

2023-24



SHISH

ANNUAL REPORT



WWW.SHISHINDUSTRIES.COM



INFO@SHISHINDUSTRIES.COM



+91 98251 90407

2023-24

**ANNUAL
REPORT**



SHISH

**We Innovate, Design and Supply
Products across the Globe**

Differentiation Through Innovation

At the heart of our identity lies a resolute commitment to doing things differently, as exemplified by the maxim: "Winners don't do different things, they do things differently." We embrace a culture of innovation, choosing not to settle for providing what already exists but striving to offer groundbreaking solutions.

Shish Industries Limited excels in inventive and custom industrial packaging solutions, carving a unique space in material handling, insulation, and packaging. Our patent portfolio underscores our dedication to innovation, while our listing on the Bombay Stock Exchange enhances our credibility. Situated strategically in Western Gujarat, our manufacturing units enable efficient access to materials and seamless global shipping via nearby ports, aligning with our commitment to top-tier industry products.

Dear Shareholders,

It gives me great pleasure to present the Annual Report for the financial year 2023-24. This year has been a pivotal one for Shish Industries Limited, marked by significant milestones and a steadfast commitment to our core values.

Today, the Group is on an ambitious growth path with plans to transform ourselves over the next few years. To achieve this, we are infusing the Group with fresh thinking while dedicating ourselves to the principles that have held us in good stead over the years. This strategic approach is designed to ensure that we continue to innovate, adapt, and thrive in an ever-changing market landscape.

Despite global economic uncertainties and market challenges, Shish Industries has delivered strong performance, underpinned by robust financial results and strategic initiatives. We have expanded our product portfolio, optimized our operations, and invested in cutting-edge technologies, positioning us well to seize emerging opportunities.

Sustainability remains at the heart of our strategy. Over the past year, we have made considerable progress in reducing our environmental impact, enhancing resource efficiency, and supporting the communities we serve. These efforts reflect our unwavering commitment to creating long-term value for all our stakeholders.

As we look ahead, our vision is clear. We are focused on driving innovation, improving operational efficiencies, and exploring new avenues of growth that will propel Shish Industries to new heights. The foundation we have built, combined with our forward-looking strategies, ensures that we are well-prepared for the future.

I would like to express my sincere gratitude to our employees for their dedication, to our customers for their continued trust, and to our shareholders for their unwavering support. Together, we are poised to achieve even greater success in the years to come.

Thank you for your continued confidence in Shish Industries.

Warm regards,

Satishkumar Maniya
Chairman and Managing Director
Shish Industries Limited



Director's Profile



SHISH



MD & CHAIRMAN

Mr. Satish Maniya

20+ years experience

The visionary behind our technological marvels, he is a trailblazer in the realm of technology.

He has an innate passion for innovation and it is in the pursuit of shaping the landscape of the tech world by bringing groundbreaking ideas.



DIRECTOR

Mr. Ramesh Kakadiya

20+ years experience

A creative force in the persuasion of brand elevation in the dynamic world of marketing.

He has not only crafted compelling narratives by understanding the consumer behaviour but has also pioneered strategies that resonate with audiences on a global scale.



Mission and Vision

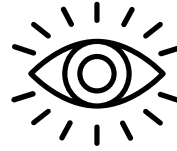


SHISH



Mission

To revolutionize the industrial packaging industry by delivering sustainable, high-quality and innovative packaging products and solutions.



Vision

To set a benchmark in the industry, creating opportunities, products and services, which promote growth for all stakeholders.



Values



Reliability

Providing unwavering reliability and top-notch quality to protect your goods with utmost care.



Innovation

Embracing innovation and adaptability to engineer cutting-edge packaging solutions for evolving industrial needs.



Sustainability

Prioritizing sustainability and eco-conscious practices, creating greener packaging solutions for a better world.



Customer-Centric

Putting customers at the heart of our business, delivering tailored solutions that exceed expectations.



Certificate and Recognition



SHISH



SGCCI
Business Voice of
South Gujarat
Since 1940

Shish Industries Ltd. is bestowed with the SGCCI Golden Jubilee Memorial Award in 2023

The company has been awarded by The Southern Gujarat Chamber of Commerce and Industry in the category of Fairdeal Filaments Award for Outstanding Entrepreneur in the MSME Segment.



Registered Trademarks





Certificate and Recognition



SHISH

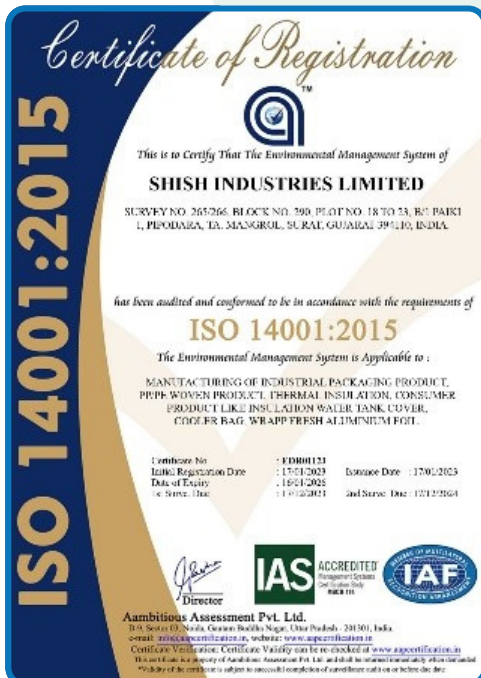
AEO T2 awarded



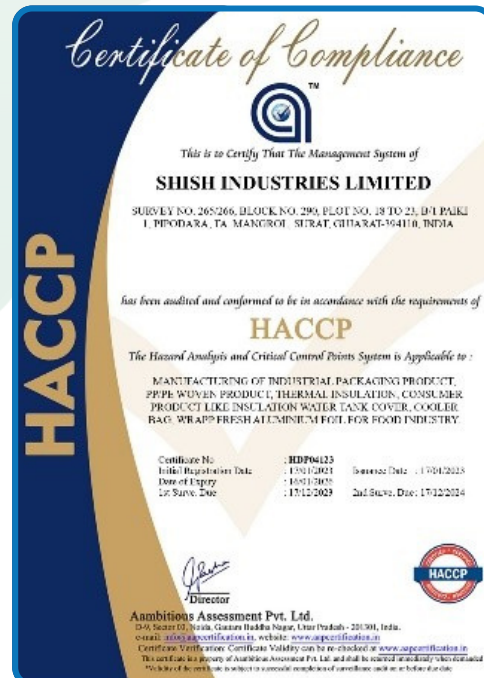
BRC Certification



ISO 14001 : 2015



HACCP



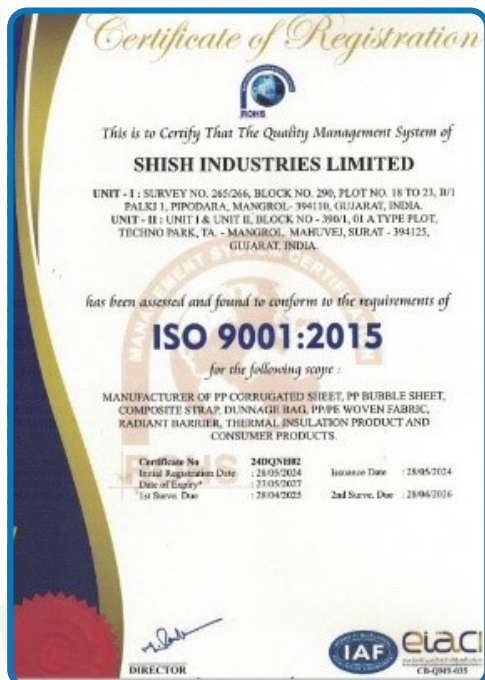


Certificate and Recognition



SHISH

ISO 9001 : 2015



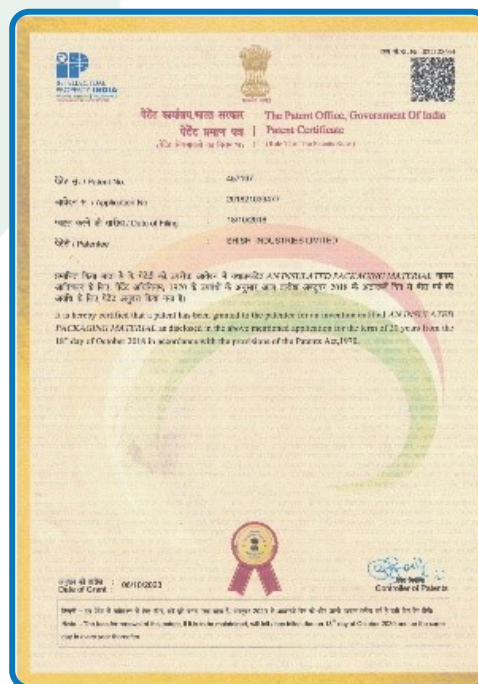
Star export house



Patented Design for 5ply Flute PP Sheet



Patented Design for Thermal Insulation Material





Certificate and Recognition



SHISH

AAR Certificate for Dunnage Bag

Bureau of Indian Standards, IS 15392:2003 for Aluminum Foil

 **MxV**
M x V RAIL

LABORATORY TEST REPORT
LB 69-23

THIS TEST REPORT DOES NOT CONSTITUTE APPROVAL OR DISAPPROVAL OF THE EQUIPMENT, METHOD OR MATERIAL TESTED

Date: September 19, 2023

Report For: **Dunnage Bag Private Limited**
Plot No. 157/4, G.I.D.C. Industrial Estate, Phase-II, Bharuch, Gujarat, India-392015
Email: nishit.lakhani@shishcorp.com

Test Specimens: Level 1 Woven Polypropylene Polyethylene Dunnage Bags

Test Procedure: (Extracted from General Information Bulletin No. 9, *Product Performance Profile for Pneumatic Damage*)

2.4 Performance Measure

2.4.1 Level 1, Pneumatic Damage at Lateral Void Fillers and/or Load Securement in Certain Intermodal Applications

Part A. Leak Test:
Ten samples shall be inflated to 2.5 psig in a 12" void and remain thus for 19 days. Record the temperature and barometric pressure at the start and end of the test.

After 19 days pneumatic damage must retain a minimum of 1.5 psig, and the gauge pressure standard deviation of the 10 samples must not be greater than 0.15.

Part B. Burst Test:
Five random samples from Part A shall be inflated to 8 psig in a 12" void. The bag must maintain 8 psig for one minute.

Damage Prevention and Loading Services
MxV Rail
P.O. Box 11136, Pueblo, CO 81001
Phone: (719) 585-1817

MxV Rail is a subsidiary of the Association of American Railroads

भारतीय मानक ब्यूरो
BUREAU OF INDIAN STANDARDS
मानक चिह्न के उपयोग के लिए अनुमति
Licence for the use of STANDARD MARK

साइनेस सं. सीएमएल- 7100036791
Licence No. CML- 7100036791

यह ब्यूरो, भारतीय मानक ब्यूरो अधिनियम, 2016 (2016 का 11) द्वारा प्रदत्त शक्तियों के आधार पर

शिष इंडस्ट्रीज लिमिटेड
सर्व नंबर- 265/266, ब्लॉक नंबर- 290,
प्लॉट नंबर- 18 से 23, पैकि 1,
पिपोदारा- 394110, गुजरात

वे (जिसे इसमें आगे 'अनुमतिप्राप्त' कहा गया है) इसकी प्रथम अनुमति के पहले स्तंभ में विनिर्दिष्ट मानक चिह्न का इस अनुमति के तहत स्तंभ में दी गई किस्मों पर, उपयोग करने के लिए अनुमति प्रदान करता है। इन उपर्युक्त किस्मों पर चिह्न का उपयोग उक्त अनुमति के द्वितीय स्तंभ में समय-समय पर संशोधित अथवा पुनरीक्षित/संशोधित संबंध भारतीय मानक (मानकी) के अनुसार/अनुसृत विनिर्दिष्ट है।

By virtue of the power conferred on it by the BUREAU OF INDIAN STANDARDS ACT, 2016 (11 of 2016) the BUREAU hereby grants to

SHISH INDUSTRIES LIMITED
SURVEY NO-265/266, BLOCK NO-290, PLOT NO-18 TO 23,
BT PAIKI 1, PIPODARA-394110, GUJARAT

(hereinafter called the Licensee) this licence to use the Standard Mark set out in the first column of the Schedule hereto, upon or in respect of the varieties set out in the third column of the said Schedule which is manufactured in accordance with/conforms to the related Indian Standard(s) referred to in the second column of the said Schedule as from time to time amended or revised.

Bureau of Indian Standards, IS 15351:2015 for Geo Liner

भारतीय मानक ब्यूरो
BUREAU OF INDIAN STANDARDS
मानक चिह्न के उपयोग के लिए अनुमति
Licence for the use of STANDARD MARK

साइनेस सं. सीएमएल- 7100039747
Licence No. CML- 7100039747

यह ब्यूरो, भारतीय मानक ब्यूरो अधिनियम, 2016 (2016 का 11) द्वारा प्रदत्त शक्तियों के आधार पर

शिष इंडस्ट्रीज लिमिटेड
सर्व नंबर-265/266, ब्लॉक नंबर-290, प्लॉट नं.- 18 से 23,
B1 पैकि 1, पिपोदारा-394110, गुजरात

वे (जिसे इसमें आगे 'अनुमतिप्राप्त' कहा गया है) इसकी प्रथम अनुमति के पहले स्तंभ में विनिर्दिष्ट मानक चिह्न का इस अनुमति के तहत स्तंभ में दी गई किस्मों पर, उपयोग करने के लिए अनुमति प्रदान करता है। इन उपर्युक्त किस्मों पर चिह्न का उपयोग उक्त अनुमति के द्वितीय स्तंभ में समय-समय पर संशोधित अथवा पुनरीक्षित/संशोधित संबंध भारतीय मानक (मानकी) के अनुसार/अनुसृत विनिर्दिष्ट है।

By virtue of the power conferred on it by the BUREAU OF INDIAN STANDARDS ACT, 2016 (11 of 2016) the BUREAU hereby grants to

SHISH INDUSTRIES LIMITED
SURVEY NO-265/266, BLOCK NO-290,
PLOT NO-18 TO 23, B1 PAIKI 1,
PIPODARA-394110, GUJARAT

(hereinafter called the Licensee) this licence to use the Standard Mark set out in the first column of the Schedule hereto, upon or in respect of the varieties set out in the third column of the said Schedule which is manufactured in accordance with/conforms to the related Indian Standard(s) referred to in the second column of the said Schedule as from time to time amended or revised.

Research Lab



Design development and sampling form a core part of operations and a key differentiator in the business. We have an established product design and development team is comprised of industry experts with numerous years of experience.

Shish Industries Ltd. has always stayed ahead of its time and has introduced advanced plastic manufacturing technology in India. Through strategic investment in R&D, Shish Industries has successfully managed to innovate and develop unique products.

Key Features of Our Infrastructure

First company to develop & patent 5-ply Polypropylene Corrugated Sheet
Developer of Indigenous Reflective Insulation Product- Carmika™
Pioneered the concept of Insulated water tank covers in India.



PARTICIPATION IN EVENTS



ISHRAE

ACREX INDIA 2024

The focus for ACREX INDIA 2024 shall be on advancements in technology in the HVAC sector, which is pivotal in creating a better future and a better world. Participation, both in terms of exhibitors and visitors, shall be in high numbers with over 40 countries including Belgium, China, Czech Republic, Egypt, France, Germany, Italy, Japan, Korea, Malaysia, Saudi Arabia, Singapore, Spain, Switzerland, Taiwan, the Netherlands, UAE, UK, Ukraine and USA. Living up to its legacy and raising the benchmark further, ACREX INDIA shall stand tall as the most coveted and comprehensive conglomeration for industry professionals from around the globe. Experts from all over the world would come together to meet people, cultivate and expand networks and conduct business.



INDIA EXPO MART



Venue:

India Expo Centre & Mart, Knowledge Park -II Gautam Budh Nagar, Uttar Pradesh 201306, India





SHISH

CYCLOTHON EVENT

SURAT TO SARANGPUR

3 Days - 333 Km - 333 Superheroes

Shish Cyclothon is committed to promoting sustainability and health where wheels turn not only for competition but also for a noble cause!

An initiative by Shish Foundation, it champions positive environmental and social impact through sustainable practices, fitness, and healthy lifestyle.



Oath for the Cyclothon

I will adopt a Healthy, Active, and sustainable lifestyle by maximizing cycling and strive to Influence my Family, Friends, and others to Embrace the same way of Life.



SHISH CYCLOTHON 2024
Sustainability & Health By Indian Superheroes

SUPPORT FIT INDIA

Fueled by the Fit India spirit, we embark on a journey of health, wellness, and collective fitness excellence.



OUR VISION

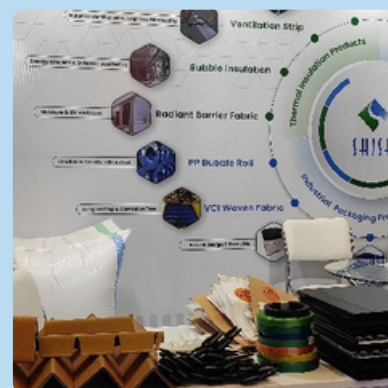
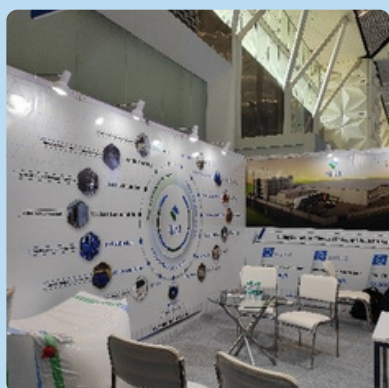
Our cycling event strives to create a vibrant community of enthusiasts and we aim to welcome 1,00,000 SuperHeroes in the next 5 years into our spirited gatherings, fostering a sustainable, healthier and greener tomorrow.



SHISH

RX MUNCH

RX is a global leader in events and exhibitions, leveraging industry expertise, data, and technology to build businesses for individuals, communities, and organisations.

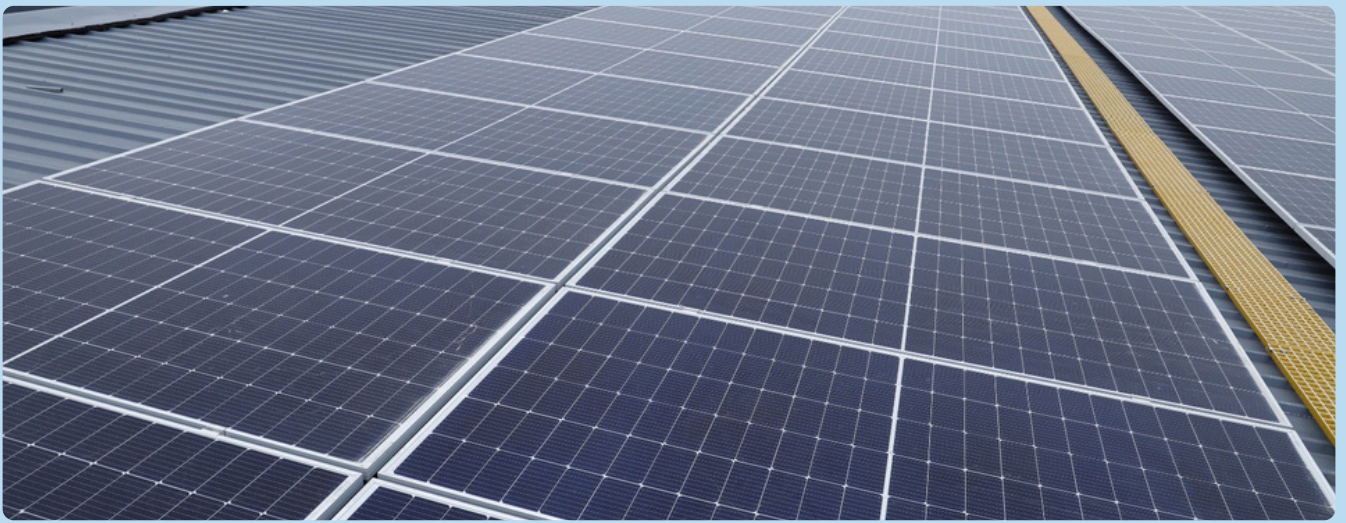




SHISH

SOLAR POWER

A solar power event hosted by the company showcases advancements in solar technology and sustainability initiatives. The event includes presentations on innovative solar solutions, It aims to highlight the company's commitment to renewable energy and engage stakeholders in promoting a greener future.





SHISH

DIWALI CELEBRATION

During this year's Diwali celebration, our office came alive with vibrant decor, traditional attire, and the spirit of togetherness, fostering a sense of cultural unity and joy among our team members.



INSIDE THIS REPORT

SHISH INDUSTRIES LIMITED

CIN: L25209GJ2017PLC097273

Sr. No.	Particulars	Page
1.	Corporate Information	1
2.	Board of Director's Report	2
	Annexure to the Board of Director's Report	
	Annexure – A – Annual Report on CSR Activities for the F.Y. 2023-24	11
	Annexure – B – Disclosures under Regulation 14 of the SEBI (Share Based Employee Benefits And Sweat Equity) Regulations, 2021	13
	Annexure – C – Form AOC-2	15
	Annexure – D – Particulars of Employees	16
	Annexure – E – Form AOC-1	17
	Annexure – F – Report on Corporate Governance	18
	Annexure – G – Secretarial Audit Report & Annual Secretarial Compliance Report	34
3.	Management Discussion And Analysis Report	41
4.	Financial Section (Standalone)	
	Independent Auditor's Report	47
	Statement of Balance sheet	53
	Statement of Profit & Loss Account	54
	Statement of Other Comprehensive Income	55
	Statement of Cash Flow	56
	Statement of Changes in Equity	57
	Notes forming part of Financial Statement	58
5.	Financial Section (Consolidated)	56
	Independent Auditor's Report	82
	Statement of Balance sheet	86
	Statement of Profit & Loss Account	87
	Statement of Other Comprehensive Income	88
	Statement of Cash Flow	89
	Statement of Changes in Equity	90
	Notes forming part of Financial Statement	91
6.	Notice of Annual General Meeting	115

CORPORATE INFORMATION

SHISH INDUSTRIES LIMITED
CIN: L25209GJ2017PLC097273

BOARD OF DIRECTORS

Mr. Satishkumar Maniya	Chairman and Managing Director
Mr. Rameshbhai Kakadiya	Whole-Time Director
Mrs. Nitaben Maniya	Executive Director
Mr. Rajesh Mepani	Independent Director
Mr. Rasik Bharodia	Independent Director
Mr. Nareshkumar Lakhani	Independent Director

REGISTERED OFFICE

TP No. 4, RS No. 11 Paiki, 12-13 B, Paiki Plot C, 1st Floor of 11, 12 Suryapur Mill Compound, Varachha Road, Surat – 395 006, Gujarat
Tel No.: 0261 255 0587; **Email:** compliance@shishindustries.com

MANUFACTURING UNIT

Unit 1 & Unit 2, Block No. 390/1, 01 A type Plot, Techno Park, Ta. Mangrol, Mahuvej, Surat – 394 125, Gujarat
Web: www.shishindustries.com

AUDIT COMMITTEE

Mr. Rajesh Mepani	Chairperson
Mr. Rasik Bharodia	Member
Mr. Nareshkumar Lakhani	Member
Mr. Satishkumar Maniya	Member

CHIEF FINANCIAL OFFICER

Mr. Nishit Lakhani

COMPANY SECRETARY & COMPLIANCE OFFICER

Ms. Suman Mohanlal Jat

STAKEHOLDERS' RELATIONSHIP COMMITTEE

Mr. Rajesh Mepani	Chairperson
Mr. Rasik Bharodia	Member
Mr. Satishkumar Maniya	Member

REGISTRAR & SHARE TRANSFER AGENT

Bigshare Services Private Limited

A-802, Samudra Complex, Near Klassic Gold Hotel, Off C.G Road, Navrangpura, Ahmedabad – 380 009

Tel No.: +91 79 4002 4135; **Email:** bssahd@bigshareonline.com

NOMINATION AND REMUNERATION COMMITTEE

Mr. Rajesh Mepani	Chairperson
Mr. Rasik Bharodia	Member
Mr. Nareshkumar Lakhani	Member

STATUTORY AUDITOR

M/s. K P C M & Co.

Chartered Accountants

1st Floor, Guardian House, Suman Desai wadi, Near Udhna Darwaja, Ring Road, Surat - 395 002

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Mr. Satishkumar Maniya	Chairperson
Mr. Rajesh Mepani	Member
Mr. Nareshkumar Lakhani	Member

SECRETARIAL AUDITOR

Mr. Anand Lavingia

Practicing Company Secretary

415-416, 4th Floor, Pushpam Mall, Opp. Seema Hall, Anandnagar Road, Satellite, Ahmedabad - 380 015

BANKERS

Standard Chartered Bank

INTERNAL AUDITOR

M/s. A P M M & Co.

38, Upper Basement, Dheeraj Heritage, Near Milan Junction, S.V. Road, Santacruz (W), Mumbai - 400054.

BOARD OF DIRECTOR'S REPORT

Dear Shareholders,

The Board of Directors hereby submits the report of the business and operations of Shish Industries Limited ("the Company"), along with the audited financial statements, for the financial year ended March 31, 2024.

BUSINESS OVERVIEW

Shish was established in the year 2012, to provide the industry with innovative State of the art manufacturing solutions in protective packaging Domain. The Company's expertise has led us to produce designs right from the concept stage to development there by helping to achieve leadership as wholly integrated unit.

The Company is known for its groundbreaking innovations and quality products in Industrial Packaging, Thermal Insulation, PP/PE Woven Fabric & Consumer products.

The Company strive towards all-round growth, so it not only grows bigger but also stronger together. The Company see further growth opportunities ahead by innovating with customers in new markets; seeing Globe as its Market and never hesitate to accept a business opportunity overseas. The Company's approach is to diversify and to reach out for new developments and in-depth research to provide solutions has granted an edge to reach new markets.

NEW INITIATIVES

Shishcart

Shishcart is more than just a platform – it is a destination where style meets innovation. Our passion lies in curating a diverse range of products that reflect both your unique taste and modern needs.

With a commitment to quality, our handpicked selection of packaging solutions is designed to elevate your lifestyle and enhance your operations.

Our Mission- Empowering lives through curated elegance and innovative solutions that inspire.

Our Vision - To become the trusted Global Destination for unparalleled e-commerce experience and transformative products.

InPackaging

InPackaging, initiated by Shish, transforms the packaging industry with a wide range of packaging solutions, such as paper, plastic, metal, wooden, sustainable packaging and packaging accessories. Our commitment to sustainable innovation ensures secure packing and promotes plastic waste recycling.

FINANCIAL YEAR 2023-24 AT GLANCE

Financial Highlights

INR In Lakh

Particulars	Standalone		Consolidated	
	F.Y. 2023-24	F.Y. 2022-23	F.Y. 2023-24	F.Y. 2022-23
Revenue from Operations	8,547.88	7,022.97	8,574.08	6,853.79
Other Income	265.48	175.15	263.85	178.76
Total Income	8,813.36	7,198.12	8,837.93	7,032.55
Less: Total Expenses before Depreciation, Finance Cost and Tax	7,493.17	6,296.24	7,313.00	5,955.59
Profit before Depreciation, Finance Cost and Tax	1,320.19	901.88	1,524.93	1,076.95
Less: Depreciation	112.28	99.62	143.69	127.92
Less: Finance Cost	77.14	33.73	95.02	51.23
Profit Before Tax	1,130.73	768.52	1,113.70	897.81
Less: Current Tax	285.13	193.42	309.13	219.28
Less: Short provision for earlier year	4.55	6.34	5.76	6.34
Less: Deferred tax Liability (Asset)	(2.15)	(4.43)	(1.62)	(5.68)
Profit after Tax	843.20	573.19	800.43	677.87

RESEARCH LAB

Establishment

Design development and sampling form a core part of operations and a key differentiator in the business. We have an established product design and development team is comprised of industry experts with numerous years of experience.

Always Ahead

Shish Industries Ltd. has always stayed ahead of its time and has introduced advanced plastic manufacturing technology in India. Through strategic investment in R&D, Shish Industries has successfully managed to innovate and develop unique products.

Key Features of our Infrastructure

- First company to develop & patent 5-ply Polypropylene Corrugated Sheet
- Developer of Indigenous Reflective Insulation Product- Carmika™
- Pioneered the concept of Insulated water tank covers in India.

ENVIROMENTAL

More and more companies across business industries are committing to reducing their impact on the environment, by creating environmentally conscious workplaces. This means having policies and programs in place that encourage green behaviors.

We at Shish have taken a pledge to go green and have taken following measures to implement the same.

- Implemented a recycling program
- Conserve energy within the office
- Promote a paperless office
- Support green vendors
- Reduce by reusing
- Invest in office plants
- Conserve human energy
- Encourage sustainable transportation
- Get outside and volunteer
- Make green thinking a key part of your company culture

FINANCIAL PERFORMANCE

On Standalone Basis

During the year under review, the revenue from operation of the Company was stood at INR 8,547.88 Lakhs as against that of INR 7,022.97 Lakhs for previous year. Revenue from operation of the Company was increased by 21.71% over previous year.

Profit before Tax for the financial year 2023-24 stood at INR 1,130.73 Lakhs as against that of INR 768.52 Lakhs making the net profit of INR 843.20 Lakhs for the financial year 2023-24 as against the net profit of INR 573.19 Lakhs for the financial year 2022-23. The increase in profit after tax was achieved due to effective purchase policy of the Company and thereby reducing the cost of raw materials.

During the year under review, export sales of the Company was increased by 16.66% than that of previous year, due to which the revenue of the Company was increased. On the other side, the Company also performed well in Domestic Market. The domestic sales of the Company were increased by 27.92% than that of previous year.

On Consolidated Basis

The consolidated revenue from operation of the Company for financial year 2023-24 stood at INR 8,574.08 Lakhs as against that of INR 6,853.79 Lakhs for previous year. The consolidated net profit after tax for the financial year 2023-24 was stood at INR 800.43 Lakhs as compared to INR 677.87 Lakhs for the previous financial year 2022-23.

The Company has reported growth of 18.09% in consolidated net profit after tax and 25.10% in revenue for the full financial year 2023-24 as compared to the previous financial year 2022-23. The increase in profit after tax was achieved due to effective purchase policy of the Company and thereby reducing the cost of raw materials.

FINANCIAL STATEMENTS

The audited financial statements of the Company drawn up both on standalone and consolidated basis, for the financial year ended March 31, 2024, in accordance with the requirements of the Companies (Indian Accounting Standards) Rules, 2015 ("Ind AS") notified under Section 133 of the Act, read with relevant rules and other accounting principles. The Consolidated Financial Statements have been prepared in accordance with Ind AS and relevant provisions of the Act based on the financial statements received from subsidiaries, as approved by their respective Board of Directors.

DIVIDEND

With a view to conserve and save the resources for future prospect of the Company, your directors regret to declare dividend for the financial year 2023-24 (Previous Year Nil).

TRANSFER TO GENERAL RESERVE

Your Directors do not propose to transfer any amount to the General Reserves. Full amount of net profit is carried to reserve & Surplus account of the Company.

CHANGE IN NATURE OF BUSINESS

During the year, your Company has not changed its business or object and continues to be in the same line of business as per the main object of the Company.

SHARE CAPITAL

During the year under review, following changes were carried out in the authorized and paid-up share capital of the Company:

Authorized Capital

During the year under review, vide Special Resolution passed by the Members of the Company at their 6th Annual General Meeting held on July 20th, 2023, at 05:00 P.M. at Park Inn by Radisson, Beside Sumerru

Business Corner, Lane of Rajhans Theatre, Pal, Surat, 395009, Gujarat, India, the authorized share capital of the Company had been increased from INR 1,500.00 Lakh divided into 15000000 Equity Shares of INR 10.00/- each to INR 4,000.00 Lakh divided into 40000000 Equity Shares of INR 10.00/-.

The Authorized share Capital of the Company, as at closure of financial year 2023-24, was INR 4,000.00 Lakh divided into 40000000 Equity Shares of INR 10.00/- each.

