DORF-KETAL CHEMICALS INDIA PRIVATE LIMITED

ANNUAL REPORT
2022-2023

CORPORATE INFORMATION

BOARD MEMBERS

Mr. Sudhir Menon (Chairman & MD)
Mr. Subodh Menon
Mr. Vijayaraghava Aniparambil Menon
Ms. Padmaja Menon
Mr. Perumangode Ramaswamy
Mr. Pramod Menon
Mr. Mahesh Subramaniyam
Mr. Yogesh Ranade

CHIEF FINANCIAL OFFICER

Mr. Vijaykumar Malpani

COMPANY SECRETARY

Mr. Rajdeep Shahane

CORPORATE OFFICE

#3, Dorf Ketal Tower, Opp. IDBI Bank
Ramchandra Lane, Kanchpada, Malad West, Mumbai - 400 064, India

AUDITORS

NGPC & Company – Chartered Accountants
JHR & Associates – Company Secretaries
Joshi Apte & Associates - Cost & Management Accountants

BANKERS

Citibank N.A.
The Hong Kong and Shanghai Banking Corporation Limited
Kotak Mahindra Bank Ltd.
ICICI Bank Ltd.
DBS Bank India Ltd.
JP Morgan Chase Bank N.A India
HDFC Bank Ltd.

SHARE TRANSFER AGENT

Link Intime India Private Limited
C 101, 247 Park, LBS Marg, Vikhroli (West),
Mumbai - 400083, India.
Tel: +91 022 49186000
Email: rnt.helpdesk@linkintime.co.in

REGISTERED OFFICE

Dorf-Ketal Chemicals India Private Limited
Plot No.2, Block-F, Sector 12 N Adani Port & SEZ Ltd., Mundra Kachchh, Gujarat – 370421, India.
CIN: U24100GJ1992PTC102619
www.dorfketal.com

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BOARD'S REPORT

To,
The Members,
DORF-KETAL CHEMICALS INDIA PRIVATE LIMITED
CIN: U24100GJ1992PTC102619

Your Directors have pleasure in presenting their **31st** Annual Report on the business and operations of the Company and the accounts for the financial year ended 31st March, 2023.

1. FINANCIAL SUMMARY HIGHLIGHTS/PERFORMANCE OF THE COMPANY:

The Company's financial performance, for the year ended 31st March, 2023 is summarized below:

Particular	**Standalone** *(INR in millions)*		**Consolidated** *(INR in millions)*	
	For the year ended 31st March, 2023	**For the year ended 31st March, 2022**	**For the year ended 31st March, 2023**	**For the year ended 31st March, 2022**
Revenue from Operations (Net)	23,343	17,222	39,263	26,780
Other Income	393	684	616	532
Total Income	**23,736**	**17,906**	**39,879**	**27,312**
Less: Expenses	21,078	16,402	33,426	23,772
Profit before exceptional Items and tax items and tax	**2,658**	**1504**	**6,453**	**3,540**
Less: Exceptional Items	-	162	218	201
Profit before Tax	**2,658**	**1,342**	**6,235**	**3,339**
Tax				
i) Current Tax	449	184	1,323	801
ii) Deferred Tax	23	5	125	(56)

iii)Mat Credit Entitlement	381	147	381	147
Profit after Tax	**1,805**	**1,007**	**4,406**	**2,447**
Other Comprehensive Income				
i) Items that will not be reclassified to profit and loss (net)	12	4	14	4
ii) Items that will be reclassified to profit and loss (net)	59	(53)	59	(53)
Total Comprehensive Income for the Period	**1,734**	**1,056**	**4,333**	**2,496**

APPROPRIATION

Particular	**Standalone**		**Consolidated**	
Interim Dividend	-	-	-	-
Final Dividend	-	-	-	-
Tax on distribution of dividend	-	-	-	-
Transfer of General Reserve	-	-	-	-
Balance carried to Balance sheet	**1,734**	**1,056**	**4,333**	**2,496**

The Highlights of the financial results for the year ended 31st March, 2023 are as follows:

Standalone Profit: The current year's standalone profit is Rs. 1,734 million, which represents a significant increase compared to the previous year's profit of Rs. 1,056 million. This indicates a strong growth in profitability for the company on a standalone basis.

Consolidated Profit: The current year's consolidated profit is Rs. 4,333 million, as compared to previous year's Rs. 2496 million and the Consolidated profit has increased, due to acquisitions made by the company. The company has to grow its profitability when considering its overall performance, including subsidiaries and other associated companies.

The Standalone Profit has increased by 64.20% compared to the last year, while Consolidated Profit has a whopping increase by 73.60% from the previous financial year.

It is worth noting that the consolidated profit is substantially higher than the standalone profit, indicating that the company's subsidiaries, joint venture have contributed significantly to the overall profitability of the group.

These financial results suggest that the company has achieved substantial growth in standalone profitability while maintaining growth rate in consolidated profitability.

2. **OPERATIONS:**

Geographically, during the Financial Year under review 62.36% of revenue came from Asia/ Africa and Middle East, 17.23% of revenue came from Europe, 17.63% of revenue came from America and 2.78% of revenue came from Latin America.

3. **FINANCIALS OF THE COMPANY:**

Your Company has duly complied with IND-AS framework and has prepared its financial statements for the financial year 2022-2023 as per the provisions laid down under IND-AS. The Consolidated Financial Statements are also being presented in addition to the Standalone Financial Statements, same is prepared as per the provisions laid down under IND-AS.

4. **EXTRACT OF THE ANNUAL RETURN FOR THE FINANCIAL YEAR 2022-2023:**

The Annual Return of the Company as on 31st March, 2023 in Form MGT-7 in accordance with Section 92(3) read with Section 134(3)(a) of the Act and the Companies (Management and Administration) Rules, 2014, is available on the website of the Company at https://www.dorfketal.com/about-dorf-ketal/compliance#2022-2023.

5. **DETAILS OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES:**

The Company has **7** Subsidiaries as on 31st March, 2023. There has been no material change in the nature of the business of the Subsidiaries during the financial year under review. Further as on 31st March, 2023 there are **2** Associates companies and **1** Joint Venture company.

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6. REPORT ON PERFORMANCE OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES:

The performance and financial position of each of the Subsidiaries in the Form AOC 1 for the period ended as on 31st March, 2023 is attached and marked as **Annexure I** and forms part of this Report. The said form AOC 1 is also attached to the Board Report of the Company.

7. REVISION IN THE FINANCIAL STATEMENT:

There was no revision of the financial statements for the year under review.

8. DIVIDEND:

The Company has chosen to retain the earnings to reinvest them in the business. By doing so, the company can fund expansion plans, research and development, acquisitions, or other strategic initiatives that are expected to generate higher returns in the long term.

With a view to conserve resources, your Directors have thought it prudent not to recommend any dividend for the financial year under review.

9. RESERVES:

The Board of Directors have transferred Rs. 170 million to Special Economic Zone Re-Investment Reserve during the year under review.

10. DEPOSITS:

The Company has neither accepted nor renewed any amount falling within the purview of provisions of Section 73 of the Companies Act 2013 ("the Act") read with the Companies (Acceptance of Deposit) Rules, 2014 during the year under review. Hence, the requirement for furnishing of details of deposits which are not in compliance with the Chapter V of the Act is not applicable. Your Company has duly filed E-form DPT 3 for its Exempted Deposit under Rule 2(c) of Companies (Acceptance of Deposits) Rules, 2014 as per the requirement.

11. DISCLOSURES UNDER SECTION 134(3)(I) OF THE COMPANIES ACT, 2013:

No material changes and commitments, which would affect the financial position of the company, have occurred between the end of the financial year of the company to which the financial statements relate and the date of this report.

12. DISCLOSURE OF ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNAL:

No orders have been passed by any Regulator or Court or Tribunal which can have impact on the going concern status and the Company's operations in future.

13. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

Full particulars of loans, guarantees, investments and securities provided during the financial year under review, has been furnished in **Annexure II** which forms part of this report.

14. PARTICULAR OF CONTRACTS OR ARRANGEMENT WITH RELATED PARTIES:

Being a Private Limited Company all the transactions /contracts/arrangements that are entered by the Company with its subsidiary company are exempted for the purpose of Section 188 of the Companies Act, 2013 and the said transactions/contracts/arrangements are duly disclosed in the notes to the financial statement of the Company. The disclosure of other Related Party Transactions as required under Section 134(3) (h) of the Act in Form AOC-2 is duly furnished in **Annexure III** and which forms part of this report.

15. STATUTORY AUDITORS OF THE COMPANY:

The Statutory Auditors of the Company are M/s. N G P C & Co. (Firm Registration No. 145474W), Chartered Accountants, and the said Statutory Auditors were duly appointed in compliance with the provisions of Section 139 of Companies Act, 2013 for a tenure of **5 years** commencing from the conclusion of Annual General Meeting of the Company held on 30th September, 2022.

16. AUDITORS' REPORT:

The Statutory Auditor's report do not contain any qualifications, reservations, or adverse remarks or disclaimer. Notes to Accounts and Auditors remarks in their report are self-explanatory and do not call for any further comments.

17. SECRETARIAL AUDIT REPORT:

The Board of Directors of the Company have appointed M/s JHR & Associates., Practicing Company Secretary (Certificate of Practice No. 4317), as the Secretarial Auditor to conduct an audit of the secretarial records for the financial year ended 31st March 2023.

The Secretarial Audit Report for the financial year ended 31st March, 2023 under Act, read with Rules made thereunder.

18. COST AUDITOR:

Pursuant to the provisions of Section 148 of the Companies Act, 2013 read with Notifications/Circulars issued by the Ministry of Corporate Affairs from time to time, the Board of Directors at their meeting dated 26th June, 2023, appointed M/s. Joshi Apte & Associates (Firm Registration No. 00240), Cost Accountants as the Cost Auditors of the Company for the financial year 2023-2024 for the applicable Product Groups.

19. CHANGES IN THE SHARE CAPITAL:

There are no changes in the Authorized Capital of the Company during the current Financial Year.

20. MEMORANDUM OF ASSOCIATION AND ARTICLE OF ASSOCIATION OF THE COMPANY:

No changes were made in Memorandum of Association of the Company and Article of Associations of the Company during the current financial year.

21. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

The particulars as required under the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 in respect of conservation of energy, technology absorption, foreign exchange earnings and outgo etc. are furnished in **Annexure IV**, which forms part of this Report.

22. CORPORATE SOCIAL RESPONSIBILITY (CSR):

The Company's CSR initiatives and activities are aligned to the requirements of Section 135 of the Act. Company continues to remain focused on improving its Corporate Social Responsibility initiatives. The Annual Report on CSR activities, in terms of Section 135 of the Companies Act, 2013, is annexed as **Annexure V** and forms a part of this Report.

23. BOARD OF DIRECTORS & KEY MANAGERIAL PERSONNEL:

There were no changes in Board of Directors of the Company and Key Managerial Personnel during the Financial Year. Being a Private Limited Company provisions of section 152 relating to retirement by rotation of Directors are not applicable.

24. BOARD MEETINGS:

The Board of Directors met 12 times during the Financial Year 2022-2023 in accordance with the provisions of the Companies Act, 2013 and rules made thereunder viz.

1. 04th April, 2022
2. 11th May, 2022
3. 24th June, 2022
4. 16th August, 2022
5. 16th September, 2022
6. 20th September, 2022
7. 18th October, 2022
8. 31st October, 2022
9. 14th November, 2022
10. 09th January, 2023
11. 02nd February, 2023
12. 24th March, 2023

25. MEETING OF THE BOARD COMMITTEES DURING THE YEAR UNDER REVIEW

CSR Committee Meeting

1. 15th June, 2022
2. 29th September, 2022
3. 28th December, 2022
4. 20th February, 2023

Other Statutory Committees are not applicable to the Company.

26. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the clause (c) of sub-section (3) of Section 134 and sub-section (5) section 134 of the Companies Act, 2013, Directors confirm & state that –

(a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

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(c) the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
(d) the directors have prepared the annual accounts on a going concern basis; and
(e) the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

27. <u>DECLARATION BY INDEPENDENT DIRECTOR:</u>

The Company was not required to appoint Independent Directors under Section 149(4) and Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014 hence no declaration is required to be obtained.

28. <u>INTERNAL FINANCIAL CONTROLS:</u>

The Internal Financial Controls with reference to financial statements as designed and implemented by the Company are adequate. During the year under review, no material or serious observation has been received from the Statutory Auditors and the Internal Auditors of the Company on the inefficiency or inadequacy of such controls.

29. <u>DETAILS OF APPLICATION / ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016:</u>

Neither any application was made nor any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the financial year.

30. <u>DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF:</u>

As Company has not done any one-time settlement during the year under review hence no disclosure is required.

31. <u>VIGIL MECHANISM POLICY FOR THE DIRECTORS AND EMPLOYEES:</u>

The Board of Directors of the Company has, pursuant to the provisions of Section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014, framed "Vigil Mechanism Policy" for Directors and employees of the Company to provide a mechanism which ensures adequate safeguards to employees and Directors from any victimization on raising of concerns of any violations of legal or regulatory requirements, incorrect or misrepresentation of any, financial statements and reports, etc. The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations. The detailed policy is placed on the website of the Company at https://www.dorfketal.com/about-dorf-ketal/compliance/#Vigil Mechanism Policy.

32. RISK MANAGEMENT POLICY:

The Board of Directors of the Company have designed a Risk Management Policy and Guidelines to avoid events, situations or circumstances which may lead to negative consequences on the Company's businesses, and define a structured approach to manage uncertainty and to make use of these in their decision making pertaining to all business divisions and corporate functions. Key business risks and their mitigation are considered in the annual/strategic business plans and in periodic management reviews.

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

The Company has in place a policy for prevention of sexual harassment in accordance with the requirements of Sexual Harassment of women at workplace *(prevention, prohibition and redressal)* Act, 2013. Internal Complaints Committee has been set up to redress complaints received regarding sexual harassment. All Employees (Permanent, Contractual, temporary and trainees) are covered under the said policy. The Company during the Financial Year 2022-2023 has not received any complaint.

34. ENVIRONMENT & SAFETY:

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

35. COMPLIANCE WITH SECRETARIAL STANDARDS:

During the Financial Year under review, the Company has duly complied with all applicable Secretarial Standards.

36. PAYMENT OF REMUNERATION / COMMISSION TO MANAGING DIRECTOR FROM SUBSIDIARY COMPANIES:

Being a Private Limited Company provision of Section 197 of the Companies Act, 2013 is not applicable.

37. AUDIT COMMITTEE, NOMINATION AND REMUNERATION COMMITTEE AND STAKEHOLDER RELATIONSHIP COMMITTEE:

The Company is not required to form Audit Committee, Nomination and Remuneration Committee and Stakeholder Relationship Committee.

38. APPRECIATION:

The Directors thank the Company's employees, customers, vendors, investors and academic partners for their continuous support. The Directors also thank the Government of India, Governments of various states in India, Governments of various countries and concerned Government departments and agencies for their co-operation.

The Directors appreciate and value the contribution made by every member of the Company. We are also thankful to our Bankers and other Statutory Authorities for their co-operation and support.

For and on behalf of the Board of
DORF-KETAL CHEMICALS INDIA PRIVATE LIMITED

SUDHIR MENON	**SUBODH MENON**
CHAIRMAN & MANAGING DIRECTOR	**DIRECTOR**
DIN: 02487658	**DIN: 00972842**

Date: 26.06.2023

DORF-KETAL CHEMICALS INDIA PRIVATE LIMITED

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ANNEXURE II

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details for Loans & Investments:

Name of the party	**Nature & Purpose of transactions**	**Amount at the beginning of the year**	**Transactions during the year**	**Balance at the end of the year**
Dorf Ketal Chemicals, LLC , USA	Investment	₹ 681,081,635	-	₹ 681,081,635
Dorf Ketal Brasil LTDA	Investment	₹ 3,834,737	-	₹ 3,834,737
Dorf Ketal B.V, Netherlands	Investment	₹ 340,540,090	-	₹ 340,540,090
Dorf Ketal Chemicals FZE	Investment	₹ 4,633,711	-	₹ 4,633,711
Dorf Ketal Chemicals Pte Ltd	Investment	₹ 213,825,045	-	₹ 213,825,045
CETP MIDC Taloja	Investment	₹ 500	-	₹ 500
Bharat Co-operative Bank Limited	Investment	₹ 2520	-	₹ 2520
Aritar Private Limited	Investment	₹ 2,550,000	-	₹ 2,550,000
Trentar Private Limited	Investment	₹ 6,500,000	-	₹ 6,500,000
Khyati Chemicals Pvt. Ltd.	Investment	-	₹ 2,307,730,700	₹ 2,307,730,700
Dorf Ketal Chemical UK Pvt. Ltd.	Investment	-	₹ 46,322,500	₹ 46,322,500
Dorf Ketal Tribond International Company LLC	Investment	-	₹ 127,312,320	₹ 127,312,320
Dorf Ketal Chemicals FZE	Loan	-	₹ 246,510,000	₹ 246,510,000
Aritar Private Limited	Loan	₹ 1,808,241	₹ 16,525,194	₹ 18,333,435
Trentar Private Limited	Loan	₹ 67,192,922	₹ 221,354,306	₹ 288,547,228

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Details of Guarantees given:

Name of the Party	Purpose for giving corporate guarantee	Amount of Guarantee
Dorf Ketal Chemicals LLC	Working Capital	₹ 821,700,000
Dorf Ketal Chemicals LLC	Working Capital	₹ 903,870,000
Dorf Ketal B.V.	Working Capital	₹ 17,888,500
Dorf Ketal B.V.	Working Capital	₹ 460,628,875
Dorf-Ketal Chemicals FZE	Working Capital	₹ 328,680,000
Dorf-Ketal Chemicals FZE	Acquisition	₹ 5,152,059,000
Dorf-Ketal Chemicals FZE	Working Capital	₹ 246,510,000
Dorf Ketal Chemicals FZE	Working Capital	₹ 1,536,579,000
Dorf Ketal Brasil LTDA	Working Capital	₹ 513,562,500
Garudauav Soft Solutions Private Limited	Working Capital	₹ 104,800,000
Garudauav Soft Solutions Private Limited	Working Capital	₹ 100,000,000

For and on behalf of the Board of
DORF-KETAL CHEMICALS INDIA PRIVATE LIMITED

SUDHIR MENON
CHAIRMAN & MANAGING DIRECTOR
DIN: 02487658

SUBODH MENON
DIRECTOR
DIN: 00972842

DORF-KETAL CHEMICALS INDIA PRIVATE LIMITED

Date: 26.06.2023

ANNEXURE III
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.: **No transaction**

Sr. No.	**Particulars**	**Details**
1	Name (s) of the related party & nature of relationship	N.A.
2	Nature of contracts/arrangements/transaction	
3	Duration of the contracts/arrangements/transaction	
4	Salient terms of the contracts or arrangements or transaction including the value, if any	
5	Justification for entering into such contracts or arrangements or transactions'	
6	Date of approval by the Board	
7	Amount paid as advances, if any	
8	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

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

Sr. No.	Particulars	Details
1	Name (s) of the related party & nature of relationship	Khyati Chemicals Private Limited Nature of Relationship: Common Directors
	Nature of contracts/ arrangements/ transaction	Purchase/Sale of Finished Goods
	Duration of the contracts/ arrangements/ transaction	On Going
	Salient terms of the contracts or arrangements or transaction including the value, if any	Not exceeding 100 Crores
	Date of approval by the Board	26/06/2023
	Amount paid as advances, if any	Nil

Sr. No.	Particulars	Details
2	Name (s) of the related party & nature of relationship	Garudauav Soft Solutions Private Limited Nature of Relationship: Common Directors
	Nature of contracts/ arrangements/ transaction	Sale of Fixed Assets
	Duration of the contracts/ arrangements/ transaction	One time
	Salient terms of the contracts or arrangements or transaction including the value, if any	Computers & Laptop Amount – Rs. 10,00,000/- + Interest, if any
	Date of approval by the Board	10/02/2022
	Amount paid as advances, if any	Nil

Sr. No.	Particulars	Details
3	Name (s) of the related party & nature of relationship	Yaap Digital Private Limited Nature of Relationship: Common Directors
	Nature of contracts/ arrangements/ transaction	Leave & License Agreement
	Duration of the contracts/arrangements/transaction	01/07/2021 to 30/06/2024

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	Salient terms of the contracts or arrangements or transaction including the value, if any	a. One work station space at Premises given on Leave and License Basis at 1st Floor, Fobeoz Tower, Ramchandra Lane, Malad (West), Mumbai- 400064. b. License Fees for providing one work station space in the said Premises is Rs. 5,500 p.m.
	Date of approval by the Board	10/02/2022
	Amount paid as advances, if any	Nil

SL. No.	Particulars	Details
4	Name (s) of the related party & nature of relationship	La Jawaab Foods Private Limited Nature of Relationship: Common Directors
	Nature of contracts/ arrangements/ transaction	Agreement for Sale of Food and Beverages required at the time of Sales Promotion of the Company dated 01.01.2008 entered with La Jawaab Foods Private Limited
	Duration of the contracts/ arrangements/ transaction	Agreement executed on 01.01.2008 and its ongoing unless terminated/ modified with written notice by either party.
	Salient terms of the contracts or arrangements or transaction including the value, if any	Ongoing Transaction for all the events conducted by the Company for its business promotion & staff welfare every year. Company will pay the price at arm's length prevailing in the market at the time of providing the services.
	Date of approval by the Board	Not applicable as contract is entered at arm's length and on the normal course of Business
	Amount paid as advances, if any	Nil

SL. No.	Particulars	Details
5	Name (s) of the related party & nature of relationship	Aritar Private Limited Nature of Relationship: Common Directors
	Nature of contracts/ arrangements/ transaction	Rent Agreement
	Duration of the contracts/ arrangements/ transaction	20/10/2020 to 20/10/2023

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	Salient terms of the contracts or arrangements or transaction including the value, if any	36 Months @ Rs. 5,000/- P.M being the occupancy charges for the space occupied by Licensee for 1 Work station in the said Premises regularly on or before 10th of every month.
	Date of approval by the Board	26/06/2023
	Amount paid as advances, if any	Nil

SL. No.	Particulars	Details
6	Name (s) of the related party & nature of relationship	Atir Properties Private Limited Nature of Relationship: Common Shareholder having Significant influence
	Nature of contracts/ arrangements/ transaction	Rent Agreement
	Duration of the contracts/ arrangements/ transaction	
	Salient terms of the contracts or arrangements or transaction including the value, if any	-
	Date of approval by the Board	26/06/2023
	Amount paid as advances, if any	Nil

Sr. No.	Particulars	Details
7	Name (s) of the related party & nature of relationship	Trentar Private Limited Nature of Relationship: Common Directors
	Nature of contracts/ arrangements/ transaction	Sale of Finished Goods
	Duration of the contracts/ arrangements/ transaction	11/05/2021 to 10/05/2024
	Salient terms of the contracts or arrangements or transaction including the value, if any	36 Months @ Rs. 5,000/- P.M
	Date of approval by the Board	-
	Amount paid as advances, if any	Nil

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For and on behalf of the Board of
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Date: 26.06.2023

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ANNEXURE IV

DISCLOSURE PURSUANT TO SECTION 134(3)(M) OF THE COMPANIES ACT 2013 READ WITH RULE 8 OF THE COMPANIES (ACCOUNTS), RULES 2014

(A) Conservation of energy:

Steps taken or impact on conservation of energy	**At Taloja Plant:** 1) Due to keeping pressure switch instead of load/ unload valve saving 12000 kwh yearly 2) Replaced 70 nos. of 125W mercury bulb of RM store with 100W LED lamp 29 nos. Annual energy saving 24000 kwh **At Lote Plant:** 1) Methane generated in process used to boiler as against Coal. Methane for Boiler: 276688 Kg (25.5 lac INR) 2) Effluent water partially recycling to plant 1300 m3 cost equal to 87*1300= (1.13100 lac) **At Mundra Plant:** 1) Energy efficient motor for cooling tower pump (IE3). Annual energy saving of 10000 kwh 2) Replacing OTL-250 with dry vacuum pump. Annual energy saving of 14000 kwh
Steps taken by the company for utilizing alternate sources of energy	**At Lote Plant:** 1) Use of methane in TFH as fuel against coal. **At Mundra Plant:** 1) Evaluate wind & solar energy but not viable considering payback period high.
Capital investment on energy conservation equipment's	**At Taloja Plant:** ₹ 3,50,000/- **At Lote Plant:**

	Last year modification being used **<u>At Mundra Plant:</u>** ₹ 14,00,000/-

➢ Research & Development (R&D):

Specific Area in which R&D carried out by the Company	Company's well-equipped Research & Development centre is located at Taloja, approved by, Department of Scientific & Industrial Research (DSIR) as in house R&D Unit. The main objectives of R&D program include: 1. Development of fuel additives 2. New type of corrosion inhibitors for petrochemical complexes 3. Development of eco-friendly catalysts for hydrogenation applications 4. Development of antistatic additives 5. Development of nucleating agents 6. Development of process chemicals 7. Development of Refinery chemicals 8. Corrosion inhibitors for oil field 9. Lube Oil Pour point depressant development 10. Water Clarifier Intermediates 11. Drag reducing agent development 12. Catalyst Development for hydrogenation 13. Paper & bulp chemicals development 14. Oil field additives development 15. New materials development
Benefits derived as a result of the above R&D	I. <u>Details of new products developed during F.Y. 2022-2023</u> a. High temperature drag reducing agent development. b. New product development pour point depressant for oil field chemicals. c. Alkylated aromatic molecule based additive development for oil field. d. Water soluble corrosion inhibitors development. e. High temperature new corrosion inhibitor development. f. Paper chemicals development. g. Hydrogenation catalyst development for high temperature FAME substrates. h. Silicone polymers development for oil filed & refinery projects.

	i. Eco friendly heterogeneous catalyst development for hydrogenation. j. New formulation development for oil field chemicals. k. New formulation development for fuel additives chemicals. II. <u>Improvement in existing production process</u> a. Cloud point depressant twostep process replacement for five steps. b. High flash cloud point additive synthesis & process optimization. c. High flash point dewaxing aid synthesis & process optimization. d. Process modification for antistatic additives. e. Cost reduction using different solvents for various products. f. Lubricity development using modification process. g. High temperature sustain polymers for furnace applications. h. New formulation process development for oil field chemicals. i. New formulation process development for fuel additives chemicals. III. <u>New technologies commercialized by the company</u> a. Structurally different organic molecules for H2S scavengers. b. Imidazolines for Corrosion inhibitors with different type of carboxylic acids. a. improved version gasoline additives. b. New Pour point depressant development. c. Drag Reducing Agent Development and its formulations for low temp and high temp applications. d. Drag Reducing Agents Developments for Water stable applications e. New type of H2S scavengers. f. New type of structurally modified fuel additives development.
Future Plan of actions	The Research and Development unit is striving for newer sustainable technologies by innovation. The Research and development team is keen to improve the production processes and their efficiency. The Company's R&D team is also committed to improve and develop new sustainable processes for effluent treatment for cleaner environment.

Expenditure on Research & Development:

(Rs. In Lakhs)

Particulars	For the year ended 31/03/2023 (Rs.)	For the year ended 31/03/2022 (Rs.)
Capital Expenditures	31.39	10.26
Recurring Expenditure	939.25	789.16
Total	**970.64**	**799.42**
Total R&D Expenditure as a % of Turnover *(Net of Taxes & Duties)*	0.42%	0.46%
Capital WIP	Nil	Nil

(B) Technology absorption:

Efforts made towards technology absorption	**<u>At Lote Plant:</u>** Effluent water partially recycling to plant In house. 1300 m3 cost equal to 87*1300= ₹1,13,100/-
Benefits derived like product improvement, cost reduction, product development or import substitution	Fresh water consumption reduced.
In case of imported technology (imported during the last three years reckoned from the beginning of the financial year): N.A.	
Details of technology imported	N.A.
Year of import	N.A.
Whether the technology has been fully absorbed	N.A.
If not fully absorbed, areas where absorption has not taken place, and the reasons thereof	N.A.

(C) Foreign exchange earnings and Outgo:

	2022-2023	2021-2022
	Amount in Rs.	**Amount in Rs.**
Actual Foreign Exchange earnings	₹ 18,250,202,604	₹ 14,09,26,69,621
Actual Foreign Exchange outgo	₹ 8,455,694,790	₹ 5,25,86,15,892

For and on behalf of the Board of

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DORF-KETAL CHEMICALS INDIA PRIVATE LIMITED

SUDHIR MENON	**SUBODH MENON**
Chairman & Managing Director	**Director**
DIN: 02487658	**DIN: 00972842**

DORF-KETAL CHEMICALS INDIA PRIVATE LIMITED

Date: 26.06.2023

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ANNEXURE I

PERFORMANCE OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES

AOC-1

Part A- Subsidiaries

1	**Name of the subsidiary/Joint Venture/Associate Companies**	**Dorf Ketal Chemicals FZE**	**Dorf Ketal Chemicals LLC**	**Dorf Ketal Chemicals Brasil Ltda.**
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	The reporting period is same as the holding Company	The reporting period is same as the holding Company	The reporting period is January to December. *However the figure mentioned herein pertains to the period of April- March*
3	Reporting currency and Exchange rate as on the last date of the relevant F.Y. in the case of foreign subsidiaries.	1 USD = INR 82.17	1 USD = INR 82.17	1BRL= INR 15.9595
4	Share capital	80,672	6,61,000	2,37,18,232
5	Reserves and Surplus	1,32,69,899	3,26,66,295	9,28,08,219
6	Total Assets	13,27,93,413	6,72,44,819	20,64,02,672
7	Total Liabilities	11,94,42,842	3,39,17,524	8,98,76,221
8	Investments			
9	Turnover	6,02,48,560	11,73,85,999	40,79,75,922

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10	Profit before taxation	51,90,888	1,32,41,234	7,19,79,027
11	Provision for taxation	1,66,632	25,95,716	2,54,88,686
12	Minority Interest			92,98,068
13	Profit after taxation	50,24,256	1,05,93,781	4,64,90,342
14	Proposed Dividend			
15	% of shareholding	100	100	80

1	Name of the subsidiary/Joint Venture/Associate Companies	Dorf Ketal Chemicals PTE Ltd.	*Dorf Ketal Chemicals (Malaysia) SDN. BHD	*Dorf Ketal Chemicals (Shanghai) Ltd.	Dorf Ketal BV
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	The reporting period is same as the holding Company	The reporting period is same as the holding Company	The reporting period is same as the holding Company	The reporting period is same as the holding Company
3	Reporting currency and Exchange rate as on the last date of the relevant F.Y. in the case of foreign subsidiaries.	1 SGD=INR 61.7925	1MYR= INR 18.6225	1 RMB= INR 11.9475	1 Euro=INR 89.4425
4	Share capital	40,29,833	8,00,000	1,66,90,190	45,18,000
5	Reserves and Surplus	5,06,62,568	3,24,50,263	23,65,259	(32,60,012)
6	Total Assets	6,79,89,894	5,12,38,071	3,27,66,086	1,25,09,857
7	Total Liabilities	1,32,97,493	1,79,87,808	1,37,10,638	1,12,51,869

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8	Investments	38,47,508	3,91,541		
9	Turnover	5,63,53,711	5,22,57,684	3,76,65,914	1,84,86,743
10	Profit before taxation	1,40,14,136	95,30,872	23,61,410	4,05,030
11	Provision for taxation	22,00,382	21,35,851	89,375	
12	Minority Interest				
13	Profit after taxation	1,18,13,754	73,95,021	22,72,036	4,05,030
14	Proposed Dividend				
15	% of shareholding	100	100	100	100

** Dorf Ketal Chemicals (Malaysia) SDN. BHD and Dorf Ketal Chemicals (Shanghai) Ltd are subsidiaries of Dorf Ketal Chemicals Pte. Ltd and the figures being not consolidated in its holding company the same are shown separately*

1	**Name of the subsidiary/Joint Venture/Associate Companies**	**Khyati Chemicals Private Limited**	**Dorf Ketal Chemicals UK Private Limited**
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	The reporting period is same as the holding Company	The reporting period is same as the holding Company
3	Reporting currency and Exchange rate as on the last date of the relevant F.Y. in the case of foreign subsidiaries.	INR	1 Euro=INR 89.4425
4	Share capital	81,75,880	5,00,000
5	Reserves and Surplus	1,83,60,62,236	(2,65,839)
6	Total Assets	2,10,71,93,087	3,11,486
7	Total Liabilities	26,29,54,971	77,325

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8	Investments		
9	Turnover	2,14,62,14,414	
10	Profit before taxation	46,21,34,680	(2,65,839)
11	Provision for taxation	10,01,94,640	
12	Minority Interest		
13	Profit after taxation	34,33,87,828	(2,65,839)
14	Proposed Dividend		
15	% of shareholding	100	100

***Being Step-down Subsidiary Company of Dorf Ketal Chemicals India Private Limited**

Note: ***The figures indicated above for all Companies are in their respective Reporting Currency.***

Names of subsidiaries which are yet to commence operations : NIL
Names of the subsidiaries which have been liquidated or sold during the year : Dorf Ketal A.G

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Part "B" - Associates and Joint Ventures

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

Name of associates/Joint Ventures	Aritar Private Limited	Trentar Private Limited	**Dorf Ketal Speciality Chemicals SDN. BHD	Dorf Ketal Tribonds International Company LLC
Currency	**INR**	**INR**	**MYR**	**SAR**
Latest audited Balance Sheet Date	31st March, 2023	31st March, 2023	31st March, 2023	31st March, 2023
Shares of Associate/Joint Ventures held by the company on the year end	Associate Company	Associate Company	Joint Venture	Joint Venture
No.	2,55,000	65,00,000	49,000	61,20,000
Amount of Investment in Associates/ Joint Venture	25,50,000	65,00,000	98,000	61,20,000
Extend of Holding %	25 %	25 %	49%	51%
Description of how there is significant influence	By Shareholding	By Shareholding	By Shareholding	By Shareholding
Reason why the associate/joint venture is not consolidated	-	-		
Net worth attributable to shareholding as per latest audited Balance Sheet				
Profit/Loss for the year	-99,42,880.34	(1,88,26,417)		-44,22,471.85
Considered in Consolidation	-24,85,720.09	-47,06,604.25		-22,55,460.64
Not Considered in Consolidation	-	-		

*** Dorf Ketal Speciality Chemicals SDN. BHD is not direct associates of the Company but step-down associates.*

 # As per IND AS, negative net worth of associate companies ('Associates') and Joint Venture(s) ('JV') should not be included in the consolidated Net worth.

1. Names of associates or joint ventures which are yet to commence operations : NIL

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2. Names of associates or joint ventures which have been liquidated or sold during the year : NIL

For and on behalf of Board of
DORF KETAL CHEMICALS INDIA PRIVATE LIMITED

SUDHIR MENON
Chairman & Managing Director
DIN 02487658

SUBODH MENON
Director
DIN 00972842

For N.G.P.C & Co.

Partner
Chartered Accountant
Membership No. 112458
UDIN: 23112458BGYPSF1664

Date: 26.06.2023

DORF-KETAL CHEMICALS INDIA PRIVATE LIMITED

N.G.P.C & CO. 104, Argentum, Opp. Patkar College, S. V. Road, Goregaon (W), Mumbai-104. CHARTERED ACCOUNTANTS

ANNEXURE –V

FORMAT FOR THE ANNUAL REPORT ON CSR ACTIVITIES

1. Brief outline on CSR Policy of the Company.

   - <u>Focus areas:</u>

   The Company supports various bodies in carrying out activities in the areas of rural development, education, health care, traditional art performers etc.

   - <u>CSR Objectives:</u>

   To attain its CSR objectives in a professional manner and integrated manner, the main objectives are: -

   The Company's CSR objectives are quite comprehensive and cover a wide range of social and community-focused areas. Each of these objectives aims to contribute positively to various aspects of society. Here's a breakdown of the different objectives you've mentioned:

   <u>Preserving Arts and Performing Arts</u>: This objective suggests a commitment to supporting and preserving cultural heritage through arts and performing arts. This could involve promoting local artists, organizing cultural events, and supporting art-related initiatives.

