Chartered Accountants

FRN : 121172W

Sd/-

Arvind S. Vijayvargiya

Partner

M. No. 165063

UDIN: 23165063BGQQFJ4782

Place : Ahmedabad

Date : 23rd May 2023

For and on behalf of the Board of Directors

Sd/-

Pravin N. Patel

Chairman

DIN - 01840244

Sd/-

Keya Patel

CFO

Sd/-

Suresh H. Patel

Whole Time Director

DIN - 02223842

## Airo Lam Limited

### Consolidated Statement of Profit and Loss for the year ended 31<sup>st</sup> March, 2023

Particulars	Note	AMOUNT IN ₹ 2022-23	AMOUNT IN ₹ 2021-22
I. Revenue from operations	23	1,99,46,02,520	1,68,89,69,418
II. Other Income	24	70,06,141	55,60,108
<b>III. Total Revenue (I + II)</b>		<b>2,00,16,08,661</b>	<b>1,69,45,29,526</b>
IV. Expenses:			
Cost of raw material consumed	25	1,34,09,53,593	1,24,98,90,871
Changes in Inventories of finished goods & Raw Material	26	(2,91,30,693)	(14,04,85,118)
Employee benefits expenses	27	11,44,66,751	9,74,36,053
Finance costs	28	4,19,47,834	3,06,89,240
Depreciation and amortization expense	29	3,31,91,603	3,04,67,363
Other expenses	30	40,24,55,176	33,52,00,410
<b>Total expenses (IV)</b>		<b>1,90,38,84,264</b>	<b>1,60,31,98,819</b>
<b>V. Profit/(Loss) before exceptional items and tax (III-IV)</b>		<b>9,77,24,397</b>	<b>9,13,30,708</b>
VI. Exceptional items			
<b>VII. Profit/(Loss) before tax (V - VI)</b>		<b>9,77,24,397</b>	<b>9,13,30,708</b>
VIII. Tax expenses			
(1) Current tax		1,78,40,135	1,56,93,304
(2) Deferred tax		9,08,064	81,85,637
(3) Short / (Excess) Provision		2,04,451	(6,14,610)
(4) MAT Credit utilized/(Receivable)		48,17,974	31,94,841
<b>IX. Profit/(Loss) for the period from continuing operations (VII- VIII)</b>		<b>7,39,53,773</b>	<b>6,48,71,536</b>
X. Profit/(Loss) for the period from discontinued operations			
XI. Tax expenses of discontinued operations			
XII. Profit/(Loss) after tax for the period from discontinued operations (X-XI)		-	-
<b>XIII. Profit/(Loss) for the period</b>		<b>7,39,53,773</b>	<b>6,48,71,536</b>
XIV. Other comprehensive income			
A) (i) Items that will not be reclassified to profit or loss		57,78,195	1,43,882
(ii) Income tax relating to items that will not be reclassified to profit or loss		(14,73,262)	45,625
B) (i) Items that will be reclassified to profit or loss			
(ii) Income tax relating to items that will be reclassified to profit or loss			
<b>XV. Total Comprehensive income for the period (XIII+XIV) (Comprising Profit/ (Loss) and Other comprehensive income for the period)</b>		<b>7,82,58,706</b>	<b>6,50,61,042</b>

## Airo Lam Limited

### Consolidated Statement of Profit and Loss for the year ended 31<sup>st</sup> March, 2023

Particulars	Note	AMOUNT IN ₹ 2022-23	AMOUNT IN ₹ 2021-22
XII Earnings per equity share (for continuing operations):	31		
(1) Basic		4.93	4.32
(2) Diluted		4.93	4.32
XII Earnings per equity share (for discontinued operations):			
(1) Basic		-	-
(2) Diluted		-	-
XII Earnings per equity share (for discontinued & continuing operations):			
(1) Basic		4.93	4.32
(2) Diluted		4.93	4.32

**Summary of significant accounting policies**

01 to 56

The accompanying notes are an integral part of the financial statements.

In terms of our report of even date.

For Piyush J. Shah & Co.

Chartered Accountants

FRN : 121172W

Sd/-

Arvind S. Vijayvargiya

Partner

M. No. 165063

UDIN: 23165063BGQQFJ4782

Place : Ahmedabad

Date : 23rd May 2023

For and on behalf of the Board of Directors

Sd/-

Pravin N. Patel

Chairman

DIN - 01840244

Sd/-

Suresh H. Patel

Whole Time Director

DIN - 02223842

Sd/-

Keya Patel

CFO

## Airo Lam Limited

### Consolidated Statement of Cash Flow for the Year ended 31st March, 2023

Particulars	AMOUNT IN ₹	AMOUNT IN ₹
	2022-23	2021-22
<b>Cash flow from operating activities:</b>		
Net profit before tax as per statement of profit and loss	9,77,24,397	9,13,30,708
<b>Adjusted for:</b>		
Depreciation & amortization	3,31,91,603	3,04,67,363
Interest & finance costs	4,19,47,834	3,06,89,240
	<b>17,28,63,833</b>	<b>15,24,87,311</b>
<b>Operating cash flow before working capital changes</b>		
<b>Adjusted for:</b>		
(Increase)/ decrease in inventories	(3,86,84,868)	(18,26,56,362)
(Increase)/ decrease in trade receivables	2,44,58,523	(10,44,26,850)
(Increase)/ decrease in other current assets	45,21,192	(67,34,196)
(Increase)/ decrease in other current tax assets	(14,981)	-
Increase/ (decrease) in other non current liabilities	32,00,000	44,93,702
Increase/ (decrease) in trade payables	(8,97,89,629)	6,58,90,637
Increase/ (decrease) in other financial liabilities	2,69,26,499	2,44,35,531
Increase/ (decrease) in short term provisions	(62,15,583)	15,01,208
Increase/ (decrease) in long term provisions	15,12,560	12,92,371
<b>Cash generated from / (used in) operations</b>	<b>9,87,77,547</b>	<b>(4,37,16,648)</b>
Income taxes paid	(1,22,04,451)	(1,82,73,535)
<b>Net cash generated from/ (used in) operating activities [A]</b>	<b>8,65,73,096</b>	<b>(6,19,90,183)</b>
<b>Cash flow from investing activities:</b>		
Purchase of fixed assets	(1,82,83,259)	(2,91,33,943)
Sale of fixed assets	75,000	10,85,450
Increase/ decrease in short term loans and advances	(2,55,85,829)	(66,82,123)
Increase/ decrease in long term loans and advances	-	-
Increase/ decrease in other Bank balance	(55,56,867)	(45,06,631)
Purchase/Sale of investments	-	25,42,325
Increase/decrease in other security deposits	4,67,086	(9,34,400)
<b>Net cash flow from/(used) in investing activities [B]</b>	<b>(4,88,83,869)</b>	<b>(3,76,29,322)</b>
<b>Cash flow from financing activities:</b>		
Proceeds from long term borrowing (net)	(8,19,73,966)	2,78,57,384
Proceeds from short term borrowing (net)	8,25,19,218	9,56,97,136
Interest & finance costs	(4,19,47,834)	(3,06,89,240)
<b>Net cash flow from/(used in) financing activities [C]</b>	<b>(4,14,02,581)</b>	<b>9,28,65,280</b>
<b>Net increase/(decrease) in cash &amp; cash equivalents [A+B+C]</b>	<b>(37,13,354)</b>	<b>(67,54,226)</b>
Cash & cash equivalents as at beginning of the year	2,92,98,424	3,60,52,650
<b>Cash &amp; cash equivalents as at end of the year [Refer Note-10]</b>	<b>2,55,85,071</b>	<b>2,92,98,424</b>

## Airo Lam Limited

### Consolidated Statement of Cash Flow for the Year ended 31st March, 2023

Particulars	AMOUNT IN	AMOUNT IN
	₹ 2022-23	₹ 2021-22
<b>Cash and Cash equivalent comprises of:</b>		
Cash on hand	6,54,679	8,56,286
<b>Bank Balances:</b>		
In current account	2,49,30,392	2,84,42,138
<b>Cash &amp; cash equivalents as at end of the year</b>	<b>2,55,85,071</b>	<b>2,92,98,424</b>

Summary of significant accounting policies 01 to 56

The accompanying notes are an integral part of the financial statements.

In terms of our report of even date.

**Notes:**

1. The cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard (IND AS-7) Statement of Cashflows.
2. Figures in bracket indicates cash outflow.
3. Previous year figures have been regrouped/rearranged wherever necessary.

For Piyush J. Shah & Co.  
Chartered Accountants  
FRN : 121172W

Sd/-  
Arvind S. Vijayvargiya  
Partner  
M. No. 165063  
UDIN: 23165063BGQQFJ4782  
Place : Ahmedabad  
Date : 23rd May 2023

For and on behalf of the Board of Directors

Sd/-  
Pravin N. Patel  
Chairman  
DIN - 01840244

Sd/-  
Keya Patel  
CFO

Sd/-  
Suresh H. Patel  
Whole Time Director  
DIN - 02223842

**Airo Lam Limited**  
**Statement of Consolidated changes in equity**  
**For the year ended 31 March, 2023**

**A Equity Share Capital:**

Amount In ₹

Particulars	Note No	As at 31-Mar-2023	As at 31-Mar-2022	As at 01-Apr-2021
Balance at the beginning of the year	13	15,00,20,000	15,00,20,000	15,00,20,000
Shares issued during the year		-	-	-
Balance at the end of the year		15,00,20,000	15,00,20,000	15,00,20,000

**B Other Equity:**

Particulars	Reserves & Surplus		Other Comprehensive Income	Total
	Securities premium reserves	Retained earnings		
<b>Balance as at April 01, 2021</b>	12,69,07,072	21,99,22,082	(36,305)	34,67,92,849
Profit/(Loss) for the period	-	6,48,71,536	-	6,48,71,536
Reclassification of OCI into Retained earning	-	-	-	-
Other comprehensive income for the year	-	-	1,89,507	1,89,507
Total comprehensive income for the year	-	6,48,71,536	1,89,507	6,50,61,042
Adjustments towards PPE	-	-	-	-
<b>Balance as at March 31, 2022</b>	<b>12,69,07,072</b>	<b>28,47,93,618</b>	<b>1,53,202</b>	<b>41,18,53,891</b>
<b>Balance as at April 01, 2022</b>	12,69,07,072	28,47,93,618	1,53,202	41,18,53,891
Profit/(Loss) for the period	-	7,39,53,773	-	7,39,53,773
Adjustments	-	-	-	-
Other comprehensive income for the year	-	-	43,04,933	43,04,933
Total comprehensive income for the year	-	7,39,53,773	43,04,933	7,82,58,706
<b>Balance as at March 31, 2023</b>	<b>12,69,07,072</b>	<b>35,87,47,390</b>	<b>44,58,135</b>	<b>49,01,12,597</b>

**Summary of significant accounting policies**

The accompanying notes are an integral part of the financial statements.  
In terms of our report of even date.