Issued, Subscribed & Paid-up Capital

During the year under review,

- Vide Special Resolution passed by the Members at their Extra Ordinary General Meeting No. 01/2023-24 held on April 25, 2023, through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), the Company had allotted total 333190 Equity Shares of INR 10.00 each to persons other than promoters and promoter group, on Preferential Basis, at an Issue Price of INR 216.10 per Equity Share;
- Vide Special Resolution passed by the Members at their 6th Annual General Meeting held on July 20th, 2023, at 05:00 P.M. at Park Inn by Radisson, Beside Sumerru Business Corner, Lane of Rajhans Theatre, Pal, Surat, 395009, Gujarat, India, the Company had allotted total 22794266 Equity Shares of INR 10.00 each to the shareholders of the Company whose names appeared in the register of members of the company as on record date i.e. July 28, 2023 by way of bonus issue;
- Vide Special Resolution passed by the Members at their Extra Ordinary General Meeting 02/2023-24 held on September 30, 2023, through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), the Company has allotted total 815750 Equity Shares of INR 10.00 each to Promoters & Promoter group and persons other than the promoters & promoter group, on Preferential Basis, at an Issue Price of INR 120.60 per Equity Share.

Issued, Subscribed & Paid-up share Capital of the Company, after Preferential and Bonus Issue, as at closure of financial year 2023-24, was INR 3,500.71 Lakhs divided into 35007149 Equity Shares of INR 10 each.

The entire Paid-up Equity shares of the Company are listed at BSE Limited.

However, from the date of end of financial year under review till the date of this report, vide Special Resolution passed by the Members at their Extra Ordinary General Meeting 01/2024-25 held on April 6, 2024, through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"),

- The Company had further allotted total 6,29,040 Equity Shares of INR 10.00 each to persons other than promoters and promoter group, on Preferential Basis, at an Issue Price of INR 120.05 per Equity Share and
- The Company had further allotted 3266800 fully convertible Equity warrants each convertible into, or exchangeable for, 1 fully paid-up equity share of the Company of face value Rupees 10.00, on a preferential basis, to the Promoters & Promoter Group and the persons other than the Promoters and Promoter Group, at price of Rupees 120.05 per Warrant.

Issued, Subscribed & Paid-up share Capital of the Company, as on the date of this report, stood at INR 3,560.12 Lakhs divided into 35601169 Equity Shares of INR 10 each.

The required disclosures with respect to the allotment of warrants are as follows;

Description	Particulars
Date of issue and allotment of warrants	Date of issue: 07/03/2024; Date of allotment: 10/05/2024
Number of warrants	3266800
Whether the issue of warrants was by way of preferential allotment, private placement, public issue	preferential allotment
Issue price	INR 120.05

Description	Particulars
Maturity date	09/11/2025
Amount raised, specifically stating as to whether twenty five percent of the consideration has been collected upfront from the holders of the warrants	Company has raised amount of INR 9,81,98,472.00 till the date of this report for allotment of warrants. Company hereby confirms that an amount of Rupees 30.05 (Rupees Thirty and Five Paise Only) which is higher than minimum 25% (twenty five per cent) of the Warrant Issue Price has been collected upfront from the holders of the warrants as upfront payment ("Warrant Subscription Price")
Terms and conditions of warrants including conversion terms	Pursuant to Regulation 160(c) of ICDR Regulations, the allotment of the Warrants (including the Equity Shares to be allotted on conversion of such Warrants) has been made in dematerialised form. The Warrant Holders shall be, subject to the SEBI (ICDR) Regulations and other applicable rules, regulations and laws, entitled to exercise the conversion rights attached to the Warrants in one or more tranches within a period of 18 (Eighteen) months from the date of allotment of the Warrants by issuing a written notice to the Company specifying the number of Warrants proposed exchanged or converted with / into the Equity Shares of the Company and making payment at the rate of Rupees 90.00 (Rupees Ninety only) approximately balance 75% (seventy five per cent) of the Warrant Issue Price ("Warrant Exercise Price") in respect of each Warrant proposed to be converted by the Warrant Holder. On receipt of such application from a Warrant Holder, the Company shall without any further approval from the Shareholders of the Company take necessary steps to issue and allot the corresponding number of Equity Shares to the Warrant Holders. If the entitlement against the Warrants to apply for the Equity Shares of the Company is not exercised by the Warrant Holders within the aforesaid period of 18 (eighteen) months, the entitlement of the Warrant Holders to apply for Equity Shares of the Company along with the rights attached thereto shall expire and any amount paid by the Warrant Holders on such Warrants shall stand forfeited. The pre-preferential allotment shareholding of the Warrant Holders, if any, in the Company and Warrants allotted in terms of the resolution dated 06/04/2024 and the resultant Equity Shares arising on exercise of rights attached to such Warrants shall be subject to lock-in as per the provisions of the SEBI (ICDR) Regulations. The Equity Shares allotted on exercise of the Warrants shall only be in dematerialized form before an application seeking in-principle approval is made by the Company to the stock exchange(s) where its Equity Shares are listed and shall rank pari passu with the then existing Equity Shares of the Company in all respects including entitlement to voting powers and dividend. The issue and allotment of the Warrants and the exercise of option thereof will be governed by the Memorandum and Articles of Association of the Company, the Act, SEBI (ICDR) Regulations, Listing Regulations, applicable rules, notifications and circulars issued by the SEBI, Reserve Bank of India and such other acts / rules / regulations as may be applicable.

BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Constitution of Board

The Company has a balanced board with optimum combination of Executive and Non-Executive Directors, including Independent Directors, which plays a crucial role in Board processes and provides independent judgment on issues of strategy and performance. As on March 31, 2024, board comprises of 6 (Six) Directors out of which 3 (Three) Directors are Promoter Executive Directors and remaining 3 (Three) are Non-Promoter Non-Executive Independent Directors.

The Board of Directors of the Company has, in their Board Meeting held on March 31, 2023, changed and approved the designation of Mrs. Nitaben Maniya from Promoter Non-Executive Director to Promoter Executive Director w.e.f. April 1, 2023 and the same has also been approved by the Members of the Company at their Extra Ordinary General Meeting held on April 25, 2023, through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

Disclosure by Directors

The Directors on the Board have submitted notice of interest under Section 184(1) i.e. in Form MBP 1, intimation under Section 164(2) i.e. in Form DIR 8 and declaration as to compliance with the Code of Conduct of the Company. None of the Directors of the Company is disqualified for being appointed as Director as specified in Section 164 (2) of the Companies Act, 2013.

Board Meeting

Regular meetings of the Board are held, inter-alia, to review the financial results of the Company. Additional Board meetings are convened, as and when required, to discuss and decide on various business policies, strategies and other businesses. The Board meetings are generally held at registered office of the Company.

During the year under review, Board of Directors of the Company met 15 (Fifteen) times, viz May 1, 2023, May 16, 2023, June 21, 2023, July 17, 2023, July 29, 2023, August 29, 2023, September 5, 2023, October 18, 2023, November 23, 2023, November 30, 2023, December 15, 2023, January 19, 2024, February 6, 2024, March 7, 2024 and March 11, 2024.

The details of attendance of each Director at the Board Meetings and Annual General Meeting are given in the Report on Corporate Governance.

Independent Directors

In terms of Section 149 of the Companies Act, 2013 and rules made there under and Listing Regulations, the Company has three Non-Promoter Non-Executive Independent Directors. In the opinion of the Board of Directors, all three Independent Directors of the Company meet all the criteria mandated by Section 149 of the Companies Act, 2013 and rules made there under and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and they are Independent of Management.

A separate meeting of Independent Directors was held on March 11, 2024 to review the performance of Non-Independent Directors and Board as whole and performance of Chairperson of the Company including assessment of quality, quantity and timeliness of flow of information between Company management and Board that is necessary for the board of directors to effectively and reasonably perform their duties.

The terms and conditions of appointment of Independent Directors and Code for Independent Director are incorporated on the website of the Company at <https://shish-industries-images.s3.ap-south-1.amazonaws.com/investorsData/Corporate-announcement/policies/Letter-of-Appointment-of-IDs.pdf>.

The Company has received a declaration from the Independent Directors of the Company under Section 149(7) of Companies Act, 2013 and 16(1)(b) of Listing Regulations confirming that they meet criteria of Independence as per relevant provisions of Companies Act, 2013 for financial year 2024-25. The Board of Directors of the Company has taken on record the said declarations and confirmation as submitted by the Independent Directors after undertaking due assessment of the veracity of the same. In the opinion of the Board, they fulfill the conditions for Independent Directors and are independent of the Management. In the opinion of the Board, the Independent Directors possess the requisite expertise and experience and are persons of high integrity and repute. All the Independent Directors have confirmed that they are in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs. The details of programme for familiarisation of Independent Directors with the Company, nature of the industry in which the Company operates and related matters are uploaded on the website of the Company at the link: <https://shish-industries-images.s3.ap-south-1.amazonaws.com/investorsData/Corporate-announcement/policies/Familiarisation-Programme-for-IDs.pdf>

None of Independent Directors have resigned during the year.

Information on Directorate

During the year under review, the designation of Mrs. Nitaben Satishkumar Maniya (DIN: 07740523) had been changed from Promoter Non-executive Director to Promoter Executive Director of the Company with effect from April 01, 2023 vide Special resolution passed by the members of the Company at their Extra Ordinary general Meeting held on April 25, 2023 through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

Further from the date of completion of the financial year 2023-24 till the date of this report, Mr. Rasik Govindbhai Bharodia (DIN: 08514767) had been reappointed as Non-Promoter Non-Executive Independent Director w.e.f. 18/07/2024 for a second term of 5 (five) consecutive years vide Special resolution passed at the Extra ordinary general meeting of the Members held on 06/04/2024 through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

Rationale for Re-appointment of Mr. Rasik Govindbhai Bharodia (DIN: 08514767): In the opinion of the Board, Mr. Rasik Govindbhai Bharodia (DIN: 08514767) is a person of integrity, possess relevant expertise/experience and fulfills the conditions of his reappointment as an Independent Director as specified in the Act, Rules made thereunder and the SEBI Listing Regulations. Further, keeping in view his qualifications, vast experience and knowledge, the Board of Directors consider that his association would be of immense benefit to the Company and it was in the interest of the Company to reappoint him as an Independent Director of the Company.

In accordance with the provisions of the Articles of Association and Section 152 of the Companies Act, 2013, Mr. Satishkumar Dayabhai Maniya (DIN 02529191), Chairman and Managing Director of the Company retires by rotation at the ensuing annual general meeting. He, being eligible, has offered himself for re-appointment as such and seeks re-appointment. The Board of Directors recommends his appointment on the Board.

The relevant details, as required under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standards-II issued by ICSI, of the person seeking re-appointment as Director is annexed to the Notice convening the seventh annual general meeting.

Key Managerial Personnel

In accordance with Section 203 of the Companies Act, 2013, during the year under review, the Company had already appointed Mr.

Satishkumar Maniya as Chairman and Managing Director of the Company, Mr. Rameshbhai Kakadiya as Whole-Time Director of the Company, Mr. Nishit Rameshbhai Lakhani as Chief Financial Officer of the Company, Mrs. Vibha Khandelwal as Company Secretary and Compliance Officer of the Company (till November 30, 2023) and Ms. Suman Mohanlal Jat as Company Secretary and Compliance Officer of the Company (w.e.f. December 15, 2023).

As on date of this report, the Company has Mr. Satishkumar Maniya as Chairman and Managing Director, Mr. Rameshbhai Kakadiya as Whole time Director, Mr. Nishit Rameshbhai Lakhani as Chief Financial Officer and Ms. Suman Mohanlal Jat as Company Secretary and Compliance Officer who are acting as Key Managerial Personnel in accordance with Section 203 of the Companies Act, 2013.

Performance Evaluation

The Board of Directors has carried out an annual evaluation of its own performance, board committees and individual directors pursuant to the provisions of the Companies Act, 2013 in the following manners;

- The performance of the board was evaluated by the board, after seeking inputs from all the directors, on the basis of the criteria such as the board composition and structure, effectiveness of board processes, information and functioning etc.
- The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.
- The board and the nomination and remuneration committee reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.
- In addition, the performance of chairperson was also evaluated on the key aspects of his role.

Separate meeting of independent directors was held to evaluate the performance of non-independent directors, performance of the board as a whole and performance of the chairperson, considering the views of executive directors and non-executive directors. Performance evaluation of independent directors was done by the entire board, excluding the independent director being evaluated.

Directors' Responsibility Statement

Pursuant to section 134(5) of the Companies Act, 2013, the board of directors, to the best of their knowledge and ability, confirm that:

- a) In preparation of annual accounts for the year ended March 31, 2024, the applicable accounting standards have been followed and that no material departures have been made from the same;
- b) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that year;
- c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) The Directors had prepared the annual accounts for the year ended March 31, 2024 on going concern basis.
- e) The Directors had laid down the internal financial controls to be followed by the Company and that such Internal Financial Controls are adequate and were operating effectively; and
- f) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

COMMITTEES OF BOARD

The Board of Directors, in line with the requirement of the act, has formed various committees, details of which are given hereunder.

1. Audit Committee
2. Stakeholders Relationship Committee
3. Nomination and Remuneration Committee
4. Corporate Social Responsibility Committee

The composition of each of the above Committees, their respective role and responsibility are detailed in the Report on Corporate Governance annexed to this Report.

Audit Committee

The Company has formed Audit Committee in line with the provisions Section 177 of the Companies Act, 2013 and Regulation 18 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

As at March 31, 2024, the Audit Committee comprised Mr. Rajesh Mepani (Non-Executive Independent Director) as Chairperson and Mr. Rasik Bharodia (Non-Executive Independent Director), Mr. Nareshkumar Lakhani (Non-Executive Independent Director) and Mr. Satishkumar Maniya (Executive Director) as Members.

Recommendations of Audit Committee, wherever/whenever given, have been accepted by the Board of Directors.

Detailed Disclosure for Audit Committee is given in Corporate Governance Report annexure to this report.

Name of Members	Category	Designation in Committee
Mr. Satishkumar Maniya	Executive Director	Chairperson
Mr. Rajesh Mepani	Independent Director	Member
Mr. Nareshkumar Lakhani	Independent Director	Member

The CSR Policy may be accessed at the web link <https://shish-industries-images.s3.ap-south-1.amazonaws.com/investorsData/Corporate-announcement/policies/CSR+Policy.pdf>. The Annual Report on CSR activities in prescribed format is annexed as an **Annexure – A**.

VIGIL MECHANISM

The Company has established a vigil mechanism and accordingly framed a Whistle Blower Policy. The policy enables the employees to report to the management instances of unethical behavior, actual or suspected fraud or violation of Company's Code of Conduct. Further the mechanism adopted by the Company encourages the Whistle Blower to report genuine concerns or grievances and provide for adequate safe guards against victimization of the Whistle Blower who avails of such mechanism and also provides for direct access to the Chairperson of the Audit Committee, in exceptional cases. The functioning of vigil mechanism is reviewed by the Audit Committee from time to time. None of the Whistle blowers has been denied access to the Audit Committee of the Board. The Whistle Blower Policy of the Company is available on the website of the Company at <https://shish-industries-images.s3.ap-south-1.amazonaws.com/investorsData/Corporate-announcement/policies/Whistle-Blower-Policy.pdf>.

NOMINATION AND REMUNERATION POLICY

Nomination and Remuneration Policy in the Company is designed to create a high-performance culture. It enables the Company to attract motivated and retained manpower in competitive market, and to harmonize the aspirations of human resources consistent with the goals of the Company. The Company pays remuneration by way of salary to its Executive Directors and Key Managerial Personnel. Annual increments are decided by the Nomination and Remuneration Committee within the salary scale approved by the members and are effective from April 1, of each year.

The Nomination and Remuneration Policy, as adopted by the Board of Directors, is placed on the website of the Company at <https://shish-industries-images.s3.ap-south-1.amazonaws.com/investorsData/Corporate-announcement/policies/Nomination-and-Remuneration-Policy.pdf>.

Corporate Social Responsibility (CSR) Committee

Pursuant to Section 135 of Companies Act, 2013, the Company has constituted Corporate Social Responsibility Committee ("the CSR Committee") with object to recommend the Board a Policy on Corporate Social Responsibility and amount to be spent towards Corporate Social Responsibility. The terms of reference of the Committee inter alia comprises of the following:

- To review, formulate and recommend to the Board a CSR Policy which shall indicate the activities to be undertaken by the Company specified in Schedule VII of the Companies Act, 2013 and Rules made thereunder;
- To provide guidance on various CSR activities and recommend the amount of expenditure to be incurred on the activities;
- To monitor the CSR Policy from time to time and may seek outside agency advice, if necessary.

During the year under review, CSR Committee Meetings were held on January 19, 2024; February 6, 2024 and March 11, 2024 in which requisite quorum were present. The meetings were held to review and approve the expenditure incurred by the Company towards CSR activities.

The Composition of the Corporate Social Responsibility Committee as on March 31, 2024 is as under:

REMUNERATION OF DIRECTORS

The details of remuneration/sitting fees paid during the financial year 2023-24 to Executive Directors/Directors of the Company is provided in Report on Corporate Governance which is the part of this report.

The Company confirms that all the payment of remuneration or commission, if any, paid to Executive Directors, have been paid by the Holding Company only and none of the Subsidiary has paid any remuneration or commission to the Executive Director of the Company.

EMPLOYEE STOCK OPTION PLAN

The Company has instituted one schemes viz, "Shish Industries Limited - Employee Stock Option Plan 2023" ("ESOP 2023" or "Scheme"). During the year under review, there has not been any material change/s in the scheme and the scheme is in compliance with the Securities and Exchange Board of India (Share based Employee Benefits and Sweat Equity) Regulations, 2021. The Company has not granted any options under ESOP 2023 up to 31st March 2024.

A certificate from Secretarial Auditor of the Company i.e. Mr. Anand Lavingia, Practicing Company Secretary, has been received confirming that ESOP Scheme 2023, has been implemented in compliance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI ESOP Regulations") and in accordance with resolutions of the Company. A copy of the certificate has been uploaded on the website of the Company and can be viewed at <https://shish-industries-images.s3.ap-south-1.amazonaws.com/investorsData/financial-annual-report/annual-report/ESOP+Certificate.pdf>.

The disclosures with respect to "ESOP 2023" as required by Section 62 of the Companies Act, 2013, Rule 12 of Companies (Share Capital and Debentures) Rules, 2014 and the Securities and Exchange Board of India (Share based Employee Benefits and Sweat Equity) Regulations, 2021 are set out in **Annexure-B** to the Board's Report and can also be viewed at <https://shish-industries-images.s3.ap-south-1.amazonaws.com/investorsData/financial-annual-report/annual-report/ESOP+Disclosure+FY+2023-24.pdf>.

WEB LINK OF ANNUAL RETURN

The link to access the Annual Return is <https://shish-industries-images.s3.ap-south-1.amazonaws.com/investorsData/financial-annual-report/annual-report/Annual+return+FY+2023-24.pdf>

RELATED PARTIES TRANSACTION

During the year under review, vide Special Resolution passed by the Members at their Extra Ordinary General Meeting held on September 30, 2023, through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), the Company had entered into material related party transactions with Mr. Rameshbhai Kakadiya, Promoter cum Whole-Time Director of the Company. Further, there are no materially significant Related Party Transactions made by the Company with any other Promoter, Directors, Key Managerial Personnel. None of these transactions have a potential conflict with the interests of the Company at large. All Related Party Transactions are placed before the Audit Committee and the Board for approval, if required. Prior omnibus approval of the Audit Committee is obtained for the transactions which are of a foreseen and repetitive in nature.

The Company has developed an Internal Guide on Related Party Transactions Manual and prescribed Standard Operating Procedures for the purpose of identification and monitoring of such transactions. The

Policy on Related Party Transactions as approved by the Board is uploaded on the Company's website at <https://shish-industries-images.s3.ap-south-1.amazonaws.com/investorsData/Corporate-announcement/policies/Policy-on-Related-Party-Transactions.pdf>.

All Related Party Transactions entered into during the financial year were on an arm's length basis and were in the ordinary course of business. Your Company had entered into a related party transaction with the Mr. Rameshbhai Kakadiya which could be considered material in terms of Section 188 of the Companies Act, 2013. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Companies Act, 2013 in form AOC-2 is annexed to this Report as **Annexure – C**. Apart from this there were no other material related party transactions.

There was no contracts, arrangements or transactions which was not executed in ordinary course of business and/or at arm's length basis.

UTILIZATION OF PROCEEDS OF PREFERENTIAL ISSUE

The details of utilization of preferential issue proceeds as on the date of this report is provided as follows:

Issue proceeds raised during the FY 2023-24	Modified Object, if any	Original Allocation (INR in Lakh)	Modified allocation, if any	Funds Utilized (INR in Lakh)	Amount of Deviation / Variation	Remarks if any
Increased working capital requirement	--	1,703.82	--	1,632.83	--	--
Capital Expenditure	--	--	--	--	--	--
General Corporate Purpose	--	--	--	--	--	--

Issue proceeds raised during the FY 2022-23	Modified Object, if any	Original Allocation (INR in Lakh)	Modified allocation, if any	Funds Utilized (INR in Lakh)	Amount of Deviation / Variation	Remarks if any
Increased working capital requirement	--	1,063.60	--	1,063.60	--	--
Capital Expenditure	--	--	--	--	--	--
General Corporate Purpose	--	--	--	--	--	--

PUBLIC DEPOSIT

The Company has not accepted any deposits from the public falling within the ambit of Section 73 of the Companies Act, 2013 ('the Act') and the Companies (Acceptance of Deposits) Rules, 2014. There are no unclaimed deposits, unclaimed/ unpaid interest, refunds due to the deposit holders or to be deposited with the Investor Education and Protection Fund as on March 31, 2024.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

A. Conservation of energy –

i.) The steps taken or impact on conservation of energy:

No major steps have been taken by the Company. However, the Company continues its endeavor to improve energy conservation and utilization. Moreover, the Company is planning to install solar panels at its manufacturing unit as a part of green energy initiatives of Government of India.

ii.) The steps taken by the Company for utilizing alternate sources of energy:

The Company has continued its focus on energy conservation efforts through up-gradation of process with new technology. The technology installed by the Company has provided better results in quality and production and also reducing the overall cost of production and maintenance which effect production scheduling and various energy saving initiatives in all areas of production. However, the Company has not installed any alternate source of energy running on renewable energy source.

iii.) The capital investment on energy conservation equipment: Nil

B. Technology absorption –

i.) The effort made towards technology absorption

Your Company has been very thoughtful in installing new technology to reduce the production cost, improve yield, enhance product endurance and strengthen finish. However, no new technology has been installed by the Company during the year and all existing technology has been fully absorbed.

ii.) The benefit derived like product improvement, cost reduction, product development or import substitution

The Company had installed such technology that improve productivity, quality and reduction in manual intervention and to enhance the quality and productivity. Improvement in manufacturing process helped the Company in managing production scheduling; & better & faster servicing of product for domestic as well as global market.

iii.) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)

a. **The details of technology imported:** The Company has imported Second Hand Air Bubble Film Machinery and Cord Strap Die Hard Machine.

b. **The year of import:** Financial Year 2020-21

c. **Whether the technology has been fully absorbed:** Yes

iv.) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof: Not Applicable

v.) The expenditure incurred on Research and Development: Nil

C. Foreign Exchange Earnings & Expenditure -

i.) Details of Foreign Exchange Earnings

(INR in Lakh)

Sr. No.	Particulars	F.Y. 2023-24	F.Y. 2022-23
1.	Exports of Goods calculated on F.O.B. basis	4,514.30	3,869.71

ii.) Details of Foreign Exchange Expenditure

(INR in Lakh)

Sr. No.	Particulars	F.Y. 2023-24	F.Y. 2022-23
1.	Import of Raw Material / Goods	7.46	11.05

MAINTENANCE OF COST RECORDS

In terms of Section 148 of the Companies Act, 2013 read with Companies (Cost records and audits) Rules, 2014, the Company is required to maintain the cost records and accordingly the Company has maintained the Cost record for F.Y. 2023-24.

PARTICULAR OF EMPLOYEES

The ratio of the remuneration of each executive director to the median of employees' remuneration as per Section 197(12) of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed to this Report as **Annexure – D**.

The statement containing names of top ten employees in terms of remuneration drawn and the particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate annexure forming part of this report. Further, the report and the accounts are being sent to the Members excluding the aforesaid annexure. In terms of Section 136 of the Act, the said annexure is opened for inspection in electronic form. Any Member interested in obtaining a copy of the same may write to the Company Secretary.

PARTICULARS OF LOANS, GUARANTEES, INVESTMENTS & SECURITY

Details of Loans, Guarantees, Investments and Security covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statement. The Company has complied with the applicable provisions of Section 186 of the Act during the under review.

During the year under review, the Company has (1) invested total INR 15.00 Lakhs as Equity Contribution in its wholly owned subsidiary – Varni Wood & Paper Packaging Private Limited; (2) acquired by way of subscription the securities of other body corporate worth INR 18.13 Lakhs; (3) granted total INR 233.16 Lakhs as Unsecured Loan to its wholly owned subsidiary – Shish Global Solutions Private Limited, total INR 44.46 Lakhs as Unsecured Loan to its wholly owned subsidiary – Varni Wood & Paper Packaging Private Limited, total INR 23.95 Lakhs as Unsecured Loan to Dunnage Bag Private Limited and total INR 931.44 to Interstar Polyfab Private Limited; (4) given Corporate Guarantee to Standard Chartered Bank on behalf of its wholly owned subsidiary – Shish Polylam Private Limited and to Standard Chartered Bank on behalf of Interstar Polyfab Private Limited.

SIGNIFICANT AND MATERIAL ORDERS

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

RISK MANAGEMENT

A well-defined risk management mechanism covering the risk mapping and trend analysis, risk exposure, potential impact and risk mitigation process is in place. The objective of the mechanism is to minimize the impact of risks identified and taking advance actions to mitigate it. The mechanism works on the principles of probability of occurrence and impact, if triggered. A detailed exercise is being carried out to identify, evaluate, monitor and manage both business and non-business risks.

MATERIAL CHANGES AND COMMITMENT

Post closure of financial year, there have been no material changes and commitments for the likely impact affecting financial position between end of the financial year and the date of the report, except **1)** allotment of total 594020 Equity Shares of INR 10.00 each to persons other than promoters and promoter group, on Preferential Basis, at an Issue Price of INR 120.05 per Equity Share, **2)** acquisition of 100% stake in Dunnage Bag Private Limited (CIN U25209GJ2020PTC117970) and 76.67% stake in Interstar Polyfab Private Limited (CIN U17299GJ2021PTC123765) by way of subscription to their Equity shares respectively pursuant to which both the Companies have become subsidiaries of the Company and **3)** allotment of 3266800 fully convertible Equity warrants each convertible into, or exchangeable for, 1 fully paid-up equity share of the Company of face value Rupees 10.00, on a preferential basis, to the Promoters & Promoter Group and the persons other than the Promoters and Promoter Group, at price of Rupees 120.05 per Warrant.

SUBSIDIARIES/JOINT VENTURE/ASSOCIATE COMPANY

Shish Polylam Private Limited was incorporated as wholly owned subsidiary of the Company for carrying out business of Radiant Barrier, Roof Underlayment, Paper PE / PP / EVA Lamination, Aluminum PE / PP / EVA Lamination, Woven Fabric PE / PP / EVA Lamination, non-woven PE / PP / EVA Lamination and all kind of extrusion lamination products. It has shown immense development since incorporation.

Shish Polylam Private Limited achieved turnover of INR 257.30 Lakh during financial year 2023-24. The Profit Before Tax stood at INR 135.51 Lakh making net profit for financial year 2023-24 of INR 110.53 Lakh. Shish Polylam Private Limited has not declared any dividend for Financial Year 2023-24. The annual accounts of Shish Polylam Private Limited has been consolidated with the accounts of the Company for Financial Year 2023-24.

The Company had also established a wholly owned subsidiary Company - GreenEnergy International INC in Texas, USA. GreenEnergy International INC leverages the growth opportunities in the business of manufacturing and distributing Insulation Building Materials, Geo Textile Fabric, Material Handling Products, and Upvc and Pvc Equipment, Radiant Barrier, Roof Underlayment, PP Woven Fabric, Lumber Wrap, Pp Woven bag, FIBC Jumbo bag, Pp Sheet, Pvc & Cpvc Pipes and Fittings, and so on in USA. GreenEnergy International INC. also focuses on helping clients in expanding their business in various state of USA.

GreenEnergy International INC achieved turnover of INR 537.35 Lakh during financial year 2023-24. The loss before tax stood at INR 17.06 Lakh making net loss for financial year 2023-24 of INR 13.66 Lakh. GreenEnergy International INC has not declared any dividend for Financial Year 2023-24. The converted rupees annual accounts of GreenEnergy International INC have been consolidated with the accounts of the Company for Financial Year 2023-24.

The Company had established wholly owned subsidiary – Shish Global Solutions Private Limited to leverage the growth opportunities in the business of facilitating transactions, commerce, electronic commerce, mobile commerce, any type of commerce whether between businesses and other businesses or between business and individual consumers for home and office decorative and interior designing items, hardware, sanitary, building materials, pipes and fitting and such other materials

and items required for construction of homes and offices and in relation to providing software and information technology-based business solutions in any form and manner to various entities and business of online marketing, on-line shopping, Internet advertising and marketing, creating virtual malls, stores, shops, creating shopping catalogues, providing secured payment processing, net commerce solutions, online trading in and outside India but does not include banking and money circulating business.

Shish Global Solutions Private Limited achieved turnover of INR 735.44 Lakh during financial year 2023-24. The loss before tax stood at INR 137.64 Lakh making net loss for financial year 2023-24 of INR 137.64 Lakh. Shish Global Solutions Private Limited has not declared any dividend for Financial Year 2023-24. The annual accounts of Shish Global Solutions Private Limited have been consolidated with the accounts of the Company for Financial Year 2023-24.

During the year under review, the Company had incorporated wholly owned subsidiary - Varni Wood & Paper Packaging Private Limited to leverage the growth opportunities in the business of manufactures, engineers, contractors, founders, and designers of all kinds of Industrial packing materials.

Varni Wood & Paper Packaging Private Limited achieved turnover of INR 82.00 Lakh during financial year 2023-24. The profit before tax stood at INR 2.93 Lakh making net profit for financial year 2023-24 of INR 2.14 Lakh. Varni Wood & Paper Packaging Private Limited has not declared any dividend for Financial Year 2023-24. The annual accounts of Varni Wood & Paper Packaging Private Limited have been consolidated with the accounts of the Company for Financial Year 2023-24.

Moreover, after completion of the financial year 2023-24 and till the date of this report the Company has acquired 100% stake in Dunnage Bag Private Limited (CIN U25209GJ2020PTC117970) and 76.67% stake in Interstar Polyfab Private Limited (CIN U17299GJ2021PTC123765) by way of subscription to their Equity shares respectively pursuant to which both the Companies have become subsidiaries of the Company.

The Policy for determining material subsidiary company, as approved by the Board, may be accessed on the Company's website at the link <https://shish-industries-images.s3.ap-south-1.amazonaws.com/investorsData/Corporate-announcement/policies/Policy-for-Determining-Material-Subsidiaries.pdf>

The Company does not have any Joint venture or associate Company. There has been no material change in the nature of the business of the subsidiaries.

The financial performance of Subsidiary Companies in prescribed Form AOC-1 is annexed to this Report as **Annexure – E**.

INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

Though the various risks associated with the business cannot be eliminated completely, all efforts are made to minimize the impact of such risks on the operations of the Company. Necessary internal control systems are also put in place by the Company on various activities across the board to ensure that business operations are directed towards attaining the stated organizational objectives with optimum utilization of the resources. Apart from these internal control procedures, a well-defined and established system of internal audit is in operation to independently review and strengthen these control measures, which is carried out by an experience auditor. The audit is based on an internal audit plan, which is reviewed each year in consultation with the statutory auditor of the Company and the audit committee. The conduct of internal audit is oriented towards the review of internal controls and risks in its operations.

The Internal Auditor of the Company carry out review of the internal control systems and procedures. The internal audit reports are reviewed by Audit Committee and Board.

Your Company has also put in place adequate internal financial controls with reference to the financial statements commensurate with the size and nature of operations of the Company. During the year, such controls were tested and no material discrepancy or weakness in the Company's internal controls over financial reporting was observed.

CORPORATE GOVERNANCE:

Your Company strives to incorporate the appropriate standards for corporate governance. As stipulated in Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Report on Corporate Governance and Certificate of the Practicing Company Secretary with regards to compliance with the conditions of Corporate Governance is annexed to the Board's Report as **Annexure – F**.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

In terms of Regulation 34, and Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 a review of the performance of the Company, for the year under review, Management Discussion and Analysis Report, is presented in a separate section forming part of this Annual Report.

STATUTORY AUDITOR AND THEIR REPORT

M/s. K P C M & Co., Chartered Accountants, Surat (FRN: 117390W) were appointed as Statutory Auditors of the Company at the second Annual General Meeting held on September 28, 2019, for a term of five consecutive years. The present term is expiring at the seventh annual general meeting of the Company.