   <u>Sports Development:</u> Focusing on sports development indicates a desire to promote physical health, teamwork, and community engagement through sports activities. This could include funding sports programs, building sports facilities, and organizing sports events.

   <u>Education & Sports:</u> This objective highlights the connection between education and sports. It might involve initiatives that encourage a balance between academic learning and physical activities, promoting holistic development among students.

   <u>Support to Special Children School:</u> This shows a commitment to inclusivity and supporting children with special needs. It might involve providing resources, funding, or volunteering at special education schools.

   <u>Support to Tribal and Rural Schools:</u> This objective aims to bridge educational gaps in rural and tribal areas. It could involve building schools, providing educational resources, and offering teacher training to enhance the quality of education in these regions.

Initiative in Experimental and Happy Learning: This suggests an innovative approach to education that focuses on making learning enjoyable and engaging. It might involve implementing unconventional teaching methods, interactive learning tools, and experiential learning opportunities.

Environment: This objective reflects a concern for environmental conservation. It could involve initiatives such as tree planting drives, waste reduction programs, and awareness campaigns about environmental issues.

Skill & Livelihood Development: This objective aims to empower individuals by providing them with skills that can improve their livelihoods. This might involve vocational training, entrepreneurship support, and job placement programs.

Providing Assistance to Teacher's Training: Supporting teacher training reflects an understanding of the critical role teachers play in shaping the future. This could involve funding workshops, seminars, and resources for professional development.

These objectives collectively indicate a commitment to social development across a variety of areas, ranging from arts and education to sports, the environment, and skill development. It's important to have a clear strategy and implementation plan for each of these objectives to ensure that your CSR initiatives have a meaningful and lasting impact on the communities you're aiming to support.

2. Composition of CSR Committee:

Sr. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Subodh Menon	Director- Operations & Business Dev.	4	4
2	Mr. Pramod Menon	Director- Marketing	4	4
3	Mr. Yogesh Ranade	Director	4	1

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.
https://csr.dorfketal.com/wp-content/uploads/2022/03/CSR-Policy.pdf

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report).
Not applicable.

5.

a) Average net profit of the company as per section 135 (5).
Rs. 74,25,82,264/-

b) Two percent of average net profit of the company as per section 135(5)
Rs. 1,48,51,645/-

c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years.
Nil.

d) Amount required to be set off for the financial year, if any
Nil.

e) Total CSR obligation for the financial year [(b)+(c)- (d)].
Rs. 1,48,51,645/-

6.

a) Amount spent on CSR Projects *(both Ongoing Project and other than Ongoing Project)*: **Rs. 2,65,79,563/-**

b) Amount spent in Administrative Overheads: **Nil.**

c) Amount spent on Impact Assessment, if applicable**: Not applicable.**

d) Total amount spent for the Financial Year [(a)+(b)+ (c)].: **Rs. 2,65,79,563/-**

e) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year. (in Rs.)	**Amount Unspent (in Rs. Nil)**				
	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. 2,65,79,563/-	Nil	-	-	Nil	-

f) Excess amount for set-off, if any:

Sr. No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	1,48,51,645/-
(ii)	Total amount spent for the Financial Year	2,65,79,563/-
(iii)	Excess amount spent for the financial year [(ii)-(i)]	1,17,27,918/-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	**Rs. 1,17,27,918/-** (Surplus spending)

7. Details of unspent Corporate Social Responsibility amount for the preceding three financial years: **Not Applicable**

Sr. No.	Preceding Financial Year	Amount transferred to unspent CSR Account under section 135(6)	Balance amount in unspent CSR account under section 135(6)	Amount spent in the financial year (in Rs.)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to section 135(5), if any		Amount remaining to be spent in succeeding Financial Years (in Rs.)	Deficiency, if any
					Amount (in Rs.)	Date of Transfer		
a)	FY – 1							
b)	FY – 2							
c)	FY – 3							

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: **No**

If Yes, enter the number of Capital assets created/acquired **Not Applicable**

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sr. No.	Short particulars of the property or asset(s)	Pin code of the Property	Date of Creation	Amount of CSR Spent	Details of entity/ Authority/ beneficiary of the registered owner

	[including complete address & location of the property]				**CSR Registration Number, if applicable**	**Name**	**Registered address**

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

Mr. Sudhir Menon **(Chairman & Managing Director)** **DIN 02487658** **Date: 26th June, 2023**	**Mr. Subodh Menon** **(Director & Chairman of CSR Committee)** **DIN 00972842** **Date: 26th June, 2023**

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NOTICE

NOTICE IS HEREBY GIVEN AT THE THIRTIETH ANNUAL GENERAL MEETING OF THE MEMBERS OF **DORF-KETAL CHEMICALS INDIA PRIVATE LIMITED** WILL BE HELD ON **FRIDAY, 29TH SEPTEMBER, 2023** AT **9:00 A.M** AT THE REGISTERED OFFICE OF THE COMPANY AT PLOT NO. 2, BLOCK F, SECTOR 12N, ADANI PORT AND SEZ, MUNDRA, KACHCHH, GUJARAT 370421, TO TRANSACT FOLLOWING BUSINESS:

Ordinary Business

1. To consider and adopt (a) the audited financial statement of the Company for the financial year ended 31st March, 2023 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended 31st March, 2023 and the report of the Auditors thereon and in this regard, pass the following resolution(s) as an **Ordinary Resolution(s):**

a) **"RESOLVED THAT** Audited Financial Statements for the year ended on 31st March, 2023 together with the Director's, Secretarial Auditor's and Statutory Auditor's Report thereon having been already circulated to the shareholders and produced at the meeting be and the same are hereby approved and adopted."

b) **"RESOLVED THAT** Audited Consolidated Financial Statements for the year ended on 31st March, 2023 together with the Director's, Secretarial Auditor's and Statutory Auditor's Report thereon having been already circulated to the shareholders and produced at the meeting be and the same are hereby approved and adopted."

SPECIAL BUSINESS

2. To Consider and exempt Auditors from attending Annual General Meeting and in this regard pass the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of section 146 of the Companies Act, 2013 and other applicable provisions, if any, consent of members of the Company be and is hereby accorded to the Board of Directors to consider giving exemption to the Auditors of the Company to attend the General Meetings."

3. To ratify the remuneration of Cost Auditors for the financial year ending 31st March, 2023 and in this regard pass the following resolution as an **Ordinary Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 ("Act") and Rules framed thereunder, as amended from time to time and such other permissions as may be necessary, the Members hereby ratify the remuneration of Rs.

1,95,000/- plus applicable taxes, payable to M/s. Joshi Apte & Associates, Cost Accountants, who are appointed by the Board of Directors of the Company to conduct audit of the Cost records pertaining to product groups maintained by the Company for the Financial Year ending March 31, 2023."

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

4. Approval of Loans, Investments, Guarantee or Security under Section 185 Of Companies Act, 2013 as a **Special Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Section 179,185 and all other applicable provisions, if any of the Companies Act, 2013 read with the Companies (Amendment) Act, 2017 and Rules made thereunder, including any statutory modification(s) thereto or re-enactment(s) thereof, for the time being in force, and subject to such other consents, permissions, approvals, as may be required in that behalf, the approval of the members of the Company be and is hereby accorded to the Board of Directors of the Company to advance any loan including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by any entity which is a subsidiary or associate or joint venture of the Company or any other person in whom any of the Directors of the Company is interested/deemed to be interested, up to limits approved by the shareholders of the Company u/s 186 of the Companies Act, 2013, from time to time, in their absolute discretion as may be deemed beneficial and in the interest of the Company, provided that such loans are utilized by the borrowing company for its principal business activities.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to file necessary returns/ forms with the Registrar of Companies, if any and to do all such acts, deeds and things as may be considered necessary, incidental and ancillary in order to give effect to this Resolution.

RESOLVED FURTHER THAT any Director of the Company be and are hereby severally authorized to certify a copy of this resolution and issue the same to all concerned persons as may be required"

5. Approval of Loan and Investment by Company under Section 186 Of The Companies Act, 2013 as a **Special Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Section 179, 186 and all other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with the Companies (Meetings of Board and its Powers) Rules, 2014, including any statutory modification(s) thereto or re-enactment(s) thereof, for the time being in force, and subject to such other consents, permissions, approvals, as may be required in that behalf, the approval of the members of the Company be and is hereby accorded to the Board of Directors of the Company to (i) give any loan to any person or other body corporate; (ii) give any guarantee or provide any security in connection with a loan to any other body corporate or person and (iii) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, as they may in their absolute discretion deem beneficial and in the interest of the

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Company, subject however that the aggregate of the loans and investments so far made in and the amount for which guarantees or securities have so far been provided to all persons or bodies corporate along with the additional investments, loans, guarantees or securities proposed to be made or given or provided by the Company, from time to time, in future, shall not exceed a sum of **Rs. 10,000 Crores (Rupees Ten Thousand Crores only)** over and above the limit of 60% of the paid-up share capital, free reserves and securities premium account of the Company or 100% of free reserves and securities premium account of the Company, whichever is more, as prescribed under Section 186 of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and are hereby severally authorized, to arrange or fix the terms and conditions of all such loans, guarantee or security to be provided or investments to be made, from time to time, and to do all such acts, deeds, matters and things as may be necessary and requisite for and in relation to give effect to aforesaid resolution.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to file necessary returns/ forms with the Registrar of Companies, if any and to do all such acts, deeds and things as may be considered necessary, incidental and ancillary in order to give effect to this Resolution.

RESOLVED FURTHER THAT any Director of the Company be and are hereby severally authorized to certify a copy of this resolution and issue the same to all concerned persons as may be required"

6. APPROVAL FOR ENTERING INTO RELATED PARTY TRANSACTION

The Chairman tabled before the members Company's proposal to enter into transaction with respect to purchase of goods and seeks approval of shareholders as the transaction mentioned herein is a Related Party Transaction by virtue of section 188 and such other applicable provisions, if any of the Companies Act, 2013 and the company seeks Members approval.

The Chairman then proposed the following Resolution as an Ordinary Resolution:

"**RESOLVED THAT** subject to the provisions of Section 188 and such other applicable provisions, if any, of the Companies Act, 2013 read along with the Rules framed thereunder and any other applicable provisions, if any (including any statutory modification(s), amendment(s) or re-enactment thereof, for the time being in force) and as per the Memorandum and Articles of Association of the Company, the consent of the members be and is hereby accorded to the board of directors for entering into a Related party transactions as mentioned below, the details of which are given hereunder:

Sr. No.	Name of the Related Party	Nature of Transaction	Section	Name of the Director/KMP who is / are related and nature of their relationship	Maximum Ceiling Limit (Rs.)

1	Atir Private limited	Leasing of Property	188 (1)(c)	Mr. Sudhir Menon & Mr. Subodh being Common Members in the Company.	Rs. 35,00,000/- P.A + tax, as applicable from time to time
2	Garudauav Soft Solutions Private Limited	Sale, purchase or supply of any goods or materials	188(1)(a)	Mr. Sudhir Menon & Mr. Subodh being Common Directors in the Company	Rs. 25,00,000/- P.A + tax, as applicable from time to time
2	Garudauav Soft Solutions Private Limited	Selling or Otherwise disposing of, or buying Property of any Kind	188(1)(b)	Mr. Sudhir Menon & Mr. Subodh being Common Directors in the Company	Rs. 25,00,000/- P.A + tax, as applicable from time to time
3	Yaap Digital Private Limited	Sale, purchase or supply of any goods or materials	188(1)(a)	Mr. Sudhir Menon & Mr. Subodh being Common Directors in the Company	Rs. 10,00,000/- P.A + tax, as applicable from time to time
4	Yaap Digital Private Limited	Availing or rendering of any services	188(1)(d)	Mr. Sudhir Menon & Mr. Subodh being Common Directors in the Company	Rs. 10,00,000/- P.A + tax, as applicable from time to time
5	Yaap Digital Private Limited	Leasing of property of any kind	188(1)(c)	Mr. Sudhir Menon & Mr. Subodh being Common Directors in the Company	Rs. 12,00,000/- P.A + tax, as applicable from time to time
6	Khyati Chemicals Private Limited	Sale, purchase or supply of any goods or materials	188(1)(a)	Mr. Sudhir Menon & Mr. Subodh being Common Directors in the Company	Rs. 80,00,00,000/- P.A + tax, as applicable from time to time
7	Aritar Private Limited	Leasing of property of any kind	188(1)(c)	Mr. Sudhir Menon & Mr. Subodh being	Rs. 10,00,000/- P.A + tax, as

DORF KETAL

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				Common Directors in the Company	applicable from time to time
8	Trentar Private Limited	Leasing of property of any kind	188(1)(c)	Mr. Sudhir Menon & Mr. Subodh being Common Directors in the Company	Rs. 10,00,000/- P.A + tax, as applicable from time to time
9	La Jawaab Foods Private Limited	Sale, purchase or supply of any goods or materials	188(1)(a)	Mr. Sudhir Menon & Mr. Subodh being Common Directors in the Company	Rs. 10,00,00,000/- P.A + tax, as applicable from time to time

RESOLVED FURTHER THAT the Board be and is hereby authorized to do and execute all such acts, deeds and things and to take all such steps as may be necessary for the purpose of giving effect to this resolution."

By Order of the Board of Directors
For and on Behalf of Dorf-Ketal Chemicals India Private Limited

DORF-KETAL CHEMICALS INDIA PRIVATE LIMITED

SUBODH MENON
DIRECTOR
DIN 00972842
26th June, 2023

Registered Office:
Plot No.2, Block F, Sector 12N,
Adani Port & SEZ, Mundra,
Kachchh, Gujarat-370421
CIN: U24100GJ1992PTC102619

NOTES

1. The Explanatory Statement pursuant to the Section 102 of the Companies Act, 2013 in respect of the Special business mentioned above is enclosed

2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (AGM) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** An instrument appointing a proxy in order to be valid/ effective must be duly filled in all respects and should be lodged with the Company at its registered office at least 48 hours before the commencement of the meeting. A person appointed as a proxy shall act on behalf of such number of Member(s) not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company, carrying voting rights. Further, a Member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder. The instrument appointing proxy in order to be valid and effective should be lodged/deposited with the Company at its Registered Office at least 48 hours before the commencement of the Meeting

3. Body Corporates members intending to send their Authorised Representative to attend Annual General Meeting are requested to send a certified copy of the Board resolution authorising their representative/s to attend and vote at the meeting

4. The instrument appointing the proxy duly completed, stamped and signed must be deposited

5. Members/proxies should bring the duly filled Attendance Slip enclosed herewith to attend the Meeting.

6. The route map of the venue of the Meeting is given in the Notice.

7. M/s. LINK INTIME INDIA PVT. LTD

Unit: DORF-KETAL CHEMICALS INDIA PRIVATE LIMITED

C101, 247 Park, Lal Bahadur Shastri Marg, Vikhroli West, Mumbai – 400 083 Contact No.: (022) 49186000 Fax No.: (022) 49186060

E-mail: mt.helpdesk@linkintime.co.in
bonds.helpdesk@linkintime.co.in
rnt.helpdesk@linkintime.co.in

FORM NO. 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)

CIN	:	U24100GJ1992PTC102619
Name of Company	:	DORF-KETAL CHEMICALS INDIA PRIVATE LIMITED
Registered Office	:	Plot No. 2, Block F, Sector 12N, Adani Port and SEZ, Mundra, Kachchh, Gujarat 370421

Name of the Member(s):
Registered Address:
E-mail Id:
Folio No./Client Id/DP ID:

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

1. **Name: ………………………**
Address: ……………………
Email Id: ……………………
Signature: ……………………, or failing him

2. **Name: ………………………**
Address: ……………………
Email Id: ……………………
Signature: ……………………, or failing him

3. **Name: ………………………**
Address: ……………………
Email Id: ……………………
Signature: ……………………, or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 31st Annual General Meeting of the Company, to be held on **Friday, 29th September, 2023** at 09:00 AM at Plot No. 2, Block F, Sector 12n, Adani Port and SEZ, Mundra, Kachchh, Gujarat 370421 and at any adjournment thereof in respect of such resolutions as are indicated below:

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India
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www.dorfketal.com

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Sr. No.	Resolution(s)	For	Against
ORDINARY BUSINESSES:			
1)	To adopt the Audited Financial Statements for the financial year ended 31st March, 2023 together with the Reports of the Board of Directors and Statutory & Secretarial Auditors thereon.		
SPECIAL BUSINESSES:			
2)	To grant exemption to Auditors for attending Annual General Meeting		
3)	To Ratify appointment and remuneration of a Cost Auditor.		
4)	To Consider Approval of Loans, Investments, Guarantee or Security under Section 185 Of Companies Act, 2013		
5)	To Consider Approval of Loan and Investment by Company under Section 186 Of The Companies Act, 2013		
6)	To Consider Approval of Related Party Transactions		

Signed this ………day of ……….2023.

Affix Revenue Stamp	*Signature of shareholder*	*Signature of first proxy holder(s)*

Note:

1. *This form of proxy 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.*

2. *It is optional to indicate your preference. If you leave the "For" or "Against" column blank against any or all of the resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.*

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ATTENDANCE SLIP

Venue of the Meeting	:	Dorf- Ketal Chemicals India Private Limited Plot No.2, Block F, Sector 12N, Adani Port & SEZ, Mundra, Kachchh, Gujarat 370421
Date & Time	:	Friday, 29th September, 2023 at 09.00 AM

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING VENUE

Name	
Address	
DP Id*	
Client Id*	
Folio No.	
No. of shares held	

I certify that I am the registered shareholders/proxy for the registered shareholder of the Company.

I hereby record my presence at the 31st Annual General Meeting of the Company held on Friday, 29th September, 2023 at 09.00 am at Plot No.2, Block F, Sector 12N, Adani Port & SEZ, Mundra, Kachchh, Gujarat 370421

*Applicable for shareholders holding shares in electronic form

____

Signature of Member / Proxy

Note:

1. Physical copy of the Annual Report for 2023 and Notice of the Annual General Meeting along with Attendance Slip and Proxy Form is sent through hand delivery to all the Members.

EXPLANATORY STATEMENT

(pursuant to Provision of Section 102 of Companies Act, 2013)

The following statement sets out all material facts relating to certain Ordinary Business and all the Special Businesses mentioned in the accompanying Notice:

Item No. 2

As per Section 146 of the Companies Act, 2013 consent of the members is required for exempting the Auditors of the Company to attend General Meetings.

The Board of Directors recommend the above resolution for approval of the members.

None of the Directors, Manager and Key Managerial Personnel or any of the relative of the said person of the Company are directly or indirectly concerned or interested in this resolution.

Item No. 3

This explanatory statement in relation to ratification of the Member for appointment of Cost Auditor is not required under the provision of Section 102 of the Companies Act, 2013 and hence not provided

Item No. 4

As per the provisions of Section 185 of the Companies Act, 2013, no company shall, directly or indirectly, advance any loan including any loan represented by a book debt, to any of its Directors or to any other person in whom the Director is interested or give any guarantee or provide any security in connection with any loan taken by him or such other person. However, in order to promote ease of doing business, the entire Section 185 of the Companies Act, 2013 has been substituted vide Companies (Amendment) Act, 2017 and the same was notified by the Ministry of Corporate Affairs on 7th May, 2018.

In terms of the amended Section 185 of the Act, a company may advance any loan, including any loan represented by a book debt, to any person in whom any of the Directors of the Company is interested or give any guarantee or provide any security in connection with any loan taken by any such person, subject to the condition that approval of the shareholders of the Company is obtained by way of passing a Special Resolution and requisite disclosures are made in the Explanatory Statement. The management is of the view that the Company may be required to invest surplus funds, if available in its wholly owned subsidiary Companies or to any other body corporate(s) in which the Directors of the Company are interested, as and when required. Hence, as an abundant caution, the Board decided to seek approval of the shareholders pursuant to the amended provisions of Section 185 of the Act to advance any loan, including any loan represented by book debt, to its subsidiary company(ies) (Indian or overseas) or other body corporate(s) in whom any of the Directors of the Company is interested or to give guarantee or provide any security in connection with any loans/ debentures / bonds etc. raised by its subsidiary company(ies) (Indian or overseas) or other body corporate(s)in whom any of the Directors of the Company is interested up to an aggregate amount of approved by the shareholder of the Company under Section 186 of the Company Act, 2013 over and above the limit of 60% of the paid-up share capital, free reserves and securities premium account of the Company or 100% of free reserves and securities premium account of the Company, whichever is more.

The Board of Directors recommends resolution as set out in item No. 1 for approval of the members of the Company by way of passing a Special Resolution. None of the Directors, Key Managerial Personnel of the Company or their relatives or any of other officials of the Company as contemplated in the provisions of Section 102 of the Companies Act, 2013 is, in any way, financially or otherwise, concerned or interested in the resolution.

None of the Directors, Key Managerial Personnel of the Company or their relatives or any of other officials of the Company as contemplated in the provisions of Section 102 of the Companies Act, 2013 is, in any way, financially or otherwise, concerned or interested in the resolution.

Item No. 5

The statement pursuant to Section 102(1) of the Companies Act, 2013 for Item No. 6 accompanying notice is as under:

Pursuant to the provisions of Section 186(2) of the Companies Act, 2013 ('Act'), the Company shall not directly or indirectly: -

(a) give any loan to any person or other body corporate;

(b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and

(c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, exceeding sixty percent of its paid-up share capital, free reserves and securities premium account or one hundred percent of its free reserves and securities premium account, whichever is higher.

Pursuant to the provisions of Section 186(3) of the 'Act', where the giving of any loan or guarantee or providing any security or the acquisition of securities exceeds the limits specified in Section 186(2) of the 'Act', prior approval by means of a Special Resolution passed at a General Meeting is necessary. In terms of Rule No.11(1) of the Companies (Meeting of Board and its Powers) Rules ('Rules'), where a loan or guarantee is given or security has been provided by a company to its wholly-owned subsidiary or a joint venture, or acquisition is made by a holding company, by way of subscription of securities of its wholly-owned subsidiary, the requirement of Section 186(3) of the 'Act' shall not apply, however it will be included for the purpose of overall limit In the normal course of business,

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the Company may be required to give loans or guarantees or make investments in excess of the limits specified in Section 186(2) of the 'Act'.

Accordingly, it is proposed to seek prior approval of Members vide an enabling Resolution to provide loans, guarantees and make investments up to a sum of **Rs. 10,000 crores** *(Rupees Ten Thousand crores)* over and above the aggregate of free reserves and securities premium account of the Company at any point of time.

None of the Directors or Key Managerial Personnel of the Company (including relatives of Directors and Key Managerial Personnel) is in any way, whether financially or otherwise, concerned or interested, in the said resolution.

Item No. 6

As per the provisions of Section 188 of the Companies Act, 2013 read along with the rules framed thereunder the transaction with Atir Properties Private Limited, Garudauav Soft Solutions Private Limited, Aritar Private Limited, Trentar Private Limited, La Jawaab Foods Private Limited and Yaap Digital Private Limited is a related party transaction whereby, the Company can enter into contract or Agreement to the extent of 10% of its turnover or Rs. 100 crores whichever is lower with the approval of the Board of Directors but where the aggregate of goods and services provided exceeds the aforesaid limits, prior approval of the shareholders is required by way of an Ordinary Resolution and therefore shall be put forth to the members of the Company for their approval at Annual General Meeting.

Since, the transaction with the related party does not exceed the limits specified under Section 188 of the Companies Act, 2013, member's approval is not required by way of an Ordinary Resolution, but for better disclosure practices the Company has disclosed for approval of members.

Accordingly, consent of the Members is sought for entering various transactions as mentioned.

Your Directors recommend the resolution set out in the notice for your approval.

By Order of the Board of Directors
For and on Behalf of Dorf-Ketal Chemicals India Private Limited

DORF-KETAL CHEMICALS INDIA PRIVATE LIMITED

SUBODH MENON
DIRECTOR
DIN 00972842
26th June, 2022

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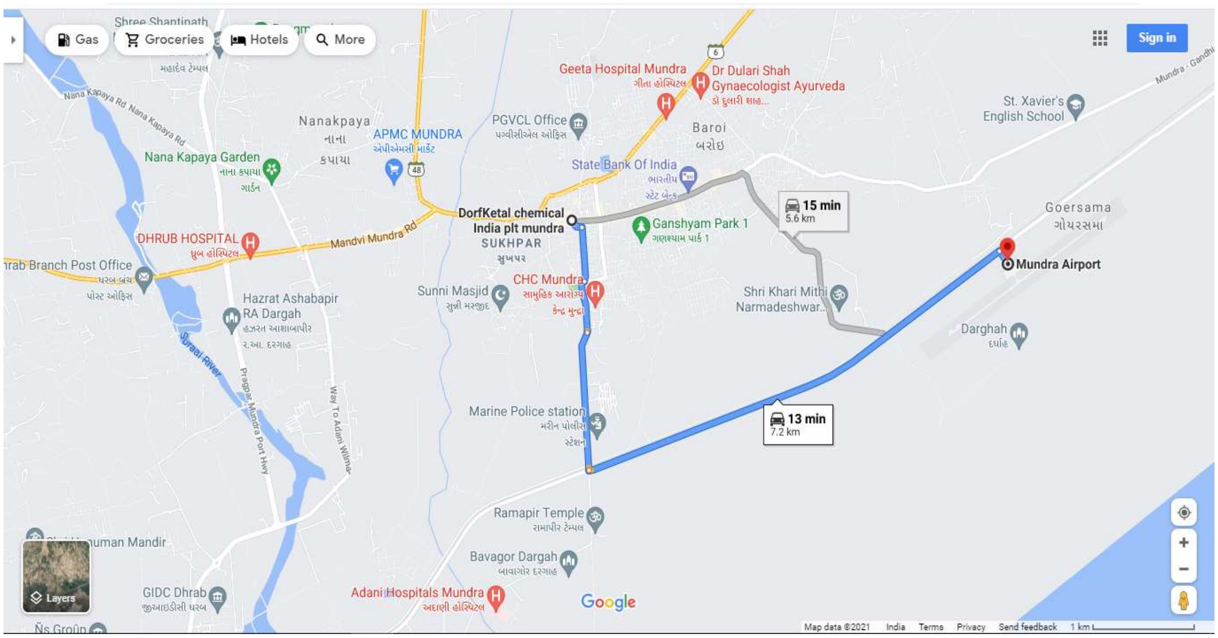
ROUTE MAP



N G P C & CO.

CHARTERED ACCOUNTANTS.

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Navnit S. Gajja B.Com,F.C.A.

Pushpa U. Chandwani B.Com,F.C.A.

402,Maker Bhavan No.3 21 New Marine Lines, Mumbai-400020. Tel:22038518/22083219

Independent Auditor's Report
To the Members of
Dorf-Ketal Chemicals India Private Limited
Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Dorf-Ketal Chemicals India Private Ltd. ("the Company") which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the 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 March 31, 2023, and its Profit, total comprehensive income, the changes in equity and its Cash Flow for the year ended on that date.

Basis of Opinion

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

Information Other than Financial Statements and Auditors' Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the Standalone Financial Statements and our auditors' report thereon.

Our opinion on the Standalone 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 Standalone Financial Statements, our responsibility is to read the other information and, in doing so, consider whether such 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 the fact. We have nothing to report in this regard.

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Responsibility of Management for the Standalone 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 standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records,
relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Those Board of Directors are 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 scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, 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.

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- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("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. As required by Section 143(3) of the Act, we report that:

We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;

a. 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;

b. the Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account;

c. in our opinion, the aforesaid standalone financial statements comply with the Accounting Standards prescribed under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

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d. On the basis of written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.

e. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **"Annexure B**". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

f. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has pending litigations; however, there would not be any adverse impact on the financial position.

ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;

iii. The Company is not required to transfer any funds to investor education and protection fund.

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

b) The management has represented that, to the best of its knowledge and belief, other than those disclosed in the notes to the accounts, no funds have been received by the company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, 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 provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

N G P C & CO.

CHARTERED ACCOUNTANTS.

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Tel:22038518/22083219

v. The company has not declared any dividend during the year.

vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

For and on behalf of
NGPC & Co.
Chartered Accountants
Firm's registration number: 147454W

Navnit S. Gajja

N G P C & CO. 104, Argentum, Opp. Patkar College, S. V. Road, Goregaon (W), Mumbai-104. CHARTERED ACCOUNTANTS

NAVNIT S GAJJA
Partner
M. No: 112458
UDIN: 23112458BGYPSE9557
Place: Mumbai
Date: 26-06-2023

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Tel:22038518/22083219

"Annexure A" to the Independent Auditors' Report

The Annexure referred to in Independent Auditor's Report to the members of the Company on the standalone financial statements for the year ended 31 March 2023, we report that:

i) (a)The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment;

(b) According to the information and explanations given to us on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its property, plant and equipment by which all Property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this programme, certain Property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) According to information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are held in the name of the Company.

(d) According to information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its property, plant and equipment (including Right-of-use assets) or Intangible assets or both during the year.

(e) According to information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

ii) (a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were 10% or more in the aggregate for each class of inventory.

b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks are in agreement with the books of account of the Company.

iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments, provided guarantee or security or granted any advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year.

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(a) A. Based on the audit procedures carried on by us and as per the information and explanations given to us, the Company has granted loans to subsidiaries and associates as below:

Particulars	Amount (in Millions)
Aggregate amount during the year – Subsidiaries	246.51
Aggregate amount during the year – Associates	306.88
Balance outstanding as at balance sheet date – Subsidiaries & Associates	**553.39**

B. Based on the audit procedures carried on by us and as per the information and explanations given to us, the Company has not granted loans to a party other than subsidiaries and associates.

(b) According to the information and explanations given to us and based on the audit procedures conducted by us, we are of the opinion that the terms and conditions of the loans given are, prima facie, not prejudicial to the interest of the Company.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan given falling due during the year, which has been renewed or extended or fresh loans given to settle the overdues of existing loans given to the same party.

(f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not given any loans either repayable on demand or without specifying any terms or period of repayment.

iv) According to the information and explanations given to us and on the basis of our examination of the records, the Company has not given any loans, or provided any guarantee or security as specified under Section 185 of the Companies Act, 2013 and the Company has provided guarantee or security as specified under Section 186 of the Companies Act, 2013. Further, the Company has complied with the provisions of Section 186 of the Companies Act, 2013 in relation to loans given and investments made.

v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

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vi) The Company has maintained cost records as specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.

vii) (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Goods and Service Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2023 for a period of more than six months from the date on when they become payable.

b) According to the information and explanation given to us, the details of statutory dues of income tax or sales tax or wealth tax or duty of custom or duty of excise or value added tax or goods and service tax or cess which have not been deposited on account of any dispute are given below:

Statue/nature of dues	Amount in Rupees **	Period for which the amount relates	Forum where the dispute is pending
Income Tax	11,94,880	2014-15	Commissioner of Income Tax (Appeals) - 1, Thane
Income Tax	1,55,94,950	2015-16	Commissioner of Income Tax (Appeals) - 1, Thane
Income Tax	23,84,424	2016-17	Commissioner of Income Tax (Appeals) - 50, Mumbai
Income Tax	25,44,223	2015-16	CIT(A)-50, Appeal against penalty levied
Income Tax	-	2017-18	Commissioner of Income Tax (Appeals) - 50, Mumbai. Appeal is filed by the Assessee..
Income Tax	-	2018-19	Commissioner of Income Tax (Appeals) - 50, Mumbai. Appeal is filed by the Assessee.
Income Tax	-	2007-08 to 2014-15	Writ Petition has been filed with Bombay High Court against Settlement Commission's Order. All taxes have been paid as per Settlement Application. The Company has filed a Writ Petition against rejection of the Settlement Application by the Settlement Commission.

*net deposit

**The amounts disclosed are net of payments and include interest and penalties, wherever applicable.

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viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income-tax Act, 1961 as income during the year.

ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) According to the information and explanations given to us by the management, the Company has obtained term loans and such term loans have been applied for the purpose for which the loans were obtained.

(d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that funds have been raised on short-term basis by the Company and such funds have not been utilised for long term purposes.

(e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(e) of the Order is not applicable.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(f) of the Order is not applicable.

x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

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(c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.

xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Sections 177 and 188 of the Companies Act, 2013, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable Indian Accounting Standards.

xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company.

xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.

(d) According to the information and explanations provided to us during the course of audit, the Group is not a CIC. Accordingly, the requirements of clause 3(xvi)(d) are not applicable.

xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.

xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable

xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an

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assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Companies Act, 2013 pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For and on behalf of
NGPC & Co.
Chartered Accountants
Firm's registration number: 147454W

Navnit S. Gajja

N G P C & CO.
104, Argentum, Opp. Patkar College, S. V. Road, Goregaon (W), Mumbai-104.
CHARTERED ACCOUNTANTS

NAVNIT S GAJJA
Partner
M. No: 112458
UDIN: 23112458BGYPSE9557
Place: Mumbai
Date: 26-06-2023

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"Annexure B" to the Independent Auditor's Report of even date on the Standalone Financial Statements of Dorf-Ketal Chemicals India Private Limited.

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

We have audited the internal financial controls over financial reporting of Dorf-Ketal Chemicals India Private Limited. ("the Company") as of March 31, 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 is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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

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

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

N G P C & CO.

CHARTERED ACCOUNTANTS.