For Piyush J. Shah & Co.  
Chartered Accountants  
FRN : 121172W

Sd/-  
Arvind S. Vijayvargiya  
Partner  
M. No. 165063  
UDIN: 23165063BGQQFJ4782  
Place : Ahmedabad  
Date : 23rd May 2023

For and on behalf of the Board of Directors

Sd/-  
Pravin N. Patel  
Chairman  
DIN - 01840244

Sd/-  
Keya Patel  
CFO

Sd/-  
Suresh H. Patel  
Whole Time Director  
DIN - 02223842

# Airo Lam Limited

## Note: 1

---

### Note: A

#### Corporate Information:

Airo Lam Limited (CIN L20211GJ2007PLC052019) is incorporated under the Companies Act, 1956 with its registered office at Survey No: 355, Nananpur Road, N.H. No: 8, Village-Dalpur, Ta-Prantij, Gujarat-383120.

The Company is engaged in the business of production, processing and marketing of decorative laminate and plywood. The manufacturing plant is situated at Himmatnagar, Gujarat. The company has very wide network for sales through an extensive network of 14 branches and numerous distributorships & dealers.

The consolidated financial statements for the period ended on 31st March, 2023 are approved by the Board of Directors and authorised for issue on 23rd May, 2023.

### Note: B Significant Accounting Policies:

#### 1. Basis of Preparation and Presentation

i) The financial statements are prepared on historical cost basis in accordance with applicable Indian Accounting Standards (Ind AS) and on accounting principles of going concern except investments which are measured at fair values. These financial statements have been prepared to comply with all material aspects with the Indian accounting standards notified under section 133 of the Act, (the "Act") read with Rule 7 of the Companies (Accounts) Rules, 2014, and the other relevant provisions of the Act.

ii) Accounting policies have been consistently applied except where a newly issued IND AS is initially adopted or a revision to an existing accounting standard requires a change in the accounting policies hitherto in use.

iii) As the quarter and year figures are taken from the source and rounded to the nearest digits, the figures already reported for all the quarters during the year might not always add up to the year figures reported in this statement.

iv) All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Act. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current classification of assets and liabilities.

#### 2. Use of Estimates

i) The preparation of financial statements in conformity with Indian GAAP requires judgments, estimates and assumptions to be made that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known/materialized.

#### 3. Property, Plant and Equipment

i) Property, Plant and Equipment are stated at original cost (net of tax/duty credit availed) less accumulated depreciation and impairment losses. Cost includes cost of acquisition, construction and installation, taxes, duties, freight, other incidental expenses related to the acquisition, and pre-operative expenses including attributable borrowing costs incurred during pre-operational period.



ii) Subsequent costs are included in the assets' carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of any component as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to statement of profit and loss during the reporting period in which they are incurred.

a) Land and buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the balance sheet at deemed cost less and accumulated depreciation. Freehold land is not depreciated.

b) Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the Company's accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

c) Fixtures and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

d) An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

e) Subsequent expenditures related to an item of Tangible Asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

f) Assets which are not ready for their intended use on reporting date are carried as capital work-in-progress at cost, comprising direct cost and related incidental expenses.

g) Useful lives of the Property, Plant and Equipment as notified in Schedule II to the Companies Act, 2013 are as follows :

Buildings - 3 to 60 years

Plant and Equipment - 15 to 25 years

Furniture and Fixtures - 10 years

Vehicles - 8 to 10 years

Office Equipment - 5 to 10 years

h) At each balance sheet date, the Company reviews the carrying amount of property, plant and equipment to determine whether there is any indication of impairment loss. If any such indication exists, the recoverable amount of the assets is estimated in order to determine the extent of impairment loss. The recoverable amount is higher of the net selling price and the value in use, determined by discounting the estimated future cash flows expected from the continuing use of the asset to their present value.

#### **4. Intangible Assets**

i) Intangible assets acquired by payment e.g. Computer Software is disclosed at cost less amortisation on a straight-line basis over its estimated useful life.

ii) Intangible assets are carried at cost, net of accumulated amortisation and impairment loss, if any.

iii) Intangible assets are amortised on straight-line method, if any.

iv) At each balance sheet date, the Company reviews the carrying amount of intangible assets to determine whether there is any indication of impairment loss. If any such indication exists, the recoverable amount of the assets is estimated in order to determine the extent of impairment loss. The recoverable amount is higher of the net selling price and the value in use, determined by discounting the estimated future cash flows expected from the continuing use of the asset to their present value.

#### **5. Depreciation**

i) Depreciation on tangible Property, Plant & Equipment is provided for on basis of useful life specified in Schedule II to the Act.

ii) Intangible assets such as Software are amortized in ten equal yearly instalments commencing from the year in which the tangible benefits start accruing to the Company from such assets, if any.

iii) Depreciation is charged as per the provisions of Schedule II to the Act based upon useful life of assets. The useful life is adopted for the purpose of depreciation is as under.

Buildings - 3 to 60 years

Plant and Equipment - 15 to 25 years

Furniture and Fixtures - 10 years

Vehicles - 8 to 10 years

Office Equipment - 5 to 10 years

## **6. Revenue Recognition**

i) Revenue comprises of all economic benefits that arise in the ordinary course of activities of the Company which result in increase in Equity, other than increases relating to contributions from equity participants. Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable.

ii) Sale of Goods: Revenue from sales of goods is recognized on transfer of significant risks and rewards of ownership to the customers. Revenue shown in the Statement of Profit and Loss excludes, returns, trade discounts, cash discounts, Goods & Service Tax.

iii) Services: Revenue from Services are recognised as and when the services are rendered.

iv) Export incentives under various schemes are accounted in the year of export, if any.

v) Interest income is recognized on a time proportion basis taking into account the amount outstanding and the interest rate applicable.

## **7. Employee Benefits**

i) Short-term employee benefits are recognized as an expense at the undis-counted amount in the Statement of Profit and Loss of the year in which the related service is rendered.

ii) Post Employment and Retirement benefits in the form of Gratuity are considered as defined benefit obligations and is provided for on the basis of third party actuarial valuation, using the projected unit credit method, as at the date of the Balance Sheet. Every Employee who has completed five years or more of service is entitled to Gratuity on terms not less favourable than the provisions of The Payment of Gratuity Act, 1972.

iii) The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of reporting period on government bonds that have terms approximating to the terms of the related obligation.

iv) Employee benefits in the form of Provident Fund is considered as defined contribution plan and the contributions to Employees' Provident Fund Organization established under The Employees' Provident Fund and Miscellaneous Provisions Act 1952 is charged to the Statement of Profit and Loss of the year when the contributions to the respective funds are due. The Company pays provident fund contributions to publicly administered provident funds as per local regulations. The Company has no further payment obligations once the contributions have been paid.

## **8. Valuation of Inventories**

i) The cost of inventories have been computed to include all cost of purchases, cost of conversion and other related costs incurred in bringing the inventories to their present location and condition. The costs of Raw Materials, Stores and spare parts etc., consumed consist of purchase price including duties and taxes (other than those subsequently recoverable by the enterprise from the taxing authorities), freight inwards and other expenditure directly attributable to the procurement.

ii) Stock of Raw Materials are valued at cost and of those in transit and at port related to these items are valued at cost to date. Goods and materials in transit are valued at actual cost incurred up to the date of balance sheet. Material and supplies held for use in the production of inventories are not written down if the finished products in which they will be used are expected to be sold at or above cost.

iii) Stock of Stores and spare parts, and Power & Fuels are valued at cost; and of those in transit and at port related to these items are valued at cost.

iv) Goods-in-process is valued at lower of cost or net realisable value.

v) Stock-in-trade is valued at lower of cost or net realisable value.

vi) Stock of Finished goods is valued at lower of cost or net realisable value.

## **9. Cash Flow Statement**

i) Cash flows are reported using indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flow from regular revenue generating, financing and investing activities of the Company is segregated.

ii) Cash and cash equivalents in the balance sheet comprise cash at bank, cash/cheques in hand and short term investments with an original maturity of three months or less.

## **10. Financial Assets**

i) The Company classifies its financial assets as those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and those to be measured at amortized cost.

ii) Trade receivables represent receivables for goods sold by the Company upto to the end of the financial year. The amounts are generally unsecured and are usually received as per the terms of payment agreed with the customers. The amounts are presented as current assets where receivable is due within 12 months from the reporting date.

iii) Trade receivables are impaired using the lifetime expected credit loss model under simplified approach. The Company uses a matrix to determine the impairment loss allowance based on its historically observed default rates over expected life of trade receivables and is adjusted for forward looking estimates. At every reporting date, the impairment loss allowance, if any, is determined and updated and the same is deducted from Trade Receivables with corresponding charge/credit to the standalone Statement of Profit and Loss.

iv) A financial asset is derecognized only when the Company has transferred the rights to receive cash flows from the financial asset, or when it has transferred substantially all the risks and rewards of the asset, or when it has transferred the control of the asset.

## **11. Financial Liabilities**

i) Borrowings are initially recognised and subsequently measured at amortised cost, net of transaction costs incurred. The transaction costs is amortised over the period of borrowings using the effective interest method in Capital Work in Progress up to the commencement of related Plant, Property and Equipment and subsequently under finance costs in the standalone Statement of profit and loss.

ii) Borrowings are removed from balance sheet when the obligation specified in the contract is discharged, cancelled or expired.

iii) Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

iv) Trade Payables represent liabilities for goods and services provided to the Company up to the end of the financial year. The amounts are unsecured and are usually paid as per the terms of payment agreed with the vendors. The amounts are presented as current liabilities unless payment is not due within 12 months after the reporting period.

v) Financial assets and Financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

## **12. Borrowing Costs**

i) Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds.

ii) General and specific borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets during the period of time that is required to complete and prepare the asset for its intended use. A qualifying asset is one that takes necessarily substantial period of time to get ready for its intended use.

iii) All other borrowing costs are expensed in the period in which they are incurred.

## **13. Foreign Currency Transactions**

i) The Company's financial statements are presented in Indian Rupees ('₹'), which is also the Company's functional currency.

ii) Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rate at the date of the transaction. At each balance sheet date, foreign currency monetary items are reported using the closing exchange rate. Exchange differences that arise on settlement of monetary items or on reporting at each balance sheet date of the Company's monetary items at the closing rate are recognised as income or expenses in the period in which they arise.

iii) Non-monetary items which are carried at historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.

#### **14. Accounting for Taxes on Income**

- i) Tax expenses comprise of current tax and deferred tax including applicable surcharge and cess.
- ii) Current Income tax is computed using the tax effect accounting method, where taxes are accrued in the same period in which the related revenue and expenses arise. A provision is made for income tax annually, based on the tax liability computed, after considering tax allowances and exemptions. Provisions are recorded when it is estimated that a liability due to disallowances or other matters is probable.
- iii) Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax liabilities are recognized for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any un used tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profits against which the deductible temporary differences, and the carry forward unused tax credits and unused tax losses can be utilized.
- iv) 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 assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it is 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 the tax rates and tax laws that have been enacted or substantively enacted at the reporting date.
- v) Deferred tax is recognised in the statement of profit and loss, except to the extent that it relates to items recognised in other comprehensive income. As such, deferred tax is also recognised in other comprehensive income.
- vi) Deferred Tax Assets and Deferred Tax Liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the Deferred Tax Assets and Deferred Tax Liabilities relate to taxes on income levied by same governing taxation laws.