The Notes to the financial statements referred in the Auditors Report are self-explanatory and therefore do not call for any comments under Section 134 of the Companies Act, 2013. The Auditors' Report does not contain any qualification, reservation or adverse remark. The Auditors' Report is enclosed with the financial statements in this Annual Report.

In terms of provision of Section 139(2) of the Companies Act, 2013, M/s. K P C M & Co., Chartered Accountants, Surat (FRN: 117390W) may be re-appointed for further period of 4 (four) years i.e. from the conclusion of 7th Annual General Meeting of the Company till 11th Annual General Meeting of the Company and hence Board of Directors of the Company recommends resolution for re-appointment of M/s. K P C M & Co., Chartered Accountants, Surat (FRN: 117390W) as statutory auditor of the Company.

The Company has received confirmation from M/s. K P C M & Co., Chartered Accountants, Surat (FRN: 117390W) that they are not disqualified from continuing as the Auditors of the Company.

SECRETARIAL AUDITOR AND THEIR REPORT

The Company has appointed Mr. Anand Lavingia, Practicing Company Secretary, to conduct the secretarial audit of the Company for the financial year 2023-24, as required under Section 204 of the Companies Act, 2013 and Rules thereunder. The Secretarial Audit Report for the financial year 2023-24 is annexed to this report as an **Annexure – G – 1**.

The Annual Secretarial Compliance Report for the financial year ended March 31, 2024 issued by Mr. Anand Lavingia, in relation to compliance of all applicable SEBI Regulations/ Circulars/Guidelines issued thereunder, pursuant to requirement of Regulation 24A of the Listing Regulations read with Circular no. CIR/CFD/CMD1/27/2019 dated 8th February, 2019 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) is annexed to this report as an **Annexure – G – 2**.

The above reports do not contain any remarks by the Secretarial Auditor with regards to Financial year 2023-24.

REPORTING OF FRAUD

The Auditors of the Company have not reported any fraud as specified under Section 143(12) of the Companies Act, 2013.

INSURANCE

The assets of your Company have been adequately insured.

PROCEEDINGS INITIATED/PENDING AGAINST YOUR COMPANY UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

There are no proceedings initiated/pending against your Company under the Insolvency and Bankruptcy Code, 2016 which materially impact the Business of the Company.

WEBSITE

As per Regulation 46 of SEBI (LODR) Regulations, 2015, the Company has maintained a functional website namely "www.shishindustries.com" containing basic information about the Company. The website of the Company is also containing information like Policies, Shareholding Pattern, Financial Results and information of the designated officials of the Company who are responsible for assisting and handling investor grievances for the benefit of all stakeholders of the Company, etc.

SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

To foster a positive workplace environment, free from harassment of any nature, we have institutionalized the Anti-Sexual Harassment Initiative (ASHI) framework, through which we address complaints of sexual harassment at all the workplaces of the Company. Our policy assures discretion and guarantees non-retaliation to complainants. We follow a gender-neutral approach in handling complaints of sexual harassment and we are compliant with the law of the land where we operate. The Company has setup an Internal Complaints Committee (ICC) for redressal of Complaints.

During the financial year 2023-24, the Company has received Nil complaints on sexual harassment, out of which Nil complaints have been disposed off and Nil complaints remained pending as of March 31, 2024.

PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code.

INDUSTRIAL RELATIONS (IR):

The Company continues to maintain harmonious industrial relations. Company periodically reviews its HR policies and procedures to aid and improve the living standards of its employees, and to keep them motivated and involved with the larger interests of the organization. The Company has systems and procedures in place to hear and resolve employees' grievances in a timely manner, and provides avenues to its employees for their all-round development on professional and personal levels. All these measures aid employee satisfaction and involvement, resulting in good Industrial Relations.

DETAILS OF THE DESIGNATED OFFICER:

Ms. Suman Mohanlal Jat, Company Secretary & Compliance officer of the company is acting as Designated Officer under Rule (9) (5) of the Companies (Management and Administration) Rules, 2014.

LARGE ENTITY:

The Board of Directors of the Company hereby confirm that the Company is not a Large Corporate entity in terms of Regulation 50B of SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (NCS Regulations).

Registered office:

TP No.4, RS No.11 Paiki, 12-13 B, Paiki
 Plot C 1st Floor of 11, 12 Suryapur Mill
 Compound, Varachha Road, Surat-
 395006, Gujarat, India

Place: Surat

Date: September 03, 2024

COMPLIANCE WITH THE PROVISIONS OF SECRETARIAL STANDARD 1 AND SECRETARIAL STANDARD 2

The applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly complied by your Company.

LOAN FROM DIRECTORS:

The Company had accepted loan of INR 55.43 Lakhs during the financial year 2023-24 from Mr. Satishkumar Dayabhai Maniya, Managing Director of the Company.

GENERAL DISCLOSURE

Your Directors state that the Company has made disclosures in this report for the items prescribed in section 134 (3) of the Act and Rule 8 of The Companies (Accounts) Rules, 2014 and other applicable provisions of the act and listing regulations, to the extent the transactions took place on those items during the year.

The Board of Directors state that no disclosure or reporting is required in respect of the following matters as there were no transactions or applicability pertaining to these matters during the year under review:

- i) Voting rights which are not directly exercised by the employees in respect of shares for the subscription/ purchase of which loan was given by the Company (as there is no scheme pursuant to which such persons can beneficially hold shares as envisaged under section 67(3)(c) of the Companies Act, 2013).
- ii) One time settlement of loan obtained from the banks or financial institutions.
- iii) Issue of equity shares with differential rights;
- iv) Issue of sweat equity shares;
- v) There is no revision in the Board Report or Financial Statement;

APPRECIATIONS AND ACKNOWLEDGEMENT

Your Directors wish to place on record their sincere appreciation for significant contributions made by the employees at all levels through their dedication, hard work and commitment, enabling the Company to achieve good performance during the year under review.

Your Directors also take this opportunity to place on record the valuable co-operation and support extended by the banks, government, business associates and the shareholders for their continued confidence reposed in the Company and look forward to having the same support in all future endeavors.

By order of the Board of Directors
 For, **SHISH INDUSTRIES LIMITED**
CIN: L25209GJ2017PLC097273

Rameshbhai Kakadiya
 Whole Time Director
DIN 07740518

Satishkumar Maniya
 Chairman and Managing Director
DIN 02529191

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES FOR THE FINANCIAL YEAR 2023-24

I. BRIEF OUTLINE ON CSR POLICY OF THE COMPANY

Longevity and success for a company comes from living in harmony with the context, which is the community and society. The main objective of CSR Policy of the Company encompasses the ideas of corporate governance, sustainable wealth creation, corporate philanthropy and advocacy for the goals of the community. The projects undertaken will be within the broad framework of Schedule VII of the Companies Act, 2013. Our CSR initiatives focus on CSR projects as provided under Schedule VII.

The CSR Committee hereby confirms that the implementation and monitoring of the CSR Policy is in compliance with the CSR objectives and policy of the company.

The Company has framed its CSR Policy in compliance with the provisions of the Companies Act, 2013 and the same is placed on the Company's website at <https://shish-industries-images.s3.ap-south-1.amazonaws.com/investorsData/Corporate-announcement/policies/CSR+Policy.pdf>

II. COMPOSITION OF CSR COMMITTEE

Name of Director	Designation	Designation in Committee
Satishkumar Maniya	Chairman and Managing Director	Chairman
Rajesh Mepani	Non-Executive -Independent Director	Member
Nareshkumar Lakhani	Non-Executive -Independent Director	Member

During the financial year 2023-24, the Committee met three times and all the Members of the Committee remained present in all three meeting.

III. WEB LINK OF THE WEBSITE OF THE COMPANY FOR COMPOSITION OF CSR COMMITTEE, CSR POLICY AND CSR PROJECTS APPROVED BY THE BOARD:

Composition of CSR committee: <https://www.shishindustries.com/investor-center>

CSR Policy and Projects: <https://shish-industries-images.s3.ap-south-1.amazonaws.com/investorsData/Corporate-announcement/policies/CSR+Policy.pdf>

IV. EXECUTIVE SUMMARY ALONG WITH WEB-LINK(S) OF IMPACT ASSESSMENT OF CSR PROJECTS CARRIED OUT IN PURSUANCE OF SUB-RULE (3) OF RULE 8, IF APPLICABLE:

Not Applicable for the financial year under review.

V.

Particulars	Amount (INR in Lakh)
(a) Average net profit of the company as per sub-section (5) of section 135	413.42
(b) Two percent of average net profit of the Company as per Section 135(5)	8.27
(c) Surplus arising out of the CSR projects or programs or activities of the previous financial years	0.00
(d) Amount required to be set-off for the financial year, if any	0.00
(e) Total CSR obligation for the financial year ((b)+(c)-(d))	8.27

VI.

Particulars	Amount (INR in Lakh)
(a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project)	10.56
(b) Amount spent in Administrative Overheads	Nil
(c) Amount spent on Impact Assessment, if applicable	Nil
(d) Total Amount spent for the financial year ((a)+(b)+(c))	10.56

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

Total Amount Spent for the Financial Year	Amount Unspent				
	Total Amount transferred to Unspent CSR Account (Section 135(6))		Amount transferred to any fund specified under Schedule VII (second proviso to Section 135(5))		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
INR 10.56 Lakh	Not Applicable			Not Applicable	

(f) Details of excess amount for set-off are as follows:

Sl. No.	Particulars	Amount (INR in lakhs)
(i)	Two percent of average net profit of the company as per section 135(5)	8.27
(ii)	Total amount spent for the financial year	10.56
(iii)	Excess amount spent for the financial year [(ii)-(i)]	2.29
(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)]	2.29

VII. Details of unspent CSR amount for the preceding three financial years:

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under sub-section (6) of section 135 (INR in lakhs)	Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (INR in lakhs)	Amount Spent in the Financial Year (INR in lakhs)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any Amount (INR in lakhs) Date of Transfer	Amount remaining to be spent in succeeding Financial Years (INR in lakhs)	Deficiency, if any
1.	FY-1						
2.	FY-2				NIL		
3.	FY-3						

VIII. 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:

(1)	(2)	(3)	(4)	(5)	(6)		
Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/Authority/ beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address

NOT APPLICABLE

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

Not applicable

Registered office:

TP No.4, RS No.11 Paiki, 12-13 B, Paiki Plot
C 1st Floor of 11, 12 Suryapur Mill Compound,
Varachha Road, Surat-395006, Gujarat, India

By order of the Board of Directors
For, **SHISH INDUSTRIES LIMITED**
CIN: L25209GJ2017PLC097273

Place: Surat
Date: September 03, 2024

Rameshbhai Kakadiya
Whole Time Director
DIN 07740518

Satishkumar Maniya
Chairman and Managing Director
(Chairman of CSR Committee)
DIN 02529191

DISCLOSURES UNDER REGULATION 14 OF THE SEBI (SHARE BASED EMPLOYEE BENEFITS AND SWEAT EQUITY) REGULATIONS, 2021

Description	ESOP 2023																		
Date of shareholders' approval	20/07/2023																		
Total number of options approved under ESOP	Stock option(s) exercisable into not exceeding 1709571 (Seventeen Lakh Nine Thousands Five Hundred Seventy One) (<i>pre bonus 569857 (Five Lakhs Sixty Nine Thousand Eight Hundred Fifty Seven Only)</i>) Equity Share(s) to eligible employees of the Company, group company including subsidiary or its associate company, in India or outside India, of the company on positions of key responsibility, in accordance with the provisions of ESOP Scheme.																		
Vesting requirements	Vesting Period shall commence from the Grant Date subject to minimum of 1 (One) year from the Grant Date and a maximum of 5 (Five) years from the Grant Date, at the discretion of and in the manner prescribed by the Committee and set out in the Grant Letter. Provided that in the event of death or Permanent Disability of an Options Holder(s), the minimum Vesting Period of 1 (one) year shall not be applicable and in such instances, the all Options shall vest in terms of SEBI (SBEB & SE) Regulations, on the date of the death or Permanent Disability. Vesting of Options can vary from Options Holder(s) to Options Holder(s) as per the discretion of the Committee whose decision shall be final and binding. The vesting schedule will be clearly defined in their Grant Letter of respective Options Holder(s) subject to minimum and maximum Vesting Period as specified in Clause 9.1 above. However, the Vesting schedule shall be as follows until and unless changed by the Committee: <table><tr><th>Vesting Stage</th><th>Time Period</th><th>% of Options to be vested</th></tr><tr><td>Stage 1</td><td>At the end of 1st year from the grant date</td><td>10% of the Options Granted</td></tr><tr><td>Stage 2</td><td>At the end of 2nd year from the grant date</td><td>15% of the Options Granted</td></tr><tr><td>Stage 3</td><td>At the end of 3rd year from the grant date</td><td>20% of the Options Granted</td></tr><tr><td>Stage 4</td><td>At the end of 4th year from the grant date</td><td>25% of the Options Granted</td></tr><tr><td>Stage 5</td><td>At the end of 5th year from the grant date</td><td>30% of the Options Granted</td></tr></table>	Vesting Stage	Time Period	% of Options to be vested	Stage 1	At the end of 1st year from the grant date	10% of the Options Granted	Stage 2	At the end of 2nd year from the grant date	15% of the Options Granted	Stage 3	At the end of 3rd year from the grant date	20% of the Options Granted	Stage 4	At the end of 4th year from the grant date	25% of the Options Granted	Stage 5	At the end of 5th year from the grant date	30% of the Options Granted
Vesting Stage	Time Period	% of Options to be vested																	
Stage 1	At the end of 1st year from the grant date	10% of the Options Granted																	
Stage 2	At the end of 2nd year from the grant date	15% of the Options Granted																	
Stage 3	At the end of 3rd year from the grant date	20% of the Options Granted																	
Stage 4	At the end of 4th year from the grant date	25% of the Options Granted																	
Stage 5	At the end of 5th year from the grant date	30% of the Options Granted																	
Exercise price or pricing formula	Rupees 127/- (Rupees One Hundred Twenty-Seven) including premium of Rupees 117/- (Rupees One Hundred Seventeen) per equity share <i>(pre-Bonus – Rupees 381/- (Rupees Three Hundred Eighty-One) per equity share including premium of Rupees 371/- (Rupees Three Hundred Seventy-One) per equity share)</i>																		
Maximum term of options granted	5 years from the date of grant																		
Source of shares (primary, secondary or combination)	Primary																		
Variation in terms of options	None																		
Method used to account for ESOP	Fair Value																		
Where the company opts for expensing of the options using the intrinsic value of the options, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value of the options shall be disclosed. The impact of this difference on profits and on EPS of the company shall also be disclosed	Not applicable																		

Description
ESOP 2023
Option movement during the year

Particulars	Details
Number of options outstanding at the beginning of the period	0
Number of options granted during the year	0
Number of options forfeited / lapsed during the year	0
Number of options vested during the year	0
Number of shares arising as a result of exercise of options	0
Money realized by exercise of options (INR), if scheme is implemented directly by the company	0
Loan repaid by the Trust during the year from exercise price received	0
Number of options outstanding at the end of the year	0
Number of options exercisable at the end of the year	0

Weighted-average exercise prices and weighted-average fair values of options shall be disclosed separately for options whose exercise price either equals or exceeds or is less than the market price of the stock.

No options granted or exercised during the year.

Employee wise details (name of employee, designation, number of options granted during the year, exercise price) of options granted to -

No options granted or exercised during the year.

- senior managerial personnel as defined under Regulation 16(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- any other employee who receives a grant in any one year of option amounting to 5% or more of option granted during that year; and
- identified employees who were granted option, during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the company at the time of grant.

A description of the method and significant assumptions used during the year to estimate the fair value of options including the following information:

No options granted or exercised during the year.

- the weighted-average values of share price, exercise price, expected volatility, expected option life, expected dividends, the risk-free interest rate and any other inputs to the model;
- the method used and the assumptions made to incorporate the effects of expected early exercise;
- how expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility; and
- whether and how any other features of the options granted were incorporated into the measurement of fair value, such as a market condition.

Registered office:

TP No.4, RS No.11 Paiki, 12-13 B, Paiki
 Plot C 1st Floor of 11, 12 Suryapur Mill
 Compound, Varachha Road, Surat-
 395006, Gujarat, India

By order of the Board of Directors
 For, **SHISH INDUSTRIES LIMITED**
CIN: L25209GJ2017PLC097273

Place: Surat

Date: September 03, 2024

Rameshbhai Kakadiya
 Whole Time Director
DIN 07740518

Satishkumar Maniya
 Chairman and Managing Director
DIN 02529191

FORM NO. AOC-2
PARTICULARS OF CONTRACTS / ARRANGEMENTS MADE WITH RELATED PARTIES

Forms for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in Section 188(1) of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

(Pursuant to Section 134(3) (h) of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

A. Details of contracts or arrangements or transactions not at arm's length basis:

There were no contracts or arrangements or transactions entered in to by the Company during the financial year ended on March 31, 2024, which were not at arm's length basis.

Sr. No.	1
Name(s) of the related party and nature of relationship	Rameshbhai Kakadiya – Whole time Director
Nature of contracts/ arrangements / transactions	Interest Free Security Deposit
Duration of the contracts / arrangements / transactions	F.Y. 2023-24
Salient terms of the contracts or arrangements or transactions including the value, if any	All transactions entered by the Company are in the ordinary course of business and on arms' length basis An Interest free security deposit of Rupees 800.00 Lakh has been paid to obtain Land from the Whole time Director on lease basis.
Date(s) of approval by the Board	August 29, 2023
Amount paid as advances, if any	Nil

B. Details of material contracts or arrangement or transactions at arm's length basis: As under

Sr. No.	2
Name(s) of the related party and nature of relationship	Rameshbhai Kakadiya – Whole time Director
Nature of contracts/ arrangements / transactions	Payment of Rent
Duration of the contracts / arrangements / transactions	F.Y. 2023-24
Salient terms of the contracts or arrangements or transactions including the value, if any	All transactions entered by the Company are in the ordinary course of business and on arms' length basis Lease rent of Rupees 5.80 Lakh has been paid during the financial year 2023-24.
Date(s) of approval by the Board	August 29, 2023
Amount paid as advances, if any	Nil

Registered office:

TP No.4, RS No.11 Paiki, 12-13 B, Paiki
Plot C 1st Floor of 11, 12 Suryapur Mill
Compound, Varachha Road, Surat-
395006, Gujarat, India

Place: Surat

Date: September 03, 2024

By order of the Board of Directors
For, **SHISH INDUSTRIES LIMITED**
CIN: L25209GJ2017PLC097273

Rameshbhai Kakadiya
Whole Time Director
DIN 07740518

Satishkumar Maniya
Chairman and Managing Director
DIN 02529191

PARTICULARS OF EMPLOYEES

(Pursuant to Section 197(12) read with Rules made thereunder)

**Disclosures pertaining to remuneration and other details as required under
Section 197(12) of the Companies Act, 2013 read with Rules made there under**

Information as per Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

- a) **The ratio of remuneration of each director to the median remuneration of employees for the financial year and the Percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:**

Sr. No.	Name	Designation	Nature of Payment	Ratio against median employee's remuneration	Percentage Increase
1.	Mr. Satishkumar Maniya	Chairman and Managing Director	Remuneration	0.16: 1.00	-
2.	Mr. Rameshbhai Kakadiya	Whole-Time Director	Remuneration	0.16: 1.00	-
3.	Mrs. Nitaben Maniya	Executive Director	Remuneration	0.19: 1.00	-
4.	Mr. Rajesh Mepani	Independent Director	Sitting Fees	Not Applicable	-
5.	Mr. Rasik Bharodia	Independent Director	Sitting Fees	Not Applicable	-
6.	Mr. Nareshkumar Lakhani	Independent Director	Sitting Fees	Not Applicable	-
7.	Mr. Nishit Rameshbhai Lakhani	Chief Financial Officer	Salary	Not Applicable	-
8.	Mrs. Vibha Khandelwal (till 30/11/2023)	Company Secretary	Salary	Not Applicable	-
9.	Ms. Suman Mohanlal Jat (w.e.f. 15/12/2023)	Company Secretary	Salary	Not Applicable	-

- b) **The percentage increase in the median remuneration of employees in the financial year:**

The median remuneration of the employees in current financial year was increased by 72.22% over the previous financial year.

- c) **The number of permanent employees on the rolls of the Company:** 43 Employees

- d) **Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase**

in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

The Average salary was increased by 21.44% whereas the remuneration of the Executive Directors was not increased over the previous financial year. The increased salary of Employees was as per Human Resource Policy of the Company.

The Board of Directors of the Company affirmed that remuneration of all the Key Managerial Personnel of the Company are as per the Remuneration Policy of the Company.

Registered office:

TP No.4, RS No.11 Paiki, 12-13 B, Paiki
Plot C 1st Floor of 11, 12 Suryapur Mill
Compound, Varachha Road, Surat-
395006, Gujarat, India

By order of the Board of Directors
For, **SHISH INDUSTRIES LIMITED**
CIN: L25209GJ2017PLC097273

Place: Surat
Date: September 03, 2024

Rameshbhai Kakadiya
Whole Time Director
DIN 07740518

Satishkumar Maniya
Chairman and Managing Director
DIN 02529191

FORM NO. AOC – 1

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

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

Part “A”: Subsidiaries:

(INR in Lakh)

Name of the Subsidiaries	Shish Polylam Private Limited	GreenEnergy International INC.	Shish Global Solutions Private Limited	Varni Wood & Paper Packaging Private Limited
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Not Applicable. Reporting Period of subsidiary ends on March 31 of every calendar year.	January 1 to December 31	Not Applicable. Reporting Period of subsidiary ends on March 31 of every calendar year.	Not Applicable. Reporting Period of subsidiary ends on March 31 of every calendar year.
Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries.	Indian Rupees	US Dollars Conversion rate 1 USD = 82.2169 INR	Indian Rupees	Indian Rupees
Share capital	24.00	15.78	1.00	15.00
Reserves & surplus	254.21	(33.88)	(138.81)	2.14
Total assets	480.89	125.14	168.46	138.24
Total Liabilities	202.68	143.24	306.27	121.10
Investments	-	-	-	-
Turnover	257.30	537.35	735.44	82.00
Profit before taxation	135.51	(17.06)	(137.64)	2.93
Provision for taxation	24.98	-	(0.04)	0.79
Profit after taxation	110.53	(13.66)	(137.60)	2.14
Proposed Dividend	Nil	-	-	-
% of shareholding	100.00	100.00	100.00	100.00

1. **Names of subsidiaries which are yet to commence operation:** Nil
The Company does not have any Associates and / or Joint Ventures and hence, information is not applicable.

2. **Names of subsidiaries which have been liquidated or sold during the year:** Nil

Part “B”: Associates and Joint Ventures:
Registered office:

TP No.4, RS No.11 Paiki, 12-13 B, Paiki Plot
C 1st Floor of 11, 12 Suryapur Mill
Compound, Varachha Road, Surat-395006,
Gujarat, India

By order of the Board of Directors
For, **SHISH INDUSTRIES LIMITED**
CIN: L25209GJ2017PLC097273

Rameshbhai Kakadiya
Whole Time Director
DIN 07740518

Satishkumar Maniya
Chairman and Managing Director
DIN 02529191

Place: Surat
Date: September 03, 2024

Nishit Lakhani
Chief Financial Officer

Suman Mohanlal Jat
Company Secretary

REPORT ON CORPORATE GOVERNANCE

The Directors present the Company's Report on Corporate Governance for the year ended March 31, 2024:

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Your Company believes that effective Corporate Governance is not just the framework enforced by the regulation but it is supported through the principles of transparency, unity, integrity, spirit and responsibility towards the stakeholders, shareholders, employees and customers.

Good Corporate Governance requires competence and capability levels to meet the expectations in managing the business and its resources and helps to achieve goals and objectives of the Company. It should provide proper incentives for the board and management to pursue objectives that are in the interests of the Company and its shareholders and should facilitate effective monitoring.

The Company acutely and consistently reviews its systems, policies and internal controls with an objective to establish sound risk management system and impeccable internal control system.

GOVERNANCE STRUCTURE

The Company's Governance Structure comprises a dual layer, the Board of Directors and the Committees of the Board at the apex level and the Management Team at an operational level. The Board lays down the overall Corporate Objectives and provides direction and independence to the Management Team to achieve these objectives within a given framework. This professional management process results in building a conducive environment for sustainable business operations and value creation for all stakeholders.

The Board of Directors and the Committees of the Board play a fundamental role in upholding and furthering the principals of good governance which translates into ethical business practices, transparency and accountability in the Company's dealing with its stakeholders and in the utilization of resources for creating sustainable growth to the benefit of all the stakeholders. The Board within the framework of law discharges its fiduciary duties of safeguarding the interests of the Company.

The Boards composition and size is robust and enables it to deal competently with emerging business development issue and exercise independent judgment. Committee of Directors assists the Board of Directors in discharging its duties and responsibilities. The Board has constituted the various Committees viz. Audit Committee, Stakeholders Relationship Committee, Nomination & Remuneration Committee and

Corporate Social Responsibility Committee which are mandatory Committees. The Management Structure for the day-to-day business operations and management of the Company is in place with appropriate delegation of powers and responsibilities.

CORPORATE GOVERNANCE PRACTICE

The Company maintains the highest standard of Corporate Governance; it is the Company's constant endeavor to adopt the best Corporate Governance Practice.

ROLE OF COMPANY SECRETARY IN OVERALL GOVERNANCE PROCESS

The Company Secretary plays a key role in ensuring that the Board and Committees procedures are followed and regularly reviewed. The Company Secretary ensures that all relevant information, details and documents are made available to the Directors and Senior Management for effective decision making at the Meetings. The Company Secretary is primarily responsible for assisting and advising the Board in conducting the affairs of the Company, to ensure the compliances with applicable statutory requirements, to provide guidance to Directors and to facilitate convening of Meetings. The Company Secretary interfaces between the Management and regulatory authority for governance matters.

BOARD OF DIRECTORS

The Company has a broad-based Board of Directors, constituted in compliance with the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 ("Listing Regulations") and is in accordance with best practices in Corporate Governance.

Composition of Board

The Company has a balanced board with optimum combination of Executive Directors including Independent Directors, which plays a crucial role in Board processes and provides independent judgment on issues of strategy and performance. As on March 31, 2024, board comprises of 6 (Six) Directors out of which 3 (Three) Directors are Promoter Executive Directors and remaining 3 (Three) are Non-Promoter Non-Executive Independent Directors.

The composition of the Board is in conformity with the Regulation 17 of the SEBI Listing Regulations. As at March 31, 2024, the Board comprised following Directors;

Name of Directors	Category Cum Designation	Date of Appointment at current Term	Total Directorship in other Companies~	Directorship in other Listed Companies excluding our Company	No. of Committee^		No. of Shares held as on March 31, 2024
					in which Director is Members	in which Director is Chairman	
Satishkumar Maniya	Promoter CMD	April 1, 2022	8	-	2	-	11482650 Equity Shares
Rameshbhai Kakadiya	Promoter WTD	April 1, 2022	7	-	-	-	11548650 Equity Shares
Nitaben Maniya	Promoter Group ED	April 1, 2023	-	-	-	-	66000 Equity Shares
Rajesh Mepani	Non-Promoter ID	June 5, 2022	1	-	2	2	-
Rasik Bharodia	Non-Promoter ID	July 18, 2024	1	-	2	-	-
Nareshkumar Lakhani	Non-Promoter ID	January 8, 2021	-	-	1	-	-

Note: CMD – Chairman and Managing Director WTD: Whole-time Director ED: Executive Director ID: Independent Director

^ Committee includes Audit Committee and Stakeholders Relationship Committee across all Public Companies including our Company.

~ excluding Section 8 Company, Struck off Company, Amalgamated Company and LLPs.

Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the Listing Regulations as amended from time to time. The maximum tenure of the Independent Directors is in compliance with the Companies Act, 2013. All Independent Directors have confirmed that they meet the criteria as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations as amended from time to time and Section 149 of the Companies Act, 2013. The present strength of the Board reflects judicious mix of professionalism, competence and sound knowledge which enables the Board to provide effective leadership to the Company.

All the Directors have made necessary disclosures regarding Committee positions held by them in other companies and Directorship in public companies as on March 31, 2024.

No Non-Executive Director has attained the age of 75 years.

No Alternate Director has been appointed for any Independent Director.

None of the Directors is a Director in more than ten Public Limited Companies. Further, none of the Directors on the Company's Board is a Member of more than ten Committees including Chairman of more than five Committees (Committees being, Audit Committee and Stakeholders Relationship Committee) across all the companies in which he/she is a Director.

None of the Director of the Company is serving as a Whole-Time Director in any Listed Company and is holding position of Independent Director in more than three Listed Company and none of the Director of the Company is holding position as Independent Director in more than seven Listed Company.

None of the Directors of the Company is disqualified for being appointed as Director as specified in Section 164 (2) of the Companies Act, 2013. A Certificate from Mr. Anand Lavingia, Practicing Company Secretary, Ahmedabad as stipulated under Regulation 34 read with Schedule V to the Listing Regulations, is attached as an **Annexure – F – 1** to this Report.

Relationship between Directors inter-se

None of the above Directors bear inter-se relation with other Director except Mr. Satishkumar Maniya & Mrs. Nitaben Maniya who are spouse.

Board Meeting

Regular meetings of the Board are held at least once in a quarter, inter-alia, to review the quarterly results of the Company. Additional Board meetings are convened, as and when required, to discuss and decide on various business policies, strategies and other businesses. The Board meetings are generally held at registered office of the Company.

During the year under review, Board of Directors of the Company met 15 (Fifteen) times, viz May 1, 2023, May 16, 2023, June 21, 2023, July 17, 2023, July 29, 2023, August 29, 2023, September 5, 2023, October 18, 2023, November 23, 2023, November 30, 2023, December 15, 2023, January 19, 2024, February 6, 2024, March 7, 2024 and March 11, 2024.

The details of attendance of each Director at the Board Meeting and Annual General Meeting are given below;

Name of Director	Satishkumar Maniya	Rameshbhai Kakadiya	Nitaben Maniya	Rajesh Mepani	Rasik Bharodia	Nareshkumar Lakhani
No. of Board Meeting held	15	15	15	15	15	15
No. of Board Meeting eligible to attend	15	15	15	15	15	15
Number of Board Meeting attended	13	13	15	15	15	15
Presence at the previous AGM	Yes	Yes	Yes	Yes	Yes	Yes

During the year, the Board of Directors has not passed any resolutions through circulation.

Independent Directors

In terms of Section 149 of the Companies Act, 2013 and rules made there under and Listing Regulations, the Company has three Non-Promoter Non-Executive Independent Directors. In the opinion of the Board of Directors, all three Independent Directors of the Company meet all the criteria mandated by Section 149 of the Companies Act, 2013 and rules made there under and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and they are Independent of Management.

A separate meeting of Independent Directors was held on March 11, 2024 to review the performance of Non-Independent Directors and Board as whole and performance of Chairperson of the Company including assessment of quality, quantity and timeliness of flow of information between Company management and Board that is necessary for the board of directors to effectively and reasonably perform their duties.

The terms and conditions of appointment of Independent Directors and Code for Independent Director are incorporated on the website of the Company at <https://shish-industries-images.s3.ap-south-1.amazonaws.com/investorsData/Corporate-announcement/policies/Letter-of-Appointment-of-IDs.pdf>.

The Company has received a declaration from the Independent Directors of the Company under Section 149(7) of Companies Act, 2013 and 16(1)(b) of Listing Regulations confirming that they meet criteria of Independence as per relevant provisions of Companies Act, 2013 for financial year 2024-25. The Board of Directors of the Company has taken on record the said declarations and confirmation as submitted by the Independent Directors after undertaking due assessment of the

veracity of the same. In the opinion of the Board, they fulfill the conditions for Independent Directors and are independent of the Management. All the Independent Directors have confirmed that they are in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

None of Independent Directors have resigned during the year.

Familiarization Programmes for Board Members

The Company has formulated a policy to familiarize the Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through various programmes. The details of such familiarization programmes are disclosed on the website of the Company and the web link for the same is <https://shish-industries-images.s3.ap-south-1.amazonaws.com/investorsData/Corporate-announcement/policies/Familiarisation-Programme-for-IDs.pdf>.

Skills/expertise/ competencies of Board of Directors

The Board Members are from diversified areas having the required knowledge. Competency, skills, and experience to effectively discharge their responsibilities. The range of experience of the Board Members includes in the areas of Plastics, Banking &, Finance, Taxation and Legal.

The broad policies are framed by the Board of Directors. All strategic decisions are taken by the Board after due deliberation between the Board Members which consists of Managing Director, Executive Directors, Non-Executive Director and Independent Directors.