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Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For and on behalf of
NGPC & Co.
Chartered Accountants
Firm's registration number: 145474W

NANVIT S GAJJA
Partner
M No: 112458
UDIN: 23112458BGYPSE9557
Place: Mumbai
Date: 26-06-2023

DORF KETAL CHEMICALS INDIA PRIVATE LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2023

(Amt ₹ in Million)

Sr. No	Particulars	Note No.	For the year 2022-23	For the year 2021-22
I	**INCOME**			
	Revenue From Operations (Net)	29	23,343	17,222
	Other Income	30	393	684
II	**TOTAL INCOME**		23,736	17,906
III	**EXPENSES**			
	Cost Of Materials Consumed	31	14,481	10,798
	Changes In Inventories Of Finished Goods, Work-In-Progress And Stock-In-Trade [(Increase)/Decrease]	32	(262)	105
	Employee Benefit Expense	33	2,842	2,082
	Finance Costs	34	323	118
	Depreciation And Amortisation Expense	35	344	366
	Other Expenses	36	3,349	2,932
	TOTAL EXPENSES		21,078	16,402
IV	**Profit Before Exceptional Items And Tax**		2,658	1,505
V	Exceptional Items	36.1	-	162
VI	**Profit Before Tax**		2,658	1,342
VII	**Tax Expenses :**			
	1) Current Tax	39	449	184
	2) Deferred Tax	39	23	5
	3)Mat Credit Utilisation	39	381	147
	4)Other Taxes*	39	-	0
VIII	**Profit For The Year**		**1,805**	**1,007**
IX	**Other Comprehensive Income**			
	(i) Items That Will Not Be Reclassified To Profit Or Loss			
	- Remeasurement of Defined Benefit Plan		19	7
	- Income Tax Relating to Items that will not be Reclassified to Profit or Loss		(7)	(3)
	(ii) Items That Will Be Reclassified To Profit Or Loss			
	- Effective Portion of Losses/(Gains) on Hedging Instruments in Cash Flow Hedges		138	(81)
	- Income Tax Relating to Items that will be Reclassified to Profit or Loss		(79)	28
X	**Total Comprehensive Income For The Year**		**1,733**	**1,054**
	Earning Per Equity Share Of Face Value Of ₹ 100 Each	**40**		
	Basic And Diluted		**₹ 70.24**	**₹ 46.00**
	Significant Accounting Policies	1		
	Notes Forming Part of the Financial Statements	2 to 55		

* Represent Value less than ₹ 0.5 Million

As Per Our Report Attached
For NGPC & CO.
Chartered Accountants
Firm Registration No: 145474W

Navnit S Gajja

NGPC & CO. 104, Argentum, Opp. Patkar College, S. V. Road, Goregaon (W), Mumbai-104. CHARTERED ACCOUNTANTS

Navnit S Gajja
Partner
Membership No:112458
Mumbai
Date: June 26, 2023
UDIN: 23112458BGYPSE9557

For and on behalf of the Board of Directors

Sudhir Menon
Chairman and Managing Director
DIN:02487658

Subodh Menon
Director
DIN:00972842

DORF-KETAL CHEMICALS INDIA PRIVATE LIMITED

Vijaykumar Malpani
Chief Financial Officer
Date: June 26, 2023

Rajdeep Shahane
Company Secretary

DORF KETAL CHEMICALS INDIA PRIVATE LIMITED
BALANCE SHEET AS AT MARCH 31, 2023

(Amt ₹ in Million)

Particulars	Note	As at March 31, 2023	As at March 31, 2022
I. ASSETS			
(1) Non-Current Assets			
(a) Property, Plant and Equipment	2	3,185	2,700
(b) Right Of Use Assets	2.1	338	347
(c) Capital Work-In-Progress	3	734	716
(d) Goodwill	4	513	513
(e) Other Intangible Assets	4	9	9
(f) Financial Assets			
(i) Investments In Subsidiaries , Associates And Joint Venture	5	3,736	1,253
(ii) Other Investments*	6	-	-
(iii) Loans	7	601	122
(iv) Other Financial Assets	8	82	48
(h) Income Tax Assets (Net)	9	196	591
(i) Other Non-Current Assets	10	102	103
Total Non Current Assets		9,496	6,402
(2) Current Assets			
(a) Inventories	11	4,949	3,433
(b) Financial Assets			
(i) Investments	12	-	1,522
(ii) Trade Receivables	13	6,161	4,251
(iii) Cash And Cash Equivalents	14	27	95
(iv) Bank Balances Other Than Cash And Cash Equivalents	15	90	72
(v) Others Financial Assets	16	2	127
(d) Other Current Assets	17	433	559
Total Current Assets		11,662	10,060
TOTAL ASSETS		**21,158**	**16,464**
II. EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	18	2,468	2,468
(b) Other Equity	19	10,076	8,343
Total Equity		12,543	10,811
Liabilities			
(1) Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	20	533	712
(b) Non - Current Financial Liabilities	21	36	36
(c) Deferred Tax Liabilities (Net)	22	206	268
(d) Provisions	23	65	18
Total Non Current Liabilities		839	1,034
(2) Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	24	5,423	2,652
(ii) Trade Payables			
Total Outstanding Dues Of Small Enterprises & Micro Enterprises	25	25	8
Total Outstanding Dues Of Creditors Other Than Micro Enterprises Ar	25	1,245	1,179
(iii) Other Current Financial Liabilities	26	28	-
(b) Other Current Liabilities	27	373	190
(c) Provisions	28	681	590
Total Current Liabilities		7,775	4,619
TOTAL EQUITY AND LIABILITIES		**21,158**	**16,464**
Significant Accounting Policies	1		
Notes Forming Part of the Financial Statements	2 to 55		

* Represent Value less than ₹ 0.5 Million

As Per Our Report Attached
For NGPC & CO.
Chartered Accountants
Firm Registration No: 145474W

NGPC & CO 104, Argentum, Opp. Patkar College, S. V. Road, Goregaon (W), Mumbai-104. CHARTERED ACCOUNTANTS

Navnit S Gajja
Partner
Membership No:112458
Mumbai Date: June 26, 2023
UDIN: 23112458BGYPSE9557

For and on behalf of the Board of Directors

Sudhir Menon
Chairman and Managing Director
DIN:02487658

Subodh Menon
Director
DIN:00972842

DORF-KETAL CHEMICALS INDIA PRIVATE LIMITED

Vijaykumar Malpani
Chief Financial Officer
Date: June 26, 2023

Rajdeep Shahane
Company Secretary

DORF KETAL CHEMICALS INDIA PRIVATE LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2023

(Amt ₹ in Million)

Particulars	For year ended March 31, 2023	For year ended March 31, 2022
A. CASH FLOW FROM OPERATING ACTIVITIES		
1. Net profit before tax	**2,658**	**1,342**
Adjustments for :		
Depreciation & Amortisation	344	366
Profit on Sale of Assets	(10)	(162)
Profit on Sale of Investments	(2)	(14)
Interest & Finance Charges	323	118
Interest Income	(28)	(5)
Interest & Dividend Income	(94)	(430)
Net gain on Fair valuation of Derivatives through profit and loss	(138)	81
Actuarial Gains/(Loss) remeasured to OCI	(19)	(7)
2. Operating Profit before Working Capital Changes	**3,033**	**1,288**
Adjustments for (Increase) / Decrease in Working Capital:		
Inventories	(1,515)	(950)
Trade Receivables	(1,910)	(681)
Other Non Current Assets	1	7
Non Current Assets Balance at Banks	(33)	(7)
Current Asset Bank Balances other than Cash and Cash Equivalents	(18)	(39)
Current Financial Assets Others	126	(101)
Other Current Assets	126	(51)
Trade and other payables	83	302
Current Liabilities Others	211	53
Other Financial Liability & Provisions	91	135
3. Increase / Decrease in Working Capital	**(2,840)**	**(1,332)**
4. Cash generated from Operations after changes in Working Capital (1 + 2 + 3	193	(44)
Income Tax Paid	(432)	(113)
NET CASH FLOW FROI Total (A)	**(239)**	**(157)**
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(842)	(708)
Proceeds from Sale of Assets	15	343
Purchase/Sale of Short Term Investments	1,524	(1,308)
Purchase/Sale of Long Term Investments	(2,483)	(7)
Interest Income	28	6
Dividend Income	94	430
NET CASH FLOW FROI Total (B)	**(1,664)**	**(1,244)**
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Long term borrowings	(180)	210
Proceeds from Lease Liability*	(1)	(0)
Non Current Liabilities Provisions	47	13
Proceeds from Working Capital (Short term borrowings)	2,771	1,243
Loans given Non Current Assets	(479)	(44)
Interest & Finance Charges	(323)	(118)
NET CASH FLOW FROI Total (C)	**1,836**	**1,304**
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A) + (B) + (C)	**(68)**	**(97)**
Cash & Cash Equivalents at Beginning of the Period	**95**	192
Cash & Cash Equivalents at the End of the Period (Refer Note No. 2 below)	**27**	**95**

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

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 cash flows.
2. Cash and Cash equivalents consists of cash on hand and balances with banks. Cash and Cash Equivalents included in the statement of Cash flows comprises of the following amounts in the balance sheet -

Particulars	For year ended March 31, 2023	For year ended March 31, 2022
(a) Balances with Banks (of the nature of cash and cash equivalents)	21	92
(b) Cash on Hand	3	2
(c) Term deposits with bank original maturity of less than 3 months	3	1
Total Cash & Cash Equivalents (a) + (b) + (c)	**27**	**95**
Cash and Cash Equivalents as per Balance Sheet	27	95

As Per Our Report Attached
For NGPC & CO.
Chartered Accountants
Firm Registration No: 145474W

NGPC & CO. CHARTERED ACCOUNTANTS 104, Argentum, Opp. Patkar College, S. V. Road, Goregaon (W), Mumbai-104.

Navnit S Gajja
Partner
Membership No:112458
Mumbai
Date: June 26, 2023
UDIN: 23112458BGYPSE9557

For and on behalf of the Board of Directors

Sudhir Menon
Chairman and Managing Director
DIN:00972842

Subodh Menon
Director
DIN:00972842

DORF-KETAL CHEMICALS INDIA PRIVATE LIMITED

Vijaykumar Malpani
Chief Financial Officer

Rajdeep Shahane
Company Secretary

Date: June 26, 2023

Dorf-Ketal Chemicals India Private Limited
STATEMENT OF CHANGE IN EQUITY FOR THE YEAR ENDED MAR 31, 2023

A Equity share capital

Particulars	As of March 31, 2023		As of March 31, 2022	
	No. of Share	Amt ₹ in Million	No. of Share	Amt ₹ in Million
Balance at the beigning of the year	25	2,468	18	1,763
Changes in Equity Share Capital during the year	-	-	7	705
Balance at the end of the year	**25**	**2,468**	**25**	**2,468**

B Other Equity **(Amt ₹ in Million)**

Particulars	Other equity								Total equity
	Reserves and Surplus						Other Comprehensive Income		
	Securities Premium	Capital Redemption Reserve	Amalgamation Reserve	General Reserve	Retained Earnings / Surplus	Special Economic Zone Re-investment Reserve	Effective Portion of Gains/(losses) on hedging instruments in cash flow hedges	Other items of other comprehensive income	
Balance as on March 31, 2022	1,156	20	0	109	6,788	237	57	(23)	8,343
Less: Bonus Share issued during the year	-	-	-	-	-	-	-	-	-
Less : Transfer during the year	-	-	-	-	(170)	-	-	-	(170)
Add: Profit for the year/Changes during the year	-	-	-	-	1,805	170	-	(13)	1,962
Add/(Less): Changes in Fair Value during the year	-	-	-	-	-	-	(61)	-	(61)
Add/(Less): Re-classified to Profit & Loss A/c during the year	-	-	-	-	-	-	2	-	2
Add: Utilisation of Special Economic Zone Re-investment Reserve	-	-	-	-	138	(138)	-	-	-
Balance as on March 31, 2023	1,156	20	0	109	8,560	269	(2)	(36)	10,077

Nature and purpose of reserve

a) Securities Premium

Securities Premium Reserve is created when the shares are issued at a premium. The utilisation of this reserve will be in accordance with the provisions of the Companies Act, 2013.

b) Capital Redemption reserve

Capital Redemption Reserve is acquired on the merger of M/s. Filtra Catalysts and Chemicals Ltd with the Company in the year 2016. This is not a free reserve and its utilisation will be in accordance with the provisions of the Companies Act, 2013.

c) Amalgamation reserve

Amalgamation Reserve represents the excess of net assets taken over and the consideration paid in a Scheme of Amalgamation. This is not a free reserve and its utilisation will be in accordance with the provisions of the Companies Act, 2013.

d) General Reserve

General Reserve is created out of appropriations from the profits of past years. This is a free reserve and will be used in a manner specified as per the provisions of the Companies Act, 2013.

e) Retained Earning

Retained Earnings represents cumulative profits of the Company to-date. This is stated net of items in Other Comprehensive Income. This is a free reserve and will be used in a manner specified as per the provisions of the Companies Act, 2013.

f) Special Economic Zone Re-investment Reserve

The Special Economic Zone Re-investment Reserve is created out of the profits of eligible SEZ units in terms of Section 10AA(1)(ii) of the Income Tax Act, 1961. The Reserve will be utilised by the Company towards acquisition of fixed assets as per the provisions of Section 10AA(2) of the Income Tax Act, 1961.

g) Other Comprehensive income - Effective Portion of Gains/(losses) on hedging instruments in cash flow hedges

The cash flow hedging reserve represents the cumulative effective portion of gains or losses arising on changes in fair value of designated portion of hedging instruments entered into for cash flow hedges. Such gains or losses will be reclassified to statement of profit and loss in the period in which the underlying hedged transaction occurs.

As Per Our Report Attached

For NGPC & CO.
Chartered Accountants
Firm Registration No: 145474W

Navnit S Gajja
Partner
Membership No:112458
Mumbai
Date: June 26, 2023
UDIN: 23112458BGYPSE9557

For and on behalf of the Board of Directors

Sudhir Menon
Chairman and Managing Director
DIN:02487568

Subodh Menon
Director
DIN:00972842

Vijaykumar Malpani
Chief Financial Officer
Date: June 26, 2023

Rajdeep Shahane
Company Secretary

NOTE 1 GENERAL INFORMATION

A. COMPANY OVERVIEW

Background

The Company was founded in 1992 and manufactures process chemicals and additives for refining petrochemicals, fuels, lubricants and oil stimulation industries. The Company also manufactures speciality chemicals such as organometallic catalysts and adsorbent catalysts. The Company has manufacturing facilities in Mundra, Dadra, Dahej and Lote. The Company also has a research facility at Taloja.

B. BASIS OF PREPARATION

a) The Financial Statements are prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 ("Act") read with Companies (Indian Accounting Standards) Rules, 2015, further amended by Companies (Indian Accounting Standard) Amendment Rules 2016; and the other relevant provisions of the Act and Rules thereunder.

The Financial Statements have been prepared under historical cost convention basis, except for certain assets and liabilities measured at fair value.

The Company's presentation and functional currency is Indian Rupees (INR).

b) Recent Pronouncements

On March 31, 2023, the Ministry of Corporate Affairs amended the Companies (Indian Accounting Standards) Rules, 2015 by issuing the Companies (Indian Accounting Standards) Amendment Rules, 2023, applicable from April 1, 2023, as below:

- Ind AS 1 Presentation of Financial Statements

  The amendments require companies to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information, together with other information, is material when it can reasonably be expected to influence decisions of primary users of general purpose financial statements. The Company does not expect this amendment to have any significant impact in its financial statements.

- Ind AS 12 – Income Taxes

  The amendments clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations. The amendments narrowed the scope of the recognition exemption in paragraphs 15 and 24 of Ind AS 12 (recognition exemption) so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences. The Company is evaluating the impact, if any, in its financial statements.

- Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors

  The amendments will help entities to distinguish between accounting policies and accounting estimates. The definition of a change in accounting estimates has been replaced with a definition of accounting estimates. Under the new definition, accounting estimates are "monetary amounts in financial statements that are subject to measurement uncertainty". Entities develop accounting estimates if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty. The Company does not expect this amendment to have any significant impact in its financial statements.

- Ind AS 41 – Annual Improvements to Ind AS (2022)
  The amendment removes the requirements in Ind AS 41 for entities to exclude cash flows for taxation and measuring fair values. This aligns the fair value measurement in Ind AS 41 with the requirements of Ind AS 113, Fair value measurements. The Company does not expect this amendment to have any significant impact in its financial statements.

c) Fair Value Measurement
The company measures certain financial instruments at fair value at each reporting date. Certain accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. 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 in the principal or, in its absence, the most advantageous market to which the company has access at that date.
While measuring the fair value of an asset or liability, the company uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation technique as follows:
- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the assets or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the assets or liability that are not based on observable market data (unobservable inputs).

When quoted price in active market for an instrument is available, the company measures the fair value of the instrument using that price. A market is regarded as active if transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis.
If there is no quoted price in an active market, then the company uses a valuation technique that maximises the use of relevant observable inputs and minimises the use of unobservable inputs. The chosen valuation technique incorporates all of the factors that market participants would take into account in pricing a transaction.
The company regularly reviews significant unobservable inputs and valuation adjustments. If the third party information, such as broker quotes or pricing services, is used to measure fair values, then the company assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified.

d) Use of Judgment and Estimates
The preparation of the company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenue, expenses, assets, liabilities and the accompanying disclosures along with contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require material adjustments to the carrying amount of assets or liabilities affected in future periods. The company continually evaluates these estimates and assumptions based on the most recently available information.
In particular, information about significant areas of estimates and judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements are as below:
i. Assessment of Functional Currency
ii. Financial Instruments
iii. Estimates of Useful lives and residual value of Property, Plant & Equipment and Intangible Assets

iv. Valuation of Inventories
v. Measurement of Defined Benefit Obligations & Actuarial Assumptions
vi. Provisions and Contingencies
vii. Impairment of Trade Receivables
viii. Evaluation of Recoverability of Deferred Tax Assets

NOTE 1.1 SIGNIFICANT ACCOUNTING POLICIES

a) Property, Plant and Equipment

i) Recognition and Measurement

Property, Plant and Equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price and directly attributable cost of bringing the asset to its working condition for the intended use.

Subsequent expenditure related to an item of Property, Plant and Equipment is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other expenses on existing Property, Plant and Equipment including day-to-day repair and maintenance expenditure and cost of replacing parts are charged to the statement of profit and loss for the period during which such expenses are incurred.

Gains or losses arising from de-recognition of Property Plant and Equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

ii) Depreciation

Depreciation on Property Plant and Equipment is provided on a pro-rata basis on Straight Line Method (SLM) for all locations except Lote unit which follows Written Down Value Method(WDV) based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.

The useful lives of the various assets under Property, Plant and Equipment range as follows:

- Factory Buildings - 30 years
- Office Buildings- 60 years
- Plant and Machinery - 7 to 20 years
- Furniture and Fixtures - 10 years
- Office Equipment – 5/6 years
- Vehicles – 8 years
- Computers- 3 years

Assets costing less than INR 5,000 are depreciated at 100% in the year of acquisition

b) Intangible Asset

Intangible assets other than Goodwill are carried at cost net of accumulated amortization and accumulated impairment losses, if any. Expenditure on internally generated intangibles, excluding development costs, are not capitalised and is reflected in Statement of Profit and Loss in the period in which the expenditure is incurred. Development costs are capitalised if, and only if, technical and commercial feasibility of the project is demonstrated, future economic benefits are probable, the company has an intention and ability to complete and use or sell the asset and the costs can be measured reliably.

Intangible assets such as Goodwill are construed to be perpetual in nature and are not amortised, but are tested for impairment annually. The factors determining perpetuity are reviewed at each period in order to ascertain whether events and circumstances continue to support an indefinite useful life. If not, the change in useful life from indefinite to finite is

made on a prospective basis. The impairment losses on intangible assets with indefinite life is recognised in the Statement of Profit and Loss.
Software is amortised over a period of 3/5 years on straight line basis.

c) Impairment of Non-Financial Assets
The carrying values of non-financial assets other than inventory and deferred tax / cash generating units at each balance sheet date are reviewed for impairment if any indication of impairment exists. If the carrying amount of the assets exceed the estimated recoverable amount, impairment is recognized for such excess amount. The impairment loss is recognized as an expense in the Statement of Profit and Loss, unless the asset is carried at revalued amount, in which case any impairment loss of the revalued asset is treated as a revaluation decrease to the extent a revaluation reserve is available for that asset. When there is an indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased, such impairment loss is reversed in the Statement of Profit and Loss only, to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation, if no impairment loss had been recognised.

d) Business Combinations
Business combinations involving entities that are controlled by the company are accounted for using the pooling of interests method as follows:

- The assets and liabilities of the combining entities are reflected at their carrying amounts.
- No adjustments are made to reflect fair values, or recognise any new assets or liabilities. Adjustments are only made to harmonise accounting policies.
- The financial information in the financial statements in respect of prior periods is restated as if the business combination had occurred from the beginning of the preceding period in the financial statements, irrespective of the actual date of the combination. However, where the business combination had occurred after that date, the prior period information is restated only from that date.
- The balance of the retained earnings appearing in the financial statements of the transferor is aggregated with the corresponding balance appearing in the financial statements of the transferee or is adjusted against general reserve.
- The identity of the reserves are preserved and the reserves of the transferor become the reserves of the transferee.
- The difference, if any, between the amounts recorded as share capital issued plus any additional consideration in the form of cash or other assets and the amount of share capital of the transferor is transferred to capital reserve and is presented separately from other capital reserves.

The company has elected to use the exemption available under Ind AS 101 as to not restate any of the past business combinations as at the date of transition to Ind AS (April 01, 2016).

e) Financial Assets and Investments
i) Classification
The company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

The classification depends on the entity’s business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

ii) Initial Recognition and Measurement

At initial recognition, in the case of a financial asset measured at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of such financial asset are expensed in the statement of profit or loss. In other cases, the transaction cost is attributed to the acquisition value of the financial asset.

iii) Subsequent Measurement

Debt Instruments

Subsequent measurement of debt instruments depends on the company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the company classifies its debt instruments:

- Amortised Cost

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

- Fair Value Through Other Comprehensive Income(FVOCI)

Assets that are held for collection of contractual cash flows and for selling, where the assets cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.

- Fair Value Through Profit and Loss

Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. Such financial assets are measured at fair value with all changes in fair value, including interest income and dividend income if any, recognised as 'Other Income' in the Statement of Profit and Loss.

Equity Instruments

The Company subsequently measures all equity investments except for Investments in equity instruments of Subsidiaries, Associates & Joint ventures at fair value. Where the company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in the statement of profit or loss as Other Income when the company's right to receive payments is established.

Changes in the fair value of financial assets measured at fair value through profit or loss are recognised in Other Income in the statement of profit and loss.

Investments in equity instruments of Subsidiaries, Associates & Joint ventures is recognised at Cost and reviewed for impairment at each reporting date.

iv) Impairment of Financial Assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note ----- details how the company determines whether there has been a significant increase in credit risk. For trade receivables, the Company applies the simplified approach permitted by Ind AS 109 "Expected Credit Loss' model of Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

v) De-recognition of financial assets

A financial asset is derecognised only when the Company has transferred the rights to receive cash flows from the financial asset or retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset and the Company has not retained control of the financial asset. In such cases, the financial asset is derecognised.

f) Financial Liabilities

i) Classification

The Company classifies its financial liabilities in the following measurement categories:

- those to be measured subsequently at fair value through profit or loss, and
- those measured at amortised cost.

ii) Measurement

<u>Initial Recognition</u>

Financial liabilities are initially recognised when the company becomes a party to the contractual provisions of the instrument. Financial liability is initially measured at fair value and for an item not at fair value through profit and loss, transaction costs are directly attributed to its acquisition or issue.

<u>Subsequent Measurement</u>

Subsequent measurement is determined with reference to the classification of the respective financial liabilities.

- Financial Liabilities at Fair Value through Profit or Loss (FVTPL)

A financial liability is classified as at Fair Value through Profit or Loss (FVTPL) if it is classified as held for-trading or is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and changes therein, including any interest expense, are recognised in Statement of Profit and Loss.

- Amortised Cost

After initial recognition, financial liabilities other than those which are classified as FVTPL are subsequently measured at amortized cost using the Effective Interest Rate(EIR) method. Amortised cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. The amortization done using the EIR method is included as finance costs in the Statement of Profit and Loss.

iii) De-recognition of Financial Liabilities

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability.

The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

g) Derivative Financial Instruments

The Company uses derivative financial instruments to manage the risk of changes in interest rates and foreign exchange rates. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

i) Hedge Accounting

The Company designates hedging instruments in respect of foreign currency risk, as either fair value hedges, cash flow hedges or hedges of net investment in foreign operations. At the inception of hedge relationship, the company documents the relationship between the hedging instrument and the hedged item, along with its risk management objectives and its strategy for undertaking various hedge transactions. Furthermore, at the inception of the hedge and on an ongoing basis, the company documents whether the hedging instrument is highly effective in offsetting changes in the fair values or the cash flows of the hedged item attributable to the hedged risk.

ii) Fair Value Hedges

The Company designates derivative contracts as hedging instruments to mitigate the risk of change in fair value of hedged item due to movement in interest rates, foreign exchange rates and commodity prices. Changes in Fair Value of the hedging instrument are recognised in Profit & Loss immediately, together with any changes in the fair value of the hedged items. Hedge Accounting is discontinued when the hedging instrument expires or is sold, terminated or exercised, or when it no longer qualifies for hedge accounting.

iii) Cash Flow Hedges

Hedges taken to manage the risk of changes in foreign exchange rates of highly probable forecast transactions are classified as Cash Flow hedges. The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in Other Comprehensive Income (OCI) and accumulated under the heading of cash flow hedging reserve. The gain or loss relating to the ineffective portion (if any) is recognised immediately in profit or loss, Amounts previously recognised in Cash flow hedging reserve (effective portion as described above) are reclassified to profit and loss upon the occurrence of the underlying transaction. However, when the hedged forecast transaction results in the recognition of a non-financial asset or a non-financial liability, such gains and losses are transferred from Cash flow hedging reserve and included in the initial measurement of the non-financial asset or non-financial liability.

iv) Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting. Any gain or loss in other comprehensive income is recognised when the forecast transaction is ultimately recognised in profit or loss. When a forecast transaction is no longer expected to occur, the gain or loss accumulated in Other Comprehensive Income is recognised immediately in profit or loss.

v) Hedges of Net Investments in Foreign Operations
Hedges of net investments in foreign operations are accounted for similarly to cash flow hedges. Any gain or loss on the hedging instrument relating to the effective portion of the hedge is recognised in other comprehensive income and accumulated under the heading of foreign currency translation reserve. The gain or loss relating to the ineffective portion is recognised immediately in profit or loss, and is included in the 'Other Income' line item. Gains and losses on the hedging instrument relating to the effective portion of the hedge accumulated in the foreign currency translation reserve are classified to profit or loss on disposal of the foreign operation.

h) Offsetting Financial Instruments
Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the company or the counterparty.

i) Inventories
Items of inventories are measured at lower of cost and Net Realisable Value after providing for obsolescence, if any. Cost of manufactured inventory comprises of cost of conversion and manufacturing overheads incurred in bringing them to their respective present location and condition. Cost is determined on a weighted average basis.

j) Cash and Cash Equivalent
Cash and Cash Equivalent includes cash at bank, cash, cheques/draft on hand and demand deposits with an original maturity of less than 3 months, which are subject to an insignificant risk of changes in value. The Company considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and which are readily convertible into known amounts of cash to be cash equivalents.

k) Revenue Recognition
i) Revenue from Sale of Products
Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration in exchange for the transferred goods or services. Revenue is net of taxes, rebates and returns.

ii) Interest
Interest income from a financial asset is recognised on a time proportionate basis, by reference to the principal outstanding using the effective interest method provided it is probable that the economic benefits associated with the interest will flow to the Company and the amount of interest can be measured reliably. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of that financial asset.

iii) Dividend

Dividend is recognised when right to receive the payment is established, it is probable that the economic benefits associated with the dividend will flow to the entity and the amount of dividend can be measured reliably.

l) Employee Benefits

i) Short Term Employee Benefits

Short-term employee benefits are recognized as an expense at an undiscounted amount in the Statement of Profit and Loss of the year in which the related services are rendered.

ii) Post-employment benefits/Retirement Benefits

- Defined Contribution Plans

Obligations for contributions to defined contribution plans such as Provident Fund, Labour Funds are recognised as an expense in the Statement of Profit and Loss as the related service is provided.

- Defined Benefit Plans

The company's net obligation in respect of defined benefit plans for gratuity is calculated at each reporting period end by a qualified actuary using the Projected Unit Credit method. The Company contributes the amount so determined to a separate Trust.

The current service cost of the defined benefit plan, recognized in the Statement of Profit and Loss as part of employee benefit expense, reflects the increase in the defined benefit obligation resulting from employee service in the current year, benefit changes, curtailments and settlements. Past service costs are recognized immediately in the Statement of Profit and Loss. The net interest is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This net interest is included in employee benefit expense in the Statement of Profit and Loss.

Re-measurements which comprise of actuarial gains and losses, the return on plan assets (excluding amounts included in the net interest on the net defined benefit liability (asset)) and the effect of the asset ceiling (if any, excluding amounts included in the net interest on the net defined benefit liability (asset)), are recognised in other comprehensive income.

- Other long-term employee benefits

Liability towards unfunded Long Term Compensated Absences is determined on an actuarial valuation basis by using Projected Unit Credit method.

- Termination benefits (if any)

Expenditure on account of Termination benefits are charged to Statement of Profit and Loss as and when incurred.

m) Leases

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use assets are subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The right of use assets are depreciated over the respective lease term of 22 and 75 years. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at amortised cost at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, using the incremental borrowing rate.

- Short-term leases and leases of low-value assets

  The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of twelve months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

n) Income Taxes

i) Current Tax

Income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the end of reporting period.

Current tax items are recognised in correlation to the underlying transaction either in the Statement of Profit and Loss, other comprehensive income or directly in equity.

ii) Deferred Taxes

Deferred tax is provided using the Balance Sheet method on all taxable temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the same can be utilised. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date.

Deferred tax items are recognised in correlation to the underlying transaction either in the Statement of Profit and Loss, other comprehensive income or directly in equity.

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 taxes relate to the same taxable entity and the same taxation authority.

o) Earnings per Share

Basic earnings per share are calculated by dividing the profit or loss for the period attributable to equity shareholders (after deducting preference dividends, if any, and attributable taxes) by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effect of all dilutive potential equity shares.

p) Provisions, Contingent Liabilities and Capital Commitments

Provisions

Provisions are recognized when there is a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expenses relating to a provision is presented in the Statement of Profit and Loss net of reimbursements, if any.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Contingent Liabilities

Contingent liabilities are possible obligations whose existence will only be confirmed by future events not wholly within the control of the Company, or present obligations where it is either not probable that an outflow of resources will be required or the amount of the obligation cannot be measured with sufficient reliability.

A contingent asset is not recognised but disclosed in the financial statements where an inflow of economic benefit is probable.

q) Non-Current Assets Held for Sale

Non-current assets are classified as held for sale if their carrying amounts will be recovered through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the asset is available for immediate sale in its present condition subject only to terms that are usual and customary for sale of such assets.

r) Transactions in Foreign Currency

Transactions in foreign currency are recorded at exchange rates prevailing on the date of the transaction. Monetary assets and liabilities denominated in foreign currency, remaining unsettled at the period end are translated at closing rates. The difference in translation of monetary assets and liabilities and realised gains and losses on foreign currency transactions are recognised in the Statement of Profit and Loss. Non-monetary items that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction.

s) Borrowing Costs

Borrowing costs consist of interest and other costs incurred in connection with the borrowing of funds. It also include exchange differences to the extent regarded as an adjustment to the borrowing costs.

Borrowing costs that are attributable to the acquisition or construction of qualifying assets (i.e. an asset that necessarily takes a substantial period of time to get ready for its intended use) are capitalized as a part of the cost of such assets. All other borrowing costs are charged to the Statement of Profit and Loss.

Investment Income earned on the temporary investment of funds of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

For NGPC & CO.
Chartered Accountants
Firm Registration No: 145474W

NGPC & CO. 104, Argentum, Opp. Patkar College, S. V. Road, Goregaon (W), Mumbai-104. CHARTERED ACCOUNTANTS

Navnit S Gajja
Partner
Membership No:112458
Mumbai
Date: June 26, 2023
UDIN: 23112458BGYPSE9557

For and on behalf of the Board of Directors

Sudhir Menon
Chairman and Managing Director
DIN:00972842

Subodh Menon
Director
DIN:00972842

Vijaykumar Malpani
Chief Financial Officer

DORF-KETAL CHEMICALS INDIA PRIVATE LIMITED

Rajdeep Shahane
Company Secretary

Date: June 26, 2023

DORF KETAL CHEMICALS INDIA PRIVATE LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

(Amt ₹ in Million)

Note 2 : Property, Plant & Equipment

A : Tangible Assets

Particulars	Freehold Land	Building - Office	Building - Factory	Plant and Equipment's	Furnitures & Fixtures	Office Equipment's	Motor Vehicles	Computers	Total
Gross Carrying amount									
Balance as at March 31, 2021 (I)	**15**	**168**	**1,620**	**2,759**	**166**	**64**	**268**	**163**	**5,223.7**
Additions		50	16	109	35	14	4	25	**253**
Disposals*		-	91	441	0	4	13	-	**549**
Balance as at March 31, 2022 (III)	**15**	**218**	**1,544**	**2,427**	**201**	**74**	**259**	**188**	**4,927**
Additions*		0	176	420	9	8	195	15	**823**
Disposals		-	-	-	-	-	54	-	**54**
Balance as at March 31, 2023 (V)	**15**	**218**	**1,721**	**2,847**	**211**	**82**	**400**	**203**	**5,697**
Accumulated depreciation									
Balance as at March 31, 2021 (II)	-	22	349	1,451	119	44	128	127	**2,240**
Additions	-	4	60	214	21	8	31	19	**357**
Disposals*		-	53	300	0	4	13	-	**369**
Balance as at March 31, 2022 (IV)	**-**	**25**	**356**	**1,365**	**140**	**48**	**146**	**146**	**2,227**
Additions	-	4	58	200	9	8	41	14	**334**
Disposals		-	-	-	-	-	48	-	**48**
Balance as at March 31, 2023 (VI)	**-**	**29**	**414**	**1,565**	**149**	**57**	**139**	**161**	**2,512**
Net Carrying amount									
Balance as at March 31, 2023 (V - VI)	**15**	**189**	**1,307**	**1,282**	**61**	**26**	**261**	**42**	**3,185**
Balance as at March 31, 2022 (III -IV)	**15**	**193**	**1,189**	**1,063**	**61**	**26**	**113**	**42**	**2,700**
Balance as at March 31, 2021 (I - II)	**15**	**147**	**1,271**	**1,308**	**47**	**20**	**140**	**36**	**2,984**

*** Represent Value less than ₹ 0.5 Million**

DORF KETAL CHEMICALS INDIA PRIVATE LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

(Amt ₹ in Million)

(Amt ₹ in Million)

B : R & D Unit							
Particulars	**Building - Factory**	**Plant and Machinery**	**Furnitures & Fixtures**	**Office Equipment's**	**Motor Vehicles**	**Computers**	**Total**
Balance as at March 31, 2021 (I)	**98**	**85**	**9**	**4**	**4**	**2**	**201**
Additions*		1	-	-	-	0	**1**
Disposals							**-**
Balance as at March 31, 2022 (III)	**98**	**86**	**9**	**4**	**4**	**2**	**203**
Additions*		3	-	-	-	0	**3**
Disposals							
Balance as at March 31, 2023 (V)	**98**	**89**	**9**	**4**	**4**	**2**	**206**
Accumulated depreciation							
Balance as at March 31, 2021 (II)	30	37	8	2	3	1	**81**
Additions *	4	6	0	1	1	0	**11**
Disposals							**-**
Balance as at March 31, 2022 (IV)	**35**	**43**	**8**	**3**	**3**	**2**	**93**
Additions *	4	6	0	1	0	0	**11**
Disposals							
Balance as at March 31, 2023 (VI)	**38**	**49**	**8**	**3**	**4**	**2**	**104**
Net Carrying amount							
Balance as at March 31, 2023 (V - VI)*	**60**	**41**	**1**	**0**	**0**	**0**	**102**
Balance as at March 31, 2022 (III-IV)*	**63**	**44**	**1**	**1**	**1**	**0**	**110**
Balance as at March 31, 2021(I - II)*	**68**	**48**	**1**	**2**	**1**	**0**	**120**

*** Represent Value less than ₹ 0.5 Million**

(i) Assets given as security for borrowings
The Company have been given PPE to lenders as security for various borrowing facilities. (Refer Note 20)

(ii) The Company has assessed recoverable amount of its property, plant and equipment by estimating its value in use. Based on the aforementioned assessment it has been concluded that the recoverable amount is higher than the respective carrying amount.

DORF KETAL CHEMICALS INDIA PRIVATE LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

(Amt ₹ in Million)

Note 2.1 : Right of Use Asset

Particulars	Amount
Gross Carrying amount	
Balance as at March 31, 2021 (I)	**405**
Additions	-
Disposals	-
Balance as at March 31, 2022 (III)	**405**
Additions	-
Disposals	-
Balance as at March 31, 2023 (V)	**405**
Accumulated depreciation	
Balance as at March 31, 2021 (II)	**49**
Additions	9
Disposals	-
Balance as at March 31, 2022 (IV)	**58**
Additions	9
Disposals	-
Balance as at March 31, 2023 (VI)	**67**
Net Carrying amount	
Balance as at March 31, 2023 (V - VI)	**338**
Balance as at March 31, 2022 (III - IV)	**347**
Balance as at March 31, 2021 (I - II)	**356**

(i) Leased Assets
The lease term in respect of assets acquired under finance leases expires within 22-75 years.

Note 3: Capital work-in-progress (CWIP)

(Amt ₹ in Million)

Particulars	Amount
Gross Carrying Amount	
Balance as at March 31, 2019	**370**
Additions	417
Capitalised	605
Balance as at March 31, 2020	**182**
Additions	484
Capitalised	406
Balance as at March 31, 2021	**261**
Additions	708
Capitalised	253
Balance as at March 31, 2022	**716**
Additions	842
Capitalised	823
Balance as at March 31, 2023	**734**
At March 31 2023	**734**
At March 31 2022	**716**

Note: Capital work in progress is an account of Cost of Construction material and site and other expenditure of incomplete projects.