#### **15. Investments**

Non Current investments are stated at cost. Provision for diminution in the value of Non Current investments is made only if such a decline is other than temporary.

#### **16. Impairment**

Assessment is done at each Balance Sheet date as to whether there is any indication that an asset may be impaired. For the purpose of assessing impairment, the smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets or groups of assets, is considered as a cash generating unit. If any such indication exists, an estimate of the recoverable amount of the asset/cash generating unit is made. Assets whose carrying value exceeds their recoverable amount are written down to the recoverable amount. Recoverable amount is higher of an asset's or cash generating unit's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased.

#### **17. Government Grants**

- i) Grants are accounted for where it is reasonably certain that the ultimate collection will be made.

ii) Grants relating to PPE in the nature of Project Capital Subsidy are credited to that particular PPE.

iii) Others are credited to Statement of Profit and Loss.

#### **18. Provisions, Contingent Liabilities and Contingent Assets**

i) Provisions are made when (a) the Company has a present legal or constructive obligation as a result of past events; (b) it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and (c) a reliable estimate is made of the amount of the obligation.

ii) Contingent liabilities are not provided for but are disclosed by way of Notes on Accounts. Contingent liabilities is disclosed in case of a present obligation from past events (a) when it is not probable that an outflow of resources will be required to settle the obligation; (b) when no reliable estimate is possible; (c) unless the probability of outflow of resources is remote.

iii) Contingent assets are not accounted but disclosed by way of Notes on Accounts where the inflow of economic benefits is probable.

#### **19. Current and Non-Current Classification**

i) The Normal Operating Cycle for the Company has been assumed to be of twelve months for classification of its various assets and liabilities into "Current" and "Non-Current".

ii) The Company presents assets and liabilities in the balance sheet based on current and non-current classification.

iii) An asset is current when it is (a) expected to be realised or intended to be sold or consumed in normal operating cycle; (b) held primarily for the purpose of trading; (c) expected to be realised within twelve months after the reporting period; (d) Cash and cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period. All other assets are classified as non-current.

iv) An liability is current when (a) it is expected to be settled in normal operating cycle; (b) it is held primarily for the purpose of trading; (c) it is due to be discharged within twelve months after the reporting period; (d) there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period. All other liabilities are classified as non-current.

#### **20. Segment Reporting**

i) The Company has a geographical segment other than Domestic area, however management consider the same as one segment only. Therefore, Segment Reporting is not provided.

#### **21. Related Party Transactions**

i) A related party is a person or entity that is related to the reporting entity preparing its financial statement

a) A person or a close member of that person's family is related to reporting entity if that person;

a. has control or joint control of the reporting entity;

b. has significant influence over the reporting entity; or

c. is a member of the key management personnel of the reporting entity or of a parent of the reporting entity.

b) An entity is related to a reporting entity if any of the following conditions applies;

a. the entity and the reporting entity are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others);

- b. One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member);
  - c. Both entities are joint ventures of the same third party;
  - d. One entity is a joint venture of a third entity and the other entity is an associate of the third entity;
  - e. The entity is a post-employment benefit plan for the benefit of employees of either the reporting entity or an entity related to the reporting entity;
  - f. The entity is controlled or jointly controlled by a person identified in (a);
  - g. A person identified in (a)
  - h. The entity, or any member of a group of which it is a part, provides key management personnel services to the reporting entity or to the parent of the reporting entity.
- Has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity);

A related party transaction is a transfer of resources, services or obligations between a reporting entity and a related party, regardless of whether a price is charged.

Close members of the family of a person are those family members who may be expected to influence, or be influenced by, that person in their dealings with the entity.

Compensation includes all employee benefits i.e. all forms of consideration paid, payable or provided by the entity, or on behalf of the entity, in exchange for services rendered to the entity. It also includes such consideration paid on behalf of a parent of the entity in respect of the entity.

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any director (whether executive or otherwise) of that entity.

c) Disclosure of related party transactions as required by the IND AS is furnished in the Notes on the Standalone Financial Statements.

## **22. Earning Per Share**

i) 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.

ii) 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 effects of all dilutive potential equity shares.

## **22. Critical Accounting Judgments, Assumptions and Key Sources of Estimation Uncertainty**

The preparation of the Standalone Financial Statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities at the date of the financial statements. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. 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.

### **i) Judgements**

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the standalone financial statements:

#### **a) Determination of Functional Currency**

Currency of the primary economic environment in which the Company operates (“the functional currency”) is Indian Rupee (Rs) in which the Company primarily generates and expends cash. Accordingly, the Management has assessed its functional currency to be Indian Rupee (Rs) i.e. Rs in Lakhs.

**b) Evaluation of Indicators for Impairment of Property, Plant and Equipment**

The evaluation of applicability of indicators of impairment of assets requires assessment of external factors (significant decline asset’s value, significant changes in the technological, market, economic or legal environment, market interest rates etc.) and internal factors (obsolescence or physical damage of an asset, poor economic performance of the asset etc.) which could result in significant change in recoverable amount of the Property, Plant and Equipment.

**ii) Assumptions and Estimation Uncertainties**

Information about estimates and assumptions that have the significant effect on recognition and measurement of assets, liabilities, income and expenses is provided below. Actual results may differ from these estimates.

**a) Useful lives of Property, Plant and Equipment/Intangible Assets**

Property, Plant and Equipment/ Intangible Assets are depreciated/amortised over their estimated useful lives, after taking into account estimated residual value. The useful lives and residual values are based on the Company’s historical experience with similar assets and taking into account anticipated technological changes or commercial obsolescence. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation/amortisation to be recorded during any reporting period. The depreciation/amortisation for future periods is revised, if there are significant changes from previous estimates and accordingly, the unamortised/depreciable amount is charged over the remaining useful life of the assets.

**b) Contingent Liabilities**

In the normal course of business, Contingent Liabilities may arise from litigation and other claims against the Group. Potential liabilities that are possible but not probable of crystallising or are very difficult to quantify reliably are treated as contingent liabilities. Such liabilities are disclosed in the Notes but are not recognised. Potential liabilities that are remote are neither recognised nor disclosed as contingent liability. The management decides whether the matters need to be classified as 'remote', 'possible' or 'probable' based on expert advice, past judgements, experiences etc.

**c) Evaluation of Indicators for Impairment of Property, Plant and Equipment**

The evaluation of applicability of indicators of impairment of assets requires assessment of external factors (significant decline in asset’s value, economic or legal environment, market interest rates etc.) and internal factors (obsolescence or physical damage of an asset, poor economic performance of the idle assets etc.) which could result in significant change in recoverable amount of the Property, Plant and Equipment and such assessment is based on estimates, future plans as envisaged by the Company.

**d) Provisions**

Provisions and liabilities are recognised in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability requires the application of judgement to existing facts and circumstances, which can be subject to change. The carrying amounts of provisions and liabilities are reviewed regularly and revised to take account of changing facts and circumstances.

**22. Fair Value Measurement**

i) The Company measures financial instruments such as investment in other equity at fair value at each balance sheet date.

ii) 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 in the principal market for the asset or liability, or 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.



- iii) 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.
- iv) 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.
- v) 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 minimising the use of unobservable inputs.
- vi) All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy. The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of following three levels:

Level 1 – Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 – Inputs are other than quoted prices included with in level 1 that are observable for the assets or liabilities either directly (near prices) or indirectly (i.e. derived prices).

Level 3 – Inputs are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a Valuation model based on assumption that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

### **23. Lease**

#### **Operating Lease**

As a lessee

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Company, as lessee, are classified as operating leases. Payments made under operating leases are charged to the Statement of Profit and Loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the Company's expected inflationary cost increases.

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the non-cancellable period of a lease.

### **24. Expenses for CSR**

i) In case of CSR activities undertaken by the Company, if any expenditure of revenue nature is incurred or an irrevocable contribution is made to any agency to be spent by the latter on any of the activities mentioned in Schedule VII to the Companies Act, 2013, the same is charged as an expense to its Statement of Profit and Loss.

ii) In case, the expenditure incurred by the Company is of such a nature which gives rise to an asset, such an asset is recognised where the Company retains the control of the asset and any future economic benefit accrues to it. A liability incurred by entering in to a contractual obligation is recognised to the extent to which CSR activity is completed during the year.