The Company has identified and broadly categorized its Core Skills, Expertise and Competencies as mentioned hereunder:

			Name of Directors					
			Satishkumar Maniya	Rameshbhai Kakadiya	Nitaben Maniya	Rajesh Mepani	Rasik Bharodia	Nareshkumar Lakhani
Core Skills	Strategic policy formulation and advising		√	√	√	√	-	√
	Regulatory framework knowledge		√	√	-	√	√	√
	Financial performance		√	√	√	√	√	√
	Advising on Risk and Compliance requirements		√	√	-	√	-	√
Expertise	Knowledge of Plastic Industries		√	√	√	-	√	√
	Commercial acumen		√	√	-	√	√	√
	Able to guide in building the right environment for Human Assets Development		√	√	√	-	√	√
Competencies	Strategic Leadership		√	√	√	-	-	√
	Execution of policies framed by the Board		√	√	√	√	√	√
	Identifying the growth areas for expanding the business in India and outside India		√	√	-	-	√	√
	Advising on Business Risks & environment.		√	√	-	√	-	√

Code of conduct for the Board of Directors and senior management personnel

In terms of Regulation 17(5) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has adopted the Code of Conduct for the Board of Directors and Senior Management Personnel of the Company. The compliance of the said code has been affirmed by them annually. The Code of Conduct also includes the duties of Independent Directors. A copy of the Code has been put up on the Company's website and same may be accessed at <https://shish-industries-images.s3.ap-south-1.amazonaws.com/investorsData/Corporate-announcement/policies/Code-of-Conduct-for-Board-Members-and-Senior-Management-Personnel.pdf>

A declaration signed by the Chairman and Managing Director of the Company is attached with this report.

BOARD EVALUATION CRITERIA

During the year, the Board carried out an Annual Evaluation of its own performance and the performance of individual Directors, as well as evaluation of the Committees of the Board. An indicative list of factors on which evaluation of the individual directors, the Board and the Committees was carried out includes, Board structure and composition, degree of fulfilment of key responsibilities, establishment and delineation of responsibilities to Committees, effectiveness of Board processes, information flow, functioning of the Board/ Committees, Board culture and dynamics, quality of relationship between the Board and Management, contribution to decisions of the Board, guidance/support to Management outside Board/Committee meetings.

INSIDER TRADING CODE

In accordance with the SEBI (Prohibition of Insider Trading) Regulations, 2015 ("PIT Regulations"), as amended from time to time, the Board of Directors of the Company had adopted the Codes of Fair Disclosure and Conduct ("the Code") which in turn contains the Code of Conduct to Regulate, Monitor and Report Trading by Insiders and Code of Fair Disclosure Practices. This Code is applicable to all Directors, Promoters, such identified Designated Persons and their Immediate Relatives and other Connected Persons who are expected to have Unpublished Price Sensitive Information relating to the Company. Ms. Suman Mohanlal Jat, Company Secretary of the Company is the Compliance Officer under the Code.

COMMITTEES OF BOARD

The terms of reference of Board Committees are determined by the Board from time to time. Presently the Company has Four (4) Committees i.e. Audit Committee, Stakeholders Relationship Committee, Nomination & Remuneration Committee and Corporate Social Responsibility Committee.

All the decisions pertaining to the constitution of the Committees, appointment of members, and fixing of terms of reference for committee members are taken by the Board of Directors. Details on the role and composition of these committees, including the number of meetings held during the financial year and the related attendance, are provided in detailed hereunder.

There were no instances during the financial year 2023-24, wherein the Board had not accepted recommendations made by any committee of the Board.

A brief outlined on each of the above Committees, except Corporate Social Responsibility Committee which details are given in Board Report itself, are given hereunder.

A. Audit Committee

The Company has formed audit committee for the purpose of assisting the Board in fulfilling its overall responsibilities of monitoring financial reporting processes, reviewing the Company's established systems and processes for internal financial controls, governance and reviewing the Company's statutory and internal audit activities.

The terms reference of Audit Committee specified in Regulation 18 read with Part C of Schedule II to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is briefed hereunder;

Role of Committee

1. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor the fixation of audit fees;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to:

- a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub section 3 of section 134 of the Companies Act, 2013
 - b. Changes, if any, in accounting policies and practices and reasons for the same
 - c. Major accounting entries involving estimates based on the exercise of judgment by management
 - d. Significant adjustments made in the financial statements arising out of audit findings
 - e. Compliance with listing and other legal requirements relating to financial statements
 - f. Disclosure of any related party transactions
 - g. modified opinion(s) in the draft audit report
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval and examine the financial statement and the auditors' report thereon;
 6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/ Information Memorandum/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue or preferential issue or qualified institutions placement, and making appropriate recommendations to the Board to take up steps in this matter;
 7. Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
 8. Approval or any subsequent modification of transactions of our Company with related parties subject to manner prescribed under the Companies Act, 2013;
 9. Scrutiny of inter-corporate loans and investments;
 10. Valuation of undertakings or assets of the listed entity, wherever it is necessary;
 11. Evaluation of internal financial controls and risk management systems;
 12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
 13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
 14. Discussion with internal auditors of any significant findings and follow up there on;
 15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
 16. Discussion with statutory auditors before the audit commences about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
 17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
 18. to review the functioning of the whistle blower mechanism;
 19. Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
 20. reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision and monitoring the end use of funds raised through public offers and related matters;
 21. To oversee and review the functioning of the vigil mechanism which shall provide for adequate safeguards against victimization of employees and directors who avail of the vigil mechanism and also provide for direct access to the Chairperson of the Audit Committee in appropriate and exceptional cases;
 22. Call for comments of the auditors about internal control systems, scope of audit including the observations of the auditor and review of the financial statements before submission to the Board;
 23. consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., of the Company and its shareholders
 24. To investigate any other matters referred to by the Board of Directors and Carrying out any other function as is mentioned in the terms of reference of the audit committee.
- Review of Information by the Committee**
- The Audit Committee shall mandatorily review the following information:
1. Management discussion and analysis of financial condition and results of operations;
 2. Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
 3. Management letters/letters of internal control weaknesses issued by the statutory auditors;
 4. Internal audit reports relating to internal control weaknesses;
 5. The appointment, removal and terms of remuneration of the internal auditor shall be subject to review by the Audit Committee
 6. statement of deviations:
 - (a) Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
 - (b) Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).
 7. Review and monitor the auditors' independence and performance, and effectiveness of audit process;
 8. Examination of the financial statement and auditors' report thereon;
 9. Approval or any subsequent modification of transactions of the Company with related parties;
 10. Scrutiny of inter-corporate loans and investment;
 11. Valuation of undertakings or assets of the Company, wherever it is necessary;
 12. Evaluation of internal financial controls and risk management systems;
 13. Monitoring the end use of funds raised through public offers and related matters;
 14. Any other matters as prescribed by law from time to time.
- Powers of Committee**
- The Committee -
1. May call for comments of auditors about internal control system, scope of audit, including observations of auditors and review of financial statement before their submission to board;
 2. May discuss any related issues with internal and statutory auditors and management of the Company;
 3. To investigate into any matter in relation to above items or referred to it by Board;
 4. To obtain legal or professional advice from external sources and have full access to information contained in the records of the Company;
 5. To seek information from any employee;
 6. To secure attendance of outsiders with relevant expertise, if it considers necessary;
 7. Any other power as may be delegated to the Committee by way of operation of law.
- Composition of Committee, Meeting and Attendance of each Member at Meetings**
- Audit Committee meeting is generally held for the purpose of recommending the financial result and the gap between two meetings did not exceed one hundred and twenty days. Additional meeting is held for the purpose of reviewing the specific item included in terms of reference of the Committee. During the year under review, Audit Committee met 11 (Eleven) times on May 1, 2023; May 16, 2023; June 21, 2023; July 17, 2023; August 29, 2023; September 5, 2023; October 18, 2023, December 15, 2023, January 19, 2024, March 7, 2024 and March 11, 2024.
- The composition of the Committee during the year and the details of meetings attended by its members are given below:

Name of Members	Category	Designation in Committee	Number of meetings during the financial year 2023-24		
			Held	Eligible to attend	Attended
Rajesh Mepani	Independent Director	Chairperson	11	11	11
Rasik Bharodia	Independent Director	Member	11	11	11
Nareshkumar Lakhani	Independent Director	Member	11	11	11
Satishkumar Maniya	Executive Director	Member	11	11	10

The Company Secretary of the Company acts as a Secretary to the Committee. The Constitution of the Audit Committee is in line with the provisions of Section 177 of the Companies Act, 2013 read with Regulation 18 of the SEBI (LODR) Regulations, 2015.

The Statutory Auditors and Internal Auditors of the Company are invited in the meeting of the Committee wherever requires. Chief Financial Officer of the Company is a regular invitee at the Meeting.

Mr. Rajesh Mepani, the Chairperson of the Committee had attended last Annual General Meeting of the Company held on July 20, 2023.

Recommendations of Audit Committee have been accepted by the Board of wherever/whensoever given.

B. Nomination and Remuneration Committee

The Company has formed Nomination and Remuneration Committee for the purpose of assisting the Board to identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and such other matters specified under various statute.

The terms reference of Nomination and Remuneration Committee are briefed hereunder;

Terms of reference

- To formulate a criteria for determining qualifications, positive attributes and Independence of a Director.
- Formulate criteria for evaluation of Independent Directors and the Board.
- Identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down in this policy.
- To evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent

director and based on capabilities identified, recommend the appointment of Independent Director.

- To carry out evaluation of every Director's performance.
- To recommend to the Board the appointment and removal of Directors and Senior Management.
- To recommend to the Board policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management.
- Ensure that level and composition of remuneration is reasonable and sufficient, relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
- To devise a policy on Board diversity.
- To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.
- To recommend to the board, all remuneration, in whatever form, payable to senior management.
- To perform such other functions as may be necessary or appropriate for the performance of its duties.

Composition of Committee, Meeting and Attendance of each Member at Meetings

Nomination and Remuneration Committee meeting is generally held at least once in a year. Additional meetings are held for the purpose of recommending appointment/re-appointment of Directors and Key Managerial Personnel and their remuneration. During the year under review, Nomination and Remuneration Committee met 5 (Five) times viz, June 21, 2023; November 30, 2023; December 15, 2023; January 1, 2024 and March 11, 2024.

The composition of the Committee during the year and the details of meetings attended by its members are given below:

Name of Members	Category	Designation in Committee	Number of meetings during the financial year 2023-24		
			Held	Eligible to attend	Attended
Rajesh Mepani	Independent Director	Chairperson	5	5	5
Rasik Bharodia	Independent Director	Member	5	5	5
Nareshkumar Lakhani	Independent Director	Member	5	5	5

The Nomination and Remuneration Committee was reconstituted by the Board of Directors on March 31, 2023, due to Change in designation of Mrs. Nitaben Maniya (DIN 07740523) (from Non-Executive Director to Executive Director) with effect from April 1, 2023 and induction of Mr. Nareshkumar Parshottambhai Lakhani (DIN 09023300) with effect from April 1, 2023 in her place.

Performance Evaluation

Criteria on which the performance of the Independent Directors shall be evaluated are placed on the website of the Company and may be accessed at link <https://shish-industries-images.s3.ap-south-1.amazonaws.com/investorsData/Corporate-announcement/policies/Performance-Evaluation-Policy.pdf>.

Remuneration of Directors

The Company has not entered into any pecuniary relationship or transactions with Non-Executive Directors of the Company except payment of Sitting Fees for attending the Meetings.

Further, criteria for making payment, if any, to non-executive directors are provided under the Nomination and Remuneration Policy of the Company which is hosted on the website of the Company viz; <https://shish-industries-images.s3.ap-south-1.amazonaws.com/investorsData/Corporate-announcement/policies/Nomination-and-Remuneration-Policy.pdf>.

During the year under review, the Company has paid remuneration /sitting fees to Directors of the Company, details of which are as under;

(INR in Lakh)

Name of Directors	Designation	Salary	Sitting Fees	Commission	Stock Option	Total
Satishkumar Maniya	Promoter - Chairman and Managing Director	18.00	-	-	-	18.00
Rameshbhai Kakadiya	Promoter - Whole-Time Director	18.00	-	-	-	18.00
Nitaben Maniya	Promoter Group - Executive Director	15.00	-	-	-	15.00
Rajesh Mepani	Non-Promoter - Independent Director	-	0.30	-	-	0.30
Rasik Bharodia	Non-Promoter - Independent Director	-	0.30	-	-	0.30
Nareshkumar Lakhani	Non-Promoter - Independent Director	-	0.30	-	-	0.30

The remuneration of the Directors is decided by the Nomination and Remuneration Committee based on the performance of the Company in accordance with the Nomination and Remuneration Policy within the limit approved by the Board or Members.

C. Stakeholders Relationship Committee

Terms of Reference

The Company has constituted Stakeholders Relationship Committee responsible for the Redressal of Shareholders grievances including non-receipt of Annual reports, Demat / Remat of Securities etc. The Committee also oversees the performance of the Registrar & Transfer agents of the Company relating to the investors' services and recommends measures for improvement.

The terms reference of Stakeholders Relationship Committee is briefed hereunder:

1. Resolving the grievances of the security holders of the listed entity including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/ duplicate certificates, general meetings etc.
2. Review of measures taken for effective exercise of voting rights by shareholders;

3. Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent;
4. Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.

Name and Designation of Compliance Officer

Ms. Suman Mohanlal Jat, Company Secretary of the Company is acting as the Compliance Officer of the Company.

Composition of Committee, Meetings and Attendance of each Member at Meetings

During the year under review, Stakeholder's Grievance & Relationship Committee met 3 (Three) times on June 21, 2023; August 29, 2023 and March 11, 2024.

The composition of the Committee during the year and the details of meetings attended by its members are given below:

Name of Members	Category	Designation in Committee	Number of meetings during the financial year 2023-24		
			Held	Eligible to attend	Attended
Rajesh Mepani	Independent Director	Chairperson	3	3	3
Rasik Bharodia	Independent Director	Member	3	3	3
Satishkumar Maniya	Executive Director	Member	3	3	3

Investors' Complaints

Number of complaints outstanding as on April 1, 2023	Nil
Number of complaints received from the Investors from April 1, 2023 to March 31, 2024	5
Number of complaints solved to the satisfaction of the Investors from April 1, 2023 to March 31, 2024	5
Number of complaints pending as on March 31, 2024	Nil

GENERAL BODY MEETINGS

Annual General Meetings

Financial Year	Date	Location of Meeting	Time	No. of Special Resolutions passed
2022-23	Thursday, July 20, 2023	Park Inn by Radisson, Beside Sumerru Business Corner, Lane of Rajhans Theatre, Pal, Surat, 395009, Gujarat, India	05:00 P.M.	1) To increase the Authorized Share Capital of the Company and make consequent alteration in Clause V of the Memorandum of Association 2) To consider and approve the issuance of Bonus Equity Shares 3) To approve "Shish Industries Limited - Employee Stock Option Plan 2023" ("ESOP 2023") 4) Grant of Employee Stock Options to the Eligible Employees of Group Companies, including Subsidiary, Associate Company(ies) of the Company under "Shish Industries Limited - Employee Stock Option Plan 2023" ("ESOP 2023")
2021-22	Saturday, September 17, 2022	Through Video Conferencing Deemed Venue - Registered Office: Survey No: 265/206, Block No:290, Plot No. 18 to 23, B/1 Palki1, Pipodara, Ta: Mangrol, Surat – 394 110, Gujarat, India	11:00 A.M.	--
2020-21	Friday, September 17, 2021	Through Video Conferencing Deemed Venue - Registered Office: Survey No: 265/206, Block No:290, Plot No. 18 to 23, B/1 Palki1, Pipodara, Ta: Mangrol, Surat – 394 110, Gujarat, India	11.00 A.M.	--

Passing of Special Resolution through Postal Ballot in F.Y. 2023-24

During the financial year 2023-24, the Company had not approached the shareholders to pass any resolution through postal ballot.

Passing of Special Resolution through Postal Ballot in Current Financial Year

Till the date of this report, the Company has not proposed passing of any Special Resolutions through Postal Ballot during the current financial year.

MEANS OF COMMUNICATION

a. Financial Results

The quarterly, half-yearly and annual results are published in widely circulating national and local dailies such as "Financial Express" or "Indian Express" in English and "Financial Express" in Gujarati language and are displayed on the website of the Company www.shishindustries.com.

b. Website

The Company's website www.shishindustries.com contains a separate dedicated section namely "Investors" where shareholders information is available. The Annual Report of the Company is also available on the website of the Company www.shishindustries.com in a downloadable form.

During the year under review, the Company has not made any presentations to institutional investors or to the analysts. Further, the result of the Company has not been displayed any official news releases.

c. BSE Corporate Compliance and Listing Centre (the 'Listing Centre')

The Listing Centre is a web-based application designed by BSE for corporates. The Shareholding Pattern, Corporate Governance Report, Corporate Announcements, Media Releases, Financial Results, Annual Report, etc. are filed electronically on the Listing Centre.

d. Media Releases and Presentations:

Official media releases are sent to the Stock Exchanges before their release to the media for wider dissemination.

GENERAL SHAREHOLDERS INFORMATION

Date, Time and Venue of 7th Annual General Meeting

Day and Date: Friday, September 27, 2024

Time: 12.00 Noon

Venue: Through VC/OAVM

Financial Year

12 months period starting from April 1 and ends on March 31 of subsequent year. This being financial year 2023-24 was started on April 1, 2023 and ended on March 31, 2024.

Financial Calendar

(Tentative and subject to change for the financial year 2024-25)

Quarter ending	Release of Results
June 30, 2024	On or before Second week of August, 2024
September 30, 2024	On or before Second week of November, 2024
December 31, 2024	On or before Second week of February, 2025
March 31, 2025	On or before End of May, 2025
Annual General Meeting for the year ending March 31, 2025	On or before End of September, 2025

Dividend Payment Date

To conserve the profit earned during the financial year 2023-24 for future purpose, your Directors regret to declare any dividend for the financial year 2023-24 (previous year Nil).

Book closure date

There being no physical shareholders in the Company, the Register of members and share transfer books of the Company will not be closed.

Listing on Stock Exchanges

BSE Limited,
 25th Floor, P J Towers, Dalal Street, Fort, Mumbai – 400 001
 Listing fees for the financial year 2024-25 has been paid to BSE Limited.

Stock Code/Symbol

BSE Limited (Scrip Code – 540693; Scrip ID – SHISHIND)

Registrar and Transfer Agents

Bigshare Services Private Limited

Address: A-802, Samudra Complex, Near Klassic Gold Hotel, Off C.G Road, Navrangpura, Ahmedabad – 380 009;

Tel: +91 79 4002 4135; **Email:** bssahd@bigshareonline.com; bssahd2@bigshareonline.com; **Web:** www.bigshareonline.com

Web link to raise queries:

<https://www.bigshareonline.com/ContactUs.aspx>

Share Transfer System

In terms of Regulation 40(1) of SEBI LODR, as amended, securities can be transferred only in dematerialization form w.e.f. April 1, 2019, except

in case of request received for transmission or transposition of securities. Transfer of shares in electronic form is effected by the depositories with no involvement of the Company.

Outstanding GDRs/ADRs/Warrants or any Convertible instruments conversion date and likely impact on equity

The diluted equity share capital of the Company upon conversion of all the outstanding convertible instruments i.e. warrants will become Rupees 3,886.80 Lakhs, which includes 32,66,800 warrants issued on Preferential basis, which can be converted into equivalent number of Equity Shares of the Company by the allottees by payment of the balance Warrant Issue Price on or before November 9, 2025.

The Company has not issued any GDRs/ADRs or any other Convertible instruments apart from convertible warrants till date. Hence, there are no outstanding GDRs/ADRs or any other Convertible instruments.

Market Price Data

The Monthly high/low and the volume of the Company's shares traded on stock exchanges and the Monthly high/ low of the said exchanges are as follows:

Month	Shish Industries Limited (Price in INR)			BSE Sensex	Month	Shish Industries Limited (Price in INR)			BSE Sensex
	High Price	Low Price	Close	Close		High Price	Low Price	Close	Close
April, 2023	340.00	211.15	326.85	61,112.44	October, 2023	132.00	105.80	110.55	63,874.93
May, 2023	369.35	278.70	351.15	62,622.24	November, 2023	114.45	102.20	104.95	66,988.44
June, 2023	411.00	345.00	389.20	64,718.56	December, 2023	110.95	99.70	104.25	72,240.26
July, 2023	416.00	135.00	142.55	66,527.67	January, 2024	120.90	100.95	111.60	71,752.11
August, 2023	149.65	102.90	114.90	64,831.41	February, 2024	141.50	99.00	117.40	72,500.30
September, 2023	118.00	105.50	112.70	65,828.41	March, 2024	133.00	110.00	124.40	73,651.35

Distribution of shareholding (As on March 31, 2024)

On the basis of number of shares held		Shareholders		Equity Shares held	
		Number	% of Total	No. of Shares	% of Total
1	500	10443	91.2212	862636	2.4642
501	1000	400	3.4941	298274	0.8520
1001	2000	254	2.2187	370976	1.0597
2001	3000	64	0.5590	162798	0.4650
3001	4000	51	0.4455	175326	0.5008
4001	5000	40	0.3494	182732	0.5220
5001	10000	61	0.5328	438024	1.2512
10001 and above		135	1.1792	32516383	92.8850
Total		11448	100.00	35007149	100.00

On the Category of Shareholders	Shareholders		Number of Equity Shares held	
	Number	% of Total	Number	% of Total
Promoters	4	0.03	23031300	65.79
Promoters - Relatives	5	0.04	335325	0.96
Clearing Member	1	0.01	93	0.00
Corporate Bodies	16	0.14	711183	2.03
Public	11334	99.00	9305490	26.58
Non-Resident Indian	88	0.77	1623758	4.64
Total	11448	100.00	35007149	100.00

Dematerialization of Shares and Liquidity (as on March 31, 2024)

Mode	No. of Equity Shares	Percentage
Demat	35007149	100.00
NSDL	3058549	8.74
CDSL	31948600	91.26
Physical	0	0.00

The equity shares are traded on BSE Limited.

Plant Locations

The Company's plant is located at below mentioned address;

Address: Unit 1 & Unit 2, Block No. 390/1, 01 A type Plot, Techno Park, Ta. Mangrol, Mahuvej, Surat – 394 125, Gujarat

Phone: +91 261 255 0587;

Website: www.shishindustries.com;

Email: compliance@shishindustries.com

Address of Correspondence

i) Shish Industries Limited

Ms. Suman Mohanlal Jat

Company Secretary and Compliance Officer

Address: TP No. 4, RS No. 11 Paiki, 12-13 B, Paiki Plot C 1st Floor of 11, 12 Suryapur Mill Compound, Varachha Road, Surat-395006, Gujarat

E-Mail: compliance@shishindustries.com;

Phone: +91 99251 70407

ii) For transfer/dematerialization of shares, change of address of members and other queries:

Bigshare Services Private Limited

Address: A-802, Samudra Complex, Near Klassic Gold Hotel, Off C.G Road, Navrangpura, Ahmedabad – 380 009;

Tel: +91 79 4002 4135; **Email:** bssahd@bigshareonline.com; bssahd2@bigshareonline.com; **Web:** www.bigshareonline.com

Web link to raise queries:

<https://www.bigshareonline.com/ContactUs.aspx>

Credit ratings and any revision thereto

The Company has not issued any debt instruments and does not have any fixed deposit programme or any scheme or proposal involving mobilization of funds in India or abroad during the financial year ended March 31, 2024. The Company has not obtained any credit rating during the year.

GDR / ADR / Convertible Instruments

The Company does not have any outstanding Global Depository Receipts or American Depository Receipts or Warrants or any Convertible Instruments as on 31/03/2024. However, from the completion of financial year till the date of this report the Company has allotted 32,66,800 warrants which can be converted into equivalent number of Equity Shares of the Company by the allottees by payment of the balance Warrant Issue Price on or before November 9, 2025.

Commodity price risk or foreign exchange risk and hedging activities

The Company does not have any such risks and accordingly, no hedging has been carried out.

DISCLOSURE:

Subsidiary Companies

As on March 31, 2024, the Company has four subsidiary companies – Shish Polylam Private Limited, Shish Global Solutions Private Limited, GreenEnergy International INC in Texas, USA and Varni Wood & Paper Packaging Private Limited. None of the four subsidiary companies is covered under the criteria of material non-listed Subsidiary Company as defined under Regulation 16(1)(c) of Listing Regulations.

The Company has adopted the policy for determination of material subsidiary which is available at <https://shish-industries-images.s3.ap-south-1.amazonaws.com/investorsData/Corporate-announcement/policies/Policy-for-Determining-Material-Subsidiaries.pdf>.

Further, the financial statements of said Unlisted Subsidiary Companies were reviewed by the Audit Committee of the Company. The Company has neither disposed of any shares nor sold, disposed and lease any assets of material subsidiary. The Minutes of the Meetings of Board of Directors of Subsidiary Companies have been regularly placed before the Board of the Company. A statement of all the significant transactions and arrangements, if any, entered into by the unlisted subsidiary companies were periodically brought to the attention of Board of Directors of the Company.

Regulation 24A of the Listing Regulations is not applicable to any of the four Subsidiary Companies.

Material subsidiaries of the listed entity

As on March 31, 2024, the Company does not have any material subsidiary and hence the disclosure requirements pertaining to Material Subsidiaries is not applicable to the Company.

Disclosure by Senior Management

Senior Management has made affirmations to the Board relating to all material financial and commercial transactions stating that they did not have personal interest that could result in a conflict with the interest of the Company at large.

Material Related Party Transaction

During the year 2023-24, there was no materially significant related party transaction that may have potential conflict with the interests of the Company at large. Attention of members is drawn to the disclosure of transactions with the related parties set out in Notes to Standalone Financial Statement of the Company - Note No. 29, forming part of the Annual Report.

The Board has approved a policy for related party transactions which has been uploaded on the Company's website. The policy is uploaded on the website of the Company at <https://shish-industries-images.s3.ap-south-1.amazonaws.com/investorsData/Corporate-announcement/policies/Policy-on-Related-Party-Transactions.pdf>.

Disclosure of Accounting Treatment

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 read with Section 133 of the Act.

CEO / CFO Certification

The Chairman and Managing Director and Chief Financial Officer have certified to the Board in accordance with Regulation 17(8) of the SEBI LODR pertaining to CEO/CFO certification for the financial year ended March 31, 2024, which is attached as an **Annexure – E – 2** to this Report.

Compliances

There were neither any instances of non-compliance by the Company nor there were any penalties or strictures imposed on the Company by the Stock Exchange/(s) or SEBI or any statutory authority, on any matter related to Capital Markets, during the last three years. However, attention is drawn to the delay in compliances under Regulation 44 (XBRL Submission) and Short Intimation under Regulation 29 of SEBI (LODR) Regulations, 2015 during the financial year 2022-23 for which no action has been taken against the Company by any authority.

Risk Management

Business risk evaluation and management is an ongoing process within the Company. During the year under review, the Management reviewed the risk management and minimization procedure adopted by the Company covering the business operations of the Company.

Proceeds from public issues, rights issues, preferential issues etc.

The details of utilization of preferential issue proceeds as on the date of this report is provided as follows:

Issue proceeds raised during the FY 2023-24	Modified Object, if any	Original Allocation (INR in Lakh)	Modified allocation, if any	Funds Utilized (INR in Lakh)	Amount of Deviation / Variation	Remarks if any
Increased working capital requirement	--	1,703.82	--	1,632.83	--	--
Capital Expenditure	--	--	--	--	--	--
General Corporate Purpose	--	--	--	--	--	--

Issue proceeds raised during the FY 2022-23	Modified Object, if any	Original Allocation (INR in Lakh)	Modified allocation, if any	Funds Utilized (INR in Lakh)	Amount of Deviation / Variation	Remarks if any
Increased working capital requirement	--	1,063.60	--	1,063.60	--	--
Capital Expenditure	--	--	--	--	--	--
General Corporate Purpose	--	--	--	--	--	--

Whistle Blower

The Company has established a vigil mechanism for directors and employees to report concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or ethic policy. The said mechanism also provides for adequate safeguards against victimization of director(s)/Employee(s) who avail of the mechanism and also provide for direct access to the Chairperson of the Audit Committee in exceptional cases. The details of establishment of such mechanism has been disclosed in the Board's Report. Further, the Policy on Vigil Mechanism is available on the website of the Company at <https://shish-industries-images.s3.ap-south-1.amazonaws.com/investorsData/Corporate-announcement/policies/Whistle-Blower-Policy.pdf>.

No personnel have been denied access to the Audit Committee.

Total fees paid to Statutory Auditors of the Company

Total fees of Rupees 3.25 Lakh plus applicable GST for financial year 2023-24, for all services, was paid by the Company to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part.

Disclosure relating to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has in place an effective mechanism for dealing with complaints relating to sexual harassment at workplace. The details relating to the number of complaints received and disposed of during the financial year 2023-24 are prescribed under Board's Report forming part of this Annual Report.

Disclosures of Loans and Advances by the Company and its subsidiaries

Given By	Given To	Relations	Amount Given (INR in Lakh)	Amount Received Back (INR in Lakh)	Outstanding Amount as at March 31, 2024 (INR in Lakh)
Shish Polylam Private Limited	Shish Industries Limited	Holding - Subsidiary	173.98	-	174.14
Shish Industries Limited	Shish Global Solutions Private Limited	Holding - Subsidiary	228.60	83.33	233.16
Shish Industries Limited	Varni Wood & Paper Packaging Private Limited	Holding - Subsidiary	49.00	6.00	44.46
Shish Industries Limited	Dunnage Bag Private Limited	Unrelated Company as on 31/03/2024	23.95	-	23.97
Shish Industries Limited	Interstar Polyfab Private Limited	Company wherein directors were interested	1,176.85	245.41	931.44

Secretarial Compliance Report

SEBI vide its Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019 read with Regulation 24(A) of the Listing Regulations, directed listed entities to conduct Annual Secretarial compliance audit from a Practicing Company Secretary of all applicable SEBI Regulations and circulars/guidelines issued thereunder. The said Secretarial Compliance report is in addition to the Secretarial Audit Report by Practicing Company Secretaries under Form MR - 3 and is required to be submitted to Stock Exchanges within 60 days of the end of the financial year.

Accordingly, the Company has engaged the services of Mr. Anand Lavingia (CP No. 11410), Practicing Company Secretary and Secretarial Auditor of the Company for providing this certification. The Company is publishing the said Secretarial Compliance Report and the same has been annexed as **Annexure - G - 2** to the Board's Report forming part of this Annual Report.

Compliance with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of Listing Regulations

Compliance status reported hereunder are for the period starting from April 1, 2023 to March 31, 2024.