3.1 Capital Work-in progress ageing

Ageing for capital work-in-progress as at March 31, 2023 is as follows : (Amt ₹ in Million)

Particular	Amount in capital work-in-progress for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Projects in Progress	408	287	4	36	734
Total	**408**	**287**	**4**	**36**	**734**

Ageing for capital work-in-progress as at March 31, 2022 is as follows :

Particular	Amount in capital work-in-progress for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Projects in Progress	608	54	52	2	716
Total	**608**	**54**	**52**	**2**	**716**

3.2 Capital Work-in progress completion schedule

Completion Schedule for capital work-in-progress as at March 31, 2023 is as follows : (Amt ₹ in Million)

Particular	Amount in capital work-in-progress for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Projects to be Capitalised	734	-	-	-	734
Total	**734**	**-**	**-**	**-**	**734**

Completion Schedule for capital work-in-progress as at March 31, 2022 is as follows :

Particular	Amount in capital work-in-progress for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Projects to be Capitalised	716	-	-	-	716
Total	**716**	**-**	**-**	**-**	**716**

Note 4: Goodwill and other intangible Assets

(Amt ₹ in Million)

Particulars	Goodwill (incl Goodwill on Account of Merger & Acquisitions) (A)	Non-compete agreement, Acquired contracts (B)	Software's (C)	Total (B+C)
Gross Carrying amount				
Balance as at March 31, 2021 (I)	**609**	**69**	**5**	**74**
Additions				
Disposals				
Balance as at March 31, 2022 (III)	**609**	**69**	**5**	**74**
Additions				
Disposals				
Balance as at March 31, 2023 (V)	**609**	**69**	**5**	**74**
Accumulated amortisation				
Balance as at March 31, 2021 (II)	**96**	**59**	**5**	**64**
Additions		1		1
Disposals				
Balance as at March 31, 2022 (IV)	**96**	**60**	**5**	**65**
Additions		0		0
Disposals				
Balance as at March 31, 2023 (VI)	**96**	**60**	**5**	**65**
Net Carrying amount				
Balance as at March 31, 2023 (V - VI)*	**513**	**9**	**0**	**9**
Balance as at March 31, 2022 (III - IV)*	**513**	**9**	**0**	**9**
Balance as at March 31, 2021(I - II)*	**513**	**10**	**0**	**10**

*** Represent Value less than ₹ 0.5 Million**

DORF KETAL CHEMICALS INDIA PRIVATE LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023
(Amt ₹ in Million)

5 Non - Current Financial Assets - Investments in Subsidiaries, Associates and Joint Ventures

Particulars	As at March 31, 2023	As at March 31, 2022
Investments measured at Cost		
(a) Subsidiaries :		
(i) Investments in Equity Instruments (Unquoted), Fully Paid up		
Dorf Ketal Chemicals, LLC , USA	681	681
(6,61,000 Equity Shares (PY- 6,61,000) of $ 1 each fully paid up)		
Dorf Ketal Brasil LTDA	4	4
(1,89,74,586Equity Shares (PY - 1,70,33,005) of BRL 1 each fully paid up)		
Dorf Ketal B.V, Netherlands	341	341
(45,180 Equity Shares (PY - 45,180) of EUR 100 each fully paid up)		
Dorf Ketal Chemicals FZE	5	5
(1,973 Equity Shares (PY - 1973) of AED 150.00 each fully paid up)		
Dorf Ketal Chemicals Pte Ltd	214	214
(4,029,833 Equity Shares (PY 4,029,833) of SGD 1 each fully paid up)		
Khyati Chemicals Pvt. Ltd.	2,308	-
(8,17,587 Equity Shares (PY Nil) of INR 1 each fully paid up)		
Dorf Ketal Chemicals UK Pvt. Ltd.	46	-
(500,000 Equity Shares (PY Nil) of GBP 1 each fully paid up)		
(b) Associates :		
(i) Investments in Equity Instruments (Unquoted), Fully Paid up		
Aritar Private Limited	3	3
(2,55,000 Equity Shares (PY 2,55,000) of Rs. 10 each fully paid up)		
Trentar Private Limited	7	7
(65,00,000 Equity Shares (PY 65,00,000) of Rs. 1 each fully paid up)		
(c) Joint Venture :		
(i) Investments in Equity Instruments (Unquoted), Fully Paid up		
Dorf Ketal Tribond International Company LLC	127	-
(61,20,000 Shares (PY Nil) of SAR 1 each fully paid up)		
	3,736	**1,253**
Aggregate amount of quoted investments and market value thereof	**-**	**-**
Aggregate amount of Unquoted investments	**3,736**	**1,253**
Aggregate amount of impairment in the value of investments	**-**	**-**

6 Non - Current Financial Assets -Other Investment

Particulars	As at March 31, 2023	As at March 31, 2022
Investments measured at Fair Value through Profit and Loss (FVTPL)		
(a) Investments in Equity Instrument (Unquoted), Fully Paid up.		
CETP, MIDC Taloja*	-	-
(5 Equity Shares (PY - 5) of ₹ 100 each fully paid up)		
Bharat Co- operative Bank Ltd.*	-	-
(25 Equity Shares (PY - 25) of ₹ 10 each fully paid up)		
Total	-	-
Aggregate amount of Unquoted investments	**-**	**-**
Aggregate amount of impairment in the value of investments		

* Represent Value less than ₹ 0.5 Million

DORF KETAL CHEMICALS INDIA PRIVATE LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023
(Amt ₹ in Million)

7 Non - Current Financial Asset - Loans

Particulars	As at March 31, 2023	As at March 31, 2022
(a) Loans to Related parties:		
(i) Secured, Considered Good	-	-
(ii) Unsecured, Considered Good		
To Related Parties	553	69
	553	**69**
(b) Others		
(i) Secured, Considered Good		
(ii) Unsecured, Considered Good		
Loans to Employees	48	53
Total	**601**	**122**

8 Non- Current Financial Assets - Others

Particulars	As at March 31, 2023	As at March 31, 2022
(a) Balances With Bank in Term Deposits having remaining Maturity exceeding 12 Months	20	32
(b) Held as Margin Money against Bank Guarantee & Letter of Credit	62	16
	82	**48**

9 Non Current Assets - Income Taxes (Net)

Particulars	As at March 31, 2023	As at March 31, 2022
Advance Income Tax (net of provision)	196	591
	196	**591**

10 Non-Current Assets - Other

Particulars	As at March 31, 2023	As at March 31, 2022
(a) Capital Advances	-	-
(b) Advances Other than Capital Advances		
(ii) Other Advances to Related Party	4	4
(iii) Security Deposits	38	36
(c) Others		
(i) Indirect Tax balances/credits	15	16
(ii) Recovery From Creditors	1	-
(iii) Prepaid Lease Rental	44	47
Total	**102**	**103**

DORF KETAL CHEMICALS INDIA PRIVATE LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023
(Amt ₹ in Million)

11 Current Asset - Inventories

Particulars	As at March 31, 2023	As at March 31, 2022
(At Cost or Market Value whichever is lower)		
(a) Raw Materials	3,444	2,240
(b) Raw Materials in Transit	53	10
(c) Packing Materials	94	87
(d) Stock in Process	-	-
(d) Finished Goods	1,358	1,096
Total	**4,949**	**3,433**

12 Current Financial Assets - Investments

Particulars	As at March 31, 2023	As at March 31, 2022
Investments measured at Fair Value through Profit and Loss (FVTPL)		
Investments in Mutual Funds	-	1,522
Total	**-**	**1,522**
Aggregate Amount of Quoted Investments	**-**	**1,522**

13 Current Financial Assets - Trade Receivables

Particulars	As at March 31, 2023	As at March 31, 2022
(a)Trade Receivables considered good - Secured		
(b) Trade Receivables considered good - Unsecured;	6,163	4,253
(Less:) Allowance as per Expected Credit Loss Model	(2)	(1)
Total	**6,161**	**4,251**

14 Current Financial Assets - Cash & Cash equivalents

Particulars	As at March 31, 2023	As at March 31, 2022
(a) Cash on Hand	3	2
(b) Balance with Banks		
(i) In Current Account	3	7
(ii) In Foreign Currency Account	18	85
(iii) Term deposits with bank with original maturity of less than 3 months	3	1
Total	**27**	**95**

DORF KETAL CHEMICALS INDIA PRIVATE LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023
(Amt ₹ in Million)

15 Current Financial Assets - Bank Balances Other than Cash and Cash Euivalents

Particulars	As at March 31, 2023	As at March 31, 2022
(a) Term deposits with bank original maturity of more than 3 months and less than 12 months	47	14
(b) Balances with banks to the extent held as margin money against bank guarantees and letter of credit having original maturity less than 12 months	43	58
Total	**90**	**72**

16 Current Financial Assets - Others

Particulars	As at March 31, 2023	As at March 31, 2022
Derivatives Contract - Cash Flow Hedge	-	116
Interest Accrued on Fixed Deposit	2	1
Derivatives Contract - Fair Value Hedge	-	10
Total	**2**	**127**

17 Current Assets - Other

Particulars	As at March 31, 2023	As at March 31, 2022
(a) Advances other than capital advances		
(i) Advance to staff	15	17
(b) Others		
(i) Balance with Customs, Central Excise etc.	378	509
(ii) Prepaid expenses	22	24
(iii) Prepaid Lease Rentals (Current Portion)	3	3
(iv) Other Receivable	15	7
Total	**433**	**559**

18 Equity Share Capital

Particulars	As at March 31, 2023	As at March 31, 2022
Authorised:		
2,54,61,000 equity shares (PY 2,54,61,000 equity shares) of ₹ 100 each	2546	2546
5,40,000 Redeemable Preference Shares of ₹ 10 each	5	5
Issued, Subscribed and Paid up :		
24,676,548 equity shares (PY 24,676,548 equity shares) of ₹ 100 each fully paid	2,468	2,468
Total	**2,468**	**2,468**

18.1 Reconciliation of the shares outstanding at the beginning and at the end of the year

Particulars	As at March 31, 2023	As at March 31, 2022
Equity Shares at the beginning of the year	25	18
Add : Bonus Shares issued during the year		7
Equity Shares at the end of the year	**25**	**25**

The Company allotted Nil equity shares (PY 70,50,442) as fully paid up bonus shares by capitalisation of profits transferred from retained earnings amounting to 70.5 crore in the quarter ended 30th Jun, 2021, pursuant to an special resolution passed after taking the consent of shareholders

18.2 Disclosure of Shareholding of Promoters

Disclosure of shareholding of promoters as at March 31, 2023 is as follows:

Shares held by promoters at the end of the year 31st Mar, 2023			% of change during the year
Name of Promoter	**No. of Shares**	**% of total holding**	
Mr. Sudhir Menon	96,653	0.39%	-
Mr. Subodh Menon	49,200	0.20%	-

Disclosure of shareholding of promoters as at March 31, 2022 is as follows:

Shares held by promoters at the end of the year 31st Mar, 2022			% of change during the year
Name of Promoter	**No. of Shares**	**% of total holding**	
Mr. Sudhir Menon	96,653	0.39%	40%
Mr. Subodh Menon	49,200	0.20%	40%

18.3 Major shareholders holding shares in the company

Particulars	Number of fully paid equity shares	
	As at March 31, 2023	As at March 31, 2022
Menon Family Holding Trust		
As at March 31, 2022	**24**	**17**
Changes in equity share capital	-	**7**
As at March 31, 2023	**24**	**24**

18.4 Rights of Shareholders

The Company has only one class of equity share. Each holder of equity shares is entitled to one vote per share.

(Amt ₹ in Million)

19 Other Equity

Particulars		As at March 31, 2023	As at March 31, 2022
(a) Securities Premium			
Opening balance		1,156	1,156
	(A)	**1,156**	**1,156**
(b) Capital Redemption reserve			
Opening balance		20	20
	(B)	**20**	**20**
(c) Amalgamation Reserve			
Opening balance*		0	0
	(C)	**0**	**0**
(d) General Reserve			
Opening balance		109	109
	(D)	**109**	**109**
(e) Retained Earnings/Surplus			
Opening balance		6,787.6	6,723
Less: Transfer to Special Economic Zone Re-investment Reserve		(170)	(237)
Less: Utilised for issue of Bonus Share		-	(705)
Add: Utilisation of Special Economic Zone Re-investment Reserve		138	-
Add: Profit for the year		1,805	1,007
	(E)	8,561	6,788
(f) Other Comprehensive Income			
(i) Effective Portion of Cash Flow Hedge			
Opening balance		57	4
Add/(Less): Changes in Fair Value during the year		(61)	117
Add/(Less): Re-classified to Profit & Loss A/c during the year		2	65
		(2)	**57**
(ii) Remeasurements of Defined Benefit (Liability) / Asset			
Opening balance		(23)	(18)
Add/(Less): Remeasurements of Defined Benefit (Liability)/Asset during the year		(13)	(5)
		(36)	(23)
	(F)	(38)	34
(g) Special Economic Zone Re-investment Reserve			
Opening balance		237	-
Add/(Less): Transfer During Year		170	237
Add/(Less): Utilisation During the Year		(138)	-
	(G)	269	237
Total Reserves & Surplus		**10,076**	**8,343**

*** Represent Value less than ₹ 0.5 Million**

(Amt ₹ in Million)

20 Non - Current Financial Liabilitie - Borrowings

Particulars	As at March 31, 2023	As at March 31, 2022
Secured Loans		
Term Loans		
- **From Banks**		
- Working Capital Term Loan (Note 1)	177	270
- Other term Loans (Note 2)	243	426
- Vehicles (Note 3)	98	16
- **From Others**		
- Vehicles (Note 3)	15	-
TOTAL	**533**	**712**

1. Term Loan from Banks includes :
   i. Working Capital Term Loan of ₹ 177 Million (PY ₹ 270 Million) is repayable in monthly instalments over a period of 4 years starting from March 2022
2. Other Term Loan from Banks includes :
   i. External Commercial Borrowings of ₹ Nil (PY ₹ 51 Million), repayable in 15 quarterly instalments starting from December 2019
   ii. Loan of ₹ Nil (PY ₹ 92 Million), repayable in quarterly instalments over a period of 26 months starting from December 2021
   iii. Rupee Term Loan of ₹ 243 Million (PY ₹ 284 Million), repayable in quarterly instalments over a period of 39 months starting from September 2023
3. Vehicle Loans are repayable in monthly instalments over a period of 5 years

4. Working Capital Term Loan from Banks is secured by a second charge on the Stocks and Receivables and moveable fixed assets consisting plant and machinery located at Mundra, Dahej, Lote and Dadra plants.

5. Other Term Loan from Banks are secured by a first pari passu charge on moveable and immoveable fixed assets both present and future located at Mundra, Dahej, Lote and Dadra plants.

6. Term Loan from Banks carry interest rates ranging from 4.15% to 6.60%.

6. Vehicle Loans carry interest rates ranging from 6.90% to 9.80% and secured by the respective Vehicle purchase.

7. Term loan from Bank - ₹ 280 Million (PY 2022 ₹ 387 Million) which is repayable within 12 months has been grouped under Current financial liabilities - Borrowings.

8. Vehicle loan ₹ 33 Million (PY 2022 ₹ 9 Million) which is repayable within 12 months has been grouped under Current financial liabilities - Borrowings.

21 Non - Current Financial Liabilities - Others

Particulars	As at March 31, 2023	As at March 31, 2022
Lease Liability	36	36
	36	**36**

22 Non - Current Liability - Deferred Tax Liability / (Asset) (Net)

Particulars	As at March 31, 2023	As at March 31, 2022
Opening Balance	268	237
Add/(Less) : Deferred Tax Liability / (Asset) created during the year		
(i) Ind AS Adjustments (net) (See Note 22.1 below)	(95)	25
(ii) Other Adjustments (See Note 22.2 below)	33	5
Total	**206**	**268**

(Amt ₹ in Million)

Note: 22.1. Impact on Ind AS Adjustments pertains to following items

Particulars	As at March 31, 2023	As at March 31, 2022
Deferred Tax Liabilities		
Remeasurement of Actuarial Gains/(Loss) to OCI on Gratuity	(7)	(3)
Remeasurement of Actuarial Gains/(Loss) to OCI on Leave Encashment	(9)	-
MTM of Derivatives of Cash Flow Hedge	(79)	28
Expected Credit Loss on Trade Receivable*	(0)	(0)
	(95)	**25**

Note: 22.2 Other Adjustments pertains to following items;

Particulars	As at March 31, 2023	As at March 31, 2022
Deferred Tax Liability		
Depreciation	33	5
	33	**5**

*** Represent Value less than ₹ 0.5 Million**

23 Non - Current Liability - Provisions

Particulars	As at March 31, 2023	As at March 31, 2022
Provision for Long term Compensated Absences	26	2
Provision for Gratuity	39	16
Total	**65**	**18**

24 Current Financial Liabilities - Borrowings

Particulars	As at March 31, 2023	As at March 31, 2022
(a) Secured Loans		
(i) From Banks		
Loans Repayable on Demand	5,110	2,256
(b) Current Maturities of long term debt	280	387
(c) Current maturities of finance lease obligations	33	9
TOTAL	**5,423**	**2,652**

Loans Repayable on Demand from Banks are secured by first pari passu hypothecation charge on all existing and future current assets of the Mundra, Dahej, Lote & Dadra Plant. The interest rates on these loans range from 5% to 11%.

(Amt ₹ in Million)

25 Current Financial Liability - Trade Payables

Particulars	**As at March 31, 2023**	**As at March 31, 2022**
(a) Dues to Micro and Small Enterprises (Refer Note 51)	25	8
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises (Refer Note below) (Refer Note 51)	1,245	1,179
Total	**1,270**	**1,187**

Notes
(i) Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the management, same is relied upon by the Auditors
(ii) There were no dues outstanding to MSME as on March 31, 2023 exceeding 45 days and hence Company is not liable to pay any interest on the outstanding figures.

26 Current Financial Liabilities - Other

Particulars	**As at March 31, 2023**	**As at March 31, 2022**
Derivatives Contract - Fair Value Hedge	6	-
Derivatives Contract - Cash Flow Hedge	22	-
Total	**28**	**-**

27 Current Liabilities - Other

Particulars	**As at March 31, 2023**	**As at March 31, 2022**
Statutory Dues	201	59
Liabilities for Expense	156	166
Others	16	(35)
Total	**373**	**190**

28 Current Liabilities - Provisions

Particulars	**As at March 31, 2023**	**As at March 31, 2022**
Provision for Short Term Employee Benefits	681	590
Total	**681**	**590**

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29 Revenue from operations

Particulars	For year ended March 31, 2023	For year ended March 31, 2022
(a) Sale of products (Refer Note 48)		
Domestic Sales	7,908	5,980
Export Sales	14,925	11,047
(b) Sale of services		
Service Income	460	157
(c) Other Operative Income		
Scrap Sales	50	38
Total	**23,343**	**17,222**

30 Other Income

Particulars	For year ended March 31, 2023	For year ended March 31, 2022
(a) Interest		
Interest on Fixed Deposits	5	4
Interest on Loan	23	1
	28	**5**
(b) Dividend		
From Long Term Investments	94	430
	94	**430**
(c) Other non-operating Income		
Profit / (Loss) on sale of fixed assets (Net)*	10	0
Profit / (Loss) on Sale of Mutual Fund	2	14
Rental Income*	0	0
Exchange differences with reference to hedge	(28)	102
Mark to Market Impact on Derivative	(2)	15
Miscellaneous Income	29	61
Exchange Gain / (Loss)	260	57
	270	**250**
Total	**393**	**684**

* Represent Value less than ₹ 0.5 Million

31 Cost of Materials Consumed

Particulars	For year ended March 31, 2023	For year ended March 31, 2022
Opening Inventory	2,337	1,281
Add: Purchases	15,735	11,853
Less: Closing Inventory	3,591	2,337
	14,481	10,798
Total	**14,481**	**10,798**

32 Changes in inventories of finished goods, work-in-progress and stock-in-trade

Particulars	For year ended March 31, 2023	For year ended March 31, 2022
Inventories at the end of the year		
Finished goods	1,358	1,096
Inventories at the beginning of the year		
Work-in-Process	-	3
Finished goods	1,096	1,199
Total	**(262)**	**105**

33 Employee Benefit Expenses

Particulars	For year ended March 31, 2023	For year ended March 31, 2022
Salaries and Wages	2,774	2,027
Contribution to Provident and Other Funds	39	29
Staff Welfare Expenses	29	26
Total	**2,842**	**2,082**

(Amt ₹ in Million)

34 Finance Costs

Particulars	For year ended March 31, 2023	For year ended March 31, 2022
(a) Interest		
On Working Capital Loans	229	89
On Foreign Currency Loans - Buyers Credit*	-	0
On Secured Long Term Loan (Net of Interest Capitalised 16 million (PY Nil)	47	5
(b) Other Borrowing Costs		
Bank Charges	13	9
Hedge Cost On Interest- Foreign Currency Loans	2	13
Other Interest	32	2
Total	**323**	**118**

35 Depreciation and amortisation expense

Particulars	For year ended March 31, 2023	For year ended March 31, 2022
Depreciation and Amortisation (Net)	344	366
Total	**344**	**366**

36 Other expenses

Particulars	For year ended March 31, 2023	For year ended March 31, 2022
Stores and Consumables	78	72
Power, Fuel and Water Charges	379	368
Labour Cost	217	224
Repairs-		
Building	20	7
Plant and Machinery	128	119
Others	16	7
Testing Charges	11	7
Rent	102	55
Health, Safety & Environment related Expenses	41	32
Miscellaneous Manufacturing Expenses	181	175
Payments to Auditors (Refer note 37)	4	4
Electricity Expenses	6	5
Telephone Expenses	13	11
Conveyance and Travelling	257	113
Printing and Stationary	6	5
Training and Recruitment Charges	12	7
Legal and Professional Charges	156	108
Insurance	53	41
Rent, Rates and Taxes	33	32
Computers and Networking Charges	43	37
Office Expenses	37	53
Corporate Social Responsibility	27	16
Other Administrative expenses	61	59
Advertising and Publicity*	1	0
Business Promotion Expenses	48	30
Commission	10	9
Clearing, Forwarding & Transportation	1,278	1,238
Bad Debts*	0	-
Allowance as per ECL Model*	0	1
Others	31	16
Research & Development (R&D) Expenses (Refer Note 38)	94	79
Royalty	6	2
Total	**3,349**	**2,932**

*** Represent Value less than ₹ 0.5 Million**

(Amt ₹ in Million)

36.1 Exceptional Items

Particulars	**For year ended March 31, 2023**	**For year ended March 31, 2022**
Loss on Sale of Fixed Asset (Taloja)	-	162
Total	**-**	**162**

37 Payments to Auditors

Particulars	**For year ended March 31, 2023**	**For year ended March 31, 2022**
As Auditors		
Statutory Audit Fees	2	2
Tax Audit Fees	1	1
Cost Audit Fees*	0	0
Other Services	1	1
Total	**4**	**4**

* Represent Value less than ₹ 0.5 Million

38 R & D Expenses

Particulars	**For year ended March 31, 2023**	**For year ended March 31, 2022**
Costs of Lab Materials Consumed*	0	0
Lab Consumables	13	12
Payments & Benefits to Employees	62	50
Travelling & Conveyance	2	1
Other Overheads Expenses	17	16
Total	**94**	**79**

* Represent Value less than ₹ 0.5 Million

39 Taxation

Particulars	**For year ended March 31, 2023**	**For year ended March 31, 2022**
Current Tax	449	184
Deferred Tax	23	5
MAT Credit (Entitlement)/Utilisation	381	147
Other Taxes*	-	0
Total	**853**	**336**

*** Represent Value less than ₹ 0.5 Million**

40 Earnings Per Share (EPS)

There are no potential equity shares and hence the basic and diluted EPS are the same.
Earnings per share is calculated by dividing the profit attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year, as under:

(a) Profit attributable to Equity holders of Company

Particulars	**For year ended March 31, 2023**	**For year ended March 31, 2022**
Profit attributable to equity holders of the Company for basic and diluted earnings per share	**1,733**	**1,054**

(b) Weighted average number of ordinary shares

Particulars	**For year ended March 31, 2023**	**For year ended March 31, 2022**
Number of issued equity shares at April 01	**25**	**18**
Effect of shares issued		**7**
Nominal value per share	**100**	**100**
Weighted average number of shares at March 31 for basic and diluted earnings per shares	**25**	**23**

(c) Basic and Diluted earnings per share (in Rs) {(a)/(b)}	**₹ 70.24**	**₹ 46.00**

41 Financial Instruments

A. Capital Management

The Company's policy is to maintain a strong capital base so as to ensure that the Company is able to continue as going concern to sustain future development of the business. The Company monitors the return on capital as well as the level of dividends to ordinary shareholders at regular interval.

Its guiding principles are:

i) Maintenance of financial strength to ensure the highest ratings;
ii) Ensure financial flexibility and diversify sources of financing;
iii) Manage Company exposure in forex to mitigate risks to earnings;
iv) Leverage optimally in order to maximise shareholders returns while maintaining strength and flexibility of the Balance Sheet.

The policy is also adjusted based on underlying macro-economic factors affecting business environment, financial and

The Capital gearing ratio (%) or Debt to Equity Ratio at the end of the reporting period are as under:

(Amt ₹ in Million)

Particulars	**Amounts in Rs.**	
	As at March 31, 2023	**As at March 31, 2022**
Total borrowings	5,956	3,364
Less: Cash and bank balances	118	167
Net debts	5,838	3,197
Total equity	12,543	10,811
Capital gearing ratio (%) or Debt to equity Ratio	46.55%	29.57%

B. Valuation

All financial instruments are initially recognised and subsequently re-measured at fair value as described below:

i) The fair value of investment in quoted Equity shares and Mutual funds is measured at quoted price or NAV
ii) The fair value of Forward Foreign Exchange contracts is determined using forward exchange rates at the balance sheet date.
iii) All foreign currency denominated assets and liabilities are translated using exchange rate at reporting date.
iv) The fair value of the remaining financial instruments is as:

- Carrying amount of **"Current Financial Instruments"** as it approximates their fair value largely due to short term maturities of these financial instruments.

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C. Fair value measurement hierarchy: (Amt ₹ in Million)

Particulars	As at March 31, 2023				As at March 31, 2022			
		Level of input used in				Level of input used in		
	Carrying Amount	Level 1	Level 2	Level 3	Carrying Amount	Level 1	Level 2	Level 3
(a) Financial Assets								
(i) At Amortised Cost								
- Loan (Current and Non current)	601	-	-	-	122	-	-	-
- Term Deposit and Margin Money (Non current portion)	82	-	-	-	48	-	-	-
- Trade receivables	6,161	-	-	-	4,251	-	-	-
- Cash and cash equivalents	27	-	-	-	95	-	-	-
- Bank balances other then cash and cash equivalents	90	-	-	-	72	-	-	-
- Others Financial Assets	2	-	-	-	12	-	-	-
(ii) At FVOCI								
- Mark to Mark Value of Derivative contracts designated as Cash Flow Hedge	-	-	-	-	116	-	116	-
(iii) At FVTPL								
- Investments in Equity Instruments **(Unquoted)**	-	-	-	-	-	-	-	-
- Investments in MUTUAL Funds **(Quoted)**	-	-	-	-	1,522	1,522	-	-
- Mark to Mark Value of Derivative contracts designated as Fair Value Hedge	-	-	-	-	10	-	10	-
(b) Financial Liabilities								
(i) At Amortised Cost								
- Borrowings (Current and Non current)	5,956	-	-	-	3,364	-	-	-
- Trade Payables	1,270	-	-	-	1,187	-	-	-
- Other Financial Liabilities	28	-	-	-	-	-	-	-
(ii) At FVOCI								
- Mark to Mark Value of Derivative contracts designated as Cash Flow Hedge	-	-	-	-	-	-	-	-
(iii) At FVTPL								
- Mark to Mark Value of Derivative contract designated as Cash Flow Hedge	-	-	-	-	-	-	-	-
- Mark to Mark Value of Derivative contract designated as Fair value Hedge	-	-	-	-	-	-	-	-

The financial instruments are categorised into three levels based on the inputs used to arrive at fair value measurements as described below:

i) **Level 1:** Level 1 hierarchy includes financial instruments measured using quoted prices.

ii) **Level 2:** The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2. In the case of the mutual funds are valued using the closing NAV. In the case of Derivative contracts, the Company has valued the same using the forward exchange rate as at the reporting date.

iii) **Level 3:** If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities included in level 3. The Company owns unlisted equity shares in companies, which are non-profit companies providing facilities for treating effluents generated during its manufacturing process. In the absence of any observable market data in relation to the said companies, the same have been categorised as Level 3. Considering the objective of investment and materiality, its fair value have been considered same as cost as at the reporting date.

Fair value measurements using significant unobservable inputs (level 3)

The following table presents the changes in level 3 items for the periods ended March 31, 2023 and March 31, 2022:

(Amt ₹ in Million)

Particulars	**Unquoted Equity**
As at April 1, 2022	-
Gains/losses recognised in other comprehensive income	-
As at March 31, 2023	-

Fair value of Financial Assets and Financial Liabilities that are not measured at Fair Value (but fair value disclosures are required)

Carrying amount of cash and cash equivalents, bank balances other than cash and cash equivalents, margin money and short-term deposits, trade and other short term receivables, trade payables, other current liabilities, short term loans from banks and other financial institutions approximate their fair value largely due to short term maturities of these instruments

42 Financial risk management

Risk management framework
The Company's activities expose it to a variety of financial risks, including market risk, credit risk and liquidity risk. The Company's risk management assessment and policies and processes are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same. Risk assessment and management policies and processes are reviewed regularly to reflect changes in market conditions and the Company's activities.

The Company's principal financial liabilities, other than derivatives, comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations.

The Company's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations. The Company also enters into derivative transactions.

The Company has exposure to the following risks arising from financial instruments:
A) Credit risk;
B) Liquidity risk;
C) Market risk; and

A. Credit risk
Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers, loans investment in debt securities and other financial assets. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company establishes an allowance for doubtful trade receivables and impairment that represents its estimate of incurred losses in respect of trade and other receivables and investments.

The maximum exposure to credit risk in case of all the financial instruments covered below is restricted to their respective carrying amount.

(i) <u>Trade and other receivables</u>
The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer and including the default risk of the industry, also has an influence on credit risk assessment.

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. To assess whether there is a significant increase in credit risk the Company compares the risk of default occurring on asset as at the reporting date with the risk of default as at the date of initial recognition. It considers reasonable and supportive forward-looking information such as:
i) Actual or expected significant adverse changes in business;
ii) Actual or expected significant changes in the operating results of the counterparty;
iii) Financial or economic conditions that are expected to cause a significant change to the counterparty's ability to meet its obligations;
iv) Significant increase in credit risk on other financial instruments of the same counterparty;
v) Significant changes in the value of the collateral supporting the obligation or in the quality of the third-party guarantees or credit enhancements.

Financial assets are written off when there is no reasonable expectations of recovery, such as a debtor failing to engage in a repayment plan with the Company. Where loans or receivables have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognized as income in the statement of profit and loss.

The Company measures the expected credit loss of trade receivables based on historical trend, industry practices and the business environment in which the entity operates. Loss rates are based on actual credit loss experience and past trends.

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Financial Assets are considered to be of good quality and there is no significant increase in credit risk.
Ageing for trade receivables – current outstanding as at March 31, 2023

(Amt ₹ in Million)

Particulars	Outstanding for Following Period from Due Date of Payment					
	Less than 6 months	6 months- 1 year	1-2 Year	2-3 Years	More than 3 Years	Total
(i)Undisputed Trade Receivables-Considered Good	5993	158	3	6	3	6163
(ii) Undisputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivable-credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables-considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables-credit Impaired	-	-	-	-	-	-
	5993	158	3	6	3	6163
Less : Allowances for ECL	0	1	0	0	1	2
Net Trade Receivable	**5993**	**157**	**3**	**6**	**2**	**6161**

Ageing for trade receivables – current outstanding as at March 31, 2022

(Amt ₹ in Million)

Particulars	Outstanding for Following Period from Due Date of Payment					
	Less than 6 months	6 months- 1 year	1-2 Year	2-3 Years	More than 3 Years	Total
(i)Undisputed Trade Receivables-Considered Good	4,145	71	17	-	19	4,253
(ii) Undisputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivable-credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables-considered good	-	-	-	-		-
(v) Disputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables-credit Impaired	-	-	-	-	-	-
	4,145	71	17	-	19	4,253
Less : Allowances for ECL	-	0	0	-	1	1
Net Trade Receivable	4,145	71	17	-	18	4,251

(ii) Investment in debt securities
Investment in debt securities are in mutual funds.

The Company limits its exposure to credit risk by generally investing in liquid securities and only with counterparties that have a good credit rating. The Company does not expect any losses from non-performance by these counter-parties, and does not have any significant concentration of exposures to specific industry sectors or specific country risks.

(iii) Investments in Equity Instruments (Quoted/ Unquoted)
Investment in Equity Instruments are Unquoted Equity Instruments of Subsidiaries, Associates and Joint Ventures as well as Unquoted Equity Shares
The Company does not expect any losses from non-performance by these Counter-Parties

Other than trade and other receivables, the Company has no other financial assets that are past due but not impaired

(iv) Cash and cash equivalents

The Company held Cash and Cash Equivalents of ₹ 27 Million as at March 31, 2023 (₹ 95 Million as at March 31, 2022) . The Cash and Cash Equivalents comprises of Cash on Hand, Term Deposits having original maturity less than 3 months and Banks Balances.

The Cash and Cash Equivalents representing term deposits less than original maturity of less than 3 months and the Bank Balances are held with banks. The cash and cash equivalents are held with banks having good credit ratings and good market standing.

The Company does not expect any losses from non-performance by these counter-parties.

(v) Bank Balances other than Cash and Cash Equivalents

The Company holds Bank Balances Other than Cash and Cash Equivalents of ₹ 172 Million as at March 31, 2023 (₹121 Million as at March 31, 2022)These balances represents term deposits having original maturity between 3 -12 months; term deposits with remaining maturity of more than 12 months on the reporting date and Balances with banks to the extent held as margin money against Bank Guarantees and Letter of Credit for the period having original maturity between 3 - 12 months as well as remaining maturity more than 12 months on the reporting date.
The Cash and Cash equivalents are held with banks having good credit ratings and good market standing .

(vi) Other Financial Assets

These assets represents balances receivables in nature of Insurance Claim , Interest accrued on Term/ Fixed Deposits
The Company does not expect any losses from non-performance by these counter-parties.

(vii) Derivatives

The derivative contracts are entered into with scheduled banks which have good credit ratings. Further exposures to counter-parties are closely monitored and kept within the approved limits.
The Company does not expect any losses from non-performance by these counter-parties.

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B. Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The responsibility for liquidity risk management rests with the Board of Directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-term, medium-term and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

The Company has obtained fund and non-fund based working capital facilities from various domestic as well as foreign banks.