**02 Property Plant & Equipment : (As at 31-Mar-2023)**

Particulars	Amount In ₹									
	Factory Building	Labour Quarters	Office Buildings	Plant & Machinery	Furniture & Fittings	Office Equipment	Motor Vehicle	Computers & Data Processing Unit	Land Freehold	Total
<b>At Cost or deemed cost</b>										
As at April 01, 2020	3,44,56,856	26,12,894	1,13,26,745	19,52,15,153	69,08,808	11,12,659	42,14,702	23,42,927	86,20,874	26,68,11,618
Additions	3,67,66,747	-	-	24,79,78,287	33,92,613	10,07,699	-	1,04,873	-	28,92,50,219
Disposals	-	-	-	-	-	-	-	-	-	-
<b>As at March 31, 2021</b>	<b>7,12,23,603</b>	<b>26,12,894</b>	<b>1,13,26,745</b>	<b>44,31,93,440</b>	<b>1,03,01,421</b>	<b>21,20,358</b>	<b>42,14,702</b>	<b>24,47,800</b>	<b>86,20,874</b>	<b>55,60,61,837</b>
As at April 01, 2021	7,12,23,603	26,12,894	1,13,26,745	44,31,93,440	1,03,01,421	21,20,358	42,14,702	24,47,800	86,20,874	55,60,61,837
Additions	31,49,849	-	-	2,34,60,389	13,98,404	5,39,943	-	5,85,358	-	2,91,33,943
Disposals	-	-	-	(27,800)	(10,57,650)	-	-	-	-	(10,85,450)
<b>As at March 31, 2022</b>	<b>7,43,73,452</b>	<b>26,12,894</b>	<b>1,13,26,745</b>	<b>46,66,26,029</b>	<b>1,06,42,175</b>	<b>26,60,301</b>	<b>42,14,702</b>	<b>30,33,158</b>	<b>86,20,874</b>	<b>58,41,10,330</b>
As at April 01, 2022	7,43,73,452	26,12,894	1,13,26,745	46,66,26,029	1,06,42,175	26,60,301	42,14,702	30,33,158	86,20,874	58,41,10,330
Additions	72,893	-	-	1,43,71,034	-	8,87,804	27,46,079	2,05,449	-	1,82,83,259
Disposals	-	-	-	-	-	(75,000)	-	-	-	(75,000)
<b>As at Mar 31, 2023</b>	<b>7,44,46,345</b>	<b>26,12,894</b>	<b>1,13,26,745</b>	<b>48,09,97,063</b>	<b>1,06,42,175</b>	<b>34,73,105</b>	<b>69,60,781</b>	<b>32,38,607</b>	<b>86,20,874</b>	<b>60,23,18,589</b>
<b>Accumulated Depreciation</b>										
As at April 01, 2020	1,81,82,820	16,50,727	71,07,993	12,09,67,064	27,08,673	9,80,592	36,79,762	19,86,502	-	15,72,64,133
Additions	23,56,296	39,203	1,72,853	1,94,69,951	7,19,787	1,40,101	1,39,592	1,23,081	-	2,31,60,864
Disposals	-	-	-	-	-	-	-	-	-	-
As at March 31, 2021	2,05,39,116	16,89,930	72,80,846	14,04,37,015	34,28,460	11,20,693	38,19,354	21,09,583	-	18,04,24,997
As at April 01, 2021	2,05,39,116	16,89,930	72,80,846	14,04,37,015	34,28,460	11,20,693	38,19,354	21,09,583	-	18,04,24,997
Additions	28,63,032	37,606	1,65,771	2,57,70,425	8,01,346	2,11,234	59,095	2,61,531	-	3,01,70,040
Disposals	-	-	-	-	(21,472)	-	-	-	-	(21,472)
As at March 31, 2022	2,34,02,148	17,27,536	74,46,617	16,62,07,440	42,08,334	13,31,927	38,78,449	23,71,114	-	21,05,73,565
As at April 01, 2022	2,34,02,148	17,27,536	74,46,617	16,62,07,440	42,08,334	13,31,927	38,78,449	23,71,114	-	21,05,73,565
Additions	27,21,360	36,074	1,58,979	2,86,56,492	8,77,404	3,05,881	1,09,188	3,18,162	-	3,31,83,540
Disposals	-	-	-	-	-	-	-	-	-	-
As at Mar 31, 2023	2,61,23,508	17,63,610	76,05,596	19,48,63,932	50,85,738	16,37,808	39,87,637	26,89,276	-	24,37,57,105
<b>Carrying amount</b>										
As at April 01, 2021	5,06,84,487	9,22,964	40,45,899	30,27,56,425	68,72,961	9,99,665	3,95,348	3,38,217	86,20,874	37,56,36,840
As at March 31, 2022	5,09,71,304	8,85,358	38,80,128	30,04,18,589	64,33,841	13,28,374	3,36,253	6,62,044	86,20,874	37,35,36,765
As at Mar 31, 2023	4,83,22,837	8,49,284	37,21,149	28,61,33,131	55,56,437	18,35,297	29,73,144	5,49,331	86,20,874	35,85,61,484

**03 Other intangible Assets : (As at 31-Mar-2023)**
**Amount In ₹**

Particulars	Trade Mark	Software	Total
<b>At Cost or deemed cost</b>			
As at April 01, 2020	1,07,500	12,32,175	13,39,675
Additions	-	-	-
Disposals	-	-	-
<b>As at March 31, 2021</b>	<b>1,07,500</b>	<b>12,32,175</b>	<b>13,39,675</b>
As at April 01, 2021	1,07,500	12,32,175	13,39,675
Additions	-	-	-
Disposals	-	-	-
<b>As at March 31, 2022</b>	<b>1,07,500</b>	<b>12,32,175</b>	<b>13,39,675</b>
As at April 01, 2022	1,07,500	12,32,175	13,39,675
Additions	-	-	-
Disposals	-	-	-
<b>As at March 31, 2023</b>	<b>1,07,500</b>	<b>12,32,175</b>	<b>13,39,675</b>
<b>Accumulated Depreciation</b>			
As at April 01, 2020	28,439	6,16,087	6,44,526
Additions	10,750	3,08,043	3,18,793
Disposals	-	-	-
<b>As at March 31, 2021</b>	<b>39,189</b>	<b>9,24,130</b>	<b>9,63,319</b>
As at April 01, 2021	39,189	9,24,130	9,63,319
Additions	10,750	3,08,045	3,18,795
Disposals	-	-	-
<b>As at March 31, 2022</b>	<b>49,939</b>	<b>12,32,175</b>	<b>12,82,114</b>
As at April 01, 2022	49,939	12,32,175	12,82,114
Additions	8,063	-	8,063
Disposals	-	-	-
<b>As at March 31, 2023</b>	<b>58,002</b>	<b>12,32,175</b>	<b>12,90,177</b>
<b>Carrying amount</b>			
<b>As at April 01, 2021</b>	<b>68,311</b>	<b>3,08,045</b>	<b>3,76,356</b>
<b>As at March 31, 2022</b>	<b>57,561</b>	<b>-</b>	<b>57,561</b>
<b>As at March 31, 2023</b>	<b>49,498</b>	<b>-</b>	<b>49,498</b>

## Airo Lam Limited

### 04 Non-Current Investments:

Particulars	As at	As at
	31-Mar-2023	31-Mar-2022
	Amount In ₹	Amount In ₹
<b>Investments in Equity Instruments (Quoted)</b>		
Shares of Listed Companies	66,25,000	11,29,000
<b>Investments in Equity Instruments (Unquoted)</b>		
Shares of Unlisted Companies	-	-
<b>TOTAL ₹ :</b>	<b>66,25,000</b>	<b>11,29,000</b>

#### Investments in Equity Instruments

Sr. No.	Name of the Company	Quoted / Unquoted	Classification
1	Latteys Industries Limited	Quoted	N.A.

#### Investments in Other Companies

The company had valued the shares of the other companies at fair value through OCI.

#### Investments in associates

The company had valued the shares of associates at cost price under IND AS 28, without considering the temporary fluctuation.

### 05 Others:

Particulars	As at	As at
	31-Mar-2023	31-Mar-2022
	Amount In ₹	Amount In ₹
<b>Unsecured Considered good</b>		
Security Deposit	50,18,202	54,85,288
<b>TOTAL ₹ :</b>	<b>50,18,202</b>	<b>54,85,288</b>

Security deposit includes Deposit with suppliers for power connections, Rented premises etc.

### 06 Inventories:

Particulars	As at	As at
	31-Mar-2023	31-Mar-2022
	Amount In ₹	Amount In ₹
<b>Raw Material</b>	17,21,43,404	16,25,89,229
<b>Work-In-Progress</b>	3,17,56,696	3,20,82,482
<b>Stores and Spares</b>	2,07,56,411	1,68,18,620
<b>Finished Goods</b>	40,41,00,288	37,85,81,600
<b>TOTAL ₹ :</b>	<b>62,87,56,799</b>	<b>59,00,71,931</b>

Inventories as on 31st March 2023 are physically verified and amount is adjusted for any discrepancies.

### 07 Trade Receivables:

Particulars	As at	As at
	31-Mar-2023	31-Mar-2022
	Amount In ₹	Amount In ₹
<b>Unsecured</b>		
Considered Good	49,30,36,487	51,74,95,010
Considered doubtful	-	-
	49,30,36,487	51,74,95,010
Less: Allowance for doubtful debts	-	-
<b>TOTAL ₹ :</b>	<b>49,30,36,487</b>	<b>51,74,95,010</b>

All trade receivables are considered good, unless otherwise provided.

Particulars	Outstanding for following periods from due date of payment					As at
	Less than 6 months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 Years	31-Mar-2023
						Total
(i) Undisputed Trade Receivables - Considered Good	39,08,02,839	2,16,81,446	1,07,56,502	1,53,65,977	4,50,48,250	48,36,55,015

(ii) Undisputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - Credit impaired	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Considered Good	-	-	-	-	93,81,472	93,81,472
(v) Disputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Credit impaired	-	-	-	-	-	-

Particulars	Outstanding for following periods from due date of payment					As at 31-Mar-2022
	Less than 6 months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
(i) Undisputed Trade Receivables - Considered Good	35,58,03,730	8,73,64,046	1,55,65,977	5,46,80,745	40,80,512	51,74,95,010
(ii) Undisputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - Credit impaired	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Considered Good	-	-	-	-	-	-
(v) Disputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Credit impaired	-	-	-	-	-	-

Particulars	Outstanding for following periods from due date of payment					As at 01-Apr-2021
	Less than 6 months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
(i) Undisputed Trade Receivables - Considered Good	30,51,90,193	8,73,64,046	85,00,905	80,21,981	39,91,035	41,30,68,160
(ii) Undisputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - Credit impaired	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Considered Good	-	-	-	-	-	-
(v) Disputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables - Credit impaired	-	-	-	-	-	-

**08 Cash & cash equivalents:**

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
	Amount In ₹	Amount In ₹
Cash On Hand	6,54,679	8,56,286
Balance with Banks	2,49,30,392	2,84,42,138
<b>TOTAL ₹ :</b>	<b>2,55,85,071</b>	<b>2,92,98,424</b>

**09 Bank balance other than (08) above:**

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
	Amount In ₹	Amount In ₹
Deposit Accounts (original maturity less than 12 months)	2,17,83,706	1,62,26,839
<b>TOTAL ₹ :</b>	<b>2,17,83,706</b>	<b>1,62,26,839</b>

**10 Loans:**

Particulars	As at	As at
	31-Mar-2023	31-Mar-2022
	Amount In ₹	Amount In ₹
<b>Unsecured: Considered Good</b>		
Advance to Others	1,00,03,400	-
Advances to Suppliers	3,65,22,655	2,36,19,344
Advances given to Staff	2,37,367	-
Advance to Related Parties	24,41,751	-
<b>TOTAL ₹ :</b>	<b>4,92,05,173</b>	<b>2,36,19,344</b>

Advance to related parties includes advance given to foreign associated entity.

#### Loans and Advances to Related Parties

Type of Borrower	Current period		Previous period	
	Amount Outstanding	% of total	Amount Outstanding	% of total
Promoters	-	-	-	-
Directors	-	-	-	-
KMPs	-	-	-	-
Related Parties	-	-	-	-
Associate Company	24,41,751	100.00	-	-
	24,41,751	100.00	-	-

#### 11 Current tax assets:

Particulars	As at	As at
	31-Mar-2023	31-Mar-2022
	Amount In ₹	Amount In ₹
<b>Unsecured: Considered Good</b>		
<b>Receivable from Government</b>		
Income Tax Refund / Provisionally paid Income Tax	1,81,871	1,66,890
<b>TOTAL ₹ :</b>	<b>1,81,871</b>	<b>1,66,890</b>

#### 12 Other current assets:

Particulars	As at	As at
	31-Mar-2023	31-Mar-2022
	Amount In ₹	Amount In ₹
<b>Unsecured: Considered Good</b>		
GST Receivable	3,09,80,520	3,05,49,583
Prepaid Expenses	19,07,008	17,56,258
Interest Receivables	-	80,454
MAT Credit Receivables	-	50,22,425
<b>TOTAL ₹ :</b>	<b>3,28,87,528</b>	<b>3,74,08,720</b>

GST receivable is considered as per books of accounts and any discrepancies with government portal is ignored.