Disclosures on the website

Item	Compliance status	Web address
Details of business	Yes	https://shishindustries.com/about-us/
Terms and conditions of appointment of independent directors	Yes	https://shish-industries-images.s3.ap-south-1.amazonaws.com/investorsData/Corporate-announcement/policies/Letter-of-Appointment-of-IDs.pdf
Composition of various committees of board of directors	Yes	https://www.shishindustries.com/investor
Code of conduct of board of directors and senior management personnel	Yes	https://shish-industries-images.s3.ap-south-1.amazonaws.com/investorsData/Corporate-announcement/policies/Code-of-Conduct-for-Board-Members-and-Senior-Management-Personnel.pdf
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	https://shish-industries-images.s3.ap-south-1.amazonaws.com/investorsData/Corporate-announcement/policies/Whistle-Blower-Policy.pdf
Criteria of making payments to non-executive directors	Yes	https://shish-industries-images.s3.ap-south-1.amazonaws.com/investorsData/Corporate-announcement/policies/Nomination-and-Remuneration-Policy.pdf
Policy on dealing with related party transactions	Yes	https://shish-industries-images.s3.ap-south-1.amazonaws.com/investorsData/Corporate-announcement/policies/Policy-on-Related-Party-Transactions.pdf
Policy for determining 'material' subsidiaries	Yes	https://shish-industries-images.s3.ap-south-1.amazonaws.com/investorsData/Corporate-announcement/policies/Policy-for-Determining-Material-Subsidiaries.pdf
Details of familiarization programmes imparted to independent directors	Yes	https://shish-industries-images.s3.ap-south-1.amazonaws.com/investorsData/Corporate-announcement/policies/Familiarisation-Programme-for-IDs.pdf
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	https://www.shishindustries.com/investor
email address for grievance redressal and other relevant details	Yes	https://www.shishindustries.com/investor
Financial results	Yes	https://www.shishindustries.com/investor/financial-report
Shareholding pattern	Yes	https://www.shishindustries.com/investor/financial-report
Details of agreements entered into with the media companies and/or their associates	NA	-
Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA	-
Audio or video recordings and transcripts of post earnings/quarterly calls	NA	-
New name and the old name of the listed entity	NA	-
Advertisements as per regulation 47 (1)	Yes	https://www.shishindustries.com/investor/announcement
Credit rating or revision in credit rating obtained	NA	-
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	https://www.shishindustries.com/investor/financial-report
Secretarial Compliance Report	Yes	https://www.shishindustries.com/investor/announcement
Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes	https://www.shishindustries.com/investor
Disclosures under regulation 30(8)	Yes	https://www.shishindustries.com/investor/announcement
Statements of deviation(s) or variations(s) as specified in regulation 32	Yes	https://www.shishindustries.com/investor/announcement
Dividend Distribution policy as per Regulation 43A(1)	NA	-
Annual return as provided under section 92 of the Companies Act, 2013	Yes	https://www.shishindustries.com/investor/announcement
Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes	Yes the above disclosures are in a separate section as specified in regulation 46(2)
Materiality Policy as per Regulation 30(4)	Yes	https://shish-industries-images.s3.ap-south-1.amazonaws.com/investorsData/Corporate-announcement/policies/Policy-on-Determining-the-Material-Events.pdf
Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes	yes the disclosures are accurately and timely updated on the website

Regulation wise compliances

Particulars	Regulation Number	Compliance status
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1), 17(1A) & 17(1B)	Yes
Meeting of Board of directors	17(2)	Yes
Quorum of Board meeting	17(2A)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Recommendation of Board	17(11)	Yes
Maximum number of Directorships	17A	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
Meeting of Nomination and Remuneration Committee	19(3A)	Yes
Role of Nomination and Remuneration Committee	19(4)	Yes
Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes
Meeting of Stakeholders Relationship Committee	20(3A)	Yes
Role of Stakeholders Relationship Committee	20(4)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	NA
Meeting of Risk Management Committee	21(3A)	NA
Quorum of Risk Management Committee meeting	21(3B)	NA
Gap between the meetings of the Risk Management Committee	21(3C)	NA
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1), (1A), (5), (6), (7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	Yes
Disclosure of related party transactions on consolidated basis	23(9)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3), (4), (5) & (6)	Yes
Alternate Director to Independent Director	25(1)	NA
Maximum Tenure	25(2)	Yes
Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	Yes
Directors and Officers insurance	25(10)	NA
Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes
Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA
Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	Yes

Details of Compliance with mandatory requirements

Further, during the period April 1, 2023 to March 31, 2024, the Company has complied with the applicable mandatory requirements as specified under Regulation 15 to 27 of Listing Regulations.

Adoption of non-mandatory requirements

The Company has adopted following non-mandatory requirements as prescribed under Regulation 27(1) read with Part E of Schedule II of the SEBI LODR.

- There is no modified opinion given in the Auditors' Report on Financial Statements.
- The internal auditor directly reports to audit committee.

Agreements Binding the Company

During the year under review, no agreement has been executed impacting the management or control of the Company or impose any restriction or create any liability upon the company, which is not in the normal course of business.

Investor information

- 1) **SEBI Complaint Redressal System (SCORES 2.0)** - The investors' complaints are also being processed through the centralized web-based complaint redressal system. The salient features of SCORES include availability of centralised database of the compliants and provision for the Company to upload online action taken reports. Through SCORES, the investors can view online, the actions taken and current status of the complaints. In its efforts to improve ease of doing business, SEBI has launched a mobile app "SEBI SCORES", making it easier for investors to lodge their grievances with SEBI, as they can now access SCORES at

their convenience. SEBI has launched the new version of the SEBI Complaint Redress System (SCORES 2.0) and with effect from March 28, 2024, the old version of SCORES has been closed for lodging complaint. However investors can check status of their complaints lodged in old SCORES on the old portal. Investors can lodge complaints only through new version of SCORES i.e. <https://scores.sebi.gov.in> from April 01, 2024.

- 2) **Online Dispute Resolution (ODR) Mechanism** - SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/ CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/ OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/OIAE/OIAE_IAD1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. Pursuant to above-mentioned circulars, the Company has enrolled on the ODR Portal and the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>). This option can be exercised by the investor after exhausting other options like lodging direct complaint with the Company or escalating the same through SCORES Portal. The details of the same can also be accessed through the Company's website at link: <https://shish-industries-images.s3.ap-south-1.amazonaws.com/investorsData/Corporate-announcement/announcement/2023-24/odr-portal-2024.pdf>

Compliance Certificate of the Auditors

A Certificate from the Auditors of the Company Mr. Anand Lavingia, Practicing Company Secretary, Ahmedabad confirming the compliance with the conditions of Corporate Governance as stipulated under Clause E of Schedule V of the SEBI LODR Regulations is attached as an **Annexure – E – 3** to this Report.

Registered office:

TP No.4, RS No.11 Paiki, 12-13 B, Paiki Plot C 1st Floor of 11, 12
Suryapur Mill Compound, Varachha Road, Surat-395006, Gujarat,
India

For and on behalf of Board of Directors

Shish Industries Limited

CIN: L25209GJ2017PLC097273

Date: September 03, 2024

Place: Surat

Rameshbhai Kakadiya
Whole-Time Director
DIN: 07740518

Satishkumar Maniya
Chairman and Managing Director
DIN 02529191

DECLARATION

I, Satishkumar Maniya, Chairman and Managing Director of Shish Industries Limited hereby declare that as of March 31, 2024, all the Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct and Ethics for Directors and Senior Management Personnel laid down by the Company.

Registered office:

TP No.4, RS No.11 Paiki, 12-13 B, Paiki Plot C 1st Floor of 11, 12
Suryapur Mill Compound, Varachha Road, Surat-395006, Gujarat,
India

For and on behalf of Board of Directors

Shish Industries Limited

CIN: L25209GJ2017PLC097273

Date: September 03, 2024

Place: Surat

Satishkumar Maniya
Chairman and Managing Director
DIN 02529191

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members of,

SHISH INDUSTRIES LIMITED

TP No. 4, RS No. 11 Paiki, 12-13 B,
Paiki Plot C 1st Floor of 11, 12
Suryapur Mill Compound,
Varachha Road, Surat-395006, Gujarat, India

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Shish Industries Limited (CIN: L25209GJ2017PLC097273) and having registered office at TP No. 4, RS No. 11 Paiki, 12-13 B, Paiki Plot C 1st Floor of 11, 12 Suryapur Mill Compound, Varachha Road, Surat-395006, Gujarat, India (hereinafter referred to as "the Company"), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub Clause (10)(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Sr. No.	Name of Directors	Director Identification Number	Date of Appointment in the Company*
1.	Mr. Satishkumar Dayabhai Maniya	02529191	11/05/2017
2.	Mr. Rameshbhai Virjibhai Kakadiya	07740518	11/05/2017
3.	Mrs. Nitaben Satishkumar Maniya	07740523	11/05/2017
4.	Mr. Rajesh Kalubhai Mepani	07841263	05/06/2017
5.	Mr. Rasik Govindbhai Bharodia	08514767	18/07/2019
6.	Mr. Nareshkumar Parshottambhai Lakhani	09023300	08/01/2021

* As per website of Ministry of Corporate Affairs.

It shall be noted that ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on my verification.

This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Date: September 03, 2024
Place: Ahmedabad

Anand Lavingia
Practicing Company Secretary
ACS No.: 26458 C P No.: 11410
Peer Review Certificate Number: 1589/2021
UDIN: A026458F001115458

**CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION AS PER
REGULATION 17 (8) OF THE SEBI LODR****CERTIFICATION TO THE BOARD PURSUANT TO REGULATION 17 (8) OF SEBI LODR**

To,
The Board of Directors,

SHISH INDUSTRIES LIMITED

TP No.4, RS No.11 Paiki, 12-13 B,
Paiki Plot C 1st Floor of 11, 12
Suryapur Mill Compound,
Varachha Road, Surat-395006, Gujarat, India

We, Satishkumar Maniya, Chairman and Managing Director and Nishit Rameshbhai Lakhani, Chief Financial Officer, hereby certify that in respect of the Financial Year ended on March 31, 2024:

- a. we have reviewed the financial statements and the cash flow statements for the year, and that to the best of our knowledge and belief:
- a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - b) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations;
- b. there are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct;

- c. we accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of internal control, if any, of which we are aware and the steps taken or proposed to be taken to rectify the same;
- d. we have indicated to the auditors and the Audit Committee:
- a) significant changes, if any, in internal control over financial reporting during the year;
 - b) significant changes, if any, in accounting policies during the year and the same have been disclosed in the notes to the financial statements; and
 - c) instances of significant fraud, if any, wherein there has been involvement of management or an employee having a significant role in the Company's internal control system over financial reporting.

Registered office:

TP No.4, RS No.11 Paiki, 12-13 B, Paiki Plot C 1st Floor of 11, 12
Suryapur Mill Compound, Varachha Road, Surat-395006, Gujarat,
India

Date: September 03, 2024
Place: Surat

For and on behalf of Board of Directors
Shish Industries Limited
CIN: L25209GJ2017PLC097273

Nishit Lakhani
Chief Financial Officer

Satishkumar Maniya
Chairman and Managing Director
DIN 02529191

**CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF
CORPORATE GOVERNANCE**

(Refer Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members of,

SHISH INDUSTRIES LIMITED

TP No. 4, RS No. 11 Paiki, 12-13 B,
Paiki Plot C 1st Floor of 11, 12
Suryapur Mill Compound,
Varachha Road, Surat-395006, Gujarat, India

The Corporate Governance Report prepared by Shish Industries Limited ("the Company"), contains details as stipulated in Regulations 17 to 27, Sub-Regulation (2) of Regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations"), with respect to Corporate Governance for the year ended March 31, 2024. This report is required by the Company for annual submission to the Stock exchange and to be sent to the Shareholders of the Company.

Management's Responsibility

The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.

The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations, issued by the Securities and Exchange Board of India.

Auditor's Responsibility

My responsibility is to provide a reasonable assurance in the form of an opinion whether the Company has complied with the condition of Corporate Governance, as stipulated in the Listing Regulations.

The procedures selected depend on the auditor's judgment, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria. The procedures include but not limited to verification of secretarial records and financial information of the Company and obtained necessary representations and declarations from directors including independent directors of the Company.

The procedures also include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, my scope of work under this report did not involve me performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

Opinion

Based on the procedures performed by me as referred above and according to the information and explanations given to me, I am of the opinion that

- the Company has complied with the conditions of Corporate Governance as specified in the Regulations 17 to 27, Sub-Regulation (2) of Regulation 46 and para C, D and E of Schedule V, to the extent applicable to the Company during the period April 1, 2023 to March 31, 2024; and
- As regards Discretionary Requirements specified in Part E of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has complied with items C and E.

Other Matters and Restriction on use

This report is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

This report is addressed to and provided to the members of the Company solely for the purpose of enabling it to comply with its obligations under the Listing Regulations and should not be used by any other person or for any other purpose. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing. I have no responsibility to update this report for events and circumstances occurring after the date of this report.

Date: September 03, 2024
Place: Ahmedabad

Anand Lavingia
Practicing Company Secretary
ACS No.: 26458 C P No.: 11410
Peer Review Certificate Number: 1589/2021
UDIN: A026458F001115546

SECRETARIAL AUDIT REPORT

Form No. MR-3

For the financial year ended March 31, 2024

[Pursuant to section 204(1) of the Companies Act, 2013 and

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

To,

The Members,

SHISH INDUSTRIES LIMITED

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

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

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

- i. The Companies Act, 2013 ("the Act") and the rules made there under as applicable;
- ii. The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv. The Foreign Exchange Management Act, 1999 (FEMA) and the rules and regulations made there under to the extent of Foreign Direct Investment and Overseas Direct Investment;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act"):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
 - d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and circulars/ guidelines/Amendments issued there under;

- e) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Listing Agreement entered with BSE Limited;
- f) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and circulars/ guidelines/Amendments issued there under; and
- vi. The Revised Secretarial Standards issued by the Institute of Company Secretaries of India.

During the period under review, the Company has complied with the provisions of the Act, Rules made there under, Regulations, Guidelines etc. mentioned above, to the extent applicable.

Further company being engaged in the business of manufacturing of Saffguard, Staguard, corrugated sheets, Plastic fluted boards, Plastic hollow sheet etc., there are no specific applicable laws to the Company, which requires approvals or compliances under the respective laws. However, the list of few of General Acts applicable to the Company, which are list out in the **Annexure – II**, which require approvals or compliances under the respective laws. We have relied on the representation made by the Company and its officers for system and mechanism framed by the Company for compliances of the said specific acts/rules.

During the Period under review, provisions of the following Acts, Rules, Regulations and Standards were not applicable to the Company;

- i. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 and circulars/ guidelines/Amendments issued there under; - the Company is not registered as Registrar to an Issue & Share Transfer Agent. However, the Company has appointed Bigshare Services Private Limited as Registrar & Share Transfer Agent as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- ii. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 and circulars/ guidelines/Amendments issued there under;
- iii. The Securities and Exchange Board of India (Issue and Listing of Non-convertible Securities) Regulations, 2021 and circulars/ guidelines/Amendments issued there under;
- iv. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 and circulars/ guidelines/Amendments issued there under; and

- v. The Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of External Commercial Borrowings.

I further report that -

The Board of Directors of the Company is duly constituted with Executive Directors, Independent Directors and Woman Director in accordance with the act. The Company did not have any Non-Executive Directors during the Audit period. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

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

I further report that -

There are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that -

During the audit period,

- Vide Special Resolution passed by the Members at the Extra Ordinary General Meeting through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") on April 25, 2023, the Board of Directors has, on May 16, 2023, allotted total 333190 Equity Shares of INR 10.00 each, on Preferential Basis to the Persons other than Promoters and promoter group of the Company, at an Issue Price of INR 216.10 per Equity Share;
- Vide Special Resolution the Members of the Company had approved Change in Designation and appointment of Mrs. Nitaben Satishkumar Maniya (DIN: 07740523) as Executive Director of the Company at the Extra Ordinary General Meeting held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") on April 25, 2023;

- Vide Special Resolution passed by the Members at the Sixth Annual General Meeting held on July 20, 2023 at Park Inn by Radisson, Beside Sumerru Business Corner, Lane of Rajhans Theatre, Pal, Surat, 395009, Gujarat, India, the authorized share capital of the Company had been increased from INR 1,500.00 Lakh divided into 15000000 Equity Shares of INR 10.00 each to INR 4,000.00 Lakh divided into 40000000 Equity Shares of INR 10.00;
- Vide Special Resolution passed by the Members at the Sixth Annual General Meeting held on July 20, 2023 at Park Inn by Radisson, Beside Sumerru Business Corner, Lane of Rajhans Theatre, Pal, Surat, 395009, Gujarat, India, the Board of Directors has, on July 29, 2023, allotted total 22794266 Bonus equity shares to the shareholders of the Company whose names appeared in the register of members of the Company as on record date July 28, 2023;
- Vide Special Resolution the Members of the Company had approved "Shish Industries Limited - Employee Stock Option Plan 2023" ("ESOP 2023") and Grant of Employee Stock Options to the Eligible Employees of Group Companies, including Subsidiary, Associate Company(ies) of the Company under "Shish Industries Limited - Employee Stock Option Plan 2023" ("ESOP 2023") at the Sixth Annual General Meeting held on July 20, 2023 at Park Inn by Radisson, Beside Sumerru Business Corner, Lane of Rajhans Theatre, Pal, Surat, 395009, Gujarat, India;
- Vide Special Resolution passed by the Members at the Extra Ordinary General Meeting through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") on September 30, 2023, the Board of Directors has, on November 23, 2023, allotted total 815750 Equity Shares of INR 10.00 each, on Preferential Basis to the Promoters and promoter group and Persons other than Promoters and promoter group of the Company, at an Issue Price of INR 120.60 per Equity Share;
- Vide Special Resolution the Members of the Company approved Material Related Party Transaction(s) between the Company and Mr. Rameshbhai Kakadiya, Promoter cum Whole-Time Director of the Company at the Extra Ordinary General Meeting held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") on September 30, 2023;

Date: September 03, 2024
Place: Ahmedabad

Note:

1. This Report is to be read with my letter of even date which is annexed as Annexure – I and Annexure - II which form integral part of this report.

Anand Lavingia
Practicing Company Secretary
ACS No.: 26458 C P No.: 11410
Peer Review Certificate Number: 1589/2021
UDIN: A026458F001115579

To,
The Members,
SHISH INDUSTRIES LIMITED

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of secretarial records. The verification was done on test basis, on the records and documents provided by the Management of the Company, to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices followed by me provide a reasonable basis for my opinion.
3. In respect of laws, rules and regulations other than those specifically mentioned in my report above, including the laws, rules and regulations mentioned in Annexure II, I have limited my review, analysis and reporting up to process and system adopted by the Company for compliance with the same and have not verified

detailed compliance, submissions, reporting under such laws etc. nor verified correctness and appropriateness thereof including financial records and books of accounts of the Company.

4. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, Rules, Regulations, standards and its proper and adequate presentation and submission in prescribed formats is the responsibility of management. My examination was limited to the verification of procedures on test basis and not its one to one content.
6. The Secretarial Audit report is neither an assurance as to compliance in totality or the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Anand Lavingia
Practicing Company Secretary
ACS No.: 26458 C P No.: 11410
Peer Review Certificate Number: 1589/2021
UDIN: A026458F001115579

Date: September 03, 2024
Place: Ahmedabad

List of major General Acts applicable to the Company

- | | |
|--|---|
| 1. The Maternity Benefit Act, 1961 & Rules there under | 11. The Registration Act, 1908 |
| 2. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 | 12. The Negotiable Instrument Act, 1881 |
| 3. The Minimum Wages Act, 1948 & Rules there under | 13. The Consumer Protection Act, 1986 |
| 4. The Payment of Wages Act, 1936 & Rules there under | 14. The Arbitration & Conciliation Act, 1996 |
| 5. The Child Labour (Prohibition and Regulation) Act, 1986 | 15. The Trade Marks Act, 1999 under Intellectual Property Law |
| 6. The Contract Labour (Regulation and Abolition) Act, 1970 | 16. The Patents Act, 1970 |
| 7. The Industrial Disputes Act, 1947 | 17. The Micro, Small and Medium Enterprises Development Act, 2006 |
| 8. The Indian Contract Act, 1872 | 18. The Income Tax Act, 1961 |
| 9. The Transfer of Property Act, 1882 | 19. The Customs Act, 1962 |
| 10. The Gujarat Stamp Act, 1958 | 20. The Central Goods and Services Tax Act, 2017 |

Anand Lavingia
Practicing Company Secretary
ACS No.: 26458 C P No.: 11410
Peer Review Certificate Number: 1589/2021
UDIN: A026458F001115579

Date: September 03, 2024
Place: Ahmedabad

ANNUAL SECRETARIAL COMPLIANCE REPORT
SECRETARIAL COMPLIANCE REPORT OF SHISH INDUSTRIES LIMITED
FOR THE YEAR ENDED ON MARCH 31, 2024

I Anand Sureshbhai Lavingia have examined;

- (a) all the documents and records made available to me and explanation provided by Shish Industries Limited ("the listed entity" or "the Company"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this report,

for the year ended March 31, 2024 ("Review Period") in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -

- (a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

- (b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- (g) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (i) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021

and circulars/ guidelines issued thereunder;

and based on the above examination and explanation / clarification given by the Company and its officers, I hereby report that, during the Review Period, the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)		Observations / Remarks by PCS
1.	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	Nil	
2.	Adoption and timely updation of the Policies:			
	• All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities	Yes	Nil	
	• All the policies are in conformity with SEBI Regulations and have been reviewed & updated, as per the regulations / circulars / guidelines issued by SEBI	Yes	Nil	
3.	Maintenance and disclosures on Website:			
	• The Listed entity is maintaining a functional website	Yes	Nil	
	• Timely dissemination of the documents/ information under a separate section on the website	Yes	Nil	
	• Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s) / section of the website	Yes	Nil	
4.	Disqualification of Director: None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes		We have relied on the Declarations submitted by each of the Directors regarding non-disqualification under Section 164 of the Companies Act, 2013.

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations / Remarks by PCS
5.	Details related to Subsidiaries of listed entities have been examined w.r.t.:		
	(a) Identification of material subsidiary companies	NA	The Company does not have any Material Subsidiary.
	(b) Disclosure requirement of material as well as other subsidiaries	Yes	The Company does not have any Material Subsidiary. The Company has complied with disclosures requirements in relations to other subsidiaries.
6.	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	Nil
7.	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	Yes	Nil
8.	Related Party Transactions:		
	(a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or	Yes	Nil
	(b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.	NA	The Company has obtained prior approval of Audit Committee for all related party transactions
9.	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	Nil
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	Nil
11.	Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been taken against the listed entity/its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder except as provided under separate paragraph herein.	None	As informed to us, no action(s) has been taken against the listed entity/its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges etc.
12.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation / circular / guidance note etc.	None	No additional non-compliance observed for any SEBI regulation / circular / guidance note etc.

I. Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations / Remarks by PCS
1.	Compliances with the following conditions while appointing/re-appointing an auditor	As under	
i.	If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter; or	NA	No such instances took place.
ii.	If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or	NA	No such instances took place.
iii.	If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.	NA	No such instances took place.
2.	Other conditions relating to resignation of statutory auditor		
i.	Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee:	As under	
a.	In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information / noncooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.	NA	No such instances took place.
b.	In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information / explanation from the company, the auditor has informed the Audit Committee the details of information/ explanation sought and not provided by the management, as applicable.	NA	No such instances took place.
c.	The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.	NA	No such instances took place.
ii.	Disclaimer in case of non-receipt of information: The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI / NFRA, in case where the listed entity/ its material subsidiary has not provided information as required by the auditor.	NA	No such instances took place.
3.	The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure-A in SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019.	NA	No such instances took place.

- I. (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

Sr. No.	Compliance Requirement (Regulations / circulars / guidelines including specific clause)	Regulation / Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations / Remarks of the Practicing Company Secretary	Management Response	Remarks
---------	---	---------------------------	------------	-----------------	----------------	----------------------	-------------	--	---------------------	---------

Nil

- (b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations/ Remarks of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended	Compliance Requirement (Regulations /circulars / guidelines including specific clause)	Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
1.	The Company has delayed submission of the Voting Result in XBRL Format for the EoGM held on February 28, 2023.	31-03-2023	Submission of Voting Result in XBRL Format under SEBI (Listing Obligations and Disclosure Requirements), 2015 r.w. BSE Circular No. DCS/COMP/20/2016-17 dated January 18, 2017	The Company has delayed submitted the Voting Result in XBRL Format for the EoGM held on February 28, 2023.	The Company had already submitted the Voting Result and Scrutinizer Report for the Voting done at EoGM held on February 28, 2023. However, due to oversight, the Company had not filed the Voting Result in XBRL Format within statutory time. As soon as it came to the notice of Compliance Officer, the Voting Result was also submitted in XBRL Format to BSE Limited.	Nil
2.	The Company has not Intimated the exchange about the board meeting at least two working days in advance, excluding the date of the intimation and date of the meeting which was scheduled on March 31, 2023.	31-03-2023	Prior intimation to stock exchange about the meeting of the board of directors under SEBI (Listing Obligations and Disclosure Requirements), 2015	The Company has not Intimated the exchange about the board meeting at least two working days in advance, excluding the date of the intimation and date of the meeting which was scheduled on March 31, 2023.	The Company has given Intimation with two days gap out of which one was working day and one was holiday as per BSE Limited. The said error was purely on account of oversight of BSE Holidays.	Nil

Our report is limited to scope and review as under;

- Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- We have followed the audit practices and process as considered appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification as done on test basis is to reasonably ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
- We have limited our review, analysis and reporting up to process and system adopted by the Company for compliance with the same and have not verified detailed compliance, submissions, reporting under such laws etc. nor verified correctness and appropriateness thereof including financial records and books of accounts of the Company.
- Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
- The Secretarial report is neither an assurance as to compliance in totality or the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Date: 27-05-2024
Place: Ahmedabad

Anand Sureshbhai Lavingia
Practicing Company Secretary
ACS: 26458; COP: 11410
PR. No.: 1589/2021
UDIN: A026458F000452422

MANAGEMENT DISCUSSION AND ANALYSIS

GLOBAL ECONOMY AT LARGE

Disinflation amid Economic Resilience

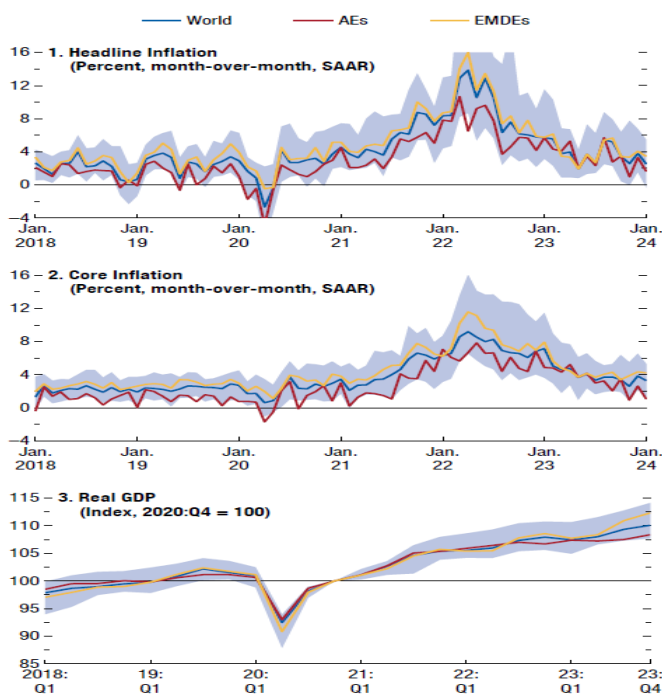
Economic activity was surprisingly resilient during the global disinflation of 2022–23. Growth in employment and incomes has held steady as favourable demand and supply developments have supported major economies, despite rising central bank interest rates aimed at restoring price stability. As inflation converges toward target levels and central banks pivot toward policy easing, a tightening of fiscal policies aimed at curbing high government debt levels, with higher taxes and lower government spending, is expected to weigh on growth. The pace of expansion is also expected to remain low by historical standards as a result of factors including the long-term consequences of the COVID-19 pandemic, Russia's invasion of Ukraine, weak growth in productivity, and increasing geoeconomic fragmentation.

In late 2023, headline inflation neared its pre-pandemic level in most economies for the first time since the start of the global inflation surge (Figure 1.1). In the last quarter of 2023, headline inflation for advanced economies was 2.3 percent on a quarter-over-quarter annualized basis, down from a peak of 9.5 percent in the second quarter of 2022. For emerging market and developing economies, inflation was 9.9 percent in the last quarter of 2023, down from a peak of 13.7 percent in the first quarter of 2022, but this average was driven by high inflation in a few countries; for the median emerging market and developing economy, inflation declined to 3.9 percent. This progress notwithstanding, inflation is not yet at target in most economies.

As global inflation descended from its peak, economic activity grew steadily, defying warnings of stagflation and global recession. During 2022 and 2023, global real GDP rose by a cumulative 6.7 percent. That is 0.8 percentage point higher than the forecasts made at the time of the October 2022 World Economic Outlook (WEO) (Figure 1.2). The United States and several large emerging market and middle-income economies displayed the greatest overperformance, with aggregate demand supported by stronger-than-expected private consumption amid still-tight—though easing—labor markets. Households in advanced economies supported their spending by drawing down accumulated pandemic-era savings. Larger-than-expected government spending further supported the expansion of aggregate demand in most

regions. The overall budgetary stance—measured by the structural fiscal balance—was more expansionary than expected, on average. Among large economies, the additional budgetary support, compared with October 2022 WEO forecasts, was estimated at 2 percent of GDP in the United States and 0.2 percent of GDP in the euro area, whereas in China,¹ the fiscal stance was mildly tighter than expected, by 0.7 percent of GDP. The euro area also displayed the smallest upside growth surprise, reflecting weak consumer sentiment and the lingering effects of high energy prices. In parallel, global headline inflation declined broadly in line with expectations, averaging just 0.1 percentage point more than predicted in the October 2022 WEO for 2022 and 2023. However, in lower-income countries, inflation was on average higher than expected, reflecting cases in which pass-through into domestic prices from international food, fuel, and fertilizer costs, as well as from currency depreciation, was greater than expected. Price pressures in some lower-income countries were significant. These factors also caused these economies to grow more slowly than expected, suggesting a negative supply shock. In China, inflation fell unexpectedly, with the decrease reflecting sharply lower domestic food prices and pass-through effects on underlying (core) inflation. The resilience in global economic activity was compatible with falling inflation thanks to a post pandemic expansion on the supply side. A greater-than-expected rise in the labor force amid robust employment growth supported activity and disinflation in advanced economies and several large emerging market and middle-income economies. The labor force expansion reflected, in some economies, increased inflows of migrants, with faster growth in the foreign-born than in the domestic-born labor force since 2021 (Figure 1.3), as well as higher labor force participation rates. Exceptions to this pattern include China, where labor market weakness, in the context of subdued demand, was broad based across sectors, and lower-income countries, where supply-side challenges held job creation back. Greater-than-expected additions to the stock of physical capital, with business investment responding to the strength in product demand, further bolstered the supply side in most regions, with exceptions including the euro area, where interest-rate-sensitive business investment, particularly in manufacturing, was subdued. A resolution of pandemic-era supply-chain problems allowed delivery times to decline and transportation costs to decrease (Figure 1.4).

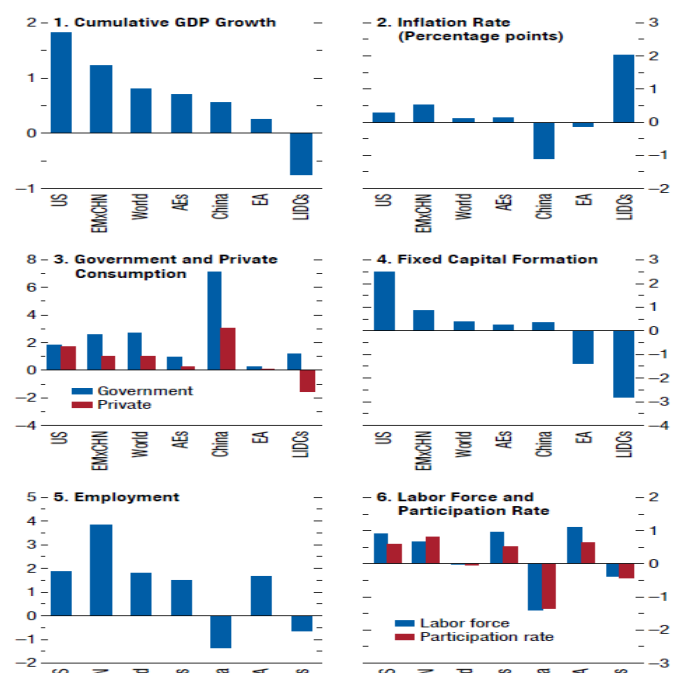
Figure 1.1. Global Inflation Falling as Output Grows



Sources: Haver Analytics; and IMF staff calculations.
 Note: Panels 1 and 2 plot the median of a sample of 57 economies that accounts for 78 percent of World Economic Outlook world GDP (in weighted purchasing-power-parity terms) in 2023. Vertical axes are cut off at -4 percent and 16 percent. Panel 3 plots the median of a sample of 44 economies. The bands depict the 25th to 75th percentiles of data across economies. "Core inflation" is the percent change in the consumer price index for goods and services, excluding food and energy (or the closest available measure). AEs = advanced economies; EMDEs = emerging market and developing economies; SAAR = seasonally adjusted annual rate.