The following are the remaining contractual maturities of Derivative financial liabilities & Non - Derivative Liabilities at the reporting date. The amounts are gross and undiscounted and include estimated interest payments as and where applicable-

Exposure to liquidity risk

(Amt ₹ in Million)

Particulars	**As at March 31, 2023**			**As at March 31, 2022**		
	Carrying Amount	**Contractual cash flows**		**Carrying Amount**	**Contractual cash flows**	
		Upto 1 year	**> 1 year**		**Upto 1 year**	**> 1 year**
(A) Non Derivative Financial Liabilities						
(a) Non-Current Borrowings	533	-	533	712	-	712
(b) Current Borrowings	5,423	5,423	-	2,652	2,652	-
(c) Trade Payables	1,270	1,270	-	1,187	1,187	-
(d) Others	-	-	-	-	-	-
(A)	**7,226**	**6,693**	**533**	**4,551**	**3,839**	**712**
(B) Derivative Financial Liabilities						
(a) MTM Value of Derivatives Contracts - Designated as Fair Value Hedges	-	-	-	-	-	-
(b) MTM Value of Derivatives Contracts - Designated as Cash Flow Hedges	0	0		0	0	
(B)	-	-	-	-	-	-
Total Financial Liabilities (A) + (B)	**7,226**	**6,693**	**533**	**4,551**	**3,839**	**712**

The following table details the Company's expected maturity for its Non-Derivative financial assets and Derivative Financial Assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

(Amt ₹ in Million)

Particulars	**As at March 31, 2023**			**As at March 31, 2022**		
	Carrying Amount	**Contractual cash flows**		**Carrying Amount**	**Contractual cash flows**	
		Upto 1 year	**> 1 year**		**Upto 1 year**	**> 1 year**
(A) Non Derivative Financial Assets						
(a) Investments	-	-	-	1,522	1,522	-
(b) Trade receivables	6,161	6,161	-	4,251	4,251	-
(c) Cash and cash equivalents	27	27	-	95	95	-
(d) Bank balances other then cash and cash equivalents	90	90	-	72	72	-
(e) Loans	-	-	-	-	-	-
(f) Others Financial Assets	2	2	-	1	1	-
(g) Long Term Borrowings	601	-	601	122	-	122
(i) Others Non Current Financial	82	-	82	48	-	48
(A)	**6,964**	**6,281**	**683**	**6,112**	**5,942**	**170**
(B) Derivative Financial Assets						
(a) Derivatives Instruments	-	-	-	116	116	-
(b) MTM Value of Derivatives Contracts - Designated as Fair Value	-	-	-	10	10	-
(B)	**-**	**-**	**-**	**126**	**126**	**-**
Total Financial Assets	**6,964**	**6,281**	**683**	**6,238**	**6,068**	**170**

Net Gains (Losses) on fair value changes

Particulars	**As at March 31, 2023**	**As at March 31, 2022**
Investments classified at FVTPL	-	1,522
Investments Designated at FVTPL	-	-
Derivatives at FVTPL	-	10
Other Financial Instruments designated at FVTPL	-	-
Reclassification adjustments	-	-
Reliased gainon Debt investments classified as FVOCI	-	-
Others(to be specified)	-	-
Total Net Gain (Losses) on Fair Value Changes	2	4

C. Market Risk

Market Risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices such as foreign exchange rates, interest rates and equity prices. Market risk comprises three types of risk: Currency risk, Interest rate risk and price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising returns.

(a) Currency Risk

The Company operates internationally and a major portion of the business is transacted in several currencies and consequently the Company is exposed to foreign exchange risk through its sales in the United States, Middle East, Singapore, Malaysia and elsewhere, and purchases from overseas suppliers in various foreign currencies. The exchange rate between the rupee and foreign currencies may fluctuate substantially in the future. Consequently, the results of the Company's operations are affected favorably/adversely as the rupee appreciates/ depreciates against these currencies. The Company evaluates exchange rate exposure arising from these transactions and enters into foreign exchange Derivative Contracts to mitigate the risk of changes in exchange rates on foreign currency exposures. The Company follows established risk management policies, to hedge forecasted cash flows denominated in foreign currency. The Company has designated certain derivative instruments as cash flow hedges to mitigate the foreign exchange exposure of forecasted highly probable cash flows.

Hedge Accounting

Currency risk-Transactions in foreign currency

At the inception of a hedge relationship, the Company formally designates and documents the hedge relationship to which the Company wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge. The documentation includes the Company's risk management objective and strategy for undertaking hedge, the hedging/ economic relationship, the hedged item or transaction, the nature of the risk being hedged, hedge ratio and how the entity will assess the effectiveness of changes in the hedging instrument's fair value in offsetting the exposure to changes in the hedged item's fair value or cash flows attributable to the hedged risk. Such hedges are expected to be highly effective in achieving offsetting changes in fair value or cash flows and are assessed on an ongoing basis to determine that they actually have been highly effective throughout the financial reporting periods for which they were designated. Subsequent to initial recognition, derivative financial instruments are measured as described below:

Cash flow hedges:

Changes in the fair value of the derivative hedging instrument designated as a cash flow hedge are recognized in other comprehensive income and held in cash flow hedging reserve, net of taxes, a component of equity, to the extent that the hedge is effective. To the extent that the hedge is ineffective, changes in fair value are recognized in the statement of profit or loss and reported within foreign exchange gains/(losses), within results from operating activities. If the hedging instrument no longer meets the criteria for hedge accounting, then hedge accounting is discontinued prospectively. If the hedging instrument expires or is sold, terminated or exercised, the cumulative gain or loss on the hedging instrument recognized in cash flow hedging reserve till the period the hedge was effective remains in cash flow hedging reserve until the forecasted transaction occurs. The cumulative gain or loss previously recognized in the cash flow hedging reserve is transferred to the statement of income upon the occurrence of the related forecasted transaction. If the forecasted transaction is no longer expected to occur, such cumulative balance is immediately recognised in the statement of Profit

Interest Rate Risk

The company does not have any interest rate risk w.r.t. Hedge for Transactions in Foreign Currency

Disclosures of Effects of Hedge Accounting

A. Fair Value Hedge

(i) Hedging Instrument **(Amt ₹ in Million)**

Type of Hedge & Risk	Carrying Amount		Changes in FV	Line item in Balance Sheet
	Assets	Liabilities		
(a) Foreign Currency Risk				
Forward Contracts	-	-	-	Other Financial Assets
Forward Contracts(Loans)	-	-	-	Other Financial Assets
Option Contracts	-	-	-	Other Financial Assets
Interest Rate Swap	-	6	6	Other Financial Assets
(b) Other Risk (if any)	-	-	-	-

(ii) Hedging Item

Type of Hedge & Risk	Carrying Amount		Changes in FV Asset / (Liability)	Line item in Balance Sheet
	Assets	Liabilities		
(a) Foreign Currency Risk				
Long term loans(ECB & FCNR)	-	2,794	-6	Borrowings
Trade Receivables	-	-	-	Trade Receivables
Trade Payables	-	-	-	Trade Payables
(b) Other Risk (if any)	-	-	-	-

B. Cash Flow Hedge

(i) Hedging Instrument

Type of Hedge & Risk	Carrying Amount		Changes in FV Asset / (Liability)	Line item in Balance Sheet
	Assets	Liabilities		
(a) Foreign Currency Risk				
Forward Contracts	-	10	-10	Other Current Liabilities
Option Contracts	-	13	-13	Other Current Liabilities
(b) Other Risk (if any)	-	-	-	-

(ii) Hedging Item

Type of Hedge & Risk	Hedging Reserve	Changes in FV	Line item in Balance Sheet
(a) Foreign Currency Risk			
Highly Probable Exports	3,229	-23	Other Comprehensive Income-Other Equities
(b) Other Risk (if any)	-	-	-

DORF KETAL CHEMCICALS INDIA PRIVATE LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023
(Amt ₹ in Million)

Particulars of unhedged foreign currency exposure as at the respective reporting dates -

The carrying amounts of the Company's foreign currency dominated monetary assets and monetary liabilities at the end of the reporting period are as follows:

(Amt ₹ in Million)

Particulars	**As at March 31, 2023**	
	Amount in FC *	Amount in INR
(a) Trade Payables		
USD	2.39	196.16
AED	0.44	9.83
EUR	0.10	8.84
	-	-
(b) Foreign currency Loan Taken	-	-
USD	0.67	54.78
	-	-
(c) Export Trade Receivables	-	-
USD	50.32	4,134.89
EUR	11.80	1,055.32
MYR	7.58	141.23
CNY	7.57	90.41
KWD	0.55	147.45

Particulars	**As at March 31, 2022**	
	Amount in FC *	Amount in INR
(a) Trade Payables		
USD	5.80	439.60
EUR	0.15	12.49
CNY	0.07	0.85
	-	-
(b) Foreign currency Loan Taken	-	-
USD	3.33	252.64
	-	-
(c) Export Trade Receivables	-	-
EUR	6.67	561.59
USD	19.64	1,488.36
CNY	8.87	105.84
KWD	0.11	26.67
MYR	9.46	170.58

* FC - Foreign Currency

DORF KETAL CHEMCICALS INDIA PRIVATE LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023
(Amt ₹ in Million)

43 Employee benefits

(i) <u>Defined Contribution Plan</u>

The Company makes contributions towards Provident Fund, Employees' State Insurance Corporation & Labour Walfare Fund to defined contribution retirement benefit plan for qualifying employees. The contributions are made to Government administered Employees Provident Fund.

The Company recognised Rs.39 Million for the year (PY Rs.30 Million) for Provident Fund, ESIC & Labour Fund contributions included in Employee Benefits Expenses in the Statement of Profit and Loss.

(ii) <u>Defined Benefit Plan</u>

The Company makes annual contributions to Gratuity Fund which is administered by the Trustees of the fund, the board of trustees decide about the further investment of the corpus available to be invested. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measure each unit separately to build up the final obligation.

The Company also has a benefit plan with respect to Accumulating Leave Absences (Privilege Leave). The obligation for Leave Encashment is recognised in the same manner as Gratuity. The company has also provided long term compensated absences which are unfunded.

The following table sets out the status of the gratuity plan and the amounts recognised in the Company's financial statements as at respective dates

A. Change in present value of the defined benefit obligation are as follows: **(Amt ₹ in Million)**

Particulars	For the year Ended March 31, 2023	For the year Ended March 31, 2022
1) Opening present value of Defined Benefit obligation	92	78
2) Current Service Cost	10	8
3) Past Service Cost	9	-
4) Interest Cost	7	5
5) Benefits paid	- 9	- 7
6) Actuarial (Gain) / Loss on obligation - Change in Financial Assumptions	5	- 3
7) Actuarial (Gain) / Loss on obligation - Due to Experience	8	10
8) Actuarial (Gains)/Losses on Obligations - Due to Change in Demographic Assumptions	5	- 0
9) Closing present value of obligation	126	92

B. Changes in Fair value of Plan Assets during the year ended;

(Amt ₹ in Million)

Particulars	For the year Ended March 31, 2023	For the year Ended March 31, 2022
1) Fair value of plan assets as at Beginning of Period	76	76
2) Expected return on plan assets	-1	-1
3) Contributions made	16	2
4) Benefits paid	-9	-7
5) Interest income	6	5
6) Actuarial gain / (Loss) on plan assets	0	0
7) Fair value of plan assets as at End of Period	87	76

C. Expenses recognised during the year:

Particulars	For the year Ended March 31, 2023	For the year Ended March 31, 2022
1) In Income Statement	20	8
2) In Other Comprehensive Income	19	7
Total Expenses recognised during the year	**39**	**16**

D. Net employee Benefits Expenses Recognized in the Employee Cost

Particulars	For the year Ended March 31, 2023	For the year Ended March 31, 2022
1) Current Service Cost	10	8
2) Past Service Cost	9	-
3) Interest Cost on benefit obligation	1	0
Net Expenses recognised during the year	**20**	**8**

E. Amount Recognised in Other Comprehensive Income

Particulars	For the year Ended March 31, 2023	For the year Ended March 31, 2022
1) Actuarial changes arising from changes in demographic assumptions		
2) Actuarial changes arising from changes in financial assumptions	5	(3)
3) Actuarial changes arising from changes in experience variance	8	10
3) Actuarial changes arising from changes in Change in Demographic Assumptio	5	(0)
4) Return on plan assets, excluding amount recognized in net interest expense	1	1
Total Expenses recognised during the year	**19**	**7**

F. Net Assets / (Liability) as at Balance Sheet Date

(Amt ₹ in Million)

Particulars	As at March 31, 2023	As at March 31, 2022
1) Closing Present value of the defined benefit obligation	(126)	(92)
2) Closing Fair value of plan Assets	87	76
Net Assets / (Liability) recognized in the Balance Sheet	**(39)**	**(16)**

G. Actual return on plan assets for the year ended:

Particulars	For the year Ended March 31, 2023	For the year Ended March 31, 2022
1) Expected return on plan assets	(1)	(1)
2) Actuarial gain / (loss) on plan assets	-	-
Actual return on plan assets	**(1)**	**(1)**

H. The major categories of Plan Assets as a percentage of the Fair Value of Plan Assets are as follows:

Particulars	For the year Ended March 31, 2023	For the year Ended March 31, 2022
Insurance Funds	100%	100%
Others	0%	0%

I. Assumptions

The principal assumptions used in determining gratuity and leave encashment for the Company's plan are shown below :

Particulars	**For the year Ended March 31, 2023**	**For the year Ended March 31, 2022**
1) Discount rate Current Year	7.47%	7.27%
2) Discount rate Previous Year	7.27%	6.87%
3) Salary growth rate (per annum)	6%	5%
4) Attrition Rate	Service < 5 : 10% Service >= 5 : 5%	Service < 5 : 8.6% Service >= 5 : 2%
5) Mortality Rate During Employment	Indian Assured Lives Mortality 2012-14 (Urban)	Indian Assured Lives Mortality 2012-14 (Urban)
6) Mortality Rate After Employment	N.A	N.A

J. Maturity Analysis of the Benefit Payments: From the Fund

Projected Benefits Payable in Future Years From the Date of Reporting

(Amt ₹ in Million)

Particulars	**For the year Ended March 31, 2023**	**For the year Ended March 31, 2022**
1) 1st Following Year	20	9
2) 2nd Following Year	7	4
3) 3rd Following Year	10	7
4) 4th Following Year	10	5
5) 5th Following Year	11	5
6) Sum of Years 6 to 10	64	47
7) Sum of Years 11 & above	112	125

K. Maturity Analysis of the Benefit Payments: From the Employer

Projected Benefits Payable in Future Years From the Date of Reporting

Particulars	**For the year Ended March 31, 2023**	**For the year Ended March 31, 2022**
1) 1st Following Year	-	-
2) 2nd Following Year	-	-
3) 3rd Following Year	-	-
4) 4th Following Year	-	-
5) 5th Following Year	-	-
6) Sum of Years 6 to 10	-	-
7) Sum of Years 11 & above	-	-

Sensitivity Analysis

Quantitative Disclosures

A quantitative sensitivity analysis for significant assumption and quantitive impact on Defined Benefit Obligation as at March 31, 2019 is as shown below:

(Amt ₹ in Million)

Particulars	**For the year Ended March 31, 2023**	**For the year Ended March 31, 2022**
1) Projected Benefit Obligation on basis of Current Assumptions	126	92
2) Delta Effect of +1% change in Rate of Discounting	-8	-7
3) Delta Effect of -1% change in Rate of Discounting	9	8
	0	0
4) Delta Effect of +1% change in Rate of Salary Increase	7	8
5) Delta Effect of -1% change in Rate of Salary Increase	-6	-7
	0	0
6) Delta Effect of +1% change in Rate of Employee Turnover	1	2
7) Delta Effect of -1% change in Rate of Employee Turnover	-1	-2

The Sensitivity Analysis is determined based on reasonable possible changes of respective assumptions occurring at the end of reporting period while holding all other assumptions constant.

The sensitivity analysis presented above may not be representative of actual change in projected benefit obligation as it is unlikely that the change is assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore in presenting the above sensitivity analysis, the present value of projected benefit obligation has been calculated using Projected Unit Credit Method at the end of reporting period, which is the same method as applied in calculating the projected benefit obligation as recognised in the Balance Sheet.

There was no change in methods and assumptions used in preparing the sensitivity analysis from prior years

Qualitative Disclosures

Para 139 (a) Characteristics of defined benefit plan

The Company has a defined benefit gratuity plan in India (funded). The company's defined benefit gratuity plan is a final salary plan for employees, which requires contributions to be made to a separately administered fund.

The fund is managed by a trust which is governed by the Board of Trustees. The Board of Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy.

Para 139 (b) Risks associated with defined benefit plan

Gratuity is a defined benefit plan and company is exposed to the Following Risks:

Interest rate risk: A fall in the discount rate which is linked to the G.Sec. Rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.

Salary Risk: The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.

Investment Risk: The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. If the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.

Asset Liability Matching Risk: The plan faces the ALM risk as to the matching cash flow. Since the plan is invested in lines of Rule 101 of Income Tax Rules, 1962, this generally reduces ALM risk.

Mortality risk: Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

Concentration Risk: Plan is having a concentration risk as all the assets are invested with the insurance company and a default will wipe out all the assets. Although probability of this is very less as insurance companies have to follow regulatory guidelines.

Para 139 (c) Characteristics of defined benefit plans

During the year, the company has changed the benefit scheme in line with Payment of Gratuity Act, 1972 by increasing monetary ceiling from 10 lakhs to 20 lakhs. Change in liability (if any) due to this scheme change is recognised as past service cost

Para 147 (a)

A separate trust fund is created to manage the Gratuity plan and the contributions towards the trust fund is done as guided by rule 103 of Income Tax Rules, 1962.

44 Related party disclosures

(i) Name of Related Party and the nature of Relationship

(a) Subsidiary Companies

Dorf Ketal Chemicals LLC
Dorf Ketal Brasil LTDA
Dorf Ketal B.V
Dorf Ketal Chemicals UK Private Limited
Dorf Ketal Chemicals Pte Ltd.
Dorf Ketal Chemicals FZE
Khyati Chemicals Pvt. Ltd.

(b) Step Down Subsidiaries

Dorf Ketal Chemicals Ltd.,Canada
Dorf Ketal Energy Services LLC.,Canada
Dorf Ketal Energy Services LLC., USA
Dorf Ketal Chemicals(Malaysia) SDN BHD, Malaysia
Dorf Ketal Chemicals (Shanghai) Ltd., China
Flow Chem Technology LLC, USA
Fluid USA Inc., USA
Khyati Chemicals Pvt Ltd.,Singapore
Khyati Specialty Chemicals India Pvt Ltd

(c) Joint Venture

Dorf Ketal Tribonds International Company LLC

(d) Subsidiary/Joint Venture/Associate/ of Subsidiary/Step Down Subsidiary

Fluid Energy Ltd., Canada
Dorf Ketal Malaysia Specialty Chemicals SDN BHD, Malaysia
Biopsin Pte Ltd., Singapore

(e) Associate Company

Aritar Private Limited
Trentar Private Limited

(f) Key Managerial Personnel (KMP)

Mr. Sudhir V. Menon	Chairman & Managing Director
Mr. Subodh V. Menon	Executive Director
Mr. Mahesh Subramaniyam	Executive Director
Mr. Perumangode Ramaswamy	Executive Director
Mr. Pramod Menon	Executive Director
Mr. Yogesh Ranade	Executive Director
Mrs. Padmaja Menon	Non Executive Director
Mr. Vijayaraghava Aniparambil Menon	Non Executive Director
Mr. Vijaykumar Malpani	Chief Financial Officer
Mr. Rajdeep Shahane	Company Secretary

(g) Enterprises over which Key Managerial Personnel are able to exercise significant influence.

Yaap Digital Pvt Ltd
Yaap Digital FZE
FFC Information Solution Pvt Ltd
Brand Planet Consultants India Pvt Ltd
Intnt Asia Pacific Pte Ltd
Oplifi Digital Pvt Ltd
Lajawaab Foods Pvt.Ltd
Fobeoz India Private Limited.
GarudaUAV Soft Solutions Pvt. Ltd.
TM Aerospace Pvt. Ltd.
Atir Properties Pvt Ltd.
Rfly Innovations Private Ltd
Yaap Digital FZ LLC
Crayon Global FZ LLC

(h) Employment benefit plan

Dorf Ketal Chemicals India Employee's Gratuity Fund.
Yaap Employees Welfare Trust

DORF KETAL CHEMCICALS INDIA PRIVATE LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023
(Amt ₹ in Million)

(ii) Transactions with Related Parties **(Amt ₹ in Million)**

Particulars	As at March 31, 2023	As at March 31, 2022
(a) Subsidiary Companies		
Sale of Goods	10,911	8,989
Sale of Fixed Assets	-	-
Purchase of Goods	1,627	34
Purchase of Fixed Assets	2	-
Purchase License	1	-
Sale of License	4	
Management Sharing Fees received	-	-
Dividend	94	430
Interest income	4	-
Interest Expense	30	-
Re-imbursement of Expenses	12	26
Recovery of Expenses	7	30
Royalty Paid	-	1
Discount allowed	40	-
Unsecured Loans Given / Repaid (Net)	298	-
Corporate Guarantee Commission Received	6	6
Investments	2,481	-
(b) Associate		
Sale of Goods	125	-
Interest income	8	1
Re-imbursement of Expenses*	1	0
Unsecured Loans Received / Repaid (Net)	55	-
Unsecured Loans Given / Repaid (Net)	276	-
Rent Received*	0	0
Investments	-	7
(c) Key Managerial Personnel (KMP)		
Remuneration	1,758	1,292
Professional Fees	1	1
Rent Paid	14	14
(d) Enterprises over which Key Managerial Personnel are able to exercise significant influence.		
Sale of Fixed Assets	-	1
Purchase of Fixed Assets	-	1
Management Sharing Fees received	-	12
Rent Received*	0	0
Recovery of Expenses*	0	1
Business Promotion Expense/ Staff Welfare	5	6
Advertisement Charges	-	1
Software expense*	0	-
Guest house expense	1	-
Security Deposit Given	1	-

Transactions carried out with related parties referred in (i) above, in ordinary course of business

(iii) Balance Outstanding of Related Parties **(Amt ₹ in Million)**

Particulars	As at March 31, 2023	As at March 31, 2022
(a) Subsidiary Companies		
Investments	3,725	1,244
Trade Receivables	3,170	3,601
Advances recd	-	1,326
Creditors	446	-
Loans and Advances	247	77
(b) Associate		
Investments	9	9
Unsecured Loans Given / Repaid (Net)	248	69
Trade Receivables	40	-
Creditors	1	-
(c)Enterprises over which Key Managerial Personnel are able to exercise significant influence.	-	-
Receivables	3	4
Advance to Sundry Creditors	11	11
Loans & Advances	4	4
Creditors *	2	0
Other Receivables	1	-

* Represent Value less than ₹ 0.5 Million

DORF KETAL CHEMCICALS INDIA PRIVATE LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023
(All Amounts in INR)

45 Tax Expense

(a) Amounts recognised in profit and loss **(Amt ₹ in Million)**

Particulars	**For the year ended March 31, 2023**	**For the year ended March 31, 2022**
Current tax expense (A)		
Current year (incl adjustment of MAT Credit if any)	830	331
Short/(Excess) provision of earlier years	-	0
Deferred tax expense (B)		
Origination and reversal of temporary differences	23	5
Tax expense recognised in the income statement (A+B)	**853**	**336**

(b) Amounts recognised in other comprehensive income

Particulars	**For the year ended March 31, 2023**			**For the year ended March 31, 2022**		
	Before tax	**Tax (expense) benefit**	**Net of tax**	**Before tax**	**Tax (expense) benefit**	**Net of tax**
Items that will not be reclassified to profit or loss						
Remeasurements of the defined benefit plans	19	(7)	13	7	(3)	5
Cash Flow Hedge Derivatives	138	(79)	59	(81)	28	(52)
	157	**(86)**	**72**	**(73)**	**26**	**(48)**

(c) Reconciliation of effective tax rate

Particulars	**For the year ended March 31, 2023**		**For the year ended March 31, 2022**	
	%	**Amounts**	**%**	**Amounts**
Profit before tax		**2,658**		**1,342**
Tax using the Company's domestic tax rate	34.94	929	34.94	469
Tax effect of:				
Exempted Income	-1.23	-33	-4.13	-110
Income Taxable at Special Rates	0.00	-	-0.76	-20
Deduction u/s 10AA	-2.46	-65	-3.05	-81
Allowances Allowed under IT Act	0.86	23	2.93	78
Effective income tax rate	**32.11**	**853**	**29.93**	**336**

DORF KETAL CHEMCICALS INDIA PRIVATE LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023
(Amt ₹ in Million)

46 Ind AS 115 Disclosure

1. Reconciliation between revenue with customers and contracted price:

Particulars	Year ended 31 March 2023	Year ended 31 March 2022
Revenue as per contracted price	23,619	17,439
Less: Adjustments	-	-
Sales return	276	217
Discounts/ Rebates	-	-
Revenue from contracts with Customers	23,343	17,222

2. Sales by performance obligations

Particulars	Year ended 31 March 2023	Year ended 31 March 2022
Upon Shipment	23,343	17,222
Upon Delivery	-	-
Total	**23,343**	**17,222**

3. Contract balances

The following table provides information about receivables from contracts with customers:

Particulars	Year ended 31 March 2023	Year ended 31 March 2022
Trade receivables	6,163	4,253
Allowance as per Expected credit loss model	2	1
Total	**6,161**	**4,251**

DORF KETAL CHEMCICALS INDIA PRIVATE LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023
(Amt ₹ in Million)

47 Contingent liabilities and commitments

Particulars	As at March 31, 2023	As at March 31, 2022
(I) Contingent liabilities		
(a) In respect of Income Tax matters	22	22
(c) Guarantees excluding financial guarantees; and		
-In respect of Bank Guarantees	1,904	991
-In respect of Letter of Credit	201	504
-In respect of Corporate Guarantee issued In favour Subsidiaries, Sub Subsidiaries and Associates	10,936	2976
Total	**13,063**	**4,493**

Note: The company has been advised that the demand is likely to be either deleted or substantially reduced and accordingly no provision is considered necessary.

48 Segment Information:
Business Segment:
The Company has only one identifiable Business Segment i.e. Chemicals.

Geographic Segment:
The analysis of geographical segment is based on the geographical location of the customers.

Particulars	As at March 31, 2023	As at March 31, 2022
Revenue from Domestic Market	9470	5404
Revenue from Overseas Market	13873	11818
Total	**23,343**	**17,222**

Note - The Company has common assets for producing goods for Domestic markets and Overseas Markets. Hence, separate figures for assets and liabilities as per geographical segment can not be furnished cannot be furnished.

49 Corporate Social Responsibility(CSR):
(a) CSR amount required to be spent by the companies is as per section 135 of the companies act 2013 read with schedule VII
(b) CSR Expenditure during the year:

Particulars	FY 2022-23	FY 2021-22
Education	12	5
Arts & Culture	2	2
Health	0	1
Skill Development	-	0
Sports Development	0	0
Covid-19	-	8
Nature	5	-
Water harvesting	6	-
Total	**27**	**16**

50 Fixed assets includes Research and Development (R&D) assets Gross Block as under:-

Particulars	Building – Factory	Plant & Machinery	Furniture & Fixtures
As on 31st March, 2022	9	156	9
Additions	-	3	-
As on 31st March, 2023	9	159	9

DORF KETAL CHEMCICALS INDIA PRIVATE LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023
(Amt ₹ in Million)

51 Micro, Small and medium enterprises

To the extent, the Corporation has received intimation from the "suppliers" regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006, the details are provided as under:

Particulars	FY 2022-23	FY 2021-22
Amount Due and Payable at the year end		
- Principal	25	8
- Interest on above Principal	-	-
Payment made during the year after the due date		
- Principal	-	-
- Interest on above Principal	-	-
Interest due and payable for Principal already paid	-	-
Total Interest accrued and remained unpaid at year end	-	-

* (i) There were no dues outstanding to MSME as on March 31, 2023 exceeding 45 days and hence Company is not liable to pay any interest on the outstanding figures.

Ageing for trade payable – current outstanding as at March 31, 2023 (Amt ₹ in Million)

Particular	Outstanding for the following periods from due date of payment				
	upto 1 Year	1-2 Year	2-3 Years	More than 3 Years	Total
(i) MSME	25	-	-	-	25
(ii) Others	1,245	-	-	-	1,245
(iii) Disputed dues-MSME	-	-	-	-	-
(iv) Disputed dues-others	-	-	-	-	-
	1,270	**-**	**-**	**-**	**1,270**

Ageing for trade payable – current outstanding as at March 31, 2022 (Amt ₹ in Million)

Particular	Outstanding for the following periods from due date of payment				
	upto 1 Year	1-2 Year	2-3 Years	More than 3 Years	Total
(i) MSME	8	-	-	-	8
(ii) Others	1,054	110	-	14	1,178
(iii) Disputed dues-MSME	-	-	-	-	-
(iv) Disputed dues-others	-	-	-	-	-
	-	-	-	-	
	1,062	**110**	**-**	**14**	**1,187**

52 Borrowings secured against current assets

Quarter	Name of Bank	Particulars of Securities Provided	Amount as per books of accounts	Amounts reported in the quarterly return/statements	Amount of Difference
Jun-22	Citi Bank	Inventory and Trade Receivables	7,274	7,274	0.00
Sep-22	Citi Bank	Inventory and Trade Receivables	7,990	7,990	0.00
Dec-22	Citi Bank	Inventory and Trade Receivables	8,965	8,965	0.00
Mar-23	Citi Bank	Inventory and Trade Receivables	8,390	8,390	0.00
Jun-22	J P Morgan	Inventory and Trade Receivables	7,274	7,274	0.00
Sep-22	J P Morgan	Inventory and Trade Receivables	7,990	7,990	0.00
Dec-22	J P Morgan	Inventory and Trade Receivables	8,965	8,965	0.00
Mar-23	J P Morgan	Inventory and Trade Receivables	8,390	8,390	0.00
Jun-22	HSBC Bank	Inventory and Trade Receivables	7,274	7,274	0.00
Sep-22	HSBC Bank	Inventory and Trade Receivables	7,990	7,990	0.00
Dec-22	HSBC Bank	Inventory and Trade Receivables	8,965	8,965	0.00
Mar-23	HSBC Bank	Inventory and Trade Receivables	8,390	8,390	0.00
Jun-22	ICICI Bank	Inventory and Trade Receivables	7,274	7,274	0.00
Sep-22	ICICI Bank	Inventory and Trade Receivables	7,990	7,990	0.00
Dec-22	ICICI Bank	Inventory and Trade Receivables	8,965	8,965	0.00
Mar-23	ICICI Bank	Inventory and Trade Receivables	8,390	8,390	0.00
Jun-22	Kotak Bank	Inventory and Trade Receivables	7,274	7,274	0.00
Sep-22	Kotak Bank	Inventory and Trade Receivables	7,990	7,990	0.00
Dec-22	Kotak Bank	Inventory and Trade Receivables	8,965	8,965	0.00
Mar-23	Kotak Bank	Inventory and Trade Receivables	8,390	8,390	0.00
Jun-22	DBS Bank	Inventory and Trade Receivables	7,274	7,274	0.00
Sep-22	DBS Bank	Inventory and Trade Receivables	7,990	7,990	0.00
Dec-22	DBS Bank	Inventory and Trade Receivables	8,965	8,965	0.00
Mar-23	DBS Bank	Inventory and Trade Receivables	8,390	8,390	0.00
Jun-22	HDFC Bank	Inventory and Trade Receivables	7,274	7,274	0.00
Sep-22	HDFC Bank	Inventory and Trade Receivables	7,990	7,990	0.00
Dec-22	HDFC Bank	Inventory and Trade Receivables	8,965	8,965	0.00
Mar-23	HDFC Bank	Inventory and Trade Receivables	8,390	8,390	0.00

53 Ratio Analysis

Ratio	Numerator	Denominator	Current year	Previous year	% Variance	Reasons for Variation
Current ratio (in times)	Total current assets	Total current liabilities	1.50	2.18	-0.31	Mutual Funds investments in the previous year have been liquidated in the current year resulting in lower current assets.
Debt-Equity ratio (in times)	Debt consists of borrowings and lease liabilities.	Total equity	0.48	0.31	0.52	The growth in sales has pushed the working capital requirements in the current year which has resulted in higher utilisation of working capital facilities.
Debt service coverage ratio (in times)	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses + Interest + Other non-cash adjustments	Debt service = Interest and lease payments + Principal repayments	3.32	3.95	-0.16	-
Return on equity ratio (in %)	Profit for the year less Preference dividend (if any)	Average total equity	15.46%	9.79%	0.58	The growth in top line has boosted the profits in the current year.
Trade receivables turnover ratio (in times)	Revenue from operations	Average trade receivables	4.48	4.40	0.02	-
Trade payables turnover ratio	Cost of materials consumed + Other expenses	Average trade payables	11.58	10.53	0.10	-
Net capital turnover ratio (in times)	Revenue from operations	Average working capital (i.e. Total current assets less Total current liabilities)	5.00	3.62	0.38	Better use of working capital with increase in Sales.
Net profit ratio (in %)	Profit for the year	Revenue from operations	7.73%	5.84%	0.32	Sales have increased by 35% and year on year profits have increased by 79%.
Return on capital employed (in %)	Profit before tax and finance costs	Capital employed = Net worth + Lease liabilities + Deferred tax liabilities	23.32%	13.14%	0.77	Higher profits have resulted in higher return on capital employed.
Return on investment (in %)	Income generated from invested funds	Average invested funds in treasury investments	0.28%	1.64%	-0.83	The reduction in treasury investments has resulted in lower income from treasury investments and so the ratio has declined.

54 Previous Year's figures have been regrouped/reclassified, wherever necessary, to conform to the Current year's presentation and classification.

55 Approval of Financial Statements

The above financial statements are approved by Board of Directors on **June 15, 2023.**

For NGPC & CO.
Chartered Accountants
Firm Registration No: 145474W

Navnit S Gajja

NGPC & CO 104, Argentum, Opp. Patkar College, S. V. Road, Goregaon (W), Mumbai-104. CHARTERED ACCOUNTANTS

Navnit S Gajja
Partner
Membership No:112458
Mumbai
Date: June 26, 2023
UDIN: 23112458BGYPSE9557

For and on behalf of the Board of Directors

Sudhir Menon
Chairman and Managing Director
DIN:00972842

DORF KETAL CHEMICALS INDIA PRIVATE LIMITED

Subodh Menon
Director
DIN:00972842

Vijaykumar Malpani
Chief Financial Officer

Rajdeep Shahane
Company Secretary

Date: June 26, 2023

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INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF DORF-KETAL CHEMICALS INDIA PVT LTD.

Report on the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated Financial Statements of **DORF-KETAL CHEMICALS INDIA PVT LTD**. (hereinafter referred to as "the Holding Company") and its subsidiaries, its associates and jointly controlled entities, (collectively referred to as "the Group"), comprising of the Consolidated Balance Sheet as at 31st March, 2023, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement for the year ended and the Statement of Changes in Equity for the year then ended, and notes to the Consolidated Financial Statements including a summary of the significant accounting policies (hereinafter referred to as "the Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the subsidiaries, associates and joint ventures, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group, its associates and joint ventures as at March 31, 2023, their consolidated profit including other comprehensive income, their consolidated cash flows and the consolidated statement of changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the group in accordance with the Code of Ethics issued by ICAI, and we have fulfilled our other ethical responsibilities in accordance with the provisions of Companies Act, 2013. We believe that the audit evidence obtained by us along with the is sufficient and appropriate to provide a basis for our opinion.

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Information Other than Financial Statements and Auditors' Report Thereon

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the Consolidated Financial Statements and our Auditors' Report thereon.

Our opinion on the Consolidated Financial Statements does not cover the 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 and, in doing so, consider whether such other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained in the audit otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these Consolidated Financial Statements in terms of the requirements of the Companies Act, 2013 that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated cash flows and changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Companies Act, 2013. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of assets of the Group 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which has been used for the purpose of preparation of the Consolidated Financial Statements by the Directors of the Holding Company, as aforesaid.

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In preparing the Consolidated Financial Statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group and of its associates and jointly controlled entities to continue as a Going Concern, disclosing, as applicable, matters related to Going Concern and using Going Concern basis of accounting unless management either intends to liquidate the Group 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 the Group and of its associates and jointly controlled entities.

Auditor’s Responsibility 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 SA’s 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 Companies Act, 2013, 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.

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- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associates and jointly controlled entities to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

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

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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 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.