13 Equity share capital:

Particulars	As at	As at
	31-Mar-2023	31-Mar-2022
	Amount In ₹	Amount In ₹
<b>Authorized :</b>		
Equity shares 16,000,000 of Rs.10 Each	16,00,00,000	16,00,00,000
<b>Issued, Subscribed and Paid up :</b>		
Equity shares 15020000 of Rs.10 Each	15,00,20,000	15,00,20,000
<b>TOTAL ₹ :</b>	<b>15,00,20,000</b>	<b>15,00,20,000</b>

13.1 The Details of Shareholder holding more than 5% Shares

Name Of Shareholder	As at		As At	
	31-Mar-2023		31-03-2022	
	No. Of Shares	% Held	No. Of Shares	% Held
Jasvantbhai Patel	8,83,340	5.89%	8,83,340	5.89%
Mahendrabhai Nathabhai Patel	9,02,080	6.01%	9,02,080	6.01%
Pravinkumar Amichandbhai Patel	9,86,574	6.58%	9,86,574	6.58%
Pravinkumar Nathabhai Patel	11,52,600	7.68%	11,49,520	7.66%
<b>TOTAL</b>	<b>39,24,594</b>	<b>26.16%</b>	<b>39,21,514</b>	<b>26.14%</b>



13.2 The Reconciliation of No. of shares outstanding is set out below:

Particulars	As at 31-Mar-2023		As At 31-03-2022	
	No.	Amount In ₹	No.	Amount In ₹
Equity Shares at the beginning of the year	1,50,02,000	15,00,20,000	1,50,02,000	15,00,20,000
Add: Shares issued as Bonus	-	-	-	-
<b>Equity Shares at the end of the year</b>	<b>1,50,02,000</b>	<b>15,00,20,000</b>	<b>1,50,02,000</b>	<b>15,00,20,000</b>

13.3 Rights, Preferences and Restrictions attached to Shares

The Company has one class of equity shares having a par value of Rs. 10 per share. Equity shareholder is eligible for one vote per share held. They are eligible

13.4 Shareholding of promoters

Shares held by promoters at the end of the year (31-Mar-23)				
Sr.No.	Promoter Name	No Of Shares	% of total shares	% Change During The Year
1	Pravinbhai Nathabhai Patel	11,52,600	7.6830%	0.27
2	Patel Pravinbhai Amichandbhai	9,86,574	6.5763%	-
3	Patel Prafulkumar Devachandbhai	7,46,000	4.9727%	-
4	Raval Daxesh Vasant	5,38,000	3.5862%	-
5	Patel Sureshbhai H.	1,25,723	0.8380%	6.54

Shares held by promoters at the end of the year (31-Mar-22)				
Sr.No.	Promoter Name	No Of Shares	% of total shares	% Change During The Year
1	Pravinbhai Nathabhai Patel	11,49,520	7.6624%	-
2	Patel Pravinbhai Amichandbhai	9,86,574	6.5763%	-
3	Patel Prafulkumar Devachandbhai	7,46,000	4.9727%	-
4	Raval Daxesh Vasant	5,38,000	3.5862%	-
5	Patel Sureshbhai H.	1,18,000	0.7866%	-

14 Other equity:

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
	Amount In ₹	Amount In ₹
<b>Retained Earning</b>		
Opening Balance	28,47,93,618	21,99,22,082
Add: Profit for the year	7,39,53,773	6,48,71,536
Less: Adjustments	-	-
Closing Balance	<b>35,87,47,390</b>	<b>28,47,93,618</b>
<b>Other Comprehensive Income</b>		
Opening Balance	1,53,202	(36,305)
Add: Profit for the year	43,04,933	1,89,507
Less: Adjustments	-	-
Closing Balance	<b>44,58,135</b>	<b>1,53,202</b>
<b>Share Premium Account</b>		
Opening Balance	12,69,07,072	12,69,07,072
Less: Bonus Issue during the year	-	-
Closing Balance	<b>12,69,07,072</b>	<b>12,69,07,072</b>
<b>TOTAL ₹ :</b>	<b>49,01,12,597</b>	<b>41,18,53,891</b>

**Retained Earnings:** Retained earnings are the profits that the Company has earned till date less any transfers to general reserve, dividends, utilisations or other distributions paid to shareholders.

**Other Comprehensive Income:** The fair value change of the investments measured at fair value through other comprehensive income recognised through Other Comprehensive Income. Upon derecognition the cumulative fair value changes on the said investments except equity investments are reclassified to the Statement of Profit and Loss. Accumulated gain or loss on employee benefits also recognised through other comprehensive income.

**Securities Premium:** The amount received in excess of face value of the equity shares is recognised in Securities Premium.

15 Borrowings:

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
	Amount In ₹	Amount In ₹
<b>Secured Borrowing:</b>		
<b>Term Loan against Vehicle</b>	30,69,841	18,35,504
Secured by hypothecation of vehicles purchased in the name of company/ directors of the company. The loan is repayable within a period ranging from one to five years.		

<b>Term Loan against PPEs</b> Secured by way of charge of Plant & Machineries, Book Debts, Stocks as primary security and certain industrial and residential plot as specified in the sanction letter as collateral security.	8,40,45,969	16,45,79,026
<b>Unsecured Borrowing:</b> <b>Unsecured Loans from Directors</b> The company have outstanding Interest free long term loans from directors. The repayment terms have not been decided yet.	2,03,00,542	2,98,75,542
<b>Unsecured Loans from relatives &amp; shareholders</b> The company have outstanding Interest free long term loans from shareholders & relatives of the directors and/or promoters. The repayment terms have not been decided yet.	3,10,94,257	2,41,94,502
<b>TOTAL ₹ :</b>	<b>13,85,10,609</b>	<b>22,04,84,575</b>

**Sub Note:** The directors of the company and Mr. Pravin A. Patel (Promoter, subject to the limit of the shares offered by him) have also given their personal guarantee for the loan.

Sub Note: The company has also provided land and building situated at:

1. Survey No: 355, Dalpur, Nananpur Approach Road, Ta: Prantij, Dist: Sabarkantha
2. Plot No. 301 & 302, Survey No. 518/P, GIDC Estate, Talod
3. Khata No. 341, Block No. 139 (Old Survey No. 356) Mouje-Dalpur, Nananpur Approach Road, Taluka: Prantij, Dist: Sabarkantha
4. Pledge of 1500200 Shares of Airo Lam Limited held by Mr. Pravin N. Patel, Suresh H. Patel and Pravin A. Patel as common collateral security for Working Capital finance & Term Loan finance.

**Sub Note:** The Company has utilized the borrowings from Banks for the purpose, for which it has been raised.

Name of Lender	Name of Security	Rate of Interest	Monthly installments (in ₹)	No. of Installments
Axis Bank	Immovable property , Plant and Machinery , Book Debts	EURIBOR + 400 BPS	19409.94 EURO	60
Axis Bank	Immovable property , Plant and Machinery , Book Debts	EURIBOR + 400 BPS	6469.98 EURO	60
Axis Bank	Immovable property , Plant and	9.15%	15,50,000	36
Axis Bank	Immovable property , Plant and	9.15%	4,54,545	66
Axis Bank	Immovable property , Plant and	9.15%	7,76,750	36
HDFC Bank	Motor Vehicle	8.75%	7,76,750	60
HDFC Bank	Motor Vehicle	8.75%	7,76,750	60
Axis Bank	Motor Vehicle	9.00%	7,76,750	60

**16 Non-current liabilities - Provision:**

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
	Amount In ₹	Amount In ₹
<b>Provision for Employee Benefits</b>		
Gratuity	71,21,637	56,09,077
<b>TOTAL ₹ :</b>	<b>71,21,637</b>	<b>56,09,077</b>

As the Company has not funded its liability, it has nothing to disclose regarding plan assets and its reconciliation.

**17 Deferred Tax Liabilities:**

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
	Amount In ₹	Amount In ₹
<b>Deferred Tax Assets</b>		
DTL on Difference between written down value of property, plant and equipment and capital work-in-	3,18,36,885	2,96,90,141
DTL on Expenses claimed for tax purpose on payment basis	(21,67,309)	(16,25,504)
DTL on Other assets	14,27,637	6,51,250
<b>TOTAL ₹ :</b>	<b>3,10,97,213</b>	<b>2,87,15,887</b>

**18 Other Non-current liabilities:**

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
	Amount In ₹	Amount In ₹
<b>Unsecured</b>		
Security Deposits from Customers	94,38,764	62,38,764
<b>TOTAL ₹ :</b>	<b>94,38,764</b>	<b>62,38,764</b>

**19 Financial liabilities - Borrowings:**

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
	Amount In ₹	Amount In ₹
<b>Secured : Loans Repayable on Demand</b>		
Secured Loan from Bank	31,11,94,943	26,18,41,740
<b>Current Maturities of Long Term Debts</b>	5,65,31,120	2,33,65,104
<b>TOTAL ₹ :</b>	<b>36,77,26,063</b>	<b>28,52,06,844</b>

Axis Bank Cash Credit / PCFC / PSCFC LC / SBLC outstanding Rs. 31,11,94,943/- as on March 31, 2023 is secured against hypothecation of stock with netting off of sundry creditors and Book Debts i.e. entire current assets (present and future) of the company including stock of raw material, stock in process, finished goods, consumables, receivables, stores, spares, at the rate of 9.15%.

The company has also provided land and building situated at:

1. Survey No: 355, Dalpur, Nananpur Approach Road, Ta: Prantij, Dist: Sabarkantha
2. Plot No. 301 & 302, Survey No. 518/P, GIDC Estate, Talod
3. Khata No. 341, Block No. 139 (Old Survey No. 356) Mouje-Dalpur, Nananpur Approach Road, Taluka: Prantij, Dist: Sabarkantha
4. Pledge of 1500200 Shares of Airo Lam Limited held by Mr. Pravin N. Patel, Suresh H. Patel and Pravin A. Patel as common collateral security for Working Capital finance & Term Loan finance.

The directors of the company and Mr. Pravin A. Patel (Promoter, subject to the limit of the shares offered by him) have also given their personal guarantee for the loan.

## 20 Financial liabilities - Trade Payables:

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
	Amount in ₹	Amount in ₹
<b>Creditors for Goods</b>	30,25,73,759	39,23,63,388
<b>TOTAL ₹ :</b>	<b>30,25,73,759</b>	<b>39,23,63,388</b>

Particulars	Outstanding for following periods from due date of payment				As at 31-Mar-2023
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
(i) MSME	29,58,23,045	55,90,605	6,57,603	5,02,506	30,25,73,759
(ii) Others	-	-	-	-	-
(iii) Diputed dues-MSME	-	-	-	-	-
(iv) Diputed dues-Others	-	-	-	-	-

Particulars	Outstanding for following periods from due date of payment				As at 31-Mar-2022
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
(i) MSME	38,54,67,851	57,58,031	6,35,000	5,02,506	39,23,63,388
(ii) Others	-	-	-	-	-
(iii) Diputed dues-MSME	-	-	-	-	-
(iv) Diputed dues-Others	-	-	-	-	-

Particulars	Outstanding for following periods from due date of payment				As at 01-Apr-2021
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
(i) MSME	32,03,97,293	50,73,235	5,59,480	4,42,744	32,64,72,751
(ii) Others	-	-	-	-	-
(iii) Diputed dues-MSME	-	-	-	-	-
(iv) Diputed dues-Others	-	-	-	-	-

Sub Note: 1 Outstanding Balances of Trade Payables as on 31st March, 2023 are taken as certified by management. The same is subject to reconciliation and confirmations.