Figure 1.2. Performance in 2022–23 Compared with Projections at Time of Cost-of-Living Crisis

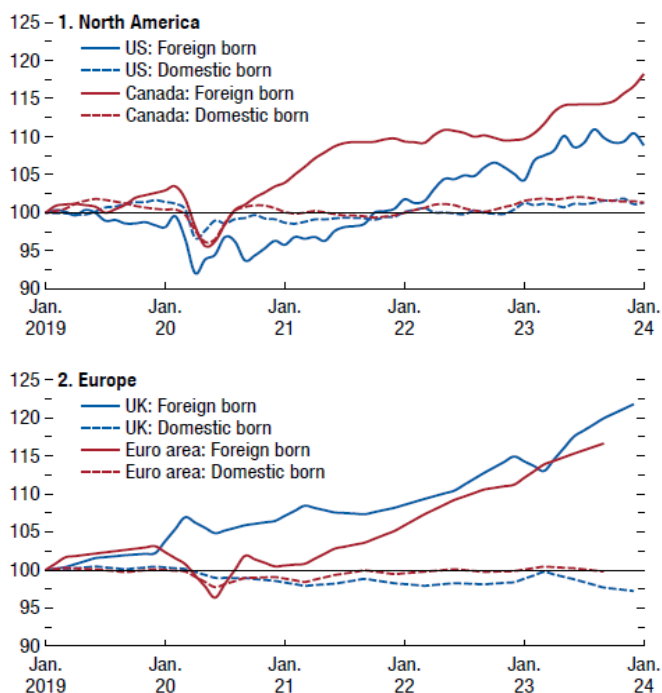
(Percent deviation from October 2022 WEO projection, unless noted otherwise)



Source: IMF staff calculations.
 Note: Figure reports latest estimates for cumulative growth in 2022 and 2023 in deviation from October 2022 WEO forecast in all panels except panel 2, which reports the difference between average inflation in 2022 and 2023 and the corresponding October 2022 WEO forecasts. Panel 6 does not include India due to missing data. AEs = advanced economies; EA = euro area; EMCHN = emerging market and middle-income economies excluding China; LDCs = low-income developing countries; WEO = World Economic Outlook.

Figure 1.3. Domestic- and Foreign-Born Workers in the Labor Force

(Index, January 2019 = 100)



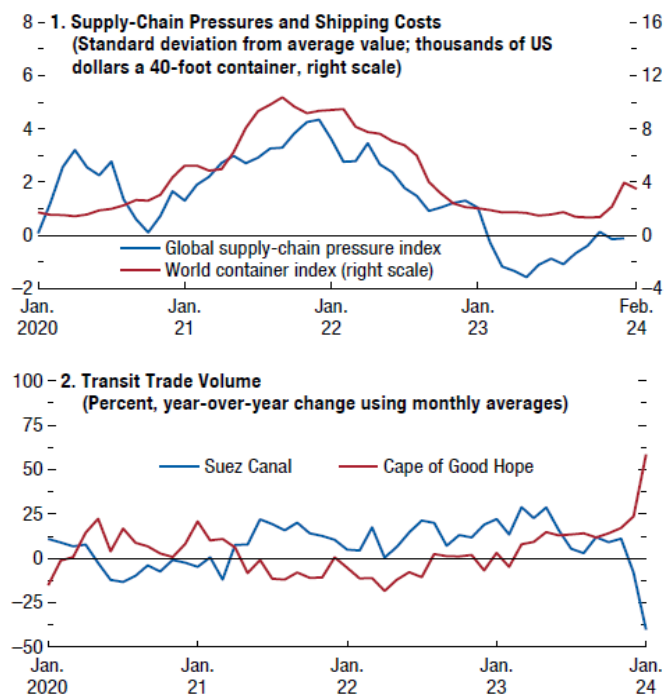
Sources: Eurostat; Haver Analytics; US Bureau of Labor Statistics; and IMF staff calculations.

Growth Forecast for Emerging Market and Developing Economies

In emerging market and developing economies, growth is expected to be stable at 4.2 percent in 2024 and 2025, with a moderation in emerging and developing Asia offset mainly by rising growth for economies in the Middle East and Central Asia and for sub-Saharan Africa. Low-income developing countries are expected to experience gradually increasing growth, from 4.0 percent in 2023 to 4.7 percent in 2024 and 5.2 percent in 2025, as some constraints on near-term growth ease.

- Growth in **emerging and developing Asia** is expected to fall from an estimated 5.6 percent in 2023 to 5.2 percent in 2024 and 4.9 percent in 2025, a slight upward revision compared with the January 2024 WEO Update. Growth in China is projected to slow from 5.2 percent in 2023 to 4.6 percent in 2024 and 4.1 percent in 2025 as the positive effects of one-off factors—including the post pandemic boost to consumption and fiscal stimulus—ease and weakness in the property sector persists. Growth in India is projected to remain strong at 6.8 percent in 2024 and 6.5 percent in 2025, with the robustness reflecting continuing strength in domestic demand and a rising working-age population.
- Growth in **emerging and developing Europe** is projected at 3.2 percent in 2023 and 3.1 percent in 2024, with an easing to 2.8 percent in 2025, an upward revision of 0.5 percentage point for 2023 and 0.3 percentage point for 2024 and 2025 since January. The moderation reflects a prospective decline of growth in Russia from 3.2 percent in 2024 to 1.8 percent in 2025 as the effects of high investment and robust private consumption, supported by wage growth in a tight labor market, fade. In Türkiye, growth is projected at 3.1 percent in 2024 and 3.2 percent in 2025, with economic activity strengthening in the second half of 2024 as monetary tightening ends and consumption starts to recover.
- In **Latin America and the Caribbean**, growth is projected to decline from an estimated 2.3 percent in 2023 to 2.0 percent in 2024 before rising again to 2.5 percent in 2025, an upward revision of 0.1 percentage point for 2024 since January. In Brazil, growth is expected to moderate to 2.2 percent in 2024 on the back of fiscal consolidation, lagged effects of still-tight monetary policy, and a smaller contribution from agriculture. In Mexico, growth is projected at 2.4 percent in 2024, supported by a fiscal expansion, before declining to 1.4 percent in 2025 as the government is expected to tighten the fiscal stance. The forecast for Mexico is revised downward on account of weaker-than-expected outcomes for end-2023 and early 2024, with a contraction in manufacturing.

Figure 1.4. Supply-Chain Pressures and Red Sea Tensions



Sources: Federal Reserve Bank of New York; Haver Analytics; IMF, PortWatch; and IMF staff calculations.

- Growth in the **Middle East and Central Asia** is projected to rise from an estimated 2.0 percent in 2023 to 2.8 percent in 2024 and 4.2 percent in 2025, with a downward revision of 0.1 percentage point for 2024 from the January 2024 projections. The revision reflects a downward adjustment in the 2024 growth forecast for Iran driven by lower non-oil activity and oil revenues, as well as for a number of smaller economies.
- In **sub-Saharan Africa**, growth is projected to rise from an estimated 3.4 percent in 2023 to 3.8 percent in 2024 and 4.0 percent in 2025, as the negative effects of earlier weather shocks subside and supply issues gradually improve. The forecast is unchanged for 2024 from the January 2024 WEO Update, as a downward revision to Angola owing to a contraction in the oil sector is broadly offset by an upward revision to Nigeria.

Packaging Market Analysis

The Packaging Market size is estimated at USD 1.14 trillion in 2024, and is expected to reach USD 1.38 trillion by 2029, growing at a CAGR of 3.89% during the forecast period (2024-2029).

- Over the past decade, the global packaging market has grown steadily, driven by substrate preference shifts, new markets, and evolving ownership structures. Flexible packaging, high-barrier films, and stand-up retort pouches are increasingly challenging traditional formats like metal tins and glass jars, especially in the food sector.
- Digital printing in the packaging sector is set for significant growth, propelled by its capacity to deliver high-quality, customizable, and cost-efficient solutions. The incorporation of smart packaging technologies is set to revolutionize the sector.
- RFID tags, QR codes, and sensors bolster traceability, quality control, and consumer interaction. With the evolution of the Internet of Things (IoT), smart packaging solutions are becoming pivotal in the packaging industry.
- Rising retail sales will encourage manufacturers to innovate packaging to attract consumers. Creative and visually appealing packaging designs can help products stand out on store shelves and capture consumer attention, leading to a higher adoption of advanced packaging solutions. According to the United States Census Bureau, retail sales in the United States were USD 7.242 trillion in 2023. When compared to 2019, the sales value was USD 5.396 trillion.

- Conversely, the rise in the use of non-recyclable, non-biodegradable plastic packaging is leading to a surge in carbon emissions, potentially acting as a growth deterrent. In response, major players such as Amazon, Google, and Tetrapak are pivoting toward achieving net-zero carbon emissions, a move that's set to define their future capital investments.

Paper and Paperboard Packaging Products to Witness the Highest Growth

- Increasing demand for environmentally friendly materials propels the packaging market. Eco-friendly packaging, characterized by recyclability, biodegradability, reusability, and low toxicity, is gaining prominence due to its minimal environmental footprint. Notably, paper-based solutions, including bags, pouches, and cartons, have led to a surge in sustainable packaging adoption.
- The increasing trend of online retail and environmental regulations on non-biodegradable and non-recyclable packaging solutions progressively creates a massive demand for eco-friendly paper packaging solutions.
- Companies increasingly shift towards sustainable packaging to meet consumer demands and regulatory requirements. Consumers perceive paper and paperboard packaging as more environmentally friendly than plastic packaging.
- The food and beverage industry's shift from plastic to paper packaging is driven by increasing environmental concerns and regulatory pressures to reduce plastic waste. Manufacturers are increasingly embracing paper and paperboard packaging solutions. For instance, in May 2024, Mondi introduced 'TrayWrap,' a secondary paper packaging solution designed to supplant the conventional plastic shrink film utilized in bundling food and beverage items.
- According to AFRY and Suzano PaperLine, the global consumption of paper is expected to increase from 415 million metric tons in 2022 to 476 million metric tons in 2032. As online shopping continues to rise, the demand for sustainable and efficient packaging solutions will grow. Paper and paperboard are often preferred for their recyclability and biodegradability.

Asia Pacific Packaging Market to Expand Significantly

- Plastic packaging has observed wide-scale utilization in Asia, with countries like India and China contributing significantly through their food and beverages market. The Chinese packaging sector is heavily influenced by variables such as rising per capita income, changing social atmosphere, and demographics, including ban enforcement on plastics to minimize its plastic footprint. This results in significant impacts on the packaging business.
- India's packaging industry is experiencing robust growth, expanding at a rate of 22-25% annually, solidifying its position as a key player in the global packaging landscape. As the 5th largest sector in India's economy, the packaging industry has demonstrated consistent growth in recent years, with significant potential for further expansion, especially in the industry of exports.
- Notably, the costs associated with processing and packaging food in India can be as much as 40% lower than in many European countries. This, coupled with India's abundant skilled labor force, renders the nation an enticing investment destination for businesses eyeing the packaging sector.
- Japan stands out as a significant consumer of paper-based products across diverse sectors, spanning newspapers, packaging, printing, communication, and even sanitary applications. Notably, driven by a growing consumer consciousness towards sustainable practices, concerns over deforestation, and the availability of raw materials, Japan's packaging industry is increasingly pivoting towards paper-based solutions.
- China's monthly plastic product output averages 6.59 million metric tons. Notably, December 2023 marked a peak, with production hitting 6.98 million metric tons, as reported by the National Bureau of Statistics of China.
- Higher production volumes ensure a more stable supply of plastic raw materials for packaging manufacturers. This stability can lead to more consistent production schedules, reducing lead times and improving delivery reliability for packaging products.

Packaging Industry Overview

- The global packaging industry appears fragmented due to several vendors. Some leading players in the are Amcor Group GmbH, Berry Global Group, Inc., International Paper Company, Mondi Group, and others. In the global packaging market, key factors include sustainable competitive advantages driven by innovation, market penetration levels, exit barriers, advertising expenditure, competitive strategy, and firm concentration ratios. Players in this market leverage innovation for a competitive edge. The material specifications, especially in plastic packaging, offer ample room for product differentiation.
- June 2024 - Berry Global Group Inc. launched a new offering: a rectangular Domino bottle tailored for the beauty, home, and personal care sectors. This bottle is manufactured from up to 100% post-consumer recycled (PCR) plastic. The 250ml Domino bottle boasts a distinctive 75-millimeter-wide front panel, complemented by customizable side panels.
- June 2024 - Smurfit Kappa, a sustainable packaging solutions provider, has acquired Artemis Ltd, a Bag-in-Box packaging facility in Shumen, Bulgaria. Specializing in food and beverage packaging, Artemis manufactures bags for bag-in-box items and produces films and caps tailored to the wine industry.
- April 2024 - Amcor, a global provider of sustainable packaging solutions, launched a product: a one-liter polyethylene terephthalate (PET) bottle designed specifically for carbonated soft drinks (CSDs). It's manufactured entirely from 100% post-consumer recycled (PCR) materials. By offering this pioneering stock option, Amcor underscores its commitment to sustainability and empowers its customers to align with their eco-conscious goals. Source: <https://www.mordorintelligence.com/industry-reports/global-packaging-market>

Packaging Market News

- June 2024: Sonoco Products Company announced its agreement to acquire Eviosys, a Europe manufacturer of food cans, ends, and closures, from KPS Capital Partners, LP, at around USD 3.9 billion.
- May 2024: Mondi, a prominent global entity in sustainable packaging and paper, marked a significant milestone in Duino, Italy, by laying the foundation for its EUR 200 million (USD 216.45 million) investment in the mill, which Mondi acquired in January 2023. The facility's existing paper machine is transforming into a recycled containerboard machine.
- April 2024: The United Kingdom has initiated the Circularity in Primary Pharmaceutical Packaging Accelerator (CiPPPA) to spearhead the development and execution of strategies aimed at enhancing the recycling of medicinal devices and pharmaceutical packaging at their end-use. CiPPPA is a non-profit, collaborative effort that unites stakeholders spanning the pharmaceutical supply chain.
- April 2024: Berry Global Group Inc., a key player in designing, developing, and producing healthcare solutions, increased its production capacity by investing in new assets and manufacturing capabilities. This move is set to amplify production by a significant 30% at three of its European facilities.

INDUSTRY STRUCTURE AND DEVELOPMENTS & OUTLOOK

Introduction

The Indian plastic industry is one of the leading sectors in the country's economy. The history of the plastic industry in India dates back to 1957 with the production of polystyrene. Since then, the industry has made substantial progress and has grown rapidly. The industry is present across the country and has more than 2,000 exporters. It employs more than 4 million people in the country and constitutes 30,000 processing units; among these, 85-90% belong to small and medium enterprises. India manufactures various products such as plastics and linoleum, houseware products, cordage, fishnets, floor coverings, medical items, packaging items, plastic films, pipes, raw materials, etc. The country majorly exports plastic raw materials, films, sheets, woven sacks, fabrics, and tarpaulin. The Government of India intends to take the plastic industry from a current level of Rs. 3 lakh crore (US\$ 37.8 billion) of economic activity to Rs. 10 lakh crore (US\$ 126 billion) in 4-5 years.

Global Plastic Corrugated Packaging Market: Regional analysis

North America accounts for the largest share in the global plastic corrugated packaging market due to the high demand for processed and packaged meal products in the region. Moreover, the surging trend of ready-to-go breakfast along with online food delivery services is likely to propel the growth of the regional market in the forthcoming years.

Asia Pacific is expected to grow significantly with a high CAGR during the forecast period due to the growing disposable income of people in the region. Furthermore, the growing number of the working population in the region will further boost the growth of the regional market.

Indian economic review

Strong economic growth in the first quarter of FY23 helped India overcome the UK to become the fifth-largest economy after it recovered from the COVID-19 pandemic shock. India's gross domestic product (GDP) at current prices in the second quarter (Q2) of 2023-24 is estimated to be Rs. 71.66 trillion (US\$ 861.2 billion), as against Rs. 65.67 trillion (US\$ 789.2 billion) in Q2 of 2022-23, showing a growth rate of 9.1%. Strong domestic demand for consumption and investment, along with Government's continued emphasis on capital expenditure are seen as among the key driver of the GDP in the first half of FY24. In 2023-24 (April-December), India's service exports stood at US\$ 247.92 billion. Furthermore, India's overall exports (services and merchandise) in 2023-24 (April-December) were estimated at US\$ 565.04 billion. Rising employment and substantially increasing private consumption, supported by rising consumer sentiment, will support GDP growth in the coming months.

Future capital spending of the government in the economy is expected to be supported by factors such as tax buoyancy, the streamlined tax system with low rates, a thorough assessment and rationalisation of the tariff structure, and the digitization of tax filing. In the medium run, increased capital spending on infrastructure and asset-building projects is set to increase growth multipliers. The contact-based services sector has largely demonstrated promise to boost growth by unleashing the pent-up demand. The sector's success is being captured by a number of HFIs (High-Frequency Indicators) that are performing well, indicating the beginnings of a comeback.

India has emerged as the fastest-growing major economy in the world and is expected to be one of the top three economic powers in the world over the next 10-15 years, backed by its robust democracy and strong partnerships.

India's appeal as a destination for investments has grown stronger and more sustainable as a result of the current period of global unpredictability and volatility, and the record amounts of money raised by India-focused funds in 2022 are evidence of investor faith in the "Invest in India" narrative.

India's Packaging Industry Overview

The paper and packaging sector in India is growing rapidly and has significant potential for future expansion. The industry was valued at \$50.5 billion in 2019 and is anticipated to reach \$204.81 billion by 2025, registering a CAGR of 26.7% from 2020 to 2025. The growth in the sector is being driven by a surge in e-commerce, food processing, pharmaceuticals, FMCG, manufacturing industry and healthcare sector. Additionally, numerous government initiatives including 'Make in India' had positive impact on the packaging industry. The paper and packaging industry is currently the fifth largest sector in the Indian economy and has the potential to achieve pricing levels that are about 40% cheaper compared to European regions.

The Indian packaging sector has distinguished itself with its exports of flattened cans, printed sheets and components, crown cork, lug caps, plastic film laminates, craft paper, paper board and packaging machinery. The packaging segment with the fastest growth include laminates and flexible packaging, particularly PET and weaved sacks.

India uses paper as a major source of packaging. The paper industry accounts for 5% of global production. Demand for paper continues to rise for the packaging of FMCG products and ready-to-eat food. Packaging-grade paper accounts for 55% of the main types of paper produced domestically in the paper and paperboard industry.

Market Trends

- Plastic corrugated packaging market is experiencing the growth due to rising demand for frozen cigarette foods, dry foods.
- Plastics corrugated boxes are majorly used for pharmaceuticals, food & beverages, tobacco, and durable goods.
- Rising demand of e-commerce in recent years has boosted up the market and is expected to contribute in growth for the forecasted period. Door to door delivery concept is playing a key role here.
- After pandemic, no contact delivery has been appreciated by many key players in fast food industry such as Mc Donald's, KFC and Dominos. This is expected to boost the demand of plastic corrugated packaging.

OPPORTUNITIES

- Price Transmission in Crude Oil Industry to Drive Market Growth - cheap oil promotes production of new plastic products and it is now more cost effective than recycling the plastic
- Demands from various brand owners are now being strongly felt by the packaging industry, as those brands now are in the need of secondary packaging to promote their business more intensely.
- The market is estimated to grow due to the demand from automobile, building & construction, and personal care industries
- Plastics corrugated packaging boxes are now being offered with RFID or radio frequency identification system for tracking the product
- Advancements in food processing and food packaging play a key role in boosting the plastics corrugated packaging market sales in the world
- Increased per capita personal disposable income has given birth to consumer preference on packaged food over other food
- Unlike paper packaging, plastic corrugated packaging has good water resistance and ensures leakage safety
- The demand for plastics corrugated packaging has witnessed consistent growth due to a host of factors including the onset of cutting-edge digital printing technologies and the booming eCommerce industry
- As the eCommerce sector around the world is likely to expand at a steady pace in the upcoming years, the demand for plastics corrugated boxes is expected to remain high

THREATS

- The increasing focus on minimizing the utilization of plastic across the packaging sector is projected to have a negative impact on the global plastics corrugated packaging market.
- The global plastics corrugated packaging market is highly competitive
- Social factors impacting packaging - From food shortages and ethical sourcing to responsible water and land use, consumers want to know more about the products they buy and the brands that produce them
- New rules around the use of plastics and pollution-causing materials, as well as protecting human and planetary health, will greatly affect consumers.
- Extreme weather conditions can readily affect corrugated packaging

SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE & DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The company is primarily engaged in the business of Corrugated Plastic Sheets, which constitute a single reportable segment in accordance with Ind AS 108 – "Segment Reporting".

FINANCIAL HIGHLIGHTS
INR In Lakh

Particulars	Standalone		Consolidated	
	F.Y. 2023-24	F.Y. 2022-23	F.Y. 2023-24	F.Y. 2022-23
Revenue from Operations	8,547.88	7,022.97	8,574.08	6,853.79
Other Income	265.48	175.15	263.85	178.76
Total Income	8,813.36	7,198.12	8,837.93	7,032.55
Less: Total Expenses before Depreciation, Finance Cost and Tax	7,493.17	6,296.24	7,313.00	5,955.59
Profit before Depreciation, Finance Cost and Tax	1,320.19	901.88	1,524.93	1,076.95
Less: Depreciation	112.28	99.62	143.69	127.92
Less: Finance Cost	77.14	33.73	95.02	51.23
Profit Before Tax	1,130.73	768.52	1,113.70	897.81
Less: Current Tax	285.13	193.42	309.13	219.28
Less: Short provision for earlier year	4.55	6.34	5.76	6.34
Less: Deferred tax Liability (Asset)	(2.15)	(4.43)	(1.62)	(5.68)
Profit after Tax	843.20	573.19	800.43	677.87

Financial Performance
On Standalone Basis

During the year under review, the revenue from operation of the Company was stood at INR 8,547.88 Lakhs as against that of INR 7,022.97 Lakhs for previous year. Revenue from operation of the Company was increased by 21.71% over previous year.

Profit before Tax for the financial year 2023-24 stood at INR 1,130.77 Lakhs as against that of INR 768.52 Lakhs making the net profit of INR 843.23 Lakhs for the financial year 2023-24 as against the net profit of INR 573.19 Lakhs for the financial year 2022-23. The increase in profit after tax was achieved due to effective purchase policy of the Company and thereby reducing the cost of raw materials.

During the year under review, export sales of the Company was increased by 16.66% than that of previous year, due to which the revenue of the Company was increased. On the other side, the Company also performed well in Domestic Market. The domestic sales of the Company were increased by 27.92% than that of previous year.

On Consolidated Basis

The consolidated revenue from operation of the Company for financial year 2023-24 stood at INR 8,574.08 Lakhs as against that of INR 6,853.79 Lakhs for previous year. The consolidated net profit after tax for the financial year 2023-24 was stood at INR 800.47 Lakhs as compared to INR 677.87 Lakhs for the previous financial year 2022-23.

The Company has reported growth of 18.09% in consolidated net profit after tax and 25.10% in revenue for the full financial year 2023-24 as compared to the previous financial year 2022-23. The increase in profit after tax was achieved due to effective purchase policy of the Company and thereby reducing the cost of raw materials.

RISK AND CONCERNS

The Company is exposed to various risks and uncertainties which may adversely impact its performance. The Company's future growth prospects and cash flow generation could be materially impacted by any of these risks or opportunities. The major risks as identified by the Company are demand-risks due to any resurgence in the COVID 19 pandemic, currency risk associated with imports, unfair competition, etc.

The Company follows the Enterprise Risk Management (ERM) framework to manage and mitigate such risks which is primarily based on the integrated framework for enterprise risk management and internal controls developed by the Company.

INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

Internal Control system and adequacy Internal Control measures and systems are established to ensure the correctness of the transactions and safe guarding of the assets. Thus, internal control is an integral component of risk management. The Internal control checks and internal audit programmes adopted by the Company plays an important role in the risk management feedback loop, in which the information generated in the internal control process is reported back to the Board and Management. The internal control systems are modified continuously to meet the dynamic change. Further the Audit Committee of the Board of Directors reviews the internal audit reports and the adequacy and effectiveness of internal controls.

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

The Company believes in establishing and building a strong performance and competency driven culture amongst its employees with greater sense of accountability and responsibility. The Company has taken various steps for strengthening organizational competency through the involvement and development of employees as well as installing effective systems for improving their productivity and accountability at functional levels. The Company acknowledges that its principal asset is its employees. Ongoing in-house and external training is provided to the employees at all levels to update their knowledge and upgrade their skills and abilities. As on March 31, 2024, the Company had total 43 full time employees. The industrial relations have remained harmonious throughout the year.

DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS (STANDALONE BASIS)

Particulars	F.Y. 2023-24	F.Y. 2022-23	Variance	Reason
Debtors Turnover	4.27 times	4.68 times	-8.68%	Ratio decreased due to increase in Trade Receivables as compared to increase in Revenue.
Inventory Turnover	8.09 times	8.09 times	0.00%	NA
Interest Coverage Ratio	17.11 times	26.74 times	-35.99%	Ratio decreased due to increase in Interest Expenses compared to Increase in Profits.
Current Ratio	2.82: 1.00	2.59: 1.00	8.75%	Current Ratio has increased due to increase in Assets.
Debt Equity Ratio	0.20: 1.00	0.22: 1.00	-9.09%	Due to increase in Shareholders Fund, the ratio improved
Operating Profit Margin (%)	12.80%	10.06%	20.08%	Ratio is increased due to increase in revenue compared to the costs.
Net Profit Margin (%)	9.86%	8.16%	20.86%	Net Profit Margin has been increased due to increase in Sales compared to increase in Costs.
Return on Net Worth	20.37%	23.60%	-13.69%	Due to increase in Shareholder's fund Compared to the Net Profit Margin, the Ratio Decreased

DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS (CONSOLIDATED BASIS)

Particulars	F.Y. 2023-24	F.Y. 2022-23	Variance	Reason
Debtors Turnover	2.93 times	4.87 times	-39.89%	Ratio decreased due to increase in Revenue as compared to increase in Trade receivables.
Inventory Turnover	7.34 times	7.35 times	-0.08%	Ratio has been slightly decreased due to increase in total average inventories.
Interest Coverage Ratio	14.23 times	21.02 times	-32.30%	Ratio decreased due to increase in Interest Expenses compared to Increase in Profits.
Current Ratio	2.78: 1.00	2.62: 1.00	6.19%	Current Ratio has increased due to increase in Assets.
Debt Equity Ratio	0.20: 1.00	0.27: 1.00	-25.93%	Due to increase in Shareholders Fund, the ratio improved
Operating Profit Margin (%)	15.77%	15.71%	0.34%	Ratio is increased due to increase in revenue compared to the costs
Net Profit Margin (%)	9.34%	9.89%	-5.61%	Net Profit Margin has been Decreased due to increase in Costs compared to Increase in Revenue.
Return on Net Worth	14.87%	20.51%	-27.50%	Due to increase in Shareholder's fund Compared to the Net Profit Margin, the Ratio Decreased

CAUTIONARY NOTE

Statements in this Report, describing the Company's objectives, projections, estimates and expectations may constitute 'forward looking statements' within the meaning of applicable laws and regulations. Forward looking statements are based on certain assumptions and expectations of future events. These statements are subject to certain risks and uncertainties. The Company cannot guarantee that these assumptions and expectations are accurate or will be realized. The actual results may be different from those expressed or implied since the Company's operations are affected by many external and internal factors, which are beyond the control of the management. Hence the Company assumes no responsibility in respect of forward-looking statements that may be amended or modified in future on the basis of subsequent developments, information or events.

INDEPENDENT AUDITORS' REPORT ON STANDALONE FINANCIAL STATEMENT

To the Members of

Shish Industries Limited

Report on the Audit of Financial Statements

Opinion

We have audited the accompanying financial statements of Shish Industries Ltd. ("the Company"), which comprise the Balance Sheet as at March 31, 2024, and the Statement of Profit and Loss (including Other Comprehensive income), the Statement of Changes in Equity and the Cash Flow Statement for the year then ended on that date, 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 explanation given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standard prescribed under section 133 of the act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, and its profit (including other comprehensive income), changes in equity and its cash flows 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 Financial Statements.

Key Audit Matter

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key Audit Matters	How our audit addressed the key audit matter
Revenue from sale of goods	Principal Audit Procedures:
Revenue is measured net of discounts, incentives, rebates etc. given to the customers on the Company's sales. The Group recognizes revenues when control of the goods is transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods. In determining the sales price, the Company considers the effects of rebates and discounts	Our audit procedures included the following: - Considered the appropriateness of Company's revenue recognition policy and its compliance in terms of Ind AS 115 'Revenue from contracts with customers'; - Assessed the design and tested the operating effectiveness of internal controls related to sales and related rebates and discounts; - Performed sample tests of individual sales transaction and traced to sales invoices, sales orders and other related documents. In respect of the samples selected, tested that the revenue has been recognized as per the sales arrangements;
The terms of sales arrangements, including the timing of transfer of control, the nature of discount and rebates arrangements and delivery specifications, create complexity and judgment in determining sales revenues and accordingly, it was determined to be a key audit matter in our audit of the Standalone Financial Statements.	- The management's assessment of discounts, incentives and rebates recorded for the current year have been compared on an overall basis with the past practices to assess the adequacy of provisions made during the current year read with the changing competitive market dynamics as explained by the management; - We performed revenue cut-off testing, by reference to bill dates of sales recorded either of the financial year end had legally sales completed; - Assessed the relevant disclosures made in the Standalone Financial Statements.

Other Information

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, but does not include the financial statements and our auditor's report thereon. These reports are expected to be made available to us after the date of our auditor's report.

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

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

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance, total Comprehensive

Income, Changes in Equity and cash flows of the Company in accordance with the Indian Accounting Standards specified under section 133 of the act, read with relevant rules issued thereunder, and the accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibility for the Audit of the Standalone Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusion 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 be reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by section 143(3) of the Act, we report that:
 - (a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - (b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - (c) the Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, Statement of Changes in Equity and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - (d) in our opinion, the aforesaid financial statements comply with the Accounting Standards under section 133 of Companies Act, 2013 and Companies (Indian Accounting Standards) Rules, 2015 ("Ind AS") as amended by Companies (Indian Accounting Standards) Rules, 2016
 - (e) on the basis of written representations received from the directors as on March 31, 2024, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024, from being appointed as a director in terms of sub-section (2) of section 164 of the Companies Act, 2013.
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to this Financial Statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure B" to this report.
 - (g) In our opinion, the managerial remuneration for the year ended March 31, 2024 has been paid/provided by the company to its directors in accordance of section 197 read with schedule V to the Companies Act, 2013.
 - (h) Without qualifying our opinion, we, on the basis of our examination of books of accounts and other documents, have found certain matters which need an emphasis as are given below:
 Loan & Advances, Creditors and Debtors balances as at March 31, 2024 are subject to the confirmation and reconciliation with respective parties.
 - (i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us;
 - I. The Company do have pending litigations under GST act, however it would not impact its financial position.
 - II. The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.
 - III. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - IV. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("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;

- (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.
- V. The company has not declared and paid any Interim dividend nor has proposed any final dividend during the previous year, and hence the question of Compliance and applicability of Section 123 of the Companies Act does not arise.
- VI. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended 31st March 2024, which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of the audit trail feature being tampered with. As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on the preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended 31st March 2024.

For K P C M & Co.
Chartered Accountants
Firm Reg. No. 0117390W

CA Kanaiya Asawa
Partner
Membership No.103498
UDIN: 24103498BKFIGK9099

Date: April 18, 2024
Place: Surat

TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE TO THE MEMBERS OF SHISH INDUSTRIES LIMITED ON THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024

The Annexure referred to in the auditors' report to the members of Shish Industries Limited ("the Company") for the year ended March 31, 2024. We report that:

1. (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- (B) The Company has maintained proper records showing full particulars of intangibles assets.
- (b) The management performs physical verification of its owned Property, Plant & Equipment which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. In accordance with this programme, certain Property, Plant & Equipment were physically verified by the management.
- (c) According to the information and explanations given by the management, the title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.
- (d) The Company has not revalued any of its Property, Plant and Equipment and intangible assets during the year.
- (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2024 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
2. The inventory has been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable. The procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business. No material discrepancies were noticed on such physical verification.
3. (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 made investments in subsidiary companies, provided corporate guarantee or security to its subsidiary company and other related party. The company has also given unsecured business loan to its subsidiary company and other related party during the year.

(INR in Lakh)

Particulars	Investments	Advances	Guarantee Given
Aggregate amount during the year – Subsidiary	15.00	270.49	154.55
Balance outstanding as at balance sheet date – Subsidiary	55.78	277.62	154.55
Aggregate amount during the year – Related Party	-	822.47	812.30
Balance outstanding as at balance sheet date – Related Party	20.00	955.41	812.30

- (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 business advances are unsecured & interest is charged @ 9.50% or 12% p.a. as the case may be by 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 business advances given are repayable on demand. Hence, the question of the repayment of principal and payment of interest has not been stipulated and the repayments or receipts have been regular does not arise.

- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, business advances given are repayable on demand. Hence, the question of overdue amount for more than ninety days and reasonable steps taken by the company for recovery of the principal and interest does not arise.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, no business advances granted by the Company which has fallen due during the year, has been renewed or extended or fresh business advances granted to settle the over dues of existing business advances given to the same parties.
- (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 given business advances which are repayable on demand.