Other Matters

(a) We did not audit the financial statements/information of seven subsidiaries [i.e. Dorf Ketal Chemicals Pte. Ltd., Dorf Ketal Chemicals (Shanghai) Ltd., Dorf Ketal Chemicals FZE, Dorf Ketal Chemicals (Malaysia) SDN. BHD., Dorf Ketal Brasil Ltda. and Dorf Ketal Chemicals LLC and Khyati Chemicals Private Limited], whose financial statements/information reflect total assets of Rs. 27,38,53,37,394/- and total liabilities of Rs. 17,46,36,65,035/- as at March 31, 2023 and total revenue of Rs. 28,09,51,93,935/- for the year ended on that date, as considered in the Consolidated Financial Statements, which also include their step down jointly controlled companies. This financial statements/ information have been audited by other auditors whose reports have been furnished to us by the Management, and our opinion on the consolidated Financial Statements in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and their step down jointly controlled companies, is based solely on the reports of the other auditors.

(b) We did not audit the financial statements/information of two subsidiaries [i.e. Dorf Ketal B.V. and Dorf Ketal Chemicals UK Private Limited], whose financial statements/information reflect total assets of Rs. 1,14,67,72,971/- and total liabilities of Rs. 1,01,33,11,434/- as at March 31, 2023 and total revenue of Rs. 1,56,56,48,333/- for the year ended on that date, as considered in the Consolidated Financial Statements, which also include their step down jointly controlled companies. This financial statements/information have not been audited by us. This financial statements/information are unaudited and have been furnished to us by the Management, and our opinion on the Consolidated Financial Statements in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and jointly controlled companies and our report in terms of sub-section (3) of Section 143 of the Act in so far as it relates to the aforesaid subsidiaries and jointly controlled companies, is based solely on such unaudited financial statements/information.

Our opinion on the Consolidated Financial Statements and our report on other legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements/ financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of the subsidiary companies, associate companies and joint ventures, incorporated in India, as noted in the 'Other Matter' paragraph we give in the "Annexure 1" a statement on the matters specified in paragraph 3(xxi) of the Order.
2. As required by Section 143 (3) of the Act, 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 accounts as required by law relating to preparation of aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

(c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of accounts maintained by the Holding Company, its subsidiaries included in the Group and jointly controlled companies incorporated in India including relevant records relating to the preparation of the consolidated financial statements.

(d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act.

(e) On the basis of the written representations received from the directors of the Holding Company as on 31st 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 and jointly controlled companies incorporated in India, none of the directors of the Group Companies

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and jointly controlled companies incorporated in India are disqualified as on March 31, 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 with reference to financial statements of the Holding Company, its subsidiary companies and jointly controlled companies incorporated in India and the operating effectiveness of such controls, refer to our separate Report in Annexure A.

(g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

(i) The pending litigations of the Company would not have any adverse impact on the Financial Position of the Company;

(ii) The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any on long-term contracts including derivative contracts;

(iii) The Company is not required to transfer any funds to investor education and protection fund.

(iv) a) The respective managements of the Holding Company and its subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries respectively that, to the best of its knowledge and belief, other than those disclosed in the notes to accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such subsidiaries to or in any other person(s) or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the respective Holding Company or any of such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The respective managements of the Holding Company and its subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries respectively that, to the best of its knowledge and belief, other than those disclosed in the notes to accounts, no funds (which are material either individually or in the aggregate) have been received by the respective Holding Company or any of such subsidiaries from any person(s) or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiaries shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the

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Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and those performed by the auditors of the subsidiaries, associate and joint ventures which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us or other auditors to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

(v) The Holding Company, its subsidiaries and associates incorporated in India have not declared any dividend during the year.

(vi) Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable with effect from April 1, 2023 to the Company and it subsidiaries which are incorporated in India, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

Annexure -1

To the Independent Auditors' Report of even date on the Consolidated Financial Statements of Dorf Ketal Chemicals India Pvt Ltd.

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

In terms of the information and explanations sought by us and given by the company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

There are no qualifications or adverse remarks by the respective auditors in the Companies (Auditors Report) Order (CARO) reports of the companies included in the consolidated financial statements. Accordingly, the requirement to report on clause 3(xxi) of the Order is not applicable to the Holding Company.

For and on behalf of
NGPC & Co.
Chartered Accountants
Firm's registration number: 147454W

Navnit S. Gajja

NGPC & CO. 104, Argentum, Opp. Patkar College, S. V. Road, Goregaon (W), Mumbai-104. CHARTERED ACCOUNTANTS

NAVNIT S GAJJA
Partner
M No: 112458
Place: Mumbai
Date: 26-06-2023
UDIN: 23112458BGYPSF1664

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"Annexure A" to the Independent Auditor's Report of even date on the Consolidated Financial Statements of Dorf-Ketal Chemicals India Private Limited.

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

We have audited the internal financial controls over financial reporting of **DORF-KETAL CHEMICALS INDIA PVT LTD**. (hereinafter referred to as "the Company") and its subsidiaries, its associates and jointly controlled entities, (collectively referred to as 'the Group') as of March 31, 2023 in conjunction with our audit of the consolidated Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

104,Argentum,
Opp.patkar College,
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Mob: 9920088503/9920283255
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Navnit S. Gajja
B.Com,F.C.A.

Pushpa U. Chandwani
B.Com,F.C.A.

402,Maker Bhavan No.3
21 New Marine Lines,
Mumbai-400020.
Tel:22038518/22083219

Opinion

In our opinion, the Group has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For and on behalf of
NGPC & Co.
Chartered Accountants
Firm's registration number: 147454W

Navnit S. Gajja

NGPC & CO. 104, Argentum, Opp. Patkar College, S. V. Road, Goregaon (W), Mumbai-104. CHARTERED ACCOUNTANTS

NAVNIT S GAJJA
Partner
M No: 112458
Place: Mumbai
Date: 26-06-2023
UDIN:23112458BGYPSF1664

Dorf Ketal Chemicals (I) Private Limited
Consolidated Balance Sheet As at March 31, 2023

(Amt ₹ in Million)

Particulars	Note	Figures in ₹ As at 31st March, 2023		Figures in ₹ As at 31st March, 2022	
I. ASSETS					
(1) Non-current assets					
(a) Property, Plant and Equipment	2	4,377		3,376	
(b) Right to use asset	2.1	738		456	
(b) Capital work-in-progress	3	1,176		750	
(c) Goodwill	4	540		513	
(d) Other Intangible assets	4	5,390		360	
(e) Financial Assets					
(i) Investments in Subsidiaries , Associates and Joint Venture	5	87		28	
(ii) Other Investments	6	0		0	
(iii) Loans	7	355		122	
(iv) Others	8	84		48	
(g) Income Tax Assets (net)	9	201		591	
(h) Other non-current Assets	10	151		104	
Total Non Current Assets			**13,100**		**6,407**
(2) Current assets					
(a) Inventories	11	10,958		6,134	
(b) Financial Assets		-		-	
(i) Investments	12	691		2,154	
(ii) Trade receivables	13	9,668		6,465	
(iii) Cash and cash equivalents	14	3,479		1,775	
(iv) Bank balances other than cash and cash equivalents	14.1	733		482	
(v) Loans	15	167		153	
(vi) Others	16	16		127	
(d) Other current assets	17	768		755	
Total Current Assets			**26,480**		**18,044**
TOTAL ASSETS			**39,580**		**24,451**
II. EQUITY AND LIABILITIES					
Equity					
(a) Equity Share capital	18	2,468		2,468	
(b) Other Equity	19	17,435		12,505	
Total Equity			**19,902**		**14,973**
Non controlling interest	20		380		235
Liabilities					
(1) Non-current liabilities					
(a) Financial Liabilities					
(i) Borrowings	21	5,315		779	
(b) Deferred tax liabilities (Net)	22	143		268	
(c) Other non-current liabilities	23	56		64	
(d) Provisions	24	80		18	
Total Non Current Liabilities			**5,595**		**1,129**
(2) Current liabilities					
(a) Financial Liabilities					
(i) Borrowings	25	9,010		4,143	
(ii) Trade payables	26			-	
Total outstanding dues of Small enterprises & Micro Enterprises		26		8	
Total outstanding dues of creditors other than micro enterprises and small enterprises		2,532		2,047	
(iii) Others	27	28		-	
(b) Other Current Liabilities	28	1,315		991	
(c) Provisions	29	793		925	
Total Current Liabilities			**13,704**		**8,113**
TOTAL EQUITY AND LIABILITIES			**39,580**		**24,451**

As per our report of even date

For M/s NGPC & CO.
Chartered Accountants
Firm Registration No: 145474W

Navnit S Gajje

Navnit S Gajja
Partner
Membership No:112458
Mumbai
Date: June 26, 2023
UDIN: 23112458BGYPSF1664

NGPC & CO. CHARTERED ACCOUNTANTS 104, Argentum, Opp. Patkar College, S. V. Road, Goregaon (W), Mumbai-104.

For and on behalf of the Board of Directors

Sudhir Menon
Chairman and Managing Director
DIN:02487658

Subodh Menon
Director
DIN:00972842

DORF KETAL CHEMICALS INDIA PRIVATE LIMITED

Vijaykumar Malpani
Chief Financial Officer
Date: June 26, 2023

Rajdeep Shahane
Company Secretary

Dorf Ketal Chemicals (I) Private Limited

Consolidated Profit and Loss Statement for the year ended March 31, 2023

(Amt ₹ in Million)

	Particulars	Note	Figures in ₹ 2022-23	Figures in ₹ 2021-22
I	Revenue from operations (net)	30	39,263	26,780
II	Other income	31	616	532
III	**Total Income (I+II)**		**39,879**	**27,312**
IV	**EXPENSES**			
	Cost of materials consumed	32	20,788	14,781
	Changes in inventories of finished goods, work-in-progress and stock-in-trade [(Increase)/Decrease]	33	-252	105
	Employee benefits expense	34	5,142	3,793
	Finance costs	35	509	223
	Depreciation and amortisation expense	36	915	686
	Other expenses	37	6,324	4,184
	Total Expenses (IV)		**33,426**	**23,772**
V	**Profit/(loss) before exceptional items and tax**		**6,453**	**3,540**
	Exceptional Items	37.1	218	201
VI	**Profit/(loss) before tax**		**6,235**	**3,339**
VII	**Tax Expenses :**			
	Current Tax	38	1,323	801
	Deferred Tax	38	125	(56)
	MAT Credit Entitlement for the year	38	381	147
	MAT Entitlement for Earlier Years	38	-	-
	Other taxes	38	-	0
VIII	**Profit/(loss) for the year (V - VI)**		**4,406**	**2,447**
IX	**Other Comprehensive Income**			
	(i) Items that will not be reclassified to profit or loss			
	- Remeaurement of defined benefit plans Liability/(Asset)		21	7
	- Income tax relating to items that will not be reclassified to statement of profit or loss		-7	-3
	(ii) Items that will be reclassified to Statement of profit or loss		0	-
	- Effective Portion of (Gains)/losses on hedging instruments in cash flow hedges		138	-81
	- Income tax relating to items that will be reclassified to statement of profit or loss		-79	28
X	**Total Comprehensive Income for the period (VII + VIII)**		**4,334**	**2,494**
XI	**Net Profit Attributable To:**			
	a) Owners of the Company		4,262	**2,330**
	b) Non Controlling Interest		144	117
XII	**Other Comprehensive Income Attributable To**			
	a) Owners of the Company		**(73)**	**48**
	b) Non Controlling Interest		**-**	**-**
XIII	**Total Comprehensive Income attributable to:**			
	a) Owners of the Company		**4,189**	**2,378**
	b) Non Controlling Interest		**144**	**117**
XIV	**Basic and Diluted (in Rupees)**		**0**	**0**
	Significant Accounting Policies	**1**		
	Notes forming part of Financial Statements	**2 to 54**		

As per our report of even date

For M/s NGPC & CO.
Chartered Accountants
Firm Registration No: 145474W

Navnit S Gajja

Navnit S Gajja
Partner
Membership No:112458
Mumbai
Date: June 26, 2023
UDIN: 23112458BGYPSF1664

NGPC & CO. CHARTERED ACCOUNTANTS 104, Argentum, Opp. Patkar College, S. V. Road, Goregaon (W), Mumbai-104.

For and on behalf of the Board of Directors

Sudhir Menon
Chairman and Managing Director
DIN:02487658

Subodh Menon
Director
DIN:00972842

DORF-KETAL CHEMICALS INDIA PRIVATE LIMITED

Vijaykumar Malpani
Chief Financial Officer
Date: June 26, 2023

Rajdeep Shahane
Company Secretary

Dorf Ketal Chemicals (I) Private Limited
Consolidated Cash Flow For the Year 31st March 2023

(Amt ₹ in Million)

		Figures in ₹ 2022-23		Figures in ₹ 2021-22	
A	**CASH FLOW FROM OPERATING ACTIVITIES**				
	Net profit before tax		**6,453**		**3,540**
	Adjustments for :				
	Depreciation	915		686	
	Amortisation Expenses of Leasehold Land	3		3	
	Effect of Exchange Rate Change/ Unrealise Exchange Loss	-		-	
	Interest & Finance Charges	509		223	
	Adjustments in Reserves	141		(824)	
	Net gain on fair valuation of Investments through profit and loss	-		-	
	Net gain on Fair valuation of Derivatives through profit and loss	2		(15)	
	Acturial Gains/(Loss) remeasured to OCI	(14)		(5)	
	Expected Credit Loss on Trade Recievable	19		16	
	Non controlling interest	(144)		(117)	
	Interest & Dividend Income	(42)	**1,390**	(9)	**(42)**
	Operating Profit before Working Capital Changes		**7,843**		**3,498**
	Adjustments for:				
	Trade Receivables	(3,222)		(2,250)	
	Inventories	(4,824)		(1,661)	
	Loans	(247)		(24)	
	Other financial assets	75		(97)	
	Other Current asset	(13)		(266)	
	Other Non Current Assets	339		(387)	
	Other Non Current Liabilities	54		5	
	Trade and other payables	503		464	
	Other Current Liabilities	324		507	
	Other Financial Liability & Provisions	(105)	**(7,116)**	(18)	**(3,729)**
	Cash generated from Operations		**726**		**(231)**
	Other Comprehensive Income		**(59)**		**52**
	Income Tax Paid		**(1,448)**		**(745)**
	Deferred Revenue Exp				
	Deferred Tax Adjustments		**(65)**		**649**
	NET CASH FLOW FROM/ (USED IN) OPERATING ACTIVITIES		**(845)**		**(274)**
B.	**CASH FLOW FROM INVESTING ACTIVITIES**				
	Purchase of Property, plant and equipment		**(7,682)**		**(803)**
	Purchase of Fixed/ Term Deposits and Margin Mondf held with Banks		-		-
	Purchase of Investments in Mutual Fund and Equity		**1,463**		**(1,862)**
	Purchase of Non- current Investments		**(60)**		**(27)**
	Non current financial asset				
	Interest Received		**42**		**9**
	Dividend Received		-		-
	NET CASH FLOW FROM/ (USED IN) INVESTING ACTIVITIES		**(6,236)**		**(2,683)**
C.	**CASH FLOW FROM FINANCING ACTIVITIES**				
	Proceeds from Long term borrowings		**4,535**		**230**
	Proceeds from Short Term borrowings		**4,867**		**1,594**
	Proceeds from Equity		**0**		**705**
	Movement in Non controlling interest		**145**		**32**
	Interest & Finance Charges		**(509)**		**(223)**
	Dividend Paid				
	NET CASH FLOW FROM FINANCING ACTIVITIES		**9,038**		**2,339**
D.	**NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A) + (B) + (C)**		**1,956**		**(618)**
	CASH AND CASH EQUIVALENTS, beginning of the year		**2,256**		**2,874**
	Foregin Exchange Translation Impact				
	CASH AND CASH EQUIVALENTS, end of the year		**4,213**		**2,256**

As per our report of even date

For NGPC & CO.
Chartered Accountants
Firm Registration No: 145474W

Navnit S Gajja
Partner
Membership No:112458
Mumbai
Date: June 26, 2023
UDIN: 23112458BGYPSF1664

For and on behalf of the Board of Directors

Sudhir Menon
Chairman and Managing Director
DIN:00972842

Subodh Menon
Director
DIN:00972842

Vijaykumar Malpani
Chief Financial Officer
Date: June 26, 2023

Rajdeep Shahane
Company Secretary

Dorf-Ketal Chemicals India Private Limited
Statement of Changes in Equity for the year ended March 31, 2023
(Amt ₹ in Million)

A Equity share capital — **Figures in ₹**

Particulars	Amount
As at March 31, 2021	**1,763**
Changes in equity share capital	705
As at March 31, 2022	**2,468**
Changes in equity share capital	
As at March 31, 2023	**2,468**

B Other Equity — **Figures in ₹**

Particulars	Other equity													Total equity
	Reserves and Surplus											Other Comprehensive Income		
	Capital Reserve	Securities Premium	Capital Redemption Reserve	Amalgamation Reserve	Statutory Reserve	Foreign Exchange Capital Reserve	Foreign Currency Translation Reserve	General Reserve	Revaluation Reserve	Special Economic Zone Re-investment Reserve	Retained Earnings / Surplus	Other items of other comprehensive income	Effective Portion of Gains/(losses) on hedging instruments in cash flow hedges	
Balance as on March 31, 2021	**226**	**1,156**	**20**	**0**	**3**	**124**	**-26**	**109**	**0**	**0**	**9,006**	**-18**	**4**	**10,603**
Add: Profit for the year/Changes during the year	44	0	0	0	0	35	87	0	0	237	2,330	-5	52	2,780
Adjustment in reserves	0	0	0	0	0	0	0	0	0	0	-878	0	0	(878)
Balance as on March 31, 2022	**269**	**1,156**	**20**	**0**	**3**	**159**	**60**	**109**	**0**	**237**	**10,458**	**-23**	**57**	**12,505**
Add: Profit for the year/Changes during the year	30	0	0	0	0	91	14	0	102	32	4,285	-14	-59	4,482
Adjustment in reserves	0	0	0	0	0	0	0	0	0	0	533	0	0	533
Balance as on March 31, 2023	**299**	**1,156**	**20**	**0**	**3**	**250**	**75**	**109**	**102**	**269**	**15,276**	**-37**	**-2**	**17,520**

As per our report of even date
For NGPC & CO.
Chartered Accountants
Firm Registration No: 145474W

NGPC & CO. 104, Argentum, Opp. Patkar College, S. V. Road, Goregaon (W), Mumbai-104. CHARTERED ACCOUNTANTS

Navnit S Gajja
Partner
Membership No:112458
Mumbai
Date: June 26, 2023
UDIN: 23112458BGYPSF1664

For and on behalf of the Board of Directors

DORF-KETAL CHEMICALS INDIA PRIVATE LIMITED

Sudhir Menon
Chairman and Managing Director
DIN:02487568

Subodh Menon
Director
DIN:00972842

Vijaykumar Malpani
Chief Financial Officer
Date: June 26, 2023

Rajdeep Shahane
Company Secretary

NOTE 1

(A) General information

The Consolidated Financial Statements comprise financial statements of "Dorf Ketal Chemicals Industries Private Limited" ("the Holding Company") and its subsidiaries, Joint Venture and Associates. (collectively referred to as "the Group") for the year ended 31st March, 2023. The registered office of The Group is located at Plot No. 2, Block-F, Sector-12N, Adani Ports and SEZ, Taluka – Mundra, Dist. – Kutch 370 421. Gujarat. India.

The Company was founded in 1992 and manufactures process chemicals and additives for refining petrochemicals, fuels, lubricants and oil stimulation industries. The Company also manufactures speciality chemicals such as organometallic catalysts and adsorbent catalysts.

(B) Basis of preparation

The Consolidated Financial Statements are prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 ("Act") read with Companies (Indian Accounting Standards) Rules, 2015; and the other relevant provisions of the Act and Rules thereunder.

The financial statements have been prepared under the historical cost convention except for the certain Financial Assets / Liabilities at Fair value

The financial statements are presented in Indian Rupees ( ) and all values are rounded to the nearest millions.

(C) Basis of consolidation

(1) The Group assesses control in the following manner:

- power over the investee;
- exposure or rights, to variable returns from its involvement with the investee; and
- ability to use its power over the investee to affect its returns.

The Group consolidates only when control is established considering the above.

The Consolidated Financial Statements are prepared using uniform accounting policies of the Holding Company and adjustments are made to the financial statements of subsidiaries to bring their accounting policies in line with the Group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the Parent, i.e., year ended on 31st March 2023.

The consolidated financial statements have been prepared on the following basis:

i. The financial statements of the Parent and its subsidiaries have been consolidated on a line-by-line basis by adding together like items of assets, liabilities, income and expenses after eliminating intra-group balances, intra-group transactions and resulting unrealised profits or losses in accordance with Ind AS 110 "Consolidated Financial Statements". Further, the carrying amount of the Parent's investments in each subsidiary and the Parent's portion of equity of each subsidiary are eliminated on consolidation.
ii. The consolidated financial statements include the share of profit / loss of an Associate companies and Joint Venture which have been accounted for using equity method as per Ind

AS 28 “Investment in Associates and Joint Ventures”. The investment is initially recognised at cost, and the carrying amount is increased or decreased to recognise the investor’s share of the profit or loss (the loss being restricted to the cost of investment) of the investee after the acquisition date.

iii. Profit or loss and each component of Other Comprehensive Income (the ‘OCI’) are attributed to the equity holders of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance.

iv. The excess of cost to the Group of its investments in the subsidiary companies over its share of equity of the subsidiary companies, at the dates on which the investments in the subsidiary companies were made, is recognised as ‘Goodwill’ being an asset in the consolidated financial statements and is tested for impairment on annual basis. On the other hand, where the share of equity in the subsidiaries, as on the date of investment is in excess of cost of investments of the Group, it is recognised as ‘Capital Reserve’ and shown under the head ‘Reserves & Surplus’, in the consolidated financial statements.

v. Non-Controlling Interest (NCI) is the interest of minority shareholders in the net assets of the consolidated subsidiaries consist of the amount of equity attributable to the minority shareholders at the date on which investments in the subsidiary companies were made and further movements in their share in the equity, subsequent to the dates of investments. Net profit / loss for the year and each component of Other Comprehensive Income of the subsidiaries attributable to minority interest is identified and adjusted against the profit after tax of the Group in order to arrive at the income attributable to shareholders of The Group.

vi. The difference between the cost of investments in the associate and the share of net assets at the time of acquisition of shares in the associate is identified in the consolidated financial statements as Goodwill or Capital Reserve.

vii. Goodwill arising on consolidation is not amortised but tested for impairment.

viii. An Associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies. A Joint Venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

ix. An investment in an Associate or a Joint Venture is accounted for using the equity method from the date on which the investee becomes an Associate or a Joint Venture. Under the equity method, an investment in an Associate or a Joint Venture is initially recognised in the Consolidated Balance Sheet at cost and adjusted thereafter to recognise the Group’s share of the profit or loss and Other Comprehensive Income of the Associate or Joint Venture.

x. Distributions received from an Associate or a Joint Venture reduce the carrying amount of the investment. When the Group’s share of losses of an Associate or a Joint Venture exceeds the Group’s interest in that Associate or Joint Venture the Group discontinues recognising its share of further losses.

(2) Fair Value Measurement

The Group measures certain financial instruments at fair value at each reporting date. Certain accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. 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 in the principal or, in its absence, the most advantageous market to which The Group has access at that date.

While measuring the fair value of an asset or liability, The Group uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation technique as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the assets or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the assets or liability that are not based on observable market data (unobservable inputs).

When quoted price in active market for an instrument is available, The Group measures the fair value of the instrument using that price. A market is regarded as active if transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis.

If there is no quoted price in an active market, then The Group uses a valuation technique that maximises the use of relevant observable inputs and minimises the use of unobservable inputs. The chosen valuation technique incorporates all of the factors that market participants would take into account in pricing a transaction.

The Group regularly reviews significant unobservable inputs and valuation adjustments. If the third party information, such as broker quotes or pricing services, is used to measure fair values, then The Group assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified.

(3) Use of Judgment and Estimates

The preparation of The Group's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenue, expenses, assets, liabilities and the accompanying disclosures along with contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require material adjustments to the carrying amount of assets or liabilities affected in future periods. The Group continually evaluates these estimates and assumptions based on the most recently available information.
In particular, information about significant areas of estimates and judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements are as below:

i. Assessment of Functional Currency
ii. Financial Instruments
iii. Estimates of Useful lives and residual value of Property, Plant & Equipment and Intangible Assets
iv. Valuation of Inventories
v. Measurement of Defined Benefit Obligations & Actuarial Assumptions
vi. Provisions and Contingencies
vii. Impairment of Trade Receivables
viii. Evaluation of Recoverability of Deferred Tax Assets

(D) SIGNIFICANT ACCOUNTING POLICIES

a) Property, Plant and Equipment

i) Recognition and Measurement

Property, Plant and Equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price and directly attributable cost of bringing the asset to its working condition for the intended use.

Subsequent expenditure related to an item of Property, Plant and Equipment is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other expenses on existing Property, Plant and Equipment including day-to-day repair and maintenance expenditure and cost of replacing parts are charged to the statement of profit and loss for the period during which such expenses are incurred.

Gains or losses arising from de-recognition of Property Plant and Equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

ii) Depreciation

Depreciation on Property Plant and Equipment is provided on a pro-rata basis on Straight Line Method (SLM) for all locations except Lote unit which follows Written Down Value Method(WDV) based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.

The useful lives of the various assets under Property, Plant and Equipment range as follows:

- Factory Buildings - 30 years
- Office Buildings- 60 years
- Plant and Machinery - 7 to 20 years
- Furniture and Fixtures - 10 years
- Office Equipment – 5/6 years
- Vehicles – 8 years
- Computers- 3 years

Assets costing less than INR 5,000 are depreciated at 100% in the year of acquisition

b) Intangible Asset

Intangible assets other than Goodwill are carried at cost net of accumulated amortization and accumulated impairment losses, if any. Expenditure on internally generated intangibles, excluding development costs, are not capitalised and is reflected in Statement of Profit and Loss in the period in which the expenditure is incurred. Development costs are capitalised if, and only if, technical and commercial feasibility of the project is demonstrated, future economic benefits are probable, The Group has an intention and ability to complete and use or sell the asset and the costs can be measured reliably.

Goodwill represents the cost of the acquired business in excess of the fair value of identifiable tangible and intangible net assets purchased. Goodwill is not amortized; however, it is tested annually for impairment and carried at cost less accumulated impairment losses, if any. The gains/(losses) on the disposal of an entity include the carrying amount of Goodwill relating to the entity disposed.

Intangible assets such as Goodwill are construed to be perpetual in nature and are not amortised, but are tested for impairment annually. The factors determining perpetuity are reviewed at each period in order to ascertain whether events and circumstances continue to support an indefinite useful life. If not, the change in useful life from indefinite to finite is made on a prospective basis. The impairment losses on intangible assets with indefinite life is recognised in the Statement of Profit and Loss.

Software is amortised over a period of 3/5 years on straight line basis.

c) Capital work-in-progress
Projects under commissioning and other CWIP are carried at cost, comprising direct cost, related incidental expenses and attributable borrowing cost.

Subsequent expenditures relating to property, plant and equipment are capitalised only when it is probable that future economic benefit associated with these will flow to the Group and the cost of the item can be measured reliably

Advances given to acquire property, plant and equipment are recorded as non-current assets and subsequently transferred to CWIP on acquisition of related assets.

d) Impairment of Non-Financial Assets
The carrying values of non-financial assets other than inventory and deferred tax / cash generating units at each balance sheet date are reviewed for impairment if any indication of impairment exists. If the carrying amount of the assets exceed the estimated recoverable amount, impairment is recognized for such excess amount. The impairment loss is recognized as an expense in the Statement of Profit and Loss, unless the asset is carried at revalued amount, in which case any impairment loss of the revalued asset is treated as a revaluation decrease to the extent a revaluation reserve is available for that asset. When there is an indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased, such impairment loss is reversed in the Statement of Profit and Loss only, to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation, if no impairment loss had been recognised.

e) Business Combinations
The Group accounts for its business combinations under acquisition method of accounting. Acquisition related costs are recognised in the Consolidated Statement of Profit and Loss as incurred. The acquiree's identifiable assets, liabilities and contingent liabilities that meet the condition for recognition are recognised at their fair values at the acquisition date except deferred tax assets or liabilities, and assets or liabilities related to employee benefit arrangements, which are recognised and measured in accordance with Ind AS 12- Income taxes and Ind AS 19-Employee benefits, respectively.

Goodwill is measured as the excess of the sum of the consideration transferred, the amount of NCI in the aquiree, and the fair value of acquirer's previously held equity instrument in the aquiree (if any) over the net of acquisition date fair value of identifiable assets acquired and liabilities assumed. Where the fair value of identifiable assets and liabilities exceed the cost of acquisition, after reassessing the fair values of the net assets and contingent liabilities, the excess is recognised as capital reserve.

The interest of non-controlling shareholders is initially measured either at fair value or at the NCI's proportionate share of the acquiree's identifiable net assets. The choice of measurement basis is made on an acquisition-by-acquisition basis.

When the consideration transferred by the Group in a business combination includes assets or liabilities resulting in a contingent consideration arrangement, such contingent consideration, on the acquisition date, is measured at fair value and included as a part of the consideration transferred in a business combination. Changes in the fair value of the contingent consideration that qualify as measurement period adjustments, are adjusted retrospectively, with corresponding adjustments against goodwill or capital reserve as the case may be.

Measurement period adjustments are adjustments that arise from additional information during the 'measurement period' (which cannot exceed one year from the acquisition date) about facts and circumstances that existed at the acquisition date.

The subsequent accounting for changes in the fair value of the contingent consideration that do not qualify as the measurement period adjustments depends on how the contingent consideration is classified. Contingent consideration that is classified as equity is not remeasured at subsequent reporting dates and its subsequent settlement is accounted for within equity. Contingent consideration that is classified as an asset or a liability is remeasured at fair value at subsequent reporting dates with the corresponding gain or loss being recognised in profit or loss.

When a business combination is achieved in stages, the Group's previously held equity interest in the acquiree is remeasured to its acquisition-date fair value and the resulting gain or loss, if any, is recognised in profit or loss. Amounts arising from interests in the acquiree prior to the acquisition date that have previously been recognised in Other Comprehensive Income are reclassified to profit or loss where such treatment would be appropriate if that interest were disposed off.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amount for the items for which the accounting is incomplete. Those provisional amount are adjusted during the measurement period, or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amount recognised at that date.

f) Financial Assets and Investments

i) Classification

The Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether The Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

ii) Initial Recognition and Measurement

At initial recognition, in the case of a financial asset measured at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of such financial asset are expensed in the statement of profit or loss. In other cases, the transaction cost is attributed to the acquisition value of the financial asset.

iii) Subsequent Measurement

Debt Instruments

Subsequent measurement of debt instruments depends on The Group's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which The Group classifies its debt instruments:

- Amortised Cost

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

- Fair Value Through Other Comprehensive Income(FVOCI)

Assets that are held for collection of contractual cash flows and for selling, where the assets cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.

- Fair Value Through Profit and Loss

Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. Such financial assets are measured at fair value with all changes in fair value, including interest income and dividend income if any, recognised as 'Other Income' in the Statement of Profit and Loss.

Equity Instruments

The Group subsequently measures all equity investments except for Investments in equity instruments of Subsidiaries, Associates & Joint ventures at fair value. Where The Group's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in the statement of profit or loss as Other Income when The Group's right to receive payments is established.

Changes in the fair value of financial assets measured at fair value through profit or loss are recognised in Other Income in the statement of profit and loss.

Investments in equity instruments of Subsidiaries, Associates & Joint ventures is recognised at Cost and reviewed for impairment at each reporting date.

iv) Impairment of Financial Assets

The Group assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 40 details how The Group determines whether there has been a significant increase in credit risk. For trade receivables, The Group applies the simplified approach permitted by Ind AS 109 "Expected Credit Loss' model of Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

v) De-recognition of financial assets

A financial asset is derecognised only when The Group has transferred the rights to receive cash flows from the financial asset or retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, The Group evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset and The Group has not retained control of the financial asset. In such cases, the financial asset is derecognised.

g) Financial Liabilities

i) Classification

The Group classifies its financial liabilities in the following measurement categories:

- those to be measured subsequently at fair value through profit or loss, and
- those measured at amortised cost.

ii) Measurement

Initial Recognition

Financial liabilities are initially recognised when The Group becomes a party to the contractual provisions of the instrument. Financial liability is initially measured at fair value and for an item not at fair value through profit and loss, transaction costs are directly attributed to its acquisition or issue.

Subsequent Measurement

Subsequent measurement is determined with reference to the classification of the respective financial liabilities.

- Financial Liabilities at Fair Value through Profit or Loss (FVTPL)

A financial liability is classified as at Fair Value through Profit or Loss (FVTPL) if it is classified as held for-trading or is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and changes therein, including any interest expense, are recognised in Statement of Profit and Loss.

- Amortised Cost

After initial recognition, financial liabilities other than those which are classified as FVTPL are subsequently measured at amortized cost using the Effective Interest Rate(EIR) method. Amortised cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. The amortization done using the EIR method is included as finance costs in the Statement of Profit and Loss.

iii) De-recognition of Financial Liabilities

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability.

The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

h) Derivative Financial Instruments

The Group uses derivative financial instruments to manage the risk of changes in interest rates and foreign exchange rates. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

i) Hedge Accounting

The Group designates hedging instruments in respect of foreign currency risk, as either fair value hedges, cash flow hedges or hedges of net investment in foreign operations. At the inception of hedge relationship, The Group documents the relationship between the hedging instrument and the hedged item, along with its risk management objectives and its strategy for undertaking various hedge transactions. Furthermore, at the inception of the hedge and on an ongoing basis, The Group documents whether the hedging instrument is highly effective in offsetting changes in the fair values or the cash flows of the hedged item attributable to the hedged risk.

ii) Fair Value Hedges

The Group designates derivative contracts as hedging instruments to mitigate the risk of change in fair value of hedged item due to movement in interest rates, foreign exchange rates and commodity prices. Changes in Fair Value of the hedging instrument are recognised in Profit & Loss immediately, together with any changes in the fair value of the hedged items. Hedge Accounting is discontinued when the hedging instrument expires or is sold, terminated or exercised, or when it no longer qualifies for hedge accounting.

iii) Cash Flow Hedges

Hedges taken to manage the risk of changes in foreign exchange rates of highly probable forecast transactions are classified as Cash Flow hedges. The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in Other Comprehensive Income (OCI) and accumulated under the heading of cash flow hedging reserve. The gain or loss relating to the ineffective portion (if any) is recognised immediately in profit or loss, Amounts previously recognised in Cash flow hedging reserve (effective portion as described above) are reclassified to profit and loss upon the occurrence of the underlying transaction. However, when the hedged forecast transaction results in the recognition of a non-financial asset or a non-financial liability, such gains and losses are transferred from Cash flow hedging reserve and included in the initial measurement of the non-financial asset or non-financial liability.

iv) Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting. Any gain or loss in other comprehensive income is recognised when the forecast transaction is ultimately recognised in profit or loss. When a forecast transaction is no longer expected to occur, the gain or loss accumulated in Other Comprehensive Income is recognised immediately in profit or loss.

v) Hedges of Net Investments in Foreign Operations

Hedges of net investments in foreign operations are accounted for similarly to cash flow hedges. Any gain or loss on the hedging instrument relating to the effective portion of the hedge is recognised in other comprehensive income and accumulated under the heading of foreign currency translation reserve. The gain or loss relating to the ineffective portion is recognised immediately in profit or loss, and is included in the 'Other Income' line item.