Sub Note: 2 Disclosure of payable to vendors as defined under the "Micro, Small and Medium Enterprise Development Act, 2006" is based on the information available with the Company regarding the status of registration of such vendors under the said Act, as per the intimation received from them on requests made by the Company. There are no overdue principal amounts / interest payable amounts for delayed payments to such vendors at the Balance Sheet date. There are no delays in payment made to such suppliers during the year or for any earlier years and accordingly there is no interest paid or outstanding interest in this regard in respect of payment made during the year or on balance brought forward from previous year.

## 21 Other Current Liabilities:

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
	Amount in ₹	Amount in ₹
<b>Other Payables (Refer Sub Note: 1)</b>		
Advance from Customers	1,21,76,337	91,62,134
Sundry Creditors for Capital Goods	9,10,915	19,31,837
Sundry Creditors for Expenses	9,17,89,208	6,90,53,145
Payable to Government	52,00,659	30,03,504
Interest Payable	-	-
<b>TOTAL ₹ :</b>	<b>11,00,77,119</b>	<b>8,31,50,620</b>

22 Current liabilities - Provisions:

Particulars	As at	As at
	31-Mar-2023	31-Mar-2022
	Amount In ₹	Amount In ₹
Payable to Government	55,70,470	36,93,304
Payable to Employees	20,39,946	46,54,422
Payable to Others	74,02,642	25,05,000
<b>TOTAL ₹ :</b>	<b>1,50,13,058</b>	<b>1,08,52,726</b>

23 Revenue From Operations:

Particulars	For the FY	For the FY
	2022-23	2021-22
	Amount In ₹	Amount In ₹
Revenue from Sale of Products	2,22,53,45,294	1,86,71,32,797
<b>Less:</b>		
Rate Differences on Sales	(3,59,408)	(2,17,663)
GST on sales	(23,03,83,365)	(17,79,45,716)
<b>TOTAL ₹ :</b>	<b>1,99,46,02,520</b>	<b>1,68,89,69,418</b>

24 Other Income:

Particulars	For the FY	For the FY
	2022-23	2021-22
	Amount In ₹	Amount In ₹
Other Operating Income	57,89,788	20,59,407
Sundry Balances written off	(409)	19,98,090
Interest Income	5,56,859	7,06,631
Miscellaneous Income	6,59,903	7,95,980
<b>TOTAL ₹ :</b>	<b>70,06,141</b>	<b>55,60,108</b>

25 Cost of Raw material consumed:

Particulars	For the FY	For the FY
	2022-23	2021-22
	Amount In ₹	Amount In ₹
<b>Inventory at the beginning</b>		
Raw Material	16,25,89,229	12,04,17,985
<b>Add: Purchases</b>		
Raw Material	1,33,73,95,821	1,26,43,22,972
<b>Add: Direct Expenses</b>		
Raw Material	1,31,11,947	2,77,39,143
<b>Less: Inventory at the end</b>		
Raw Material	17,21,43,404	16,25,89,229
<b>TOTAL ₹ :</b>	<b>1,34,09,53,593</b>	<b>1,24,98,90,871</b>

26 Changes in Inventories:

Particulars	For the FY	For the FY
	2022-23	2021-22
	Amount In ₹	Amount In ₹
<b>At the end of the year:</b>		
Finished Goods	40,41,00,288	37,85,81,600
Work-In-Progress	3,17,56,696	3,20,82,482
Stores and Spares	2,07,56,411	1,68,18,620
	45,66,13,395	42,74,82,702
<b>At the beginning of the year:</b>		
Finished Goods	37,85,81,600	25,31,48,988
Work-In-Progress	3,20,82,482	2,80,62,160
Stores and Spares	1,68,18,620	57,86,436
	42,74,82,702	28,69,97,584
	(2,91,30,693)	(14,04,85,118)

27 Employee Benefit Expense:

Particulars	For the FY	For the FY
	2022-23	2021-22
	Amount In ₹	Amount In ₹
Bonus Expenses	15,02,199	12,94,570
Director's Remuneration	23,86,000	23,79,000
Gratuity Expense	22,29,734	17,53,255
Salary & Wages Expenses	10,76,83,397	9,14,49,246

Staff Welfare Expenses	6,65,421	5,59,982
<b>TOTAL ₹ :</b>	<b>11,44,66,751</b>	<b>9,74,36,053</b>

28 Finance Cost:

Particulars	For the FY 2022-23	For the FY 2021-22
	Amount in ₹	Amount in ₹
Bank Charges	43,66,936	79,04,276
Interest to Bank on Short Term Borrowing	2,35,56,579	1,07,79,025
Interest to Bank on Long Term Borrowing	1,16,56,480	1,16,40,596
Interest on Car Loan	1,27,492	1,05,905
Interest on Others	2,82,396	2,59,439
Hypothecation Expense	19,57,950	-
<b>TOTAL ₹ :</b>	<b>4,19,47,834</b>	<b>3,06,89,240</b>

Sub Note: 1 Interest Expenses are net of interest capitalized in Property, Plant & Equipment.

29 Depreciation Expense

Particulars	For the FY 2022-23	For the FY 2021-22
	Amount in ₹	Amount in ₹
Depreciation on Tangible Assets	3,31,83,540	3,01,48,568
Amortization on Intangible Assets	8,063	3,18,795
<b>TOTAL ₹ :</b>	<b>3,31,91,603</b>	<b>3,04,67,363</b>

30 Other Expenses:

Particulars	For the FY 2022-23	For the FY 2021-22
	Amount in ₹	Amount in ₹
<b>Establishment Expenses</b>		
Consumption of Stores and Spare Parts	1,27,69,662	1,49,10,363
Certification Charges	2,76,772	-
Discount / Complain Expenses	1,38,62,503	1,25,39,923
(Gain)/Loss on Foreign Exchange	37,72,561	17,78,270
Export Related Expenses	5,78,84,076	4,94,54,785
Indirect Duty Related Expenses	27,57,614	12,07,538
Insurance Expenses	26,19,941	41,85,951
Labour Expenses	6,97,98,435	5,83,26,849
Legal & Professional Expenses (Including Statutory Auditors Remuneration)	45,12,291	57,34,499
Loss on Investments	-	23,78,325
Membership Expenses	4,98,429	2,80,575
Office Expenses	1,58,52,659	1,46,83,576
Packing and Forwarding Expenses	2,43,55,973	2,17,12,618
Printing & Stationery Expenses	1,59,907	12,90,708
Penalty Expense	26,04,335	-
Rent Expenses	78,89,969	74,99,212
Repair & Maintenance Expenses	1,09,08,343	71,09,001
Sundry Balances Written Off	654	-
Travelling Expenses	59,04,969	27,42,490
Corporate social responsible activities	16,65,200	13,50,000
<b>Contribution to Charitable Institution</b>		
Donation Expenses	-	20,20,500
<b>Transportation Related Expenses</b>		
Freight Expenses	6,05,93,253	3,92,49,867
<b>Communication Expenses</b>		
Postage & Courier Expenses	12,03,834	12,41,524
Telephone Expenses	7,53,780	6,79,551
<b>Power &amp; Fuel Expense</b>		
Power & Fuel Expenses	2,24,48,870	2,01,18,501
<b>Selling &amp; Distribution Expenses</b>		
Advertisement & Sales Promotion Expenses	7,93,61,147	6,47,05,785
<b>TOTAL ₹ :</b>	<b>40,24,55,176</b>	<b>33,52,00,410</b>

31 Earning Per Share :

Particulars	For the FY 2022-23	For the FY 2021-22
	Amount in ₹	Amount in ₹
Basic Earning Per Share	4.93	4.32
Diluted Earning Per Share	4.93	4.32
Nominal Value Per Share	Rs. 10.00	Rs. 10.00

Earning Per share is calculated by dividing the Profit/(Loss) attributable to the Equity Shareholders by the weighted average number of Equity Shares outstanding during the year. The numbers used in calculating basic and diluted earning per Equity Share as stated below:

Particulars	For the FY 2022-23	For the FY 2021-22
	Amount in ₹	Amount in ₹
Profit / (Loss) after taxation	7,39,53,773	6,48,71,536
Net Profit / (Loss) attributable to Equity	7,39,53,773	6,48,71,536
Number of shares at the beginning of the year	1,50,02,000	1,50,02,000
Number of shares allotted during the year (Previous Year shares allotted as Bonus Shares)	-	-
Number of shares at the end of the year	1,50,02,000	1,50,02,000
<b>Weighted Average Number of shares outstanding during the year</b>	<b>1,50,02,000</b>	<b>1,50,02,000</b>



### 32 First time adoption of Ind AS

#### Transition to Ind AS

These are the Company's first financial statement prepared in accordance with Ind AS.

#### 32.1 Exemptions and exceptions availed

The accounting policies set out in Note 1, have been applied in preparing the financial statements for the year ended March 31, 2023, the comparative information presented in these financial statements for the year ended March 31, 2022 and in the preparation of opening Ind AS balance sheet as at April 1, 2021. In preparing its opening balance sheet, the Company has adjusted the amounts reported previously in financial statements prepared in accordance with accounting standards notified under Companies (Accounting Standards) Rules, 2006 (as amended) and other relevant provisions of the Act (previous GAAP or Indian GAAP). An explanation of how the transition from from previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows is set out in the following tables and notes.

#### Ind AS optional exemptions cost

**Deemed cost:-** Ind AS 101 permits a first-time adopter to elect to continue with the carrying value for all of its property, plant and equipment, Intangible Assets, Investment property, and Investment in subsidiaries / joint venture / associates, as recognised in the financial statements as at the date of transition to Ind AS, measured as for the previous GAAP and use that as its deemed cost as at date of transition after making necessary adjustments for decommissioning liabilities. Accordingly, the Company has elected to measure all of its property, plant and equipment and intangible assets at their previous GAAP carrying values as at April 1, 2022.

#### 32.2 Ind AS mandatory exceptions

**De-recognition of financial assets and liabilities:-** Ind AS 101 requires a first time adopter to apply the de-recognition provisions of Ind AS 109 prospectively for transactions occurring on or after the date of transition to Ind AS. However, Ind AS 101 allows a first-time adopter to apply the de-recognition requirements in Ind AS 109 retrospectively from a date of the entity's choosing, provided that the information needed to apply AS 109 to financial assets and Financial liabilities de-recognised as a result of past transactions was obtained at the time of initially accounting for those transactions. The Company has elected to apply the de-recognition provisions of Ind AS 109 prospectively from the date of transition to Ind AS, wherever applicable.

**Classification and measurement of financial assets:-** Ind AS 101 requires an entity to assess classification and measurement of financial assets (investment in debt instruments) on the basis of the facts and circumstances that exist at the date transition to Ind AS.