Loan Given to	Interest charged per Annum	Aggregate amount during the year (INR in Lakh)	Balance outstanding as at balance sheet date (INR in Lakh)
Subsidiary – Varni Wood & Paper Packaging Pvt. Ltd.	9.50%	43.00	44.46
Subsidiary – Shish Global Solutions Pvt. Ltd.	9.50%	227.49	233.16
Promoters	-	-	-
Other related Parties	9.50% or 12.00%	822.47	955.41

4. In our opinion and according to the information and explanation given to us, the company has complied with the provisions of section 185 and 186 of the companies Act, 2013 In respect of loans, Investments, guarantees and security.
5. The company has not accepted any deposits from the public during the year as per the directives issued by the Reserve Bank of India as mentioned in Section 73 to 76 or other relevant provisions of the Companies Act and The Companies (Acceptance of Deposit) Rules, 2015 with regards to the deposits accepted from the public are not applicable. No order has been issued by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal and hence compliance is not required.
6. The Central Government under sub- section (1) of section 148 of the Act has not prescribed the maintenance of Cost Record or Audit for the Company and hence the same are not applicable to the company.
7. (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 regular in depositing undisputed statutory dues including, Provident Fund, Employees State Insurance, Income-Tax, customs duty, goods and service tax, cess and other statutory dues wherever applicable to it with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2024 for a period of more than six months from the date on when they become payable.
- (b) According to the records of the Company the dues of Income Tax, Sales Tax, Value Added Tax (VAT), Custom Duty, Excise Duty, Goods and Service Tax and cess which have not been deposited as on 31 March, 2024 on account of disputes are given below:

Name of the statute	Nature of the Dues	Amount (INR in Lakh)	Period to which amount relates	Forum where the dispute is pending
GST Act	GST Act	27.31	A.Y. 2022-23	GST Department

8. During the year, there are no transactions in accounts which are required to be disclosed or surrendered before the tax authorities as income during the year.
9. (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 is generally regular and has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender on the date of our report.
- (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 other lender.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the term loan of the Company were prima facie, applied for the purpose for which the loans were obtained.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, during the year the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary. However, the company has given business advances to its subsidiary and related party from its own funds.
- (f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, 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, reporting under clause 3(ix)(f) of the Order is not applicable to the Company.
10. 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 raised any money by way of initial public offer or further public offer (including debt instruments). Accordingly, reporting under clause 3(x)(a) of the Order is not applicable to the Company.
- 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 made preferential allotment of equity shares of 3,33,190 Equity Shares on 16/05/2023 at Rs. 216.10/- per share [including premium of Rs. 206.10/- per share] and 8,15,750 equity shares on 23/11/2023 at Rs. 120.60/- per share [including premium of Rs. 110.60/- per share] during the year. The requirements of section 42 of the Companies Act, 2013 has been complied and the funds raised has used for the purposes for which the funds were raised. The Company has not made any issue of fully or partly convertible debentures during the year under review.
11. Based upon the audit procedures performed and the information and explanations given to us by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
12. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Therefore, the provisions of clause 3 (xii) of the Order are not applicable to the Company.
13. According to the information and explanations given to us and based on our examination of the records of the Company, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable indian accounting standards.
14. According to the information and explanations given to us by the management the Company does have an internal audit system.
15. Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected to its directors. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
16. According to the information and explanations given to us, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.
17. According to the information and explanations given to us and based on our examination of the records of the Company, the company has not incurred any cash losses in the financial year and in the immediately preceding financial year.
18. There has been no resignation of the statutory auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable to the Company.
19. According to the information and explanations given to us and based on our examination of the records of the Company and analysis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report and the company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor give 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.
20. The obligations of Corporate Social Responsibility i.e. second proviso to sub-section (5) of section 135 of Companies Act, 2013 are applicable to the company. The company has spent more than required amount as per section so, the company is not required to transfer any amount to a fund specified in Schedule VII to the act and hence not commented upon.

For K P C M & Co.
Chartered Accountants
Firm Reg. No. 0117390W

CA Kanaiya Asawa
Partner
Membership No.103498
UDIN: 24103498BKFIGK9099

Date: April 18, 2024
Place: Surat

TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE TO THE MEMBERS OF SHISH INDUSTRIES LIMITED ON THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024

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

We have audited the internal financial controls over financial reporting of Shish Industries Limited as of March 31, 2024 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error

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

Meaning of Internal Financial Controls over Financial Reporting

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

- (a) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (b) 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
- (c) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

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

For K P C M & Co.
Chartered Accountants
Firm Reg. No. 0117390W

CA Kanaiya Asawa
Partner
Membership No.103498
UDIN: 24103498BKFIGK9099

Date: April 18, 2024
Place: Surat

SHISH INDUSTRIES LIMITED
CIN: L25209GJ2017PLC097273

STANDALONE BALANCE SHEET AS AT 31-03-2024

INR in Lakh

Particulars	Note	As At March 31, 2024	As At March 31, 2023
ASSETS			
Non-Current Assets			
(a) Property, Plant and Equipment	2	1,129.46	516.14
(b) Capital work in progress	2	440.37	72.61
(c) Other Intangible Assets	2	0.53	0.59
(d) Financial Assets			
(i) Investment	3	93.90	60.78
(e) Deferred Tax Assets (Net)	31	16.10	13.95
Total Non-Current Assets		1,680.37	664.06
Current Assets			
(a) Inventories	4	1,222.79	889.64
(b) Financial Assets			
(i) Trade receivable	5	1,883.04	2,126.21
(ii) Cash and cash equivalents	6	0.52	1,070.45
(iii) Bank Balances other than (ii) of above	7	655.00	-
(iv) Loans	8	1,233.86	9.85
(v) Other Financial Assets	9	899.33	25.15
(c) Current Tax Assets (Net)	10	715.99	266.24
(d) Other Current Assets	11	121.54	135.31
Total Current Assets		6,732.07	4,522.86
TOTAL ASSETS		8,412.44	5,186.92
EQUITY AND LIABILITIES			
Equity			
Shareholders' Funds			
(a) Equity Share Capital	12	3,500.71	1,106.39
(b) Other equity	13	2,408.81	2,256.11
Total Equity		5,909.52	3,362.51
Liabilities			
Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings		-	-
(ii) Lease liabilities	14	114.08	-
Total Non-Current Liabilities		114.08	-
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	15	1,208.36	729.51
(ii) Trade payable	16		
(a) Outstanding dues of micro & small enterprises		101.04	367.81
(b) Outstanding dues other than micro & small enterprises		616.24	481.89
(iii) Other financial liabilities	17	-	0.00
(b) Other current liabilities	18	151.96	34.41
(c) Provision	19	8.69	9.56
(d) Current Tax Liabilities	20	302.55	201.23
Total Current Liabilities		2,388.84	1,824.41
TOTAL EQUITY AND LIABILITIES		8,412.44	5,186.92
Statement of Accounting Policies and notes to Financial Statements	1-44		

As Per Our attached report of even date

For K P C M & Co.
Chartered Accountants
Firm Reg. No. 0117390W

CA Kanaiya Asawa
Partner
Membership No.: 103498
UDIN: 24103498BKFIGK9099

Place: Surat Date: April 18, 2024

For, Shish Industries Limited

Satishkumar Maniya
Chairman & Managing Director
DIN: 02529191

Rameshbhai Kakadiya
Whole-Time Director
DIN: 07740518

Nishit Lakhani
Chief Financial Officer

Suman Jat
Company Secretary

Place: Surat

Date: April 18, 2024

STANDALONE STATEMENT OF PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED MARCH 31, 2024
INR in Lakh except EPS

Particulars	Note	For the year ended March 31, 2024	For the Year ended March 31, 2023
INCOME			
Revenue from operations	21	8,547.88	7,022.97
Other Income	22	265.48	175.15
TOTAL INCOME		8,813.36	7,198.12
EXPENSES			
Cost of Raw Material Consumed	23	6,381.02	5,164.46
Purchase of Stock in Trade		-	-
Changes in Inventories of Finished Goods/WIP	24	(390.88)	(112.18)
Employees' Remuneration and Benefits	25	284.61	219.95
Financial Charges	26	77.14	33.73
Depreciation and Amortization	2	112.28	99.62
Other Expenses	27	1,218.47	1,024.01
TOTAL EXPENSES		7,682.64	6,429.59
Profit/(loss) before Tax		1,130.73	768.52
Tax Expense			
Current Tax		285.13	193.42
Short Provision for Earlier Year		4.55	6.34
Deferred Tax	31	(2.15)	(4.43)
Net Tax expense		287.53	195.33
PROFIT/(LOSS) AFTER TAX FOR THE YEAR		843.20	573.19
Other Comprehensive Income			
A. ITEM NOT RECLASSIFIED TO PROFIT OR LOSS			
i. Income relating to item that will not be reclassified to profit or loss		-	-
ii. Income Tax Relating item (i) of above		-	-
B. ITEM RECLASSIFIED TO PROFIT OR LOSS			
i. Income relating to item that will be reclassified to profit or loss		-	-
ii. Income Tax Relating (i) of above		-	-
Total other Comprehensive Income		-	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		843.20	573.19
Earnings Per Share for Continuing operation			
Basic - Par Value INR 10.00	32	3.12	5.43
Diluted - Par Value INR 10.00	32	3.12	5.43
Earnings Per Share for Discontinued operation			
Basic - Par Value INR 10.00		-	-
Diluted - Par Value INR 10.00		-	-
Earnings Per Share for Continuing + Discontinued operation			
Basic - Par Value INR 10.00	32	3.12	5.43
Diluted - Par Value INR 10.00	32	3.12	5.43
Statement of Accounting Policies and notes to Financial Statements	1-44		

As Per Our attached report of even date
For K P C M & Co.
Chartered Accountants
Firm Reg. No. 0117390W

CA Kanaiya Asawa
Partner
Membership No.: 103498
UDIN: 24103498BKFIGK9099

Place: Surat Date: April 18, 2024

For, Shish Industries Limited

Satishkumar Maniya
Chairman & Managing Director
DIN: 02529191

Nishit Lakhani
Chief Financial Officer

Place: Surat

Rameshbhai Kakadiya
Whole-Time Director
DIN: 07740518

Suman Jat
Company Secretary

Date: April 18, 2024

SHISH INDUSTRIES LIMITED
CIN: L25209GJ2017PLC097273

STANDALONE STATEMENT OF OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED ON MARCH 31, 2024

INR in Lakh

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
A. ITEM WILL NOT BE CLASSIFIED TO PROFIT OR LOSS		
Change in Revaluation Surplus	-	-
Re Measurement of the defined benefit Plans	-	-
Equity instruments through Other Comprehensive Income	-	-
Fair Value changes relating to own risk of financial liability designated at fair value through profit or loss	-	-
Share of OCI in Associates and Joint Venture, to the extent not to be classified into profit or loss	-	-
Other (specify nature)	-	
Total OCI Before Tax	-	-
Tax Effect	-	-
Total OCI from item will not be classified into Profit or Loss	-	-
B. ITEM WILL BE CLASSIFIED TO PROFIT OR LOSS		
Exchange difference in translating the financial statement of a foreign operation	-	-
Debt Instrument Through OCI	-	-
The Effective Portion of gain and loss on hedging instruments in a Cash Flow hedge	-	-
Share of OCI in Associates and Joint Venture, to the extent to be classified into profit or loss	-	-
Others (specify Nature)	-	-
Total OCI Before Tax	-	-
Tax Effect	-	-
Total OCI from item will be classified into Profit or Loss	-	-

As Per Our attached report of even date
For K P C M & Co.
Chartered Accountants
Firm Reg. No. 0117390W

CA Kanaiya Asawa
Partner
Membership No.: 103498
UDIN: 24103498BKFIGK9099

Place: Surat Date: April 18, 2024

For, Shish Industries Limited

Satishkumar Maniya
Chairman & Managing Director
DIN: 02529191

Nishit Lakhani
Chief Financial Officer

Place: Surat

Rameshbhai Kakadiya
Whole-Time Director
DIN: 07740518

Suman Jat
Company Secretary

Date: April 18, 2024

STANDALONE STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2024
INR in Lakh

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
A. Cash Flow from Operating Activities		
Profit before tax	1,130.73	768.52
Adjustments for:		
Depreciation	112.28	99.62
Finance Cost	77.14	33.73
W/off Preliminary Expenses	-	4.24
Interest Income	(104.15)	(5.99)
Operating Profit Before Working Capital Adjustments (a)	1,216.00	900.12
Movements in Working Capital:		
Decrease/(Increase) in Inventory	(333.14)	(43.90)
Decrease/(Increase) in Trade Receivables	243.17	(1,242.48)
Decrease/(Increase) in Other Current Assets	(435.97)	(111.55)
Decrease/(Increase) in Loans and Deposits	(2,098.17)	31.09
Increase/(Decrease) in Trade Payables	(132.44)	431.74
Increase/(Decrease) in Current Liabilities, Current Tax Liabilities (Net) and Provisions	218.00	129.25
Movement in Working Capital total (b)	(2,538.55)	(805.85)
Cash generated from Operating activities (a)-(b)	(1,322.56)	94.27
Direct Taxes Paid	(289.68)	(199.76)
Net Cash Generated From Operating Activities (A)	(1,612.24)	(105.49)
B. Cash flow from Investing Activity		
Purchase of fixed asset	(1,093.31)	(104.04)
Sale of fixed asset	-	-
Interest Income	104.15	5.99
Redemption/(Investment) of Bank FD	(655.00)	8.68
Decrease/(Increase) in Investments	(33.13)	(36.78)
Net Cash Generated From / (Used In) Investing Activity (B)	(1,677.29)	(126.15)
C. Cash Flow from Financing activity		
Issue of Share Capital	1,703.82	1,063.60
Increase/(Decrease) in Term Loans	-	-
Finance Cost	(77.14)	(33.73)
Lease Liability	114.08	-
Increase/(Decrease) in Working Capital from Bank	478.84	266.75
Net Cash Generated From / (Used In) Financing Activities (C)	2,219.60	1,296.62
D. Net Increase / (Decrease) in Cash & Cash Equivalents (A+B+C)	(1,069.93)	1,064.98
Cash and Cash Equivalents at the beginning of the Period	1,070.45	5.47
Cash and Cash Equivalents at the end of the Period	0.52	1,070.45

As Per Our attached report of even date
For K P C M & Co.
Chartered Accountants
Firm Reg. No. 0117390W

CA Kanaiya Asawa
Partner
Membership No.: 103498
UDIN: 24103498BKFIGK9099

Place: Surat **Date:** April 18, 2024

For, Shish Industries Limited

Satishkumar Maniya
Chairman & Managing Director
DIN: 02529191

Nishit Lakhani
Chief Financial Officer

Place: Surat

Rameshbhai Kakadiya
Whole-Time Director
DIN: 07740518

Suman Jat
Company Secretary

Date: April 18, 2024

SHISH INDUSTRIES LIMITED
CIN: L25209GJ2017PLC097273

STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2024

INR in Lakh

A. EQUITY SHARE CAPITAL FOR THE YEAR ENDED ON MARCH 31, 2024:

Balance as on April 1, 2023	Changes in equity due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in Equity Share Capital During the Year	Balance as at March 31, 2024
1,106.39	-	-	2,394.32	3,500.71

B. EQUITY SHARE CAPITAL FOR THE YEAR ENDED ON MARCH 31, 2023:

Balance as on April 1, 2022	Changes in equity due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in Equity Share Capital During the Year	Balance as at March 31, 2023
1,054.00	-	-	52.39	1,106.39

C. OTHER EQUITY FOR THE YEAR ENDED ON MARCH 31, 2024:

Particulars	Reserves and Surplus			Other Comprehensive Income	Total
	Securities Premium Reserve	General Reserve	Retained Earnings		
Opening Balance as on April 1, 2023	1,274.55	-	981.56	-	2,256.11
Transfer to retained earnings	-	-	843.20	-	843.20
Other Comprehensive Income of the Year	-	-	-	-	-
Premium on Issue of Equity Shares	1,588.92	-	-	-	1,588.92
Issue of Bonus Equity Shares	(1,961.26)	-	(318.17)	-	(2,279.43)
Closing Balance as at March 31, 2024	902.22	-	1,506.59	-	2,408.80

D. OTHER EQUITY FOR THE YEAR ENDED ON MARCH 31, 2023:

Particulars	Reserves and Surplus			Other Comprehensive Income	Total
	Securities Premium Reserve	General Reserve	Retained Earnings		
Opening Balance as on April 1, 2022	263.34	-	408.37	-	671.71
Transfer to retained earnings	-	-	573.19	-	573.19
Other Comprehensive Income of the Year	-	-	-	-	-
Premium on Issue of Equity Shares	1,011.21	-	-	-	1,011.21
Issue of Bonus Equity Shares	-	-	-	-	-
Closing Balance as at March 31, 2023	1,274.55	-	981.56	-	2,256.11

As Per Our attached report of even date
For K P C M & Co.
Chartered Accountants
Firm Reg. No. 0117390W

CA Kanaiya Asawa
Partner
Membership No.: 103498
UDIN: 24103498BKFIGK9099

Place: Surat **Date:** April 18, 2024

For, Shish Industries Limited

Satishkumar Maniya
Chairman & Managing Director
DIN: 02529191

Nishit Lakhani
Chief Financial Officer

Place: Surat

Rameshbhai Kakadiya
Whole-Time Director
DIN: 07740518

Suman Jat
Company Secretary

Date: April 18, 2024

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024
NOTE 1: NOTES TO ACCOUNTS
A. CORPORATE INFORMATION

Shish Industries Limited ('the company') is a public limited company domiciled in India and incorporated under the provisions of the Company Law. Its shares are listed on BSE. The registered office of the Company is located at TP No.4, RS No.11 Paiki, 12-13 B, Paiki Plot C, 1st Floor of 11 12 Suryapur Mill Compound, Varachha Road, Varachhali, Surat, Gujarat - 395006. The company is primarily engaged in manufacture, trading and marketing of PP Sheets and Rolls.

B. SIGNIFICANT ACCOUNTING POLICIES
a) Basis of Preparation

These financial statements are the separate financial statements of the Company (also called as standalone financial statements). The company has prepared and presented the financials as per reporting requirements u/s 133 of Companies Act, 2013 and Companies (Indian Accounting Standards) Rules, 2015 ("Ind AS") as amended by Companies (Indian Accounting Standards) Rules, 2016 effective from 1st April 2016 on the accruals basis. Ind AS comprises mandatory accounting standards notified under the Companies Act, 2013. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. The Management evaluates all recently issued or revised accounting standards on an ongoing basis.

The financial statements have been prepared on a going concern and accrual basis. The accounting policies are applied consistently to all the periods presented in the financial statements. The financial statements of the Company for the year ended 31st March 2024 were approved by the Board of Directors on 18/04/2024.

b) Use of Estimates

The preparation of the financial statements in conformity with Ind AS requires the management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent assets and liabilities as at the date of the financial statements and reported amounts of income and expenses during the period. Examples of such estimates include provisions for doubtful debts, future obligations under employee retirement benefit plans, income taxes, post-sales customer support and the useful lives and dismantling exps of fixed assets and intangible assets. The management periodically assesses using, external and internal sources, whether there is an indication that an asset may be impaired.

An impairment occurs where the carrying value exceeds the present value of future cash flows expected to arise from the continuing use of the asset and its eventual disposal. The impairment loss to be expensed is determined as the excess of the carrying amount over the higher of the asset's net sales price or present value as determined above. Contingencies are recorded when it is probable that a liability will be incurred, and the amount can be reasonably estimated. Where no reliable estimate can be made, a disclosure is made as contingent liability. Actual results could differ from those estimates.

c) Fair Value Measurement

Some of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

The company regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as 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.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques 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 asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

d) Current and Non-Current Classification

The Company presents assets and liabilities in the Balance Sheet based on Current/ Non- Current classification.

An asset is treated as Current when it is –

- Expected to be realised or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

e) Property, plant and equipment

Property, Plant & Equipment are carried at the cost of acquisition or construction less accumulated depreciation and impairment losses. The cost of Property, Plant & Equipment includes non-refundable taxes, duties, freight and other incidental expenses related to the acquisition and installation of the respective assets as per Para 11 of Ind AS - 16, (Property Plant and Equipment). Borrowing and incidental costs directly attributable to acquisition or construction of those Property, Plant & Equipment which necessarily take a substantial period of time to get ready for their intended use are capitalised as per Para 8 of Ind AS - 8 (Borrowing Costs).

Advances paid towards the acquisition of Property, Plant & Equipment outstanding at each balance sheet date and the cost of Property, Plant & Equipment not ready for their intended use before such date are disclosed under capital work-in-progress.

Depreciation on Property, Plant & Equipment is provided using the written down value method at the rates specified in Schedule II to the Companies Act, 2013 or based on the useful life of the assets as estimated by Management. Depreciation is calculated on a pro-rata basis from the date of installation till the date the assets are sold or disposed. Disclosure as per Para 75-76 of Ind AS-16 (Property, Plant and Equipment) relating to dismantling cost is unascertainable. The management is unable to estimate the dismantling cost of individual assets as the same is impracticable, due to the complexity and size of the company.

f) Impairment of Assets

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the profit and loss account. If at the balance sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost.

No impairment loss for any assets have been identified and recorded during the year in terms of Para 58-64 of AS - 36, Impairment of Assets.

g) Inventories

Inventories are valued at cost (including cost for bringing the inventory to its current location and condition) or net realisable value whichever is less. Inventory as appearing in the financial statements is inclusive of duties, taxes and freight, in terms of Para 10 to 19 of Ind AS - 2, Inventories. Inventory excludes Goods and Services Tax.

h) Investments

Long-term investments are carried at cost less any other-than-temporary diminution in value, determined separately for each individual investment.

i) Retirement Benefits

Retirement Benefits, are accounted on Actuarial Basis.

j) Foreign currency transactions and balances

Export Sales have been recorded at the prevailing customs rate as on the date of removal of goods from the factory. The relevant debtor ledger is debited / credited with appropriate profit / loss on foreign exchange transactions when the sale proceeds are actually received as per Para 21 of AS - 21, (The Effect of Changes in Foreign Exchange Rates).

Monetary assets and liabilities denominated in foreign currencies as at the balance sheet date, not covered by forward exchange contracts, are translated at year-end rates. The resultant exchange differences are recognised as Other Comprehensive Income under the group Other Equity. Non-monetary assets are recorded at the rates prevailing on the date of the transaction.

k) Revenue Recognition

Revenue from sale of goods is recognised when significant risks and rewards in respect of ownership of products are transferred to customers. Revenue from domestic sales of products is recognised on dispatch of products to customers from the factory premises. Revenue from export sales is recognised on the date of removal of goods from the factory.

Revenue from product sales is stated exclusive of returns, applicable trade discounts, allowances, and GST.

Dividend income is recognised when the unconditional right to receive the income is established. Income from interest on deposits, loans and interest-bearing securities is recognised on the time proportionate method.

Export entitlements are recognised as income when the right to receive credit as per the terms of the scheme is established in respect of the exports made and where there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds.

The Customs Duty Drawback benefits have been recognized as recommended by the Expert Advisory Committee of ICAI. In the opinion of the Expert Advisory Committee on the accounting treatment of Duty Drawback benefit, wherein it has been opined that the benefit under the Duty Drawback Scheme should be recognised as income when the exports (against which the credit has been granted) are made, provided the criteria for recognition of revenue under AS 9 have been fulfilled (query No. 28 of Vol. XX of Compendium of Opinions, page 96).

In the said opinion, the Committee has stated, inter alia, the following: "Under the facts and circumstances of the query, the Duty Drawback benefit should be recognised in the books of account when no significant uncertainties as to the amount of consideration that would be derived and as to its ultimate collection exist. In the case of drawback benefit on post-export basis when the company applies for the credit on realisation of export proceeds and the benefit is to be utilised for imports by the company, there seems to be no such significant uncertainty and, therefore, the drawback benefit should be recognised in the year in which the export was made.

l) Income Tax Expense

Income tax expense comprises current tax and deferred tax charge or credit.

Current Tax

The current charge for income taxes is calculated in accordance with the relevant tax regulations applicable to the Company.

Deferred Tax

Deferred tax charge or credit reflects the tax effects of timing differences between accounting income and taxable income for the period. The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognised using the tax rates that have been enacted or substantially enacted by the balance sheet date. Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realised in future; however, where there is unabsorbed depreciation or carry forward of losses, deferred tax assets are recognised only if there is a virtual certainty of realisation of such assets. Deferred tax assets are reviewed at each balance sheet date and is written-down or written-up to reflect the amount that is reasonably/virtually certain (as the case may be) to be realised. The break-up of the major components of the deferred tax assets and liabilities as at balance sheet date has been arrived at after setting off deferred tax assets and liabilities where the Company has a legally enforceable right to set-off assets against liabilities and where such assets and liabilities relate to taxes on income levied by the same governing taxation laws.

m) Financial instruments

Initial Recognition

All financial instruments are recognized initially at fair value. Transaction costs that are attributable to the acquisition of the financial asset (other than financial assets recorded at fair value through OCI) are included in the fair value of the financial assets. Purchase or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trade) are recognised on trade date. While, loans and borrowings and payables are recognised net of directly attributable transaction costs.

Subsequent Measurement

The classification of financial instruments depends on the objective of the business model for which it is held. Management determines the classification of its financial instruments at initial recognition.

a) Non-derivative Financial Assets

(i) Financial assets at amortized cost

A financial asset shall be measured at amortised cost if both of the following conditions are met:

- (a) the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and
- (b) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding. They are presented as current assets, except for those maturing later than 12 months after the reporting date which are presented as non-current assets. Financial assets are measured initially at fair value plus transaction costs and subsequently carried at amortized cost using the effective interest method, less any impairment loss. Trade receivables, security deposits, cash and cash equivalents, employee and other advances and eligible current and non-current assets are measured at Amortized Cost.

(ii) Debt instruments at FVTOCI

A debt instrument shall be measured at fair value through other comprehensive income if both of the following conditions are met:

- (a) the objective of the business model is achieved by both collecting contractual cash flows and selling financial assets and
- (b) the asset's contractual cash flow represents SPPI Debt instruments included within FVTOCI category are measured initially as well as at each reporting period at fair value plus transaction costs. Fair value movements are recognised in other comprehensive income (OCI). However, the Company recognises interest income, impairment losses & reversals and foreign exchange gain loss in statement of profit and loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from equity to profit and loss. Interest earned is recognised under the effective interest rate (EIR) model.

(iii) Equity instruments at FVTOCI

All equity instruments are measured at fair value. Equity instruments held for trading is classified as FVTPL. For all other equity instruments, the Company may make an irrevocable election to present subsequent changes in the fair value in OCI. The Company makes such election on an instrument-by-instrument basis. If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividend are recognised in OCI which is not subsequently recycled to statement of profit and loss.

(iv) Financial assets at FVTPL

FVTPL is a residual category for financial assets. Any financial asset which does not meet the criteria for categorization as at amortised cost or as FVTOCI, is classified as FVTPL.

In addition, the Company may elect to designate the financial asset, which otherwise meets amortised cost or FVTOCI criteria, as FVTPL if doing so eliminates or significantly reduces a measurement or recognition inconsistency. The Company has not designated any financial asset as FVTPL.

Financial assets included within the FVTPL category are measured at fair values with all changes in the statement of profit and loss.

b) Non-derivative financial Liabilities

Financial liabilities at amortized cost

Financial liabilities at amortised cost represented by borrowings, trade and other payables are initially recognized at fair value, and subsequently carried at amortized cost using the effective interest rate method.

n) Current Assets Balances

Balances of Sundry Creditors, Sundry Debtors and loans and advances are subject to confirmation. In the opinion of the Board of Directors, the current assets, loans and advances have a realisable value at least equal to the amounts at which they are stated in the Balance Sheet.

o) Employee Benefits

Provisions of Gratuity has applied to the company from the current year. All the provisions required to be made for the applicability of gratuity as required under Para 11 of Ind AS-19 (Employee Benefits) has been complied with.

p) Segment Reporting

The company is primarily engaged in the business of Corrugated Plastic Sheets, which constitute a single reportable segment in accordance with Ind AS 108 – "Segment Reporting".

q) Events Occurring after the Balance Sheet Date

On 07th March, 2024, the Board of Directors of the Company approved to issue, offer and allot up to 6,70,700 Equity shares on preferential basis having face value of INR 10.00 each at an issue price of INR 120.05 per equity share [including premium of INR 110.05 per equity share] aggregating to INR 805.18 Lakhs. Further, the Board of Directors of the Company also approved to issue, offer and allot up to 36,00,000 (Thirty-Six Lakh only) Fully Convertible Equity Warrants, each convertible into or exchangeable for, one fully paid up equity share of the company having face value of INR 10.00 each at an issue price of INR 120.05 [including premium of INR 110.05 per equity share] aggregating to INR 4321.80 Lakhs and the same was approved by the members in EOGM on 06th April, 2024. The allotment is subject to subscription received.

r) Change in Accounting Policies

There have been no other changes in the accounting policy, in terms of Para 14 to 21 of Ind AS - 8 (Accounting Policies, Change in Accounting Estimates and Errors).

s) Prior Period Items

During the year we had not found any prior period item. But there was a short provision for earlier years of which now given effect in profit & loss A/c.

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

Note 2: PROPERTY, PLANT AND EQUIPMENT (Disclosure as per Clause 73(e) of Ind AS-16)

INR in Lakh

Particulars	Gross Block				Amortization				Net Block		
	As at April 1, 2023	Additions / (Disposals)	Acquired through business combinations	Revaluations / (Impairment)	As at March 31, 2024	As at April 1, 2023	Depreciation charge for the year	Retained Earnings Effect as per companies Act, 2013	On Disposals	As at March 31, 2024	As at March 31, 2023
Tangible Assets											
Owned											
Land	-	247.71	-	-	247.71	-	-	-	-	247.71	-
Plant & Machinery	797.37	259.60	-	-	1,056.97	458.28	77.63	-	-	535.91	339.09
Electrical Installation	67.26	30.64	-	-	97.89	47.60	5.41	-	-	53.01	19.66
Furniture & Fixtures	4.03	0.07	-	-	4.10	3.00	0.28	-	-	3.28	1.03
Factory Building	240.94	1.41	-	-	242.35	96.76	13.84	-	-	110.61	144.18
Office Building Computer	5.52 22.26	- 12.33	-	-	5.52 34.59	2.90 13.27	0.25 9.89	-	-	3.15 23.16	2.62 8.99
Office Equipment	2.12	3.29	-	-	5.41	1.67	1.40	-	-	3.07	0.44
Motor Car	1.08	7.18	-	-	8.26	0.96	1.35	-	-	2.30	0.12
Sub Total	1,140.58	562.21	-	-	1,702.79	624.43	110.05	-	-	734.48	516.14
Under Lease											
Lease Liability		163.33			163.33		2.18			2.18	
Intangible Assets											
Trade Mark	0.33	-	-	-	0.33	0.17	0.02	-	-	0.18	0.16
Patent	0.71	-	-	-	0.71	0.28	0.04	-	-	0.32	0.43
Sub Total	1.04	-	-	-	1.04	0.45	0.06	-	-	0.51	0.59
Capital Work in Progress	72.61	367.77	-	-	440.37	-	-	-	-	440.37	72.61
Sub Total	72.61	367.77	-	-	440.37	-	-	-	-	440.37	72.61
Intangible Assets under Fixed Assets held for sale											
		-	-	-	-	-	-	-	-	-	-
TOTAL	1,214.22	1,093.31	-	-	2,307.53	624.88	112.28	-	-	737.17	589.34
Previous Year	1,110.18	104.04	-	-	1,214.22	525.26	99.62	-	-	624.88	584.92

Note 2A: CAPITAL WORK IN PROGRESS AGEING SCHEDULE

CWIP	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	367.77	61.31	11.30	-	440.37	
Projects Temporarily Suspended	-	-	-	-	-	
TOTAL	367.77	61.31	11.30	-	440.37	
Previous Year	61.31	11.30	-	-	72.61	

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024
Note 3: NON-CURRENT FINANCIAL ASSETS - INVESTMENTS
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
A. Valued at fair value through FVTOCI		
Investment in Equity Instruments (Fully Paid Up)	-	-
Unquoted		
B. Investments in Equity Instruments of Wholly Owned Subsidiaries (Measured at Cost)		
240000 Equity Shares of INR 10.00 each of Shish Polylam Pvt. Ltd. (P.Y. 240000 Equity Shares of INR 10.00 each)	24.00	24.00
10000 Equity Shares of INR 10.00 each of Shish Global Solutions Pvt. Ltd.	1.00	1.00
1000 Equity Shares of \$ 20 each of Greenenergy International Inc.	15.78	15.78
150000 Equity Shares of Rs. 10 each of Varni Wood and Paper Packaging Pvt. Ltd. (Previous year Nil)	15.00	-
In Related Parties		
102 Equity Shares of INR 10.00 each of Growder Technovations Pvt. Ltd.	20.00	20.00
C Investments in Other (Measured at Cost)		
24,000 Equity Shares of Rs. 50 each of Pattech Fitwell Tube Components Ltd	12.00	-
12,000 Equity Shares of Rs. 10 each On Rs. 41 Premium Total Rs. 51 of IBL in IPO	6.12	-
Equity Shares of IBL in IPO	0.01	-
TOTAL	93.90	60.78
Aggregate Amount of Quoted Investments and Market value thereof	18.13	-
Aggregate Amount of Unquoted Investments	75.78	60.78
Aggregate Amount of Impairment in Value of Investments	-	-

Note 4: INVENTORIES (CURRENT)
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Raw Material (Valued at Cost)	539.98	597.72
Finished Goods (Valued at Cost or Market Value whichever is less)	682.80	291.92
TOTAL	1,222.79	889.64

Notes:

Inventories are valued at cost or net realisable value whichever is lower. The mode of valuation of inventories has been stated in Note No. – 1(B)(g).
Inventories are hypothecated to secure working capital facilities from Bank.