Gains and losses on the hedging instrument relating to the effective portion of the hedge accumulated in the foreign currency translation reserve are classified to profit or loss on disposal of the foreign operation.

i) Offsetting Financial Instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of The Group or the counterparty.

j) Inventories

Items of inventories are measured at lower of cost and Net Realisable Value after providing for obsolescence, if any. Cost of manufactured inventory comprises of cost of conversion and manufacturing overheads incurred in bringing them to their respective present location and condition. Cost is determined on a weighted average basis.

k) Cash and Cash Equivalent

Cash and Cash Equivalent includes cash at bank, cash, cheques/draft on hand and demand deposits with an original maturity of less than 3 months, which are subject to an insignificant risk of changes in value. The Group considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and which are readily convertible into known amounts of cash to be cash equivalents.

l) Revenue Recognition

i) Revenue from Sale of Products

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration in exchange for the transferred goods or services. Revenue is net of taxes, rebates and returns.

ii) Interest

Interest income from a financial asset is recognised on a time proportionate basis, by reference to the principal outstanding using the effective interest method provided it is probable that the economic benefits associated with the interest will flow to The Group and the amount of interest can be measured reliably. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of that financial asset.

iii) Dividend

Dividend is recognised when right to receive the payment is established, it is probable that the economic benefits associated with the dividend will flow to the entity and the amount of dividend can be measured reliably.

m) Employee Benefits

In respect of the Company and domestic subsdiaries:

i) Short Term Employee Benefits

Short-term employee benefits are recognized as an expense at an undiscounted amount in the Statement of Profit and Loss of the year in which the related services are rendered.

ii) Post-employment benefits/Retirement Benefits

- Defined Contribution Plans

Obligations for contributions to defined contribution plans such as Provident Fund, Labour Funds are recognised as an expense in the Statement of Profit and Loss as the related service is provided.

- Defined Benefit Plans

The Group's net obligation in respect of defined benefit plans for gratuity is calculated at each reporting period end by a qualified actuary using the Projected Unit Credit method. The Group contributes the amount so determined to a separate Trust.

The current service cost of the defined benefit plan, recognized in the Statement of Profit and Loss as part of employee benefit expense, reflects the increase in the defined benefit obligation resulting from employee service in the current year, benefit changes, curtailments and settlements. Past service costs are recognized immediately in the Statement of Profit and Loss. The net interest is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This net interest is included in employee benefit expense in the Statement of Profit and Loss.

Re-measurements which comprise of actuarial gains and losses, the return on plan assets (excluding amounts included in the net interest on the net defined benefit liability (asset)) and the effect of the asset ceiling (if any, excluding amounts included in the net interest on the net defined benefit liability (asset)), are recognised in other comprehensive income.

- Other long-term employee benefits

Liability towards unfunded Long Term Compensated Absences is determined on an actuarial valuation basis by using Projected Unit Credit method.

- Termination benefits (if any)

Expenditure on account of Termination benefits are charged to Statement of Profit and Loss as and when incurred.

In respect of overseas subsidiaries, the liabilities of employee benefits are determined and accounted as per the regulations and principles followed in the respective countries.

n) Leases

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use assets are subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The right of use assets are depreciated over the respective lease term of 22 and 75 years. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.
The lease liability is initially measured at amortised cost at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, using the incremental borrowing rate.

- Short-term leases and leases of low-value assets

The Group has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of twelve months or less and leases of low-value assets.

The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

o) Income Taxes

i) Current Tax

Income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the end of reporting period.

Current tax items are recognised in correlation to the underlying transaction either in the Statement of Profit and Loss, other comprehensive income or directly in equity.

ii) Deferred Taxes

Deferred tax is provided using the Balance Sheet method on all taxable temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the same can be utilised. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date.

Deferred tax items are recognised in correlation to the underlying transaction either in the Statement of Profit and Loss, other comprehensive income or directly in equity.

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 taxes relate to the same taxable entity and the same taxation authority.

p) Earnings per Share

Basic earnings per share are calculated by dividing the profit or loss for the period attributable to equity shareholders (after deducting preference dividends, if any, and attributable taxes) by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effect of all dilutive potential equity shares.

q) Provisions, Contingent Liabilities and Capital Commitments

Provisions

Provisions are recognized when there is a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expenses relating to a provision is presented in the Statement of Profit and Loss net of reimbursements, if any.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Contingent Liabilities

Contingent liabilities are possible obligations whose existence will only be confirmed by future events not wholly within the control of The Group, or present obligations where it is either not probable that an outflow of resources will be required or the amount of the obligation cannot be measured with sufficient reliability.
A contingent asset is not recognised but disclosed in the financial statements where an inflow of economic benefit is probable.

r) Non-Current Assets Held for Sale

Non-current assets are classified as held for sale if their carrying amounts will be recovered through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the asset is available for immediate sale in its present condition subject only to terms that are usual and customary for sale of such assets.

s) Transactions in Foreign Currency

Transactions in foreign currency are recorded at exchange rates prevailing on the date of the transaction. Monetary assets and liabilities denominated in foreign currency, remaining unsettled at the period end are translated at closing rates. The difference in translation of monetary assets and liabilities and realised gains and losses on foreign currency transactions are recognised in the Statement of Profit and Loss. Non-monetary items that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction.

t) Borrowing Costs
Borrowing costs consist of interest and other costs incurred in connection with the borrowing of funds. It also include exchange differences to the extent regarded as an adjustment to the borrowing costs.
Borrowing costs that are attributable to the acquisition or construction of qualifying assets (i.e. an asset that necessarily takes a substantial period of time to get ready for its intended use) are capitalized as a part of the cost of such assets. All other borrowing costs are charged to the Statement of Profit and Loss.
Investment Income earned on the temporary investment of funds of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

(E) Recent Pronouncements
On March 31, 2023, the Ministry of Corporate Affairs amended the Companies (Indian Accounting Standards) Rules, 2015 by issuing the Companies (Indian Accounting Standards) Amendment Rules, 2023, applicable from April 1, 2023, as below:

- Ind AS 1 Presentation of Financial Statements
  The amendments require companies to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information, together with other information, is material when it can reasonably be expected to influence decisions of primary users of general purpose financial statements. The Group does not expect this amendment to have any significant impact in its financial statements.

- Ind AS 12 – Income Taxes
  The amendments clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations. The amendments narrowed the scope of the

recognition exemption in paragraphs 15 and 24 of Ind AS 12 (recognition exemption) so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences. The Group is evaluating the impact, if any, in its financial statements.

- Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors
  The amendments will help entities to distinguish between accounting policies and accounting estimates. The definition of a change in accounting estimates has been replaced with a definition of accounting estimates. Under the new definition, accounting estimates are “monetary amounts in financial statements that are subject to measurement uncertainty”. Entities develop accounting estimates if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty. The Group does not expect this amendment to have any significant impact in its financial statements.

- Ind AS 41 – Annual Improvements to Ind AS (2022)
  The amendment removes the requirements in Ind AS 41 for entities to exclude cash flows for taxation and measuring fair values. This aligns the fair value measurement in Ind AS 41 with the requirements of Ind AS 113, Fair value measurements. The Group does not expect this amendment to have any significant impact in its financial statements.

For NGPC & CO.

Chartered Accountants
Firm Registration No: 145474W

Navnit S Gajja

NGPC & CO. 104, Argentum, Opp. Patkar College, S. V. Road, Goregaon (W), Mumbai-104. CHARTERED ACCOUNTANTS

Navnit S Gajja
Partner
Membership No:112458
Mumbai
Date: June 26, 2023
UDIN: 23112458BGYPSF1664

For and on behalf of the Board of Directors

Sudhir Menon	**Subodh Menon**
Chairman and Managing Director	**Director**
DIN:00972842	**DIN:00972842**
Vijaykumar Malpani	**Rajdeep Shahane**
Chief Financial Officer	**Company Secretary**

DORF-KETAL CHEMICALS INDIA PRIVATE LIMITED

Date: June 26, 2023

Dorf Ketal Chemicals (I) Private Limited
Notes on Consolidated Financials Statements for the Year Ended March 31, 2023

Note 2 : Property, Plant & Equipment (Amt ₹ in Million)

A : Tangible Assets										
Particulars	**Freehold Land**	**Building - Office**	**Building - Factory**	**Plant and Machinery**	**Furniture's & Fixtures**	**Office Equipment's**	**Motor Vehicles**	**Computers**	**Others**	**Total**
Gross Carrying amount										
Balance as at March 31, 2021	54	212	1,609	2,661	173	43	291	192	72	5,307
Additions / Deletion	(40)	61	(63)	1	24	25	98	17	3	125
Exchange Difference on Translation	1	3	9	50	2	1	13	3	3	85
Balance as at March 31, 2022	15	275	1,555	2,712	199	68	402	212	78	5,517
Additions / Deletion	-	33	336	736	24	91	157	30	9	1,416
Exchange Difference on Translation	-	8	17	112	3	3	30	8	8	189
Balance as at March 31, 2023	15	316	1,907	3,561	226	163	589	249	96	7,122
Accumulated depreciation										
Balance as at March 31, 2021	-	18	247	1,098	119	23	40	146	56	1,747
Additions / Deletion	-	15	12	117	5	16	167	8	6	347
Exchange Difference on Translation	-	1	3	29	1	1	8	3	3	48
Balance as at March 31, 2022	-	34	262	1,244	126	40	215	157	65	2,142
Additions / Deletion	-	8	78	335	13	22	6	19	6	487
Exchange Difference on Translation	-	4	5	69	2	2	22	6	7	116
Balance as at March 31, 2023	-	45	344	1,649	141	65	242	181	79	2,745
Net Carrying amount										
Balance as at March 31, 2023	15	271	1,563	1,912	86	98	347	68	18	4,378
Balance as at March 31, 2022	15	242	1,294	1,468	73	28	188	55	13	3,376
Balance as at March 31, 2021	54	194	1,363	1,562	54	19	252	46	16	3,560

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(i) Assets given as security for borrowings

The Company has given PPE to lenders as security for various borrowing facilities. (refer note 22 and 25)

Note 2.1 : Right to use Assets

Particulars	Right-to-use Assets
Gross Carrying amount	
Balance as at March 31, 2021	510
Additions / Deletion	(40)
Exchange Difference on Translation	7
Balance as at March 31, 2022	476
Additions / Deletion	319
Exchange Difference on Translation	16
Balance as at March 31, 2023	811
Accumulated depreciation	
Balance as at March 31, 2021	34
Additions / Deletion	(16)
Exchange Difference on Translation	2
Balance as at March 31, 2022	20
Additions / Deletion	47
Exchange Difference on Translation	6
Balance as at March 31, 2023	73
Net Carrying amount	
Balance as at March 31, 2023	738
Balance as at March 31, 2022	456
Balance as at March 31, 2021	475

Dorf Ketal Chemicals (I) Private Limited
Notes on Consolidated Financials Statements for the Year Ended March 31, 2023

Note 3: Capital work-in-progress (CWIP)

Particulars	Amount
Gross Carrying Amount	
Balance as at March 31, 2021	292
Additions /(Deletions)	457
Exchange Difference on Translation	1
Balance as at March 31, 2022	**750**
Additions /(Deletions) (Note-1)	415
Exchange Difference on Translation	11
Balance as at March 31, 2023	**1,176**
At March 31 2023	**1,176**
At March 31 2022	**750**
At March 31 2021	**292**

Note-1: During the year, Dorf Ketal Chemicals FZE has certain assets which were a part of Clariant's business vide asset purchase agreement dated 26-10-2022, consumated on 31-03-2023. Since the allocation schedule of the Asset Purchase Agreement has not been finalised by the US Seller as per para 2.09 of the said agreement, the assets purchased of USD 4.4Mn (equivalent INR 36.79 Mn) have been grouped in the additions under Capital work-in-progress.

3.1 Capital Work-in progress ageing

Ageing for capital work-in-progress as at March 31, 2023 is as follows :

Particular	Amount in capital work-in-progress for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Projects in Progress	829	287	4	36	1,156
Total	**829**	**287**	**4**	**36**	**1,156**

Ageing for capital work-in-progress as at March 31, 2022 is as follows :

Particular	Amount in capital work-in-progress for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Projects in Progress	615	80	53	2	750
Total	**615**	**80**	**53**	**2**	**750**

3.2 Capital Work-in progress completion schedule

Completion Schedule for capital work-in-progress as at March 31, 2023 is as follows :

Particular	Amount in capital work-in-progress for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Projects to be Capitalised	1,156	-	-	-	1,156
Total	**1,156**	**-**	**-**	**-**	**1,156**

Completion Schedule for capital work-in-progress as at March 31, 2022 is as follows :

Particular	Amount in capital work-in-progress for a period of				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Projects to be Capitalised	750	-	-	-	750
Total	**750**	**-**	**-**	**-**	**750**

Dorf Ketal Chemicals (I) Private Limited
Notes on Consolidated Financials Statements for the Year Ended March 31, 2023

Note 4: Goodwill and other intangible Assets

Particulars	Goodwill (incl Goodwill on Account of Merger & Acquisitions)	Software's	Non-compete agreement, Acquired contracts	Trade Marks/ Brand Identity	Patents	Customer Contracts	Loan Processing Fees	Others	Total
Gross Carrying amount									
Balance as at March 31, 2021	**513**	**3**	**-17**	**134**	**248**	**691**	**-11**	**158**	**1,720**
Additions / Deletions	0	0	0	0	0	0	0	-7	-7
Exchange Difference on Translation	0	0	3	5	16	45	0	6	75
Balance as at March 31, 2022	**513**	**3**	**-14**	**139**	**264**	**736**	**-11**	**156**	**1,787**
Additions / Deletions (Note-2)	27	0	47	355	0	0	0	4,677	5,106
Exchange Difference on Translation	0	0	7	12	38	107	0	106	271
Balance as at March 31, 2023	**540**	**4**	**41**	**505**	**302**	**843**	**-11**	**4,940**	**7,164**
Accumulated amortisation									
Balance as at March 31, 2021	**0**	**1**	**-27**	**0**	**189**	**526**	**-11**	**31**	**709**
Additions / Deletions	0	0	1	0	34	96	0	14	145
Exchange Difference on Translation	0	0	3	0	15	41	0	1	60
Balance as at March 31, 2022	**0**	**2**	**-23**	**0**	**238**	**663**	**-11**	**46**	**914**
Additions / Deletions		0	22	92	28	78	0	-49	0
Exchange Difference on Translation		0	7	0	37	102	0	3	0
Balance as at March 31, 2023	**0**	**2**	**6**	**92**	**302**	**843**	**-11**	**0**	**914**
Net Carrying amount									
Balance as at March 31, 2023	**540**	**2**	**35**	**414**	**0**	**0**	**-**	**4,940**	**5,929**
Balance as at March 31, 2022	**513**	**2**	**9**	**139**	**26**	**73**	**-**	**110**	**873**
Balance as at March 31, 2021	**513**	**2**	**10**	**134**	**59**	**165**	**-**	**127**	**1,010**

Note-2: During the year, Dorf Ketal Chemicals FZE one of the subsidiaries has acquired Technical Know-How vide Purchase and Sale Agreement dated 22-12-2022 of USD 52 Mn (equivalent INR 4,266 Mn/-). The said purchase of techinical know-how has been grouped under additions of other intangible assets

Dorf Ketal Chemicals (I) Private Limited
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4.1 Goodwill

1 During the year Khyati Chemicals Pvt. Ltd. has been acquired by the Parent Company vide Share Purchase Agreement dated February 9, 2022 and consumated on April 8, 2022. For the purpose of consolidation, the assets of Khyati Chemicals Pvt. Ltd. have been fair valued as on date of acqusition and goodwill has been recognised as under:

(Amt ₹ in Million)

Particulars	**Amt**
Fixed Assets	641.61
Surplus Assets - Bharuch Land	77.20
Working Capital	775.33
Intangibles	401.70
Cash & Cash Equivalents	231.50
Investments	143.26
Deffered Tax	10.59
Net Assets	2,281.18
Purchase Consideration	2,307.70
Goodwill	**26.52**

2 During the year one of the Subsidiaries, Dorf Ketal Chemicals FZE vide purchase and sale agreement dated December 22, 2022, has acquired patents, 100% shares of Fluid Energy Ltd Canada and 100% shares of Fluid US Inc. For the purpose, the assets of Fluid Energy Ltd, Canada and Fluid US Inc have been fair valued and goodwill has been recognised as under:

a) Fluid Energy Ltd. Canada

(Amt ₹ in Million)

Particulars	**Amt**
Total Assets	1896
Total Liabilities	488
Net Assets	1408
Purchase Consideration	1959
Goodwill	**551**

b) Fluid US Inc.

(Amt ₹ in Million)

Particulars	**Amt**
Total Assets	312
Total Liabilities	70
Net Assets	242
Purchase Consideration	347
Goodwill	**105**

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(Amt ₹ in Million)

		As at 31st March, 2023		As at 31st March, 2022	
5	**Non-Current Investments**				
	Investment in Associates / Joint Ventures / Others:				
	Dorf Ketal Speciality Chemicals sdn Bhd	1		0	**0**
	(49,000 Equity Shares of MYR 1/- each fully paid up)	-			
	Add : Share of Profit/(Loss)	6	7		
	Aritar Private Limited	3		3	
	(Equity Shares (PY) of each fully paid up)	-		0	
	Add : Share of Profit/(Loss)	-2	0	-1	1
	Trentar Private Limited	7		7	
	(65,00,000 Equity Shares (PY Nil) of Rs. 1 each fully paid up)	-			
	Add : Share of Profit/(Loss)	-5	2	0	7
	Biospin PTE ltd	-	-	20	20
	(14.30% held)	-			
	Dorf Ketal Tribond International Company LLC (Joint venture)	127			
	(61,20,000 Shares (PY Nil) of SAR 1 each fully paid up)				
	Add : Share of Profit/(Loss)	-49	78		
	Investments (B)		**87**		**28**
	Aggregate amount of quoted investments and market value thereof				-
	Aggregate amount of Unquoted investments				-
	Aggregate amount of impairment in the value of investments				-
	TOTAL		**87**		**28**

			Figures in ₹		Figures in ₹
6	**Other non - current investments**	As at 31st March, 2023		As at 31st March, 2022	
	Particulars				
	Investments measured at Fair Value through Profit and Loss (FVTPL)				
	(a) Investments in Equity Instrument (Unquoted), Fully Paid up.				
	- Bharat Co- operative Bank Ltd.		0		0
	(25 Equity Shares (PY - 25) of ₹ 10 each fully paid up)				
	- CETP, MIDC Taloja		0		0
	(5 Equity Shares of Rs. 100/- each fully paid up)				
	(b) Other				-
	TOTAL		**0**		**0**
	Aggregate amount of quoted investments and market value thereof		**-**		**-**
	Aggregate amount of Unquoted investments		**0**		**0**
	Aggregate amount of impairment in the value of investments		**-**		**-**

			Figures in ₹		Figures in ₹
7	**Loans - Non current financial asset**	As at 31st March, 2023		As at 31st March, 2022	
	(a)Loans to Related parties:				
	(i) Secured, Considered Good				
	(ii) Unsecured, Considered Good				
	Related Parties	307	**307**	69	69
	(b) Others				
	Loans to Employees	48		53	
	Other Loans	-	**48**	-	**53**
	TOTAL		**355**		**122**

		Figures in ₹	Figures in ₹
8	**Non- Current financial Assets - Others**	As at 31st March, 2023	As at 31st March, 2022
	(a) In Term deposits with bank remaining maturity exceeding 12 months	23	32
	(b) Balance with bank to the extent held as margin money against bank guarantee and letter of credit	62	16
	TOTAL	**84**	**48**

		Figures in ₹	Figures in ₹
9	**Income tax assets (net)**	As at 31st March, 2023	As at 31st March, 2022
	Advance income tax (net of provision)	201	591
		201	**591**

			Figures in ₹		Figures in ₹
10	**Other Non-Current Assets**	As at 31st March, 2023		As at 31st March, 2022	
	(a) Advances Other than Capital Advances				
	(ii) Other Advances to Related Party	4		4	
	(iii) Security Deposits	55	59	36	40
	(b) Others				
	(i) Indirect Tax balances/credits	47		16	
	(ii) Recovery From Creditors	1		-	-
	(iii) Prepaid Lease Rental	44	92	48	64
	TOTAL		**151**		**104**

(Amt ₹ in Million)

11	**Inventories**		**Figures in ₹**		**Figures in ₹**
		As at 31st March, 2023		**As at 31st March, 2022**	
	(Valued and Certified by Management)				
	(At Cost or NRV whichever is lower)				
	Raw Materials	3,709		2,240	
	Materials in Transit	60		16	
	Packing Materials , Stores and Consumables	97		87	
	Stock in Process	48		-	
	Finished Goods	7,044		3,791	
	Less : Reserve For Obsolescence	-	**10,958**	-	**6,134**
	TOTAL		**10,958**		**6,134**

(i) The mode of valuation of inventory has been stated in Note 1.4 (e)
(ii) Inventories have been pledged as security for borrowings

12	**Current Investments**		**Figures in ₹**		**Figures in ₹**
		As at 31st March, 2023		**As at 31st March, 2022**	
	Investments in Mutual Funds - Quoted - Cost/Market Value:				
	Investments		26		1,534
	Investments in Equity - Unquoted - Cost/Market Value:				
	Investments		664		620
	TOTAL		**691**		**2,154**

13	**Trade Receivables**		**Figures in ₹**		**Figures in ₹**
		As at 31st March, 2023		**As at 31st March, 2022**	
	Unsecured, considered good :				
	(b) Trade Receivables considered good - Unsecured;	9,821		6,600	
	(c) Trade Receivables which have significant increase in Credit Risk	-		-	
	(d) Trade Receivables - credit impaired	-		-	
	(Less:) Allowance as per Expected Credit Loss Model	(154)	**9,668**	(134)	**6,465**
	TOTAL		**9,668**		**6,465**

14	**Cash and Bank Balances**		**Figures in ₹**		**Figures in ₹**
		As at 31st March, 2023		**As at 31st March, 2022**	
	(a)Cash on Hand		4		2
	(b) Balances with Banks (of the nature of cash and cash equivalents)				
	In Current Accounts	765		7	
	In Foreign Currency Accounts	2,704		1,733	
	Others	-	3,469	-	1,740
	(Balance in Cash Credit Accounts)				
	(c) Term deposits with bank with original maturity of less than 3 months		6		33
	TOTAL		**3,479**		**1,775**

14.1	**Bank balances other then cash and cash equivalents**		**Figures in ₹**		**Figures in ₹**
		As at 31st March, 2023		**As at 31st March, 2022**	
	(a) Term deposits with bank original maturity of more than 3 months and less than 12 months		690		423
	(b) Balances with banks to the extent held as margin money against bank guarantees and letter of credit having original maturity less than 12 months		43		58
	TOTAL		**733**		**482**

15	**Loans - current financial assets**		**Figures in ₹**		**Figures in ₹**
		As at 31st March, 2023		**As at 31st March, 2022**	
	Balance with Customs, Central Excise etc.	-		-	
	Security Deposits	17		19	
	Recovery Taxes and Contributions	-		0	
	Others	150	**167**	134	**153**
	TOTAL		**167**		**153**

16	**Other Financial Assets**				
		As at 31st March, 2023		**As at 31st March, 2022**	
	Mark to Mark liability as per Bank (Derivative contract)	-		10	
	Derivatives designated as Cash Flow Hedge	-		116	
	Interest accrued on fixed deposit	16		1	
			16		127
	TOTAL		**16**		**127**

(Amt ₹ in Million)

17	**Other Current Assets**		**Figures in ₹**		**Figures in ₹**
		As at 31st March, 2023		**As at 31st March, 2022**	
	(a) Advances other than capital advances				
	(i) Advances to related party	-		-	
	(ii) Advance to staff	15	**15**	19	**19**
	(b) Others				
	(i) Balance with Customs, Central Excise etc.	552		666	
	(ii) Prepaid expenses	152		53	
	(iii) Prepaid Lease Rentals (Current Portion)	3		3	
	(iv) Receivable from Leave Encashment Trust	-		7	
	(v) Others	46	**753**	6	**736**
	TOTAL		**768**		**755**

18	**Share Capital**		**Figures in ₹**		**Figures in ₹**
		No. of shares	**Amount**	No. of shares	**Amount**
	Authorised:				
	25,461,000 equity shares of Rs. 100/- each	25	2,546	25	2,546
	540,000 Preference Shares of Rs. 10/- each	1	5	1	5
	Issued, Subscribed and Paid up :				
	24,676,548 equity shares of ₹ 100 each fully paid		2,468		2,468
	Share Application Money		-		-
	TOTAL	-	**2,468**	-	**2,468**

18.1	**and at the end of the year**		**Figures in ₹**		**Figures in ₹**
	Particulars	**As at 31st March, 2023**		**As at 31st March, 2022**	
	Equity Shares at the beginning of the year		25		18
	Add : Bonus Shares issued during the year*		-		7
	Equity Shares at the end of the year		**25**		**25**

The Company allotted Nil equity shares (PY 70,50,442) as fully paid up bonus shares by capitalisation of profits transferred from retained earnings amounting to 70.5 crore in the quarter ended 30th Jun, 2021, pursuant to an special resolution passed after taking the consent of shareholders

Menon Family Holdings Trust	1,72,77,150	**98.02%**	1,72,77,150	**98.02%**

18.2 Rights of Shareholders

The Company has only one class of equity shareholders Each holder of equity shares is entitled to one vote per share.

(Amt ₹ in Million)

19	**Other Equity**		**Figures in ₹**		**Figures in ₹**
		As at 31st March, 2023		**As at 31st March, 2022**	
	Capital Reserve		299		269
	Securities Premium				
	Opening balance	1,156		1,156	
	Add: Received during the Year	-		-	
			1,156		**1,156**
	Capital Redemption Reserve		20		20
			-		-
	Amalgamation Reserve		0		0
			-		-
	Statutory Reserve		3		3
			-		-
	Foreign Exchange Capital Reserve		250		159
			-		-
	Foreign Currency Translation Reserve		75		60
			-		
	Revaluation Reserve		102		
	General Reserve				
	Opening balance	109		109	
	Add: Transferred from Profit and Loss Account	-		-	
			109		**109**
	Retained Earnings / Surplus				
	Opening balance	11,083		9,110	
	Less: Transfer to Special Economic Zone Re-investment Reserve	-170		-237	
	Less: Utilised for issue of Bonus Share	0		-705	
	Add: Adjustment result in Brasil due to Argentina and Colombia	8		-6	
	Add: Previous years (Profit/(Loss)	0		0	
	Add: Other Equity distribution	-69		-34	
	Add: Prior period Adjustments	0		0	
	Add: Utilisation of Special Economic Zone Re-investment Reserve	138		0	
	Add: Losses taken over	-63		0	
	Add: Profit for the year(Excluding Non-Controlling Interest)	4,262	-	2,330	
		15,190		**10,458**	
	Less : Appropriations	-		-	
	Transferred to General Reserve	-		-	
	Proposed Dividend	-		-	
	Tax on Proposed Dividend	-		-	
			15,190		**10,458**
	Other Comprehensive Income				
	(i) Effective Portion of Cash Flow Hedge				
	Opening balance	57		4	
	Add/(Less): Changes in Fair Value during the year	-61		52	
	Add/(Less): Re-classified to Profit & Loss A/c during the year	2	**(2)**	-	**57**
	(ii) Remeasurements of Defined Benefit Liability/(Asset)				
	Opening balance	-23		-18	
	Liability/(Asset) during the year	-14	**(37)**	-5	**(23)**
	Special Economic Zone Re-investment Reserve				
	Opening balance	237			
	Add/(Less): Transfer During Year	170			237
	Add/(Less): Utilisation During the Year	-138	**269**		
	TOTAL		**17,435**		**12,505**
20	**Non Controlling Interest**		380		235
	TOTAL		**380**		**235**

21	**Long Term Borrowings**	**Figures in ₹**	**Figures in ₹**
		As at 31st March, 2023	**As at 31st March, 2022**
	From Banks		
	- Working Capital Term Loan (Note 1)	177	16
	- Other term Loans (Note 2)	4,927	0
	- Vehicles (Note 3)	98	696
	Loan from Bank - Brazil###	86	67
		5,288	**779**
	Unsecured Loans		
	From Others		
	Loan from Group Companies	11	-
	- Vehicles (Note 3)	15	-
		26	**-**
	TOTAL	**5,315**	**779**

1. Term Loan from Banks includes :
i. Working Capital Term Loan of ₹ 177 Million (PY ₹ 270 Million) is repayable in monthly instalments over a period of 4 years starting from March 2022
2. Other Term Loan from Banks includes :
i. External Commercial Borrowings of ₹ Nil (PY ₹ 51 Million), repayable in 15 quarterly instalments starting from December 2019
ii. Loan of ₹ Nil (PY ₹ 92 Million), repayable in quarterly instalments over a period of 26 months starting from December 2021
iii. Rupee Term Loan of ₹ 243 Million (PY ₹ 284 Million), repayable in quarterly instalments over a period of 39 months starting from September 2023
iv. Loan of $ 57 Million is for the period of 60 months. Repayment will be in 16 quarterly instalments starting from 15 months from the date of drawdown. The loan will accrue interest at a rate of 3

3. Working Capital Term Loan from Banks is secured by a second charge on the Stocks and Receivables and moveable fixed assets consisting plant and machinery located at Mundra, Dahej, Lote and
4. Other Term Loan from Banks are secured by a first pari passu charge on moveable and immoveable fixed assets both present and future located at Mundra, Dahej, Lote and Dadra plants.
5. Term Loan from Banks carry interest rates ranging from 4.15% to 6.60%.
6. Vehicle Loans carry interest rates ranging from 6.90% to 9.80% and secured by the respective Vehicle purchase.
7. Term loan from Bank - ₹ 280 Million (PY 2022 ₹ 387 Million) which is repayable within 12 months has been grouped under Current financial liabilities - Borrowings.
8. Vehicle loan ₹ 33 Million (PY 2022 ₹ 9 Million) which is repayable within 12 months has been grouped under Current financial liabilities - Borrowings.

Dorf Ketal Chemicals (I) Private Limited
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(Amt ₹ in Million)

22	**Deferred Tax Asset / (Liability)**		**Figures in ₹**		**Figures in ₹**
		As at 31st March, 2023		**As at 31st March, 2022**	
	Opening Balance		179		237
	Add : Deferred Tax Liability created during the year		-27		26
	Deferred Tax impact on IndAS Adjustments (net)		-95		25
	Other Deferred TaxAdjustments		86		39
	Add: Mat Credit Entitlement		-		-
	TOTAL		**143**		**328**

23	**Other non-current liabilities**		**Figures in ₹**		**Figures in ₹**
		As at 31st March, 2023		**As at 31st March, 2022**	
	Lease Liability		55		63
	Others		2		2
	TOTAL		**56**		**64**

24	**Non - Current Liability - Provisions**		**Figures in ₹**		
	Particulars	**As at 31st March, 2023**			
	Provision for Long term Compensated Absences		26		2
	Provision for Gratuity		54		16
	Total		**80**		**18**

25	**Short Term Borrowings**		**Figures in ₹**		**Figures in ₹**
		As at 31st March, 2023		**As at 31st March, 2022**	
	Secured				
	(i) Loans From Bank (Repayable on demand)				
	Foreign Currency Demand Loans	-		-	
	Working Capital Demand Loans	5,110		2,256	
	Loan From Bank- Brazil	157		331	
	Line of Credit from Banks	3,430		1,159	
			8,697		**3,747**
	Current Maturities of long term debt	280		387	
	Current maturities of finance lease obligations	33		9	
			313		**396**
	TOTAL		**9,010**		**4,143**

26	**Trade Payables**		**Figures in ₹**		**Figures in ₹**
		As at 31st March, 2023		**As at 31st March, 2022**	
	(a) Dues to Micro and Small Enterprises (Refer Note 50)		26		8
	(b) Total outstanding dues of creditors other than micro enterprises and small enterprises		2,532		2,047
	TOTAL		**2,558**		**2,055**

27	**Other Current Financial Liabilities**		**Figures in ₹**		**Figures in ₹**
		As at 31st March, 2023		**As at 31st March, 2022**	
	Current Maturities of long term debt		-		-
	Current Maturities of Finance lease		-		-
	Derivatives Contract - Fair Value Hedge		6		-
	Derivatives Contract - Cash Flow Hedge		22		-
	TOTAL		**28**		**-**

28	**Other Current Liabilities**		**Figures in ₹**		**Figures in ₹**
		As at 31st March, 2023		**As at 31st March, 2022**	
	(a) Employee Benefit Expenses Liability				
	(b) Other Payables:				
	- Statutory Dues		594		491
	- Liabilities for Expense		361		350
	- Derivatives designated as Cash Flow Hedge		0		0
	- Others		360		149
	TOTAL		**1,315**		**991**

29	**Short-term provisions**		**Figures in ₹**		**Figures in ₹**
		As at 31st March, 2023		**As at 31st March, 2022**	
	Provision for Employee Benefits		790		834
	Other Provisions		3		91
	TOTAL		**793**		**925**

30	**Revenue From Operations**		**Figures in ₹**		**Figures in ₹**
		2022-23		**2021-22**	
	Net Sales		39,263		26,780
	TOTAL		**39,262**		**26,780**

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(Amt ₹ in Million)

			Figures in ₹		Figures in ₹
31	**Other Income**	**2022-23**		**2021-22**	
	(a) Interest				
	Interest on Fixed Deposits	20		8	
	Interest Other				
	Interest on Loan	23		1	
			42		**9**
	(b) Dividend				
	From Long Term Investments	-		-	
			-		-
	(c) Other non-operating Income				
	Profit on Sale of Mutual Fund	18		25	
	Profit on sale of fixed assets (Net)	40		5	
	Rental Income	0		0	
	Investments classified at FVTPL	-35		0	
	Derivatives at FVTPL	0		0	
	Exchange Difference (net)	-73		0	
	Miscellaneous Income	395		319	
	Exchange differences with reference to hedge	-28		102	
	Exchange Gain / (Loss)	260		57	
	Mark to Market Impact on Derivative	-2		15	
			574		**523**
	TOTAL		**616**		**532**

			Figures in ₹		Figures in ₹
32	**Cost of Materials Consumed**	**2022-23**		**2021-22**	
	Opening Inventory	2,688		1,281	
	Add: Purchases	21,956		15,837	
	Less: Closing Inventory	3,856		2,337	
	Net Cost of Material		20,788		14,781
	TOTAL		**20,788**		**14,781**

			Figures in ₹		Figures in ₹
33	**Changes in Inventories of Finished Goods, Stock-in-Process and Stock-in-trade**	**2022-23**		**2021-22**	
	Inventories (At Close)				
	Finished goods and Work-in-Process		1,470		1,096
			-		
	Inventories (At Commencement)		-		
	Finished goods and Work-in-Process		1,218		1,202
			-		
	TOTAL		**(252)**		**105**

			Figures in ₹		Figures in ₹
34	**Employee Benefits Expense**	**2022-23**		**2021-22**	
	Salaries and Wages		4,685		3,435
	Contribution to Provident and Other Funds		326		255
	Staff Welfare Expenses		131		102
	TOTAL		**5,142**		**3,793**

			Figures in ₹		Figures in ₹
35	**Finance Costs**	**2022-23**		**2021-22**	
	Interest Expenses				
	On Working Capital Loans	333		154	
	On Foreign Currency Loans - Packing Credit	-		-	
	On Foreign Currency Loans - Buyers Credit	-		0	
	On Foreign Currency Loans - Secured Long Term	-		-	
	On Secured Long Term Loan (Net of Interest Capitalised 16 million (PY Nil)	57		10	
	On Other Loans	68		-1	
			458		**163**
	Other Borrowing Costs				
	Amortization of borrowings		-		-
	Bank Charges		30		19
	Other Interest		11		24
	Mark to Market Impact on Derivative		0		0
	Exchange differences regarded as an adjustment to borrowing cost		0		0
	Finance Cost		9		4
	Hedge Cost On Interest- Foreign Currency Loans		2		13
	Net (Gain)/Loss from Foreign Currency Transactions & Translations		-		-
	TOTAL		**509**		**223**

			Figures in ₹		Figures in ₹
36	**Depreciation and amortisation expense**	**2022-23**		**2021-22**	
	Depreciation and Amortisation		915		686
	TOTAL		**915**		**686**

(Amt ₹ in Million)

			Figures in ₹		Figures in ₹
37	**Other expenses**	**2022-23**		**2021-22**	
	Manufacturing Expenses				
	Stores and Consumables	113		95	
	Power, Fuel and Water Charges	581		375	
	Labour Cost	217		225	
	Repairs-	0		0	
	Building	20		7	
	Plant and Machinery	227		119	
	Others	35		12	
	Testing Charges	16		48	
	Rent	102		59	
	Property Tax	0		0	
	Material Handling Chgs	0		0	
	Health, Safety & Environment related Expenses	46		37	
	Miscellaneous Manufacturing Expenses	545		267	
			1,901		**1,245**
	Administrative Expenses				
	Payments to Auditors	-		-	
	Electricity Expenses	14		14	
	Telephone Expenses	24		28	
	Conveyance and Travelling	346		160	
	Printing and Stationary	9		7	
	Training and Recruitment Charges	17		14	
	Legal and Professional Charges	374		247	
	Insurance	105		100	
	Rent, Rates and Taxes	64		77	
	Vehicle Exp	21		49	
	Meeting and Conference chgs	9		1	
	Computers and Networking Charges	47		41	
	Office Expenses	60		65	
	Exchange Difference (net)	9		140	
	Corporate Social Responsibility	39		16	
	Political Contribution	0		0	
	Other Administrative expenses	522		89	
			1,659		**1,047**
	Selling and Distribution Expenses				
	Advertising and Publicity	2		2	
	Business Promotion Expenses	51		39	
	Royalty	6		2	
	Commission	69		111	
	Clearing, Forwarding & Transportation	1,457		1,379	
	Bad Debts	-14		1	
	Allowance as per ECL Model	0		16	
	Balances Written Off	0		0	
	Others	994		223	
			2,566		**1,771**
	Research & Development (R&D) Expenses		141		118
	Impairment of non-current investment in Subsidiary		0		0
	Share of Loss of Equity accounted Associates		1		2
	Aritar Private Limited (Share of Loss of Equity accounted Associates)		2		1
	Trentar Private Limited (Share of Loss of Equity accounted Associates)		5		0
	DK TRIOND (Share of Loss of Equity accounted Joint venture)		49		
	TOTAL		**6,324**		**4,184**

			Figures in ₹		Figures in ₹
37.1	**Exceptional Items**	**2022-23**		**2021-22**	
	Impairment Loss of non-current investment	13		-	
	Profit on Sale of Non- Current Investment	-		-	
	Extra Ordinary expenses	205		39	
	Loss on Sale of Fixed Asset (Taloja)	-	**218**	162	**201**

			Figures in ₹		Figures in ₹
38	**Taxation**	**2022-23**		**2021-22**	
	Current Tax		1,336		801
	Deferred Tax		125		-56
	MAT Entitlement for Current Year		381		147
	Other Taxes		-		0
	TOTAL		**1,842**		**892**

As per our report of even date

For NGPC & CO.
Chartered Accountants
Firm Registration No: 145474W

Navnit S. Gajja

Navnit S Gajja
Partner
Membership No:112458
Mumbai
Date: June 26, 2023
UDIN: 23112458BGYPSF1664

NGPC & CO. 104, Argentum, Opp. Patkar College, S. V. Road, Goregaon (W), Mumbai-104. CHARTERED ACCOUNTANTS

For and on behalf of the Board of Directors

Sudhir Menon
Chairman and Managing Director
DIN:00972842

Subodh Menon
Director
DIN:00972842

DORF-KETAL CHEMICALS INDIA PRIVATE LIMITED

Vijaykumar Malpani
Chief Financial Officer
Date: June 26, 2023

Rajdeep Shahane
Company Secretary

Dorf-Ketal Chemicals India Private Limited
Notes forming part of Consolidated Financial statements for the year ended March 31, 2023
(All Amounts in INR)

39 Financial Instruments

A. Capital Management

The Group's policy is to maintain a strong capital base so as to ensure that the Group is able to continue as going concern to sustain future development of the business. The Group monitors the return on capital as well as the level of dividends to ordinary shareholders.