**Impairment of financial assets:-** An entity shall determine the approximate credit risk at the date that financial instruments were initially recognized and compare that to the credit risk at the date of transition to Ind. This should be based on reasonable and supportable information that is available without undue cost or efforts. If any entity is unable to make this determination without undue cost or effort, it shall recognise a loss allowance at an amount equal to lifetime expected credit losses at each reporting date until that financial instrument is de-recognised. The Company has this exception to analyse credit risk of the financial assets as the date of transition instead of the date of initial recognition.

### 33 Tax Reconciliation

Income Tax Recognised in statement of Profit and Loss	For the FY 2022-23	For the FY 2021-22
Current tax		
In Respect of the Current year	1,78,40,135	1,56,93,304
Short/Excess Provision of Earlier years	2,04,451	(6,14,610)
Deferred Tax (Credit)/Charged	9,08,064	81,85,637
MAT Credit utilized/(Receivable)	48,17,974	31,94,841
<b>Total Income tax expense recognised in respect of continuing Operations</b>	<b>2,37,70,624</b>	<b>2,64,59,172</b>

The income tax expense for the year can be reconciled to the accounting profit as follows:

Particulars	For the FY 2022-23	For the FY 2021-22
Profit Before Taxes	9,77,24,397	9,13,30,708
Enacted Tax Rate in India	27.82%	27.82%
Non deductible expenses for Tax Purpose	38,94,934	31,03,255
Expected income tax benefit/(expense) at statutory tax rate*	2,26,58,109	1,88,88,145
Effect of:		
Deferred tax(credit) /Charged	9,08,064	81,85,637
Short/Excess Provision of Earlier years	2,04,451	(6,14,610)
<b>Income taxes recognised in the Statement of Profit and Loss</b>	<b>2,37,70,624</b>	<b>2,64,59,172</b>

The Tax Rate used for the 2022-2023 reconciliation above is the corporate tax rate of 25% plus Surcharge of 7% plus Cess @4% on tax rate payable by corporate entities in India on taxable Profits under the Indian tax laws.

#### Components of Deferred tax assets and liabilities

As at 31st March, 2022

Particulars	As at 01-Apr-2021	Credit/Charge in P&L	Recognized in OCI
DTL on Difference between written down value of property, plant and equipment	2,21,03,608	75,86,533	-
DTL on Expenses claimed for tax purpose on payment basis	(12,23,401)	(4,02,103)	-
DTL on Other assets	(3,04,332)	9,55,582	-
	2,05,75,875	81,40,012	-

**As at 31st March, 2023**

Particulars	As at 01-Apr-2022	Credit/Charge in P&L	Recognized in OCI
DTL on Difference between written down value of property, plant and equipment	2,96,90,141	21,46,744	-
DTL on Expenses claimed for tax purpose on payment basis	(16,25,504)	(5,41,805)	-
DTL on Other assets	6,51,250	7,76,387	-
	2,87,15,887	23,81,326	-

**34 Capital Commitments and Contingent Liabilities:**

**A. Contingent Liabilities:**

Particulars	As at 31-Mar-2023
Disputed Income Tax Demand under the Gujarat Value Added Tax Act	1,59,68,584

It is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above, pending resolution of the respective proceedings as it is determinable only on receipt of judgments/decisions pending with various forums/ authorities.

The Company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed as contingent liabilities where applicable, in its financial statements. The Company does not expect the outcome of these proceedings to have a materially adverse effect on its financial results.

At officer level the decision was not in favour of the company, therefore, the company has appealed in Commissioner of appeal. Therefore, the company has recognised it as contingent liabilities.

**B. Commitments:**

Estimated amount of contracts remaining to be executed on capital account and not provided for net of advances, Rs. NIL Lakhs (previous year Rs. NIL Lakhs).

### 35 Financial Instruments and Risk Review

#### i) Capital Management

The company's objective when managing capital is to:

- Safeguard its ability to continue as a going concern so that the Company is able to provide maximum return to stakeholders and benefits for other stakeholders.

- Maintain an optimal capital structure to reduce the cost of capital.

The company's Board of director's reviews the capital structure on regular basis. As part of this review the board considers the cost of capital risk associated with each class of capital requirements and maintenance of adequate liquidity.

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Equity Share Capital	15,00,20,000	15,00,20,000
Other Equity	49,01,12,597	41,18,53,891
<b>Total Equity</b>	<b>64,01,32,597</b>	<b>56,18,73,891</b>
Interest-bearing loans and borrowings	50,62,36,672	50,56,91,419
Less: Cash & Cash Equivalent	2,55,85,071	2,92,98,424
Less: Bank balances other than above	2,17,83,706	1,62,26,839
Net Debt	45,88,67,894	46,01,66,155
<b>Gearing Ratio</b>	<b>0.7168</b>	<b>0.8190</b>

## Disclosures

This section gives an overview of the significance of financial instruments for the Company and provides additional information on balance sheet items that contain financial instruments.

The details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognized in respect of each class of financial asset, financial liability and equity instrument are disclosed in Note provided hereunder :

### 1) Categories of Financial Instruments

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
<b>Financial Assets</b>		
<b>Measured at Amortised Cost</b>		
1) Trade Receivables	49,30,36,487	51,74,95,010
2) Cash & Cash Equivalents	2,55,85,071	2,92,98,424
3) Loans	4,92,05,173	2,36,19,344
4) Other Financial Assets	50,18,202	54,85,288
5) Other Current Assets & Tax Assets	3,30,69,399	3,75,75,610
<b>Measured at FVTOCI</b>		
1) Investments	66,25,000	11,29,000
<b>Financial Liabilities</b>		
<b>Measured at Amortised Cost</b>		
1) Borrowings	50,62,36,672	50,56,91,419
2) Trade Payables	30,25,73,759	39,23,63,388
3) Other Current Liabilities	11,00,77,119	8,31,50,620
4) Other Non-Current Liabilities	94,38,764	62,38,764

### 2) Fair Value Measurement :

This note provides information about how the Company determines fair values of various financial assets. Fair Value of financial assets and liabilities that are not measured at fair value (but fair value disclosures are required). Management considers that the carrying amounts of financial assets and financial liabilities recognized in the financial statements approximate their fair values.

### 3) Financial Risk Management Objectives

While ensuring liquidity is sufficient to meet Company's operational requirements, the Company's financial management committee also monitors and manages key financial risks relating to the operations of the Company by analysing exposures by degree and magnitude of risks. These risks include market risk (including currency risk and price risk), credit risk and liquidity risk.

#### Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: interest rate, currency risk and other price risk, such as commodity price risk and equity price risk. Financial instruments affected by market risk include FVTPL investments, trade payables, trade receivables, etc.

#### Liquidity Risk

The Company manages liquidity risk by maintaining sufficient cash and cash equivalents including bank deposits and availability of funding through an adequate amount of committed credit facilities to meet the obligations when due.

Management monitors rolling forecasts of liquidity position and cash and cash equivalents on the basis of expected cash flows. In addition, liquidity management also involves projecting cash flows considering level of liquid assets necessary to meet obligations by matching the maturity profiles of financial assets & liabilities and monitoring balance sheet liquidity ratios.

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The information included in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The contractual maturity is based on the earliest date on which the Company may be required to pay.

Particulars	Due in 1 Year	Due after 1 Year	Total
<b>As at 31<sup>st</sup> March, 2023</b>			
Borrowings	36,77,26,063	13,85,10,609	<b>50,62,36,672</b>
Trade Payables	30,25,73,759	-	<b>30,25,73,759</b>
Other Current Liabilities	11,00,77,119	-	<b>11,00,77,119</b>
<b>Total</b>	<b>78,03,76,941</b>	<b>13,85,10,609</b>	<b>91,88,87,550</b>
<b>As at 31<sup>st</sup> March 2022</b>			
Borrowings	28,52,06,844	22,04,84,575	<b>50,56,91,419</b>
Trade Payables	39,23,63,388	-	<b>39,23,63,388</b>
Other Financial Liabilities	8,31,50,620	-	<b>8,31,50,620</b>
<b>Total</b>	<b>76,07,20,852</b>	<b>22,04,84,575</b>	<b>98,12,05,427</b>

#### Trade Receivables

The Company has a detailed review mechanism of overdue customer receivables at various levels within organisation to ensure proper attention and focus for realisation.

Particulars	Due in 1 Year	1 year - 3 years	More than 3 Years	Total
<b>As at 31<sup>st</sup> March, 2023</b>				
1) Trade Receivables	49,30,36,487	-	-	49,30,36,487
2) Cash & Cash Equivalents	2,55,85,071	-	-	2,55,85,071
3) Loans	4,92,05,173	-	-	4,92,05,173
4) Other Financial Assets	3,30,69,399	50,18,202	-	3,80,87,601
5) Investments	-	-	66,25,000	66,25,000
<b>Total</b>	<b>60,08,96,130</b>	<b>50,18,202</b>	<b>66,25,000</b>	<b>61,25,39,332</b>
<b>As at 31<sup>st</sup> March 2022</b>				
1) Trade Receivables	51,74,95,010	-	-	51,74,95,010
2) Cash & Cash Equivalents	2,92,98,424	-	-	2,92,98,424
3) Loans	2,36,19,344	-	-	2,36,19,344
4) Other Financial Assets	3,75,75,610	54,85,288	-	4,30,60,898
5) Investments	-	-	11,29,000	11,29,000
<b>Total</b>	<b>60,79,88,388</b>	<b>54,85,288</b>	<b>11,29,000</b>	<b>61,46,02,676</b>

### 37 Disclosures Regarding Employee Benefits

As per Indian Accounting Standard 19 "Employee Benefits" the disclosures are given below:

Defined Contribution Plan

Contribution to defined contribution plan, recognised as expense for the year is as under

Particulars	For the FY 2022-23
	Amount in ₹
Employers contribution to provident fund	12,18,290
<b>Total</b>	<b>12,18,290</b>

**1) Defined Contribution Plan:** Employee benefits in the form of Provident Fund are considered as defined contribution plan and the contributions to Employees Provident Fund Organisation established under The Employees Provident Fund and Miscellaneous Provisions Act 1952 and Employees State Insurance Act, 1948, respectively, are charged to the profit and loss account of the year when the contributions to the respective funds are due.

**2) Defined Benefit Plan:** Retirement benefits in the form of Gratuity are considered as defined benefit obligation and are provided for on the basis of third party actuarial valuation, using the projected unit credit method, as at the date of the Balance Sheet.

Every Employee who has completed five years or more of service is entitled to Gratuity on terms not less favorable than the provisions of The Payment of Gratuity Act, 1972

As the Company has not funded its liability, it has nothing to disclose regarding plan assets and its reconciliation.

### 38 Corporate Social Responsibility Contribution

As per Section 135 of the Companies Act, 2013, a Company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are eradication of hunger and malnutrition, promoting education, art and culture, healthcare, destitute care and rehabilitation, environment sustainability, disaster relief, COVID-19 relief and rural development projects and other activities as mentioned in Schedule VII of the Companies Act, 2013. A CSR committee has been formed by the Company as per the Act. The funds were primarily utilised throughout the year on these activities which are specified in Schedule VII of the Companies Act, 2013:

Sr. No.	Particulars	Amount
1	Amount required to be spent by the company during the year	15,65,001
2	Amount of expenditure incurred	16,65,200
3	Shortfall at the end of the year	-
4	Total of previous years shortfall	-
5	Reason for shortfall	NA
6	Nature of CSR activities	Various activities including Rural Development, Eradication of Hunger, Education etc.
7	Details of related party transactions (In relation to CSR)	NIL

#### Calculation of Corporate Social Responsibility amount:

Sr. No.	Financial Year	Profit for CSR calculation
1	2021-22	9,40,16,916
2	2020-21	7,71,78,987
3	2019-20	6,35,54,256
<b>Net profit as per section 198</b>		<b>23,47,50,159</b>
Average profit of last three years		7,82,50,053

Minimum amount of CSR (2% of average profit of last three years)	15,65,001
--	-----------

**39 Payment to Auditor :-**

(Amount in Rs.)

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
<b>Audit Fees for Statutory and Tax Audit</b>	<b>3,25,000</b>	<b>3,00,000</b>

The above mention amount is excluding GST.

**40 Related Party Disclosures:**

**40.1 Related Parties & their Relationship**

As per IND AS 24, the disclosures of transactions with the related parties are given below:

i) List of Related parties where control exists and related parties with whom transactions have taken place and relationships:

Sr. No.	Name of Related Parties	Relationship
(i)	Mr. Pravin N. Patel	Promoter and Director
(ii)	Mr. Hardik P. Patel	Director
(iii)	Mr. Suresh H. Patel	Promoter and Director
(iv)	Mr. Pravin A. Patel	Promoter
(v)	Mr. Praful Patel	Promoter
(vi)	Mr. Karan Raval	Relative of Promoter
(vii)	Mr. Yash P. Patel	Relative of Director
(viii)	Mr. Mahendra N. Patel	Relative of Director
(ix)	Mrs. Hemlata S. Patel	Relative of Director
(x)	Mrs. Manjulaben P. Patel	Relative of Director
(xi)	Mrs. Pooja Y. Patel	Relative of Director
(xii)	Airolam Asia Pacific Co. Ltd.	Associate Concern

**40.2 Transactions with Related Parties**

Particulars	Nature of Transaction	For the FY 2022-23
Mr. Pravin N. Patel	Director Remuneration	10,80,000
Mr. Hardik P. Patel	Director Remuneration	7,20,000
Mr. Suresh H. Patel	Director Remuneration	12,45,000
Mr. Yash P. Patel	Salary	7,20,000
Mr. Mahendra N. Patel	Salary	6,75,600
Mrs. Keyaben Patel	Salary	5,25,000
Mrs. Hemlata S. Patel	Salary	4,05,000
Mrs. Manjulaben P. Patel	Salary	5,06,000
Mrs. Pooja Y. Patel	Salary	1,75,000
Mrs. Ruchi Shah	Salary	1,09,800
Airolam Asia Pacific Co. Ltd.	Loan Given	24,41,751
Airolam Asia Pacific Co. Ltd.	Sales	86,75,445

**41** Certain Balance of Debtors, Creditors, Loans & Advances for Capital expenditures are non-moving / sticky. However in view of the management, the same is recoverable / payable. Hence no provision for the same is made in the books of accounts.

**42** In the opinion of the Board of Directors, the current assets, loans and advances are approximately of the value stated, if realized in the ordinary course of business and the provisions for depreciation and all known and ascertained liabilities are adequate and not in excess of the amounts reasonably necessary.

**43** The balance confirmation from the suppliers, customers as well as to various loans or advances given have been called for, but the same are awaited till the date of audit. Thus, the balances of receivables, trade payables as well as loans and advances have been taken as per the books of accounts submitted by the company and are subject to confirmation from the respective parties.

**44** Previous year's figures have been regrouped and rearranged wherever necessary.

**45 Segment Reporting**

The Company has a geographical segment other than Domestic area, however management consider the same as one segment only. Therefore, Segment Reporting is not provided.

**46 Benami Transactions**

There is no proceedings has been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act 1988 (45 of 1988) and rules made thereunder.

**47 Wilful Defaulter**

The Company has not been declared wilful defaulter by any bank or financial institutions or other lender.

**48 Transactions with Struck off Companies**

As stated & Confirmed by the Board of Directors, The Company has not under taken any transactions nor has outstanding balance with the Company Struck Off either under section 248 of the Act or under Section 560 of Companies act 1956.

**49 Satisfaction of Charge/Creation of Charge**

There is no charges or satisfaction yet to be registered with ROC beyond the statutory period.

**50 Number of Layers of Subsidiary**

The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of layers) Rules, 2017.

**51 Undisclosed Transactions**

As stated & confirmed by the Board of Directors, The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

**52 Loan or Investment to Ultimate Beneficiaries**

As stated & Confirmed by the Board of Directors, The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

**53 Loan or Investment from Ultimate Beneficiaries**

As stated & Confirmed by the Board of Directors, The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

**54 Utilization of Term Loans**

The Company has applied term loans for the purpose for which the same was obtained during the year.

**55 Working Capital**

The Company has been sanctioned working capital limits from a bank on the basis of security of the current assets. Quarterly returns or statements filed by the Company with such bank are not in agreement with the books of accounts.

**56 Crypto Currency**

The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

Notes referred to herein above form an integral part of the Financial Statements

**For Piyush J. Shah & Co.**  
Chartered Accountants  
FRN : 121172W

Sd/-  
Arvind S. Vijayvargiya  
Partner  
M. No. 165063  
UDIN:  
Place : Ahmedabad  
Date : 23rd May 2023

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

Sd/-  
Pravin N. Patel  
Chairman  
DIN - 01840244

Sd/-  
Suresh H. Patel  
Whole Time Director  
DIN - 02223842

Sd/-  
Keya Patel  
CFO

## Form MGT-11

### Proxy form

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

#### **AIRO LAM LIMITED**

CIN: L20211GJ2007PLC052019

Regd. Office: Survey No. 355, Nananpur Road, N.H. No. 8,  
Village- Dalpur, Ta. Prantij, Gujarat 383120, India.

Ph: +91-2770-240572

Email:- cs1@airolam.com

Fax: +91-2770 240574

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

<p>Name of the Member(s): Registered address:  E-mail ID: Folio No/DP ID-Client ID:</p>
---

I/We being the Member(s), holding \_\_\_\_\_ shares of the above named company, hereby appoint:

1	Name Address Email id	Signature
2	Name Address Email id	Signature
3	Name Address Email id	Signature

as my / our Proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 16<sup>th</sup> Annual General Meeting to be held on Friday, 29<sup>th</sup> September, 2023, at 03.00 P.M. at Survey No. 355, Nananpur Road, N.H. No. 8, Village- Dalpur, Ta. Prantij, Gujarat 383120, and adjournment thereof in respect of such resolutions as are indicated below:



**Ordinary Business:**

1. Adoption of audited Standalone & Consolidated Financial Statements for the year ended 31.03.2023.

2. Appointment of Mr. Hardikkumar Prafulbhai Patel (DIN: 08282838), who retires by rotation.

In this \_\_\_\_\_ day of \_\_\_\_\_, 2023.

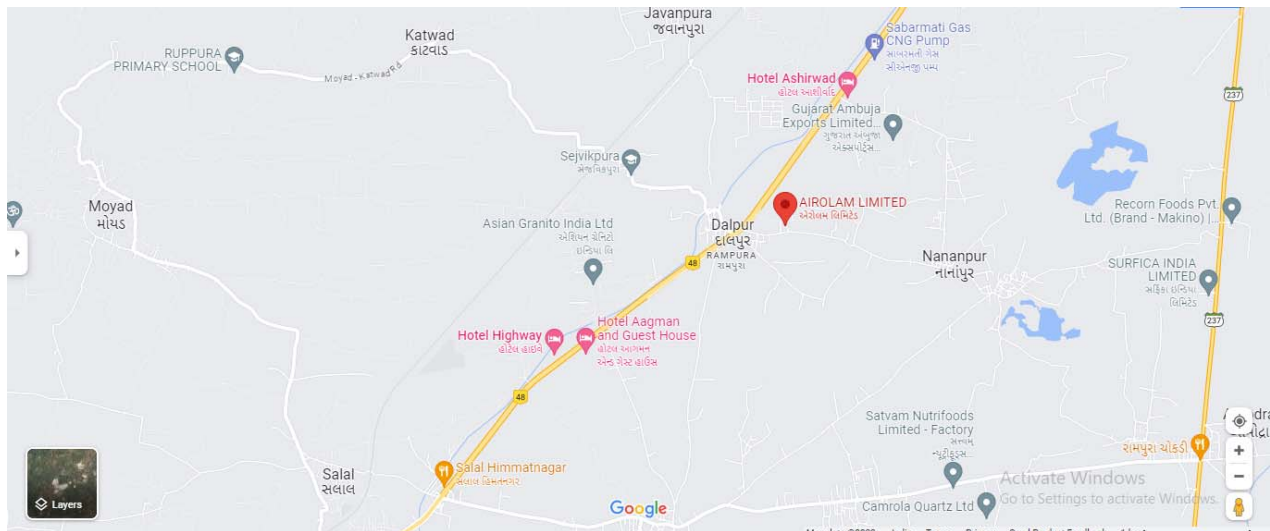
Signature of shareholder: \_\_\_\_\_

Signature of Proxy holder(s): \_\_\_\_\_

Affix  
Revenue  
Stamp of  
Rs.1

Note: This form in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

**ROUTE MAP OF AGM VENUE**



## **ATTENDANCE SLIP**

*PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL*

*(Joint shareholders may obtain additional Slip at the venue of the meeting)*

<i>DP ID</i>		<i>Name &amp; Address of The Registered Shareholder /Proxy in full</i>
<i>Regd. Folio No.</i>		
<i>No. of Shares</i>		

*I certify that I am a registered Shareholder/proxy for the registered Shareholder of the Company.*

*I hereby record my/our presence at the 16<sup>th</sup> Annual General Meeting of the Company held on the 29<sup>th</sup> day of September, 2023 at Survey No. 355, Nananpur Road, N.H. No. 8, Village- Dalpur, Ta. Prantij, Gujarat 383120 at 03.00 PM.*

*Name of Shareholder/Proxy:.....*

*Signature of Shareholder/Proxy: .....*

## Corporate Office

### **Airo Lam Limited**

Survey No. 355, Dalpur Village, Nanapur Approach Road, Ta. : Prantij, Dist.: Sabarkantha, Gujarat - 383120, India.

Phone: +91 2770 240572, 240573

Fax: +91 2770 240574

Email: [info@airolam.com](mailto:info@airolam.com), [admin@airolam.com](mailto:admin@airolam.com), [cs1@airolam.com](mailto:cs1@airolam.com)

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