Its guiding principles

i) Maintenance of financial strength to ensure the highest ratings;
ii) Ensure financial flexibility and diversify sources at financing;
iii) Manage Group exposure in forex to mitigate risks to earnings;
iv) Leverage optimally in order to maximum shareholders returns while maintaining strength and flexibility of the balance sheet.

The policy is also adjusted based on underlying macro-economic factors affecting business environment, financial and

The gearing ratio at the end of the reporting period are as under:

(Amt ₹ in Million)

Particulars	**Amounts in Rs.**		
	As at March 31, 2023	**As at March 31, 2022**	**As at March 31, 2021**
Total borrowings	14,324	4,922	3,098
Less: Cash and bank balances	4,213	2,256	2,874
Net debts	10,112	2,666	223
Total equity	19,902	14,973	12,366
Capital gearing ratio (%)	50.81%	17.80%	1.80%

B. Valuation

All financial instruments are initially recognised and subsequently re-measured at fair value as described below:

i) The fair value of investment in quoted Equity shares and Mutual funds is measured at quoted price or NAV
ii) The fair value of Forward Foreign Exchange contracts is determined using forward exchange rates at the balance sheet date.
iii) All foreign currency denominated assets and liabilities are translated using exchange rate at reporting date.
iv) The fair value of the remaining financial instruments is as:

- Carrying amount of **"Current Financial Instruments"** is considered as its Fair Value as it approximates their fair value largely due to short term maturities of these financial instruments

Dorf-Ketal Chemicals India Private Limited
Notes forming part of Consolidated Financial statements for the year ended March 31, 2023
(Amt ₹ in Million)

C. Fair value measurement hierarchy:

Particulars	As at March 31, 2023				As at March 31, 2022			
		Level of input used in				Level of input used in		
	Carrying Amount	Level 1	Level 2	Level 3	Carrying Amount	Level 1	Level 2	Level 3
(a) Financial Assets								
(i) <u>At Amortised Cost</u>								
- Loan (Current and Non current)	522	-	-	-	275	-	-	-
- Term Deposit and Margin Money (Non current portion)	84	-	-	-	48	-	-	-
- Trade receivables	9,668	-	-	-	6,465	-	-	-
- Cash and cash equivalents	3,479	-	-	-	1,775	-	-	-
- Bank balances other then cash and cash equivalents	733	-	-	-	482	-	-	-
- Others Financial Assets(Current)	16	-	-	-	127	-	-	-
					-	-	-	-
(ii) <u>At FVOCI</u>					-	-	-	-
					-	-	-	-
					-	-	-	-
(iii) <u>At FVTPL</u>					-	-	-	-
- Investments in Equity Instruments **(Unquoted)**	0	-	-	0	0	-	-	0
- Investments in MUTUAL Funds **(Quoted)**	691	691	-	-	2,154	2,154	-	-
- Mark to Mark Value of Derivative contracts designated as Fair Value Hedge	-	-	-	-	10	-	10	-
- Mark to Mark Value of Derivative contracts designated as Cash Flow Hedge	-	-	-	-	-	-	-	-
					-	-	-	-
					-	-	-	-
(b) Financial Liabilities					-	-	-	-
(i) <u>At Amortised Cost</u>					-	-	-	-
- Borrowings (Current and Non current)	14,324	-	-	-	4,922	-	-	-
- Trade Payables	2,558	-	-	-	2,055	-	-	-
- Other Financial Liabilities	28	-	-	-	-	-	-	-
					-	-	-	-
(ii) <u>At FVTPL</u>					-	-	-	-
- Mark to Mark Value of Derivative contract designated as Cash Flow Hedge	-	-	-	-	-	-	-	-
- MTM Value of Derivatives Contracts - Designated as Fair Value Hedges	-	-	-	-	-	-	-	-
					-	-	-	-
					-	-	-	-

The financial instruments are categorised into three levels based on the inputs used to arrive at fair value measurements as described below:

i) Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices.

ii) Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2. In the case of the mutual funds are valued using the closing NAV. In the case of Derivative contracts, the Company has valued the same using the forward exchange rate as at the reporting date.

iii) Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities included in level 3. The Company owns unlisted equity shares in companies, which are non-profit companies providing facilities for treating effluents generated during its manufacturing process. In the absence of any observable market data in relation to the said companies, the same have been categorised as Level 3. Considering the objective of investment and materiality, its fair value have been considered same as cost as at the reporting date.

Fair value measurements using significant unobservable inputs (level 3)

The following table presents the changes in level 3 items for the periods ended March 31, 2022 and March 31, 2023:

Particulars	**Unquoted Equity**
As at April 1, 2022	0
Gains/losses recognised in other comprehensive income	-
As at March 31, 2023	0

<u>Fair value of Financial Assets and Financial Liabilities that are not measured at Fair Value (but fair value disclosures are required)</u>

Carrying amount of cash and cash equivalents, bank balances other than cash and cash equivalents, margin money and short-term deposits, trade and other short term receivables, trade payables, other current liabilities, short term loans from banks and other financial institutions approximate their fair value largely due to short term maturities of these instruments

40 Financial risk management

Risk management framework

The Company's principal financial liabilities, other than derivatives, comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations.

The Company's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations. The Company also enters into derivative transactions.

The Company has exposure to the following risks arising from financial instruments:
A) Credit risk;
B) Liquidity risk;
C) Market risk; and

A. Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers, loans investment in debt securities and other financial assets. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company establishes an allowance for doubtful trade receivables and impairment that represents its estimate of incurred losses in respect of trade and other receivables and investments.

The maximum exposure to credit risk in case of all the financial instruments covered below is restricted to their respective carrying amount.

(i) Trade and other receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer and including the default risk of the industry, also has an influence on credit risk assessment.

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. To assess whether there is a significant increase in credit risk the Company compares the risk of default occurring on asset as at the reporting date with the risk of default as at the date of initial recognition. It considers reasonable and supportive forward-looking information such as:

i) Actual or expected significant adverse changes in business;
ii) Actual or expected significant changes in the operating results of the counterparty;
iii) Financial or economic conditions that are expected to cause a significant change to the counterparty's ability to meet its obligations;
iv) Significant increase in credit risk on other financial instruments of the same counterparty;
v) Significant changes in the value of the collateral supporting the obligation or in the quality of the third-party guarantees or credit enhancements.

Financial assets are written off when there is no reasonable expectations of recovery, such as a debtor failing to engage in a repayment plan with the Company. Where loans or receivables have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognized as income in the statement of profit and loss.

The Company measures the expected credit loss of trade receivables based on historical trend, industry practices and the business environment in which the entity operates. Loss rates are based on actual credit loss experience and past trends.

Financial Assets are considered to be of good quality and there is no significant increase in credit risk.

Ageing for trade receivables – current outstanding as at March 31, 2023

Particulars	Outstanding for Following Period from Due Date of Payment					
	Less than 6 months	**6 months- 1 year**	**1-2 Year**	**2-3 Years**	**More than 3 Years**	**Total**
Other Debtors	9,652	158	3	6	3	9,821
Less : Allowances for ECL	-	-	-	-	-	-154
					Total	9,668

(Amt ₹ in Million)

Ageing for trade receivables – current outstanding as at March 31, 2022

Particulars	Outstanding for Following Period from Due Date of Payment					
	Less than 6 months	**6 months- 1 year**	**1-2 Year**	**2-3 Years**	**More than 3 Years**	**Total**
Other Debtors	6,121	344	119	0	17	6,600
Less : Allowances for ECL						-134
					Total	6,465

(ii) Investment in debt securities

Investment in debt securities are in mutual funds.

The Company limits its exposure to credit risk by generally investing in liquid securities and only with counterparties that have a good credit rating. The Company does not expect any losses from non-performance by these counter-parties, and does not have any significant concentration of exposures to specific industry sectors or specific country risks.

(iii) Investments in Equity Instruments (Quoted/ Unquoted)

Investment in Equity Instruments are Unquoted Equity Instruments of Subsidiaries and Joint Ventures as well as Unquoted Equity of Bharat Co-operative Bank Ltd.

The Company does not expect any losses from non-performance by these counter-parties

Other than trade and other receivables, the Company has no other financial assets that are past due but not impaired

(iv) Cash and cash equivalents

The Company held Cash and Cash Equivalents of ₹ 3479 Million as at March 31, 2023 (₹ 2344 Million as at March 31, 2022). The Cash and Cash Equivalents comprises of Cash on Hand, Term Deposits having original maturity less than 3 months and Banks Balances.

The Cash and Cash Equivalents representing term deposits less than original maturity less than 3 months and the Bank Balances are held with banks. The cash and cash equivalents are held with banks with good credit ratings and financial institution counterparties with good market standing

The Company does not expect any losses from non-performance by these counter-parties

(v) Bank Balances other than Cash and Cash Equivalents

The Company held Bank Balances Other than Cash and Cash Equivalents of ₹ 733 Million as at March 31, 2023 (₹ 530 Million as at March 31, 2022).
These balances represents term deposits having original maturity more than 3 -12 months; term deposits with remaining maturity more than 12 months on the reporting date & Balances with banks to the extent held as margin money against Bank guarantees and letter of credit for the period having original maturity between 3 - 12 months as well as remaining maturity more than 12 months on the reporting date.
The cash and cash equivalents are held with banks with good credit ratings and financial institution counterparties with good market standing

(vi) Other Financial Assets

These assets represents balances receivables in nature of Insurance Claim , Interest accrued on Term/ Fixed Deposits
The Company does not expect any losses from non-performance by these counter-parties

(vii) Derivatives

The derivative contracts are entered into with scheduled banks which have good credit ratings. Further exposures to counter-parties are closely monitored and kept within the approved limits

The Company does not expect any losses from non-performance by these counter-parties

(Amt ₹ in Million)

B. Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The responsibility for liquidity risk management rests with the Board of Directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-term, medium-term and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

The Company has obtained fund and non-fund based working capital facilities from various domestic as well as foreign banks.

The following are the remaining contractual maturities of Derivative financial liabilities & Non - Derivative Liabilities at the reporting date. The amounts are gross and undiscounted and include estimated interest payments as and where applicable-

Exposure to liquidity risk

Particulars	As at March 31, 2023			As at March 31, 2022		
	Carrying Amount	Contractual cash flows		Carrying Amount	Contractual cash flows	
		Upto 1 year	> 1 year		Upto 1 year	> 1 year
(A) <u>Non Derivative Financial Liabilities</u>						
(a) Non-Current Borrowing	5,315	-	5,315	779	-	779
(b) Current Borrowings	9,010	9,010	-	4,143	4,143	-
(c) Trade Payables	2,558	2,558	-	2,055	2,055	-
(d) Others	28	28	-	-	-	-
(A)	**16,910**	**11,596**	**5,315**	**6,977**	**6,198**	**779**
(B) <u>Derivative Financial Liabilities</u>						
(a) MTM Value of Derivatives Contracts - Designated as Cash Flow Hedges	22	22	-	-	-	-
(b) MTM Value of Derivatives Contracts - Designated as Fair Value Hedges	6	6	-	-	-	-
(B)	**28**	**28**	**-**	**-**	**-**	**-**
Total Financial Liabilities (A) + (B)	**16,938**	**11,624**	**5,315**	**6,977**	**6,198**	**779**

The following table details the Company's expected maturity for its Non-Derivative financial assets and Derivative Financial Assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

Particulars	As at March 31, 2023			As at March 31, 2022		
	Carrying Amount	Contractual cash flows		Carrying Amount	Contractual cash flows	
		Upto 1 year	> 1 year		Upto 1 year	> 1 year
(A) Non Derivative Financial Assets						
(a) Investments	0	-	0	0	-	0
(b) Trade receivables	9,668	9,668	-	6,465	6,465	-
(c) Cash and cash equivalents	3,479	3,479	-	1,775	1,775	-
(d) Bank balances other then cash and cash equivalents	733	733	-	482	482	-
(e) Loans	167	167	-	153	153	-
(f) Others Financial Assets	16	16	-	12	12	-
(g) Long Term Borrowings	355	-	355	122	-	122
(i) Others Non Current Financial Assets	84	-	84	48	-	48
(A)	**14,503**	**14,064**	**439**	**9,056**	**8,886**	**170**
(B) Derivative Financial Assets						
(a) Derivatives Instruments	-	-		116	116	-
(B)	**-**	**-**	**-**	**116**	**116**	**-**
Total Financial Assets (A) + (B)	**14,503**	**14,064**	**439**	**9,172**	**9,002**	**170**

Net Gains (Losses) on fair value changes

Particulars	As at March 31, 2023	As at March 31, 2022
Investments classified at FVTPL	-	1,534
Investments Designated at FVTPL	-	-
Derivatives at FVTPL	-	10
Other Financial Instruments designated	-	-
Reclassification adjustments	-	-
Reliased gainon Debt investments	-	-
Others(to be specified)	-	-
Total Net Gain (Losses) on Fair Value		35

C. Market Risk

Market Risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices such as foreign exchange rates, interest rates and equity prices. Market risk comprises three types of risk: Currency risk, Interest rate risk and Other price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

(a) <u>Currency Risk</u>

The Company operates internationally and a major portion of the business is transacted in several currencies and consequently the Company is exposed to foreign exchange risk through its sales in the United States, Middle East, Singapore, Malaysia and elsewhere, and purchases from overseas suppliers in various foreign currencies. The exchange rate between the rupee and foreign currencies may fluctuate substantially in the future. Consequently, the results of the Company's operations are affected positively/adversely as the rupee appreciates/ depreciates against these currencies. The Company evaluates exchange rate exposure arising from these transactions and enters into foreign exchange Derivative contracts to mitigate the risk of changes in exchange rates on foreign currency exposures. The Company follows established risk management policies, to hedge forecasted cash flows denominated in foreign currency. The Company has designated certain derivative instruments as cash flow hedges to mitigate the foreign exchange exposure of forecasted highly probable cash flows.

<u>Hedge Accounting</u>

<u>Currency risk-Transactions in foreign currency</u>

At the inception of a hedge relationship, the Company formally designates and documents the hedge relationship to which the Company wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge. The documentation includes the Company's risk management objective and strategy for undertaking hedge, the hedging/ economic relationship, the hedged item or transaction, the nature of the risk being hedged, hedge ratio and how the entity will assess the effectiveness of changes in the hedging instrument's fair value in offsetting the exposure to changes in the hedged item's fair value or cash flows attributable to the hedged risk. Such hedges are expected to be highly effective in achieving offsetting changes in fair value or cash flows and are assessed on an ongoing basis to determine that they actually have been highly effective throughout the financial reporting periods for which they were designated. Subsequent to initial recognition, derivative financial instruments are measured as described below:

Cash flow hedges:

Changes in the fair value of the derivative hedging instrument designated as a cash flow hedge are recognized in other comprehensive income and held in cash flow hedging reserve, net of taxes, a component of equity, to the extent that the hedge is effective. To the extent that the hedge is ineffective, changes in fair value are recognized in the statement of profit or loss and reported within foreign exchange gains/(losses), net within results from operating activities. If the hedging instrument no longer meets the criteria for hedge accounting, then hedge accounting is discontinued prospectively. If the hedging instrument expires or is sold, terminated or exercised, the cumulative gain or loss on the hedging instrument recognized in cash flow hedging reserve till the period the hedge was effective remains in cash flow hedging reserve until the forecasted transaction occurs. The cumulative gain or loss previously recognized in the cash flow hedging reserve is transferred to the statement of income upon the occurrence of the related forecasted transaction. If the forecasted transaction is no longer expected to occur, such cumulative balance is immediately recognised in the statement of income.

<u>Interest Rate Risk</u>

The company doesn't have any interest rate risk w.r.t. Hedge for Transactions in Foreign Currency

Dorf-Ketal Chemicals India Private Limited
Notes forming part of Consolidated Financial statements for the year ended March 31, 2023
(Amt ₹ in Million)

Disclosures of Effects of Hedge Accounting

A. Fair Value Hedge
(i) Hedging Instrument

Type of Hedge & Risk	Carrying Amount		Changes in FV	Line item in Balance Sheet
	Assets	Liabilities		
(a) Foreign Currency Risk				
Forward Contracts	9	-	-9	Other current financial liabilities
Forward Contracts(Loans)	-	-	-	Other current financial liabilities
Option Contracts	-	-	-	Other current financial liabilities
Interest Rate Swap	-	3	3	Other current financial liabilities
(b) Other Risk (if any)	-	-	-	-

(ii) Hedging Item

Type of Hedge & Risk	Carrying Amount		Changes in FV Asset / (Liability)	Line item in Balance Sheet
	Assets	Liabilities		
(a) Foreign Currency Risk				
Long term loans(ECB & FCNR)	-	303	-3	Borrowings
Trade Receivables	1,577	-	9	Trade Receivables
Trade Payables	-	-	-	Trade Payables
(b) Other Risk (if any)	-	-	-	-

B. Cash Flow Hedge
(i) Hedging Instrument

Type of Hedge & Risk	Carrying Amount		Changes in FV Asset / (Liability)	Line item in Balance Sheet
	Assets	Liabilities		
(a) Foreign Currency Risk				
Forward Contracts	102		102	Other Financial Assets
Option Contracts	14		14	Other Financial Assets
(b) Other Risk (if any)				

(ii) Hedging Item

Type of Hedge & Risk	Hedging Reserve	Changes in FV	Line item in Balance Sheet
(a) Foreign Currency Risk			
Highly Probable Exports	116	116	Other Comprehensive Income-Other Equities
(b) Other Risk (if any)	-	-	-

Dorf-Ketal Chemicals India Private Limited
Notes forming part of Consolidated Financial statements for the year ended March 31, 2023
(Amt ₹ in Million)

Particulars of unhedged foreign currency exposure as at the respective reporting dates -

The carrying amounts of the Company's foreign currency dominated monetary assets and monetary liabilities at the end of the reporting period are as follows:

(Amt ₹ in Million)

Particulars	**As at March 31, 2023**	
	Amount in FC *	Amount in INR
(a) Trade Payables		
USD	2.39	196.16
AED	0.44	9.83
EUR	0.10	8.84
	-	-
(b) Foreign currency Loan Taken	-	-
Packing Credit/ Buyer's Credit	-	-
EUR	-	-
USD	-	-
USD	0.67	54.78
	-	-
Foreign currency loan (Asset)	-	-
USD	-	-
CHF	-	-
	-	-
(c) Export Trade Receivables	-	-
USD	50.32	4,134.89
EUR	11.80	1,055.32
MYR	7.58	141.23
CNY	7.57	90.41
KWD	0.55	147.45

Particulars	**As at March 31, 2022**	
	Amount in FC *	Amount in INR
(a) Trade Payables		
USD	5.80	439.60
EUR	0.15	12.49
CNY	0.07	0.85
	-	-
(b) Foreign currency Loan Taken	-	-
USD	3.33	252.64
	-	-
(c) Export Trade Receivables	-	-
EUR	6.67	561.59
USD	19.64	1,488.36
CNY	8.87	105.84
KWD	0.11	26.67
MYR	9.46	170.58

* FC - Foreign Currency

41 Related party disclosures

(i) Name of Related Party and the nature of Relationship

(a) Joint venture
DORF KETAL TRIBONDS INTERNATIONAL COMPANY LLC

(b) Associate Company
Aritar Private Limited
Trentar Private Limited

(c) Key Managerial Personnel (KMP)

Mr. Sudhir V. Menon	Chairman and Managing Director
Mr. Subodh V. Menon	Director
Mr. Mahesh Subramaniyam	Director
Mrs. Padmaja Menon	Director
Mr. Perumangode Ramaswamy	Director
Mr. Vijayaraghava Aniparambil Menon	Director
Mr. Pramod Menon	Director
Mr. Yogesh Ranade	Director
Mr. Vijaykumar Malpani	Group Finance Controller
Mr. Rajdeep Shahane	Company Secretary

(d) Enterprises over which Key Managerial Personnel are able to exercise significant influence.
Yaap Digital Pvt Ltd
Yaap Digital FZE
FFC Information Solution Pvt Ltd
Brand Planet Consultants India Pvt Ltd
Intnt Asia Pacific Pte Ltd
Oplifi Digital Pvt Ltd
Lajawaab Foods Pvt.Ltd
Rainmaker Ventures Pvt Ltd
Fobeoz India Private Limited.
GarudaUAV Soft Solutions Pvt. Ltd.
TM Aerospace Pvt. Ltd.
Trishula Advanced Composites and Electronics Private Limited
ATIR PROPERTIES PRIVATE LIMITED

(e) Employment benefit plan
Dorf Ketal Chemicals India Employee's Gratuity Fund.
Dorf Ketal Chemicals India Employee's Group Leave Encashment Fund.
Yaap Employees Welfare Trust

Dorf-Ketal Chemicals India Private Limited
Notes forming part of Financial statements for the year ended March 31, 2023
(Amt ₹ in Million)

(ii) Transactions with Related Parties

Particulars	As at March 31, 2023	As at March 31, 2022
(a) Associate		
Sale of Goods	125	-
Interest income	8	1
Re-imbursement of Expenses	1	0
Rent Received	0	0
Unsecured Loans Received / Repaid (Net)	55	-
Unsecured Loans Given / Repaid (Net)	276	-
Investments	-	7
	-	-
(b) Key Managerial Personnel (KMP)	-	-
Remuneration	1,759	1,292
Professional Fees	1	1
Rent Paid	14	14
(c)Enterprises over which Key Managerial Personnel are able to exercise significant influence.		
Sale of Fixed Assets	-	1
Purchase of Fixed Assets	-	1
Management Sharing Fees received	-	12
Recovery of Expenses	0	1
Rent Received	0	0
Business Promotion Expense/ Staff Welfare	5	6
Advertisement Charges	-	1
Software expense	0	-
Guest house expense	1	-
(d) Joint venture		
Investments	127	-

(iii) Balance Outstanding of Related Parties

Particulars	As at March 31, 2023	As at March 31, 2022
(a) Associate		
Investments	9	9
Unsecured Loans	298	69
Trade Receivables	40	-
Creditors	1	-
(b)Enterprises over which Key Managerial Personnel are able to exercise significant influence.		
Receivables	3	4
Advance to Sundry Creditors	11	11
Loans & Advances	4	4
Creditors	2	0
(c) Joint venture		
Investments	127	-

(Amt ₹ in Million)

42 Contingent liabilities and commitments

Particulars	As at March 31, 2023	As at March 31, 2022
Contingent liabilities		
(a) In respect of Income Tax matters	42	43
- Others	-	-
(b) Guarantees excluding financial guarantees; and		
-In respect of Bank Guarantees	1,904	991
-In respect of Letter of Credit	201	504
-In respect of Corporate Guarantee issued In favour Subsidiaries, Sub Subsidiaries and Associates	205	-
Total	**2,352**	**1,538**

43 Dividend:

The following dividend were declared and paid by the Subsidiary Companies:

a. **Dividend paid to DK PTE by DK Malaysia**

Dorf Ketal Malaysia	
	INR
In respect of the financial year ended 31st March 2023	**13**
Final single tier dividend of RM 0.91 per share, declared on 8th August 2022 and paid on 20th January 2023	
In respect of the financial year ended 31st March 2022	
Final single tier dividend of RM 1.46 per share, declared on 11th October 2021 and paid on 21st October 2021	**21**

The directors recommended the payment of a final dividend of INR 26 Million (PY 13 Million) in respect of the financial year ended 31st March 2023

All the dividends paid or proposed in the current and prior years are single tier dividends with no income tax consequences to shareholder of the company.

Dorf-Ketal Chemicals India Private Limited
Notes forming part of Consolidated Financial statements for the year ended March 31, 2023
(Amt ₹ in Million)

b. **Dividend paid to DKCIPL by DK PTE**

Dorf Ketal PTE				
	INR		INR	
	Rate Per Share		Total	
	2023	2022	2023	2022
Interim exempt(1-Tier) dividend declared	-	11.66	-	47
Final exempt(1-Tier) dividend paid	-	17.26	-	70

c. **Dividend paid to DKCIPL by DK Brasil**

Dorf Ketal Brasil			
BRL		INR	
Total		Total	
2023	2022	2023	2022
6.00	24.00	93	330

44 Segment Information:

Business Segment:

The Company has only one identifiable Business Segment i.e. Chemicals.

Geographic Segment:

The analysis of geographical segment is based on the geographical location of the customers.

Particulars	As at March 31, 2023	As at March 31, 2022
Africa	27	460
America	6,618	9,241
Latin America	6,238	-
Asia	20,418	13,371
Europe	5,962	3,709
Total	39,263	26,780

1. The Group has common assets for producing goods for Domestic markets and Overseas Markets. Hence, separate figures for assets/additions to fixed assets and liabilities cannot be furnished.

Dorf-Ketal Chemicals India Private Limited
Notes forming part of Consolidated Financial statements for the year ended March 31, 2023
(Amt ₹ in Million)

45 Corporate Social Responsibility(CSR):

(a) CSR amount required to be spent by the companies is as per section 135 of the companies act 2013 read with schedule VII

(b) CSR Expenditure during the year:

Particulars	**FY 2022-23**	**FY 2021-22**
Education	25	5
Arts & Culture	2	2
Health	0	1
Skill Development		0
Sports Development	0	0
Covid-19		8
Nature	5	-
Water harvesting	6	-
Total	**39**	**16**

46 Fixed assets includes Research and Development (R&D) assets Gross Block as under:-

Figures in Rupees

Particulars	**Building – Factory**	**Plant & Machinery**	**Furniture & Fixtures**
As on 31st March, 2022	9	156	9
Additions		3	
As on 31st March, 2023	9	159	9

47 Accounts Payable Ageing

Ageing for trade payable – current outstanding as at March 31, 2023

Particulars	**Outstanding for Following Period from Due Date of Payment**					
	Less than 6 months	**6 months- 1 year**	**1-2 Year**	**2-3 Years**	**More than 3 Years**	**Total**
Creditors	2,558	-	-	-	-	2,558
					Total	2,558

Ageing for trade payable – current outstanding as at March 31, 2022

Particulars	**Outstanding for Following Period from Due Date of Payment**					
	Less than 6 months	**6 months- 1 year**	**1-2 Year**	**2-3 Years**	**More than 3 Years**	**Total**
Creditors	811	1,422	12	(1)	(0)	2,244
					Total	2,244

48 Group Information

1. The Consolidated Financials of the group includes Subsidiaries listed in the below table

Name	**Country of Incorporation**	**Percentage of Ownership Interest as at 31st March, 2023**	**Percentage of Ownership Interest as at 31st March, 2022**
Dorf Ketal Chemicals LLC	USA	100	100
Dorf Ketal Brasil Ltda	Brasil	80	80
Dorf Ketal B.V.	Netherlands	100	100
Dorf Ketal Chemicals FZE	UAE	100	100
Dorf Ketal Chemicals Pte Ltd	Singapore	100	100
Dorf Ketal Chemicals Shanghai Ltd	China	100	100
Dorf Ketal Chemicals SDN BHD	Malaysia	100	100
Dorf Ketal Chemicals UK Pvt. Ltd.	UK	100	0
Khyati Chemicals Pvt. Ltd.	India	100	0

Dorf-Ketal Chemicals India Private Limited
Notes forming part of Consolidated Financial statements for the year ended March 31, 2023
(Amt ₹ in Million)

49 Material partly owned subsidiaries

Financial information of the subsidiaries that have material non controlling interest is provided below:

Name of the company	**31.3.23**	**31.3.22**
	In%	In%
Dorf Ketal Brasil LTDA	20	20

Information regarding non controlling interest

Particulars	**31.3.23**	**31.3.22**
	INR	INR
Accumulated Balances of non-controlling interest	380	235
Profit & loss allocated to material non-controlling interest	144	117

50 DISCLOSURES AS REQUIRED UNDER SCHEDULE III TO THE COMPANIES ACT 2013 WITH RESPECT TO CONSOLIDATED FINANCIAL STATEMENTS (CONSOLIDATED)

S. No	**Name of the entity**	**Net Assets, i.e., total assets minus total liabilities**		**Share in profit or loss**		**Share in Other comprehensive income**		**Share in Total comprehensive income**	
		As % of consolidated net assets	**Amt**	**As % of consolidated profit or loss**	**Amt**	**As % of consolidated other comprehensive income**	**Amt**	**As % of consolidated profit or loss**	**Amt**
	Parent								
1	Dorf Ketal Chemicals India Pvt.Ltd	51.37%	12,542	36.61%	1,803	99%	-72	35.68%	1,731
	Subsidiaries								
1	Dorf Ketal Chemicals LLC	11.22%	2,739	17.33%	854	0%	-	17.59%	854
2	Dorf Ketal Brasil Ltda	7.62%	1,860	14.66%	722	0%	-	14.88%	722
3	Dorf Ketal B.V.	0.46%	113	0.69%	34	0%	-	0.70%	34
4	Dorf Ketal Chemicals FZE	4.49%	1,097	8.49%	418	0%	-	8.62%	418
5	Dorf Ketal Chemicals Pte Ltd	13.84%	3,380	14.09%	694	0%	-	14.30%	694
6	Dorf Ketal Chemicals (Malaysia) SDN. BHD	2.54%	619	2.72%	134	0%	-	2.76%	134
8	Dorf Ketal Chemicals (Shanghai) Ltd	0.93%	228	0.54%	27	0%	-	0.55%	27
9	Khyati Chemicals Pvt. Ltd.	7.45%	1,819	6.47%	319	0%	-1	6.55%	318
10	Dorf Ketal Chemicals UK Pvt. Ltd.	0.09%	21	-0.45%	-22	0%	-	-0.46%	-22
	Associate / Joint Venture								
1	Aritar Private Limited	0.00%	-	-0.05%	-2	0%	-	-0.05%	(2)
2	Trentar Private Limited	0.00%	-	-0.10%	-5	0.00%	-	-0.02%	(5)
3	Dorf Ketal Tribond International Company LLC			-1.00%	-49	0.00%	-	-0.20%	(49)
	Total	1	24,416	1	4,925	1	(73)	101%	4,852

Note: The Above recorded amounts are excluding interco elimination.

Dorf-Ketal Chemicals India Private Limited
Notes forming part of Consolidated Financial statements for the year ended March 31, 2023
(Amt ₹ in Million)

51 Goodwill on Consolidation

Name of the Entity	As at March 31, 2023	As at March 31, 2022
Khyati Chemicals Pvt. Ltd.	27	-
Filtra	513	513
Fluid Energy Ltd. Canada	551	
Fluid USA Inc.	102	
Acquired Goodwill	**1,193**	**513**

Goodwill acquired in business combination is allocated, at acquisition date, to the cash-generating units that are expected to benefit from that business combination.

The Group reviews carrying amount of goodwill and technical knowhow in order to determine whether there is any indication that goodwill, and technical knowhow has suffered any impairment loss.The Projected cash flows considered for each cash generating unit is based on a value in use calculation which uses cash flow projections based on financial budgets approved by the management. The gross margins, price inflation and cost projections are extrapolated for the years beyond the Budgeted period using a reasonable estimate. Based on the working it can be concluded that the recoverable amount exceeds the carrying amount of Goodwill and Technical Knowhow.

52 Non Controlling Interest

Particulars	As at March 31, 2023	As at March 31, 2022
Balance at the beginning of the year	235	203
Share of Profit/Loss for the year	145	32
Non Controlling Interest on acquisition during the year	**380**	**235**

53 Previous Year's figures have been regrouped/reclassified, wherever necessary, to conform to the classification of Current year.

54 Approval of Financial Statements
The above Consolidated Financial Statements are approved by Board of Directors on June 26, 2023

For NGPC & CO.
Chartered Accountants
Firm Registration No: 145474W

Navnit S Gajja

NGPC & CO. 104, Argentum, Opp. Patkar College, S. V. Road, Goregaon (W), Mumbai-104. CHARTERED ACCOUNTANTS

Navnit S Gajja
Partner
Membership No:112458
Mumbai
Date : June 26, 2023
UDIN: 23112458BGYPSF1664

For and on behalf of the Board of Directors

Sudhir Menon
Chairman and Managing Director
DIN:00972842

Subodh Menon
Director
DIN:00972842

DORF-KETAL CHEMICALS INDIA PRIVATE LIMITED

Vijaykumar Malpani
Chief Financial Officer
Date : June 26, 2023

Rajdeep Shahane
Company Secretary