Note 5: TRADE RECEIVABLES (CURRENT)
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Secured, considered good	-	-
Unsecured, considered good	1,883.04	2,126.21
Receivables which have significant increase in credit risk	-	-
Receivables Credit Impaired	-	-
Less: Provision for doubtful debts	-	-
TOTAL	1,883.04	2,126.21

Notes:

Trade Receivables are hypothecated to secure working capital facilities from Bank.
Trade Receivables Ageing Schedule (Note No. 35).
There are no unbilled dues.

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024
Note 5A: TRADE RECEIVABLES (CURRENT)
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Unsecured and considered good		
- From related Parties		
Directors	-	-
Other Officers	-	-
Firms or Private Companies in which any director is a partner or a director or a member	-	-
Other Related Party	299.95	219.12
- From Others	1,583.09	1,907.09
TOTAL	1,883.04	2,126.21

Note 6: CASH AND CASH EQUIVALENTS (CURRENT)
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Balances with banks	0.41	1,070.33
Cash on hand	0.11	0.12
TOTAL	0.52	1,070.45

Note 7: BALANCE WITH BANK OTHER THAN NOTE 6 (CURRENT)
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Term Deposits with Bank	655.00	-
TOTAL	655.00	-

Note 8: LOANS (CURRENT)
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
(A). Loan to Related Party		
Secured, considered good	-	-
Unsecured, considered good	277.62	0.29
Doubtful	-	-
Less: Provision for doubtful advances	-	-
Sub Total	277.62	0.29
(B). Loans and advances to employees		
Secured, considered good	-	-
Unsecured, considered good	0.83	-
Doubtful	-	-
Less: Provision for doubtful advances	-	-
Sub Total	0.83	-
(C). Inter Corporate Deposit		
Secured, considered good	-	-
Unsecured, considered good	955.41	9.56
Doubtful	-	-
Less: Provision for doubtful advances	-	-
Sub Total	955.41	9.56
TOTAL	1,233.86	9.85

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024
Note 8A: LOANS (CURRENT)
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Secured, Considered Good		
To Related Parties	-	-
To Others	-	-
Unsecured, Considered Good		
To Related Parties		
Directors	-	-
Other Officers	-	-
Firms or Private Companies in which any director is a partner or a director or a member	-	-
Other Related Party	277.62	0.29
To Others	956.24	9.56
TOTAL	1,233.86	9.85

Note 9: OTHER FINANCIAL ASSETS (CURRENT)
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Security Deposits	899.33	25.15
TOTAL	899.33	25.15

Note 10: CURRENT TAX ASSETS (NET)
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Advance Tax	137.03	200.00
Balance with Government Authorities	413.85	32.88
GST Refund Receivable	149.09	30.77
TDS- TCS Receivable	16.02	2.59
TOTAL	715.99	266.24

Note 11: OTHER CURRENT ASSETS
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Advance to Suppliers	101.69	115.14
Jammu and Kashmir Plot Booking	0.25	0.25
BIS Marking Fees	2.72	0.80
PF-ESIC-PT Payable	2.19	1.72
Provision for Exchange Gain & loss	14.48	17.18
CDSL Stamp Duty	0.21	0.21
TOTAL	121.54	135.31

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024
Note 12: EQUITY SHARE CAPITAL

Particulars	As At March 31, 2024		As At March 31, 2023	
	Number	INR in Lakh	Number	INR in Lakh
Authorised Capital				
Equity shares of INR 10.00 each	40000000	4,000.00	15000000	1,500.00
Issued Capital				
Equity shares of INR 10.00 each	35007149	3,500.71	11063943	1,106.39
Subscribed and Paid up Capital				
Equity shares of INR 10.00 each	35007149	3,500.71	11063943	1,106.39
TOTAL	35007149	3,500.71	11063943	1,106.39

Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period

Particulars	As At March 31, 2024		As At March 31, 2023	
	Number	INR in Lakh	Number	INR in Lakh
Shares outstanding at the beginning of the year	11063943	1,106.39	10540000	1,054.00
Shares Issued during the year	23943206	2,394.32	523943	52.39
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	35007149	3,500.71	11063943	1,106.39

Shareholders holding more than 5 percent equity shares of the Company

Name of Shareholder	As At March 31, 2024		As At March 31, 2023	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Satishkumar Dayabhai Maniya	11482650	32.80%	3716800	33.59%
Rameshbhai Virjibhai Kakadiya	11548650	32.99%	3738800	33.79%

Disclosure of Shareholding of Promoters & Promoter Group

Name of Promoters and Promoter Group	As At March 31, 2024		As At March 31, 2023		% Changes during the Year
	No. of Shares held	% of Holding	No. of Shares held	% of Holding	
Satishkumar Dayabhai Maniya	11482650	32.80%	3716800	33.59%	(0.79%)
Rameshbhai Virjibhai Kakadiya	11548650	32.99%	3738800	33.79%	(0.80%)
Virjibhai Bhimajibhai Kakadia	66000	0.19%	22000	0.20%	(0.01%)
Jigneshbhai Dayabhai Maniya	71325	0.20%	23775	0.21%	(0.01%)
Nitaben Satishkumar Maniya	66000	0.19%	22000	0.20%	(0.01%)
Jalvinben Ramesh Kakadiya	66000	0.19%	22000	0.20%	(0.01%)
Dayabhai Kanjibhai Maniya	66000	0.19%	22000	0.20%	(0.01%)
Bharat Babubhai Golakiya	26853	0.08%	8951	0.08%	0.00%

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

Equity Shares issued for other than cash, Bonus issue and Shares bought back

Particulars	Year (Aggregate No. of Shares)				
	F.Y. 2023-24	F.Y. 2022-23	F.Y. 2021-22	F.Y. 2020-21	F.Y. 2019-18
Equity Shares issued as:					
Fully paid up pursuant to contract(s) without payment being received in cash	-	-	-	-	-
Fully paid up by way of bonus shares	22794266	-	-	5514000	-
Equity Shares bought back	-	-	-	-	-

Additional Notes

- All Equity Shares have common voting rights, preferences and there are no restrictions inter-alia. Also, there are no other class of shares other than equity shares.
- The Company has made private placement of 3,33,190 equity shares on May 16, 2023 at INR 216.10 per share (including premium of INR 206.10 per share).
- The Company has given bonus shares to the shareholders of the company on July 29, 2023 at the ratio of 2 bonus shares against each equity share held by them.
- The Company has made private placement of 8,15,750 equity shares on November 23, 2023 at INR 120.60 per share (including premium of INR 110.60 per share).
- There are no shares reserved for issue under options and contracts/commitments for the sale of shares/disinvestment.
- Since, there are no convertible instruments, terms of any securities convertible into equity/preference shares issued and details of conversion are not relevant.
- There are no calls unpaid by Directors and Officers.
- There are no forfeited shares with the company.

Note 13: OTHER EQUITY

INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Equity Component of Compound Financial Instrument		
Equity Component of Compound Financial Instrument	-	-
Total Equity Component of Compound Financial Instrument	-	-
Reserve and Surplus		
Security Premium Account		
Opening Balance	1,274.55	263.34
Add: Securities premium credited on Share issue	1,588.92	1,011.21
Less: Premium Utilized for Issue of Bonus Equity Shares	1,961.26	-
Closing Balance	902.22	1,274.55
Retained Earnings (Profit and Loss)		
Opening Balance	981.56	408.37
Add: Current year profit	843.20	573.19
Add: Transfer from Reserves	-	-
Less: Assets Written off as per Schedule III	-	-
Less: Earnings Utilized for Issue of Bonus Equity Shares	318.17	-
Less: Transfers to Reserves	-	-
Closing Balance	1,506.59	981.56
Total Reserve and Surplus	2,408.81	2,256.11
Other Reserves		
Other Reserves	-	-
Total Other Reserve	-	-
TOTAL	2,408.81	2,256.11

Note 14: NON CURRENT BORROWINGS

INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Lease Liability-Mahuvej	114.08	-
TOTAL	114.08	-

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024
Note 15: CURRENT BORROWINGS
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Secured		
Loans repayable on demand		
From Banks		
SCB Bank CC - 65005165665	829.88	506.53
SCB EPC A/C	204.34	217.98
Cash Credit from Axis Bank	-	-
PCFC Loan A/c from Axis Bank	-	-
From Others	-	-
Current maturities of Long-term borrowings	-	-
Sub Total	1,034.22	724.51
Unsecured		
(a) Loans and advances from Related Parties	174.14	5.00
Sub Total	174.14	5.00
TOTAL	1,208.36	729.51

14.1 Cash Credit Limit and EPC Limit is secured against hypothecation on the stock & books debts of the company and is also secured by Land & Building of the Company located at Pipodara, Surat which is registered in the name of Mr. Satish Maniya & Mr. Ramesh Kakadiya who are the directors of the company.

Note 16: CURRENT TRADE PAYABLES
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
(a) Outstanding dues of Micro & Small Enterprises (See Note No. 36)	101.04	367.81
(b) Total outstanding dues other than Micro & Small Enterprises		
Trade Payables for Raw Material, Finished Goods & Expenses	616.24	481.89
TOTAL	717.28	849.70

Note:

Trade Payables Ageing Schedule (Note No. 36).

Trade Payables includes o/s balance of Shish Polylam Pvt. Ltd. i.e. INR 29.35 Lakhs and Shish Industries Limited has given them Corporate Guarantee for acquiring Term Loan.

Note 16A: CURRENT TRADE PAYABLES
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Unsecured and considered good		
- From related Parties		
Directors	23.33	16.61
Other Officers	-	-
Firms or Private Companies in which any director is a partner or a director or a member	48.33	20.07
Other Related Party	79.44	106.29
- From Others	566.18	706.73
TOTAL	717.28	849.70

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

Note 17: OTHER FINANCIAL LIABILITIES

INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Excess Allotment money to be returned	-	0.00
TOTAL	-	0.00

Note 18: OTHER CURRENT LIABILITIES

INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Salary Payable	56.98	26.71
Advance from Customers	94.98	7.70
TOTAL	151.96	34.41

Note 19: PROVISIONS

INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Provision for Audit Fees	2.00	1.50
Provision For Gratuity	6.69	7.38
Provision for PF	-	0.65
Provision for ESIC	-	0.02
TOTAL	8.69	9.56

Note 20: CURRENT TAX LIABILITIES

INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Provision for Current Tax	285.13	193.42
TDS Payable	17.42	7.81
TOTAL	302.55	201.23

Note 21: REVENUE FROM OPERATIONS

INR in Lakh

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Sale of Product	8,547.88	7,022.97
TOTAL	8,547.88	7,022.97

Note 21A: REGION WISE SALE OF PRODUCTS

INR in Lakh

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Export	4,514.30	3,869.71
Domestic	4,033.58	3,153.25
TOTAL	8,547.88	7,022.97

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024
Note 21: OTHER INCOME
INR in Lakh

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Reimbursement of Expenses	0.19	-
Reimbursement of Electricity	13.05	-
Discount Received	87.10	67.97
Foreign Currency Fluctuation Gain	56.95	71.29
Interest on Fixed Deposit	46.67	-
Duty Drawback	0.90	22.03
Subsidy Income	-	5.14
Interest Income from Loan	57.48	5.29
Interest Subvention	-	0.63
Interest on Security DGVCL	-	0.07
Factory Rent Income	2.52	2.22
Sample Development Income	-	0.05
Round Off	0.02	0.01
Office rent (Income)	0.60	0.45
TOTAL	265.48	175.15

Note 23: COST OF RAW MATERIAL CONSUMED
INR in Lakh

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Opening Stock	597.72	665.99
Add: Purchase	6,323.28	5,096.18
	6,921.00	5,762.18
Less: Closing Stock	539.98	597.72
TOTAL	6,381.02	5,164.46

Note 23A: REGION WISE PURCHASE
INR in Lakh

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Import	7.46	11.05
Domestic	6,315.82	5,085.14
TOTAL	6,323.28	5,096.18

Note 24: INCREASE AND DECREASE IN FINISHED STOCK
INR in Lakh

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Opening Stock:		
Finished Goods	291.92	179.75
Sub Total (A)	291.92	179.75
Less: Closing Stock		
Finished Goods	682.80	291.92
Sub Total (B)	682.80	291.92
TOTAL	(390.88)	(112.18)

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024
Note 25: EMPLOYEE'S REMUNERATION AND BENEFITS
INR in Lakh

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Director Remuneration	51.00	36.00
Salary & Wages Expenses	221.80	170.01
Staff Welfare Expenses	11.81	13.94
TOTAL	284.61	219.95

Note 26: FINANCE COSTS
INR in Lakh

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Bank Charges	2.70	6.66
Foreign Bank charges	0.87	1.96
Bank Interest Expenses (CC)	30.63	14.66
Interest on PCFC	42.46	10.32
Interest on Loan Taken	0.18	-
Interest on TDS	0.30	0.13
TOTAL	77.14	33.73

Note 27: OTHER EXPENSES
INR in Lakh

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Jainam Expense	0.04	-
AD Code Registration Charges	0.34	-
Advertisement Expenses	6.87	3.67
Agency Charges For Travelling	0.22	0.06
Annual Listing Fees	14.75	6.00
Application fees	1.03	1.67
Bank Maintenance fees	0.45	3.60
BIS Charges	0.20	0.09
Business Promotion Expenses	5.70	3.32
CSR contribution	10.56	-
CDSL/NSDL-Stamp Duty	0.06	-
Certificate Charges	0.55	2.17
Certificate of Origin	0.01	0.04
Commission Expense	16.80	18.26
Computer Maintenance Expense	0.10	0.08
Contract Charges	18.82	10.72
Conveyance	2.49	2.87
Custom Duty Expense	17.90	0.78
Development Charges	0.05	-
Director Sitting Fees	0.90	0.80
Discount Expenses	-	(0.04)
Donation Expenses	7.56	-
Electric Fitting Expenses	10.96	14.99
Electricity Expenses	210.69	157.78
Export Clearing and Forwarding Expenses	39.55	57.31
Food and Beverage Expenses	2.10	-
Factory Rent	3.60	3.60

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023
Note 26: OTHER EXPENSES (Continued)
INR in Lakh

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Fire Safety Maintenance charges	0.14	0.10
Free Sample Expenses	-	0.40
Godown Rent Expenses	7.20	7.20
Gratuity Expense	-	7.38
GST Expenses	-	3.92
Import Clearing and Forwarding Expenses	17.98	22.73
Insurance Expenses	43.57	40.10
Interest On Lease Liability-Mahuvej	3.61	
Interest on Delayed Payment	0.18	0.93
Interest and Late Fees Expense	0.03	0.04
Internet Expenses	0.01	-
Job Work Expense	285.75	331.16
Labour Charges	0.94	
Legal Expense	0.55	2.00
Loading & Unloading Expenses	2.28	2.30
Labour Supplier service expense	0.21	-
Material Testing	0.27	-
Miscellaneous Expenses	0.05	-
Machine Spare Parts Expenses	0.21	-
Machine Repair & Maintenance Expenses	64.76	39.45
Marketing Expenses	6.91	0.83
Membership Fees	2.60	0.24
Motor Car Expenses	3.28	1.75
Ocean Freight	31.69	37.52
Office Expenses	8.86	5.77
Office Rent	3.00	1.75
Packing Material	179.33	101.04
Installation Charges	0.23	-
Pocket HRMS Cost	1.21	-
Penalty paid	0.25	1.03
Petrol Expenses	0.26	0.46
Postage & Courier Expenses	4.29	2.64
Preliminary Expenses Written Off	-	4.24
Printing & Stationery Expenses	9.85	5.01
Processing fees	4.73	0.15
Professional Fees	26.01	16.72
Rate Difference	(1.36)	8.06
Reimbursement of Expenses	0.36	-
ROC Filing fees	19.08	2.59
Room Rent	3.60	2.42
Supervision Fees	1.00	-
Sales Promotion Expense	0.11	-
SAP Software Expenses	0.60	1.79
Security Service Charges	7.97	5.89
Software Expenses	3.00	1.20
Stamp For Franking	1.33	6.00
Store Consumption Expenses	34.01	20.29
Subscription Fees	6.11	6.52
Telephone Expenses	0.91	0.74
Transportation Expense	40.70	25.03
Travelling Expenses	14.39	13.22
Recruitment	1.20	-

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024
Note 27: OTHER EXPENSES (Continued)
INR in Lakh

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Visa Fees	0.06	0.55
Website Hosting Charges-Shish Cart	0.55	-
Write Off Expenses	-	3.53
Payments to the Auditor as		
a. Auditor	2.30	1.57
b. For Taxation Matters	-	-
c. For Company Law Matters	-	-
d. For Management Services	-	-
e. For Other Services	-	-
f. For Reimbursement Of Expenses	-	-
TOTAL	1,218.47	1,024.01

Note 28: SEGMENT REPORTING

The Company is primarily engaged in the business of Corrugated Plastic Sheets, which constitute a single reportable segment in accordance with Ind AS 108 – “Segment Reporting”.

Note 29: RELATED PARTY TRANSACTIONS
INR in Lakh

(a) The related parties where control exists are the subsidiaries, step-down subsidiaries, joint ventures and the partnership firms. There are no other parties over which the Company has control.

Name of Party	Relation
Shish Polylam Private Limited	Wholly Owned Subsidiary
Shish Global Solutions Private Limited	
Greenenergy International Inc.	
Varni Wood & Paper Packaging Pvt. Ltd	

(b) Related parties where control / significant influence exists or with whom transactions have taken place during the year:

Name of Party	Relation
Mr. Satishkumar Maniya	Managing Director
Mr. Rameshbhai Kakadiya	Whole time Director
Mr. Nishit Rameshbhai Lakhani	Chief Financial Officer
Mrs. Vibha Khandelwal	Company Secretary (upto 30/11/2023)
Ms. Suman Jat	Company Secretary (from 15/12/2023)
Mrs. Nitaben Satishkumar Maniya	Executive Director
Mr. Rajesh Mepani	Independent Directors
Mr. Rasik Govindbhai Bharodia	
Mr. Nareshkumar Parshottambhai Lakhani	
Shish Jewels Private Limited	Enterprise over which key managerial personnel or close member of their family exercise control
Dunnage Bag Private Limited	
Interstar Polyfab Private Limited (w.e.f. September 20, 2023)	
Growder Technovation Private Limited	
Truth Jewels Inc.	

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024
(c) Transactions with Related Parties:
INR in Lakh

Name of Related Parties	Particulars of Transactions	For the Year ended on March 31, 2024	For the Year ended on March 31, 2023
Shish Polylam Private Limited	Investments made	-	-
	Rent Income earned	2.22	2.22
	Reimbursement of Electricity	12.60	16.78
	Interest Income on loan given	-	0.76
	Reimbursement of Expense Receivable	0.22	14.25
	Job Work Expenses	257.30	268.86
	Loans Received Back	-	54.51
	Loans Given	-	-
	Loans Accepted	173.98	-
	Interest Expense on Loan	0.18	-
Shish Global Solutions Private Limited	Investments made	-	1.00
	Reimbursement of Expense Receivable	0.19	0.29
	Rent Income earned	0.60	0.45
	Loans Given	228.89	-
	Loans Repaid	1.40	-
	Sale of Goods	607.09	-
	Purchase of Goods	94.03	-
	Freight Income	0.65	-
	Interest Income On Loan	5.67	-
	Reimbursement of Electricity	0.45	-
Varni Wood & Paper Packaging Pvt. Ltd	Loans Given	49.00	-
	Loans Repaid	6.00	-
	Equity Investment	15.00	-
	Sale of Goods	0.96	-
	Freight Income	0.07	-
	Rent Income	0.30	-
Greenenergy International Inc.	Investment	-	15.78
	Sales	343.72	218.75
Shish Jewels Private Limited	Sales	0.02	2.74
Dunnage Bag Private Limited	Sales	60.68	5.00
	Purchase	122.82	1.54
	Loans Given	23.95	-
	Interest Income on Loan	0.02	-
Growder Technovations Private Limited	Investments made	-	20.00
	Sales	14.07	-
Interstar Polyfab Private Limited	Sales	619.07	-
	Purchase	496.80	-
	Loans Given	1,079.52	-
	Loans Repaid	281.00	-
	Interest Income on Loan	50.17	-
Satishbhai Maniya	Rent payment	1.80	1.80
	Remuneration	18.00	18.00
	Unsecured Loan Accepted	55.43	15.49
	Unsecured Loan Repaid	60.43	15.49
Rameshbhai Kakadiya	Rent payment	5.80	1.80
	Remuneration	18.00	18.00
Nitaben Satishbhai Maniya	Sitting Fees	-	0.18
	Remuneration	15.00	-
Rajesh Mepani	Sitting Fees	0.30	0.18
Rasik Govindbhai Bharodia	Sitting Fees	0.30	0.18
Nareshkumar Parshottambhai Lakhani	Sitting Fees	0.30	0.18
Devendra Dineshchandra Tailor	Salary	-	0.20
Nishit Lakhani	Salary	14.40	8.80
	Loan Given	4.00	-
	Reimbursement of Expenses	21.17	-
Vibha Khandelwal	Salary	1.61	2.01
Payal Rishabh Shah	Salary	-	0.30
Suman Jat	Salary	0.72	-

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024
(d) Outstanding Balance of Related Parties Transactions:
INR in Lakh

Particulars	Name of Related Parties	As at March 31, 2024	As at March 31, 2023
Shish Polylam Private Limited	Investments	24.00	24.00
	Trade Receivable	1.07	29.62
	Loans Payable	174.14	-
	Trade Payable	29.35	106.29
Shish Global Solutions Private Limited	Investments	1.00	1.00
	Loans Receivable	233.16	0.29
	Trade Payables	49.87	0.53
Varni Wood & Paper Packaging Pvt. Ltd	Investment	15.00	-
	Trade Receivable	1.57	-
	Loan Receivable	44.46	-
Greenenergy International Inc.	Investments	15.78	15.78
	Trade Receivable	107.94	174.94
Shish Jewels Private Limited	Trade Receivable	0.004	-
Growder Technovations Private Limited	Investments	20.00	20.00
	Trade Receivable	13.39	-
Dunnage Bag Private Limited	Trade Payable	48.32	20.07
	Loan Given	23.97	-
	Trade Receivable	1.30	-
Interstar Polyfab Private Limited	Trade Receivables	174.66	-
	Loan Receivable	931.44	-
	Trade Payables	0.22	-
Satishbhai Maniya	Loans Payable	-	5.00
	Trade Payable	3.76	7.00
	Remuneration Payable	15.66	4.47
Rameshbhai Kakadiya	Trade Payable	5.22	7.00
	Salary Payable	15.66	6.07
	Security Deposit	800.00	-
Nitaben Satishbhai Maniya	Sitting Fees Payable	-	0.69
	Remuneration Payable	13.54	-
Rajesh Mepani	Sitting Fees Payable	0.27	0.71
Rasik Govindbhai Bharodia	Sitting Fees Payable	0.27	0.71
Nareshkumar Parshottambhai Lakhani	Sitting Fees Payable	0.27	0.49
Nishit Lakhani	Salary Payable	1.20	-
	Loans Receivable	4.00	-
Vibha Khandelwal	Salary Payable	-	0.03
Suman Jat	Salary Payable	0.18	-

Note 30: LEASES

Assets taken on lease where the company acquires substantially the entire risks and rewards incidental to ownership are classified as finance leases. The amount recorded is the lesser of the present value of minimum lease rental and other incidental expenses during the lease term or the fair value of the assets taken on lease. The rental obligations, net of interest charges, are reflected as secured loans. Leases that do not transfer substantially all the risks and rewards of ownership are classified as operating leases and recorded as expense as and when the payments are made over the lease term. Any advance payments of operating leases is recognized as an expense over the economic useful life of the asset under lease.

The assets taken on lease by the Company includes leasehold land, and Staff Quarters taken from GIDC on future lease payments. The total of future minimum lease payments under non cancellable operating leases for each of the following periods are as shown below:

INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Not Later than 1 year	15.60	3.60
Later than 1 year and not later than 5 years	55.80	11.40
Beyond 5 Years	236.00	-

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

Note 31: DEFERRED TAX ASSET / LIABILITY

During the current year, the company has recognized an Increase in deferred tax asset, on account of temporary difference for taxation. Accordingly, a deferred tax Asset has been increased by an amount of INR 2.15 Lakh from the existing deferred tax asset balance considering the principle of prudence as per Para 16-18 & 58 of Ind AS - 12 (Income Taxes).

Computation of Deferred Tax Asset/Liability:

INR in Lakh

Factors creating Deferred Tax Asset/Liability	Temporary Differences	Increases Deferred Tax Assets by
Depreciation as per Companies Act, 2013	110.11	
Depreciation as per Income Tax Act, 1961	101.56	
Temporary Difference & Resultant Deferred Tax (Liability)/Asset	8.55	2.15
Add: Opening Balance of Deferred Tax (Liability)/Asset	-	13.95
Total Deferred Tax (Liability)/Asset as on March 31, 2024		16.10

Deferred Tax Liability have been created at the prevailing rates of Income Tax on timing differences.

Note 32: EARNING PER SHARE

The basic earnings per share ("EPS") is computed by dividing the net profit after tax for the year by the weighted average number of equity shares outstanding during the year. For the purpose of calculating diluted earnings per share, net profit after tax for the year and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares. The dilutive potential equity shares are deemed converted as of the beginning of the period, unless they have been issued at a later date. The company presents basic and diluted EPS from continuing and discontinuing operations separately.

Computation of EPS is set out below:

INR in Lakh except Earnings per share

Particulars	As At March 31, 2024	As At March 31, 2023
Earnings		
Total Comprehensive Income for the period	843.20	573.19
Total Income from Discontinued Operation for the period	Nil	Nil
Equity Shares		
No. of shares at the beginning of the year	11,063,943	10,540,000
Additional allotment of shares during the year	23,943,206	523,943
Weighted Average No. of shares during the year - Basic	27,028,930	10,560,096
Weighted Average No. of shares during the year - Diluted*	27,028,930	10,560,096
Earnings Per Share for Continuing operation		
Earnings per share of par value INR 10 - Basic	3.12	5.43
Earnings per share of par value INR 10 - Diluted	3.12	5.43
Earnings Per Share for Discontinued operation		
Earnings per share of par value INR 10 - Basic	Nil	Nil
Earnings per share of par value INR 10 - Diluted	Nil	Nil
Earnings Per Share for Continuing + Discontinued Operation		
Earnings per share of par value INR 10 - Basic	3.12	5.43
Earnings per share of par value INR 10 - Diluted	3.12	5.43

* As per Para 30-31 of Ind AS - 33 (Earning Per Share)

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

Note 33: CONTINGENT LIABILITIES AND COMMITMENTS

The Company has given Corporate Guarantee to its Wholly Owned Subsidiary Company i.e. M/s Shish Polylam Pvt. Ltd. against Term Loan having closing balance as on F.Y. 2023-24 of Rs. 154.55 Lakhs.

The Company has given Corporate Guarantee against term loan of M/s Interstar Polyfab Private Limited which is a Manufacturing Company doing backward integration work of Shish Industries Limited and having closing balance of term loan as on F.Y. 2023-24 of Rs. 812.30 Lakhs.

The company has pending litigation in GST department for FY 2021-22 amounting to INR 27.31 Lakh.

Note 34: Disclosures as required under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act):

INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	101.04	367.81
Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	-	-
Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during year	-	-
Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
Interest due and payable towards suppliers registered under MSMED Act, for payments already made	-	-

The above information disclosure regarding Trade Payables of Micro, Small and Medium Enterprises is made by the Management as per information from suppliers' regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and relied upon by Auditors.

Note 35: Trade Receivable Ageing Schedule

As at March 31, 2024

INR in Lakh

Particulars	Outstanding for following periods from Due Date of Payment					Total
	Less than 6 months	6 months - 1 year	1 - 2 Years	2 - 3 Years	More than 3 years	
Undisputed Trade Receivables- Considered Good	1,801.44	27.01	54.60	-	-	1,883.04
Undisputed Trade Receivables- which have significant increase in Credit Risk	-	-	-	-	-	-
Undisputed Trade Receivables- Credit Impaired	-	-	-	-	-	-
Disputed Trade Receivables- Considered Good	-	-	-	-	-	-
Disputed Trade Receivables- which have significant increase in Credit Risk	-	-	-	-	-	-
Disputed Trade Receivables- Credit Impaired	-	-	-	-	-	-
TOTAL	1,801.44	27.01	54.60	-	-	1,883.04

As at March 31, 2023

INR in Lakh

Particulars	Outstanding for following periods from Due Date of Payment					Total
	Less than 6 months	6 months - 1 year	1 - 2 Years	2 - 3 Years	More than 3 years	
Undisputed Trade Receivables- Considered Good	1,756.86	331.88	37.47	-	-	2,126.21
Undisputed Trade Receivables- which have significant increase in Credit Risk	-	-	-	-	-	-
Undisputed Trade Receivables- Credit Impaired	-	-	-	-	-	-
Disputed Trade Receivables- Considered Good	-	-	-	-	-	-
Disputed Trade Receivables- which have significant increase in Credit Risk	-	-	-	-	-	-
Disputed Trade Receivables- Credit Impaired	-	-	-	-	-	-
TOTAL	1,756.86	331.88	37.47	-	-	2,126.21

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023
Note 36: Trade Payables Ageing Schedule
As at March 31, 2024
INR in Lakh

Particulars	Outstanding for following periods from Due Date of Payment				
	Less than 1 Years	1 - 2 Years	2 - 3 Years	More than 3 years	Total
MSME	100.23	0.80	-	-	101.04
Others	583.28	32.97	-	-	616.24
Disputed Dues - MSME	-	-	-	-	-
Disputed Dues - Others	-	-	-	-	-
TOTAL	683.51	33.77	-	-	717.28

As at March 31, 2023
INR in Lakh

Particulars	Outstanding for following periods from Due Date of Payment				
	Less than 1 Years	1 - 2 Years	2 - 3 Years	More than 3 years	Total
MSME	364.77	3.04	-	-	367.81
Others	464.09	17.81	-	-	481.89
Disputed Dues - MSME	-	-	-	-	-
Disputed Dues - Others	-	-	-	-	-
TOTAL	828.85	20.85	-	-	849.70

Note 37: Accounting Ratios

Financial Ratios	Numerator	Denominator	March 31, 2024	March 31, 2023	% Variance	Reason for Variance
Current Ratio (in times)	Current assets	Current liabilities	2.82	2.48	13.68%	Current Ratio has increased due to increase in Assets.
Debt Equity Ratio (in times)	Debt consists of borrowings & lease liabilities	Total Shareholder's Equity	0.22	0.22	0.00%	N/A
Debt Service Coverage Ratio	Debt Service Coverage Ratio	Total Financial Expense and Loans	1.03	1.18	-13.09%	Due to increase in the Interest Expense and debt, the Ratio Decreased
Return on Equity Ratio (in %)	Profit for the year	Average Shareholder's Equity	18.19%	22.53%	(19.27%)	Due to increase in the Shareholders fund, the Ratio Decreased
Inventory Turnover Ratio (in times)	Gross Revenue from sale of products and services	Average Inventories	8.09	8.09	0.00%	N/A.
Trade Receivables Turnover ratio (in times)	Gross Revenue from sale of products and services	Average Trade receivables	4.26	4.67	(8.86%)	Ratio decreased due to increase in Revenue as compared to increase in Trade receivables.
Trade Payables Turnover ratio (in times)	COGS + Other Expenses - Non Cash Expenditure	Average Trade payables	9.20	9.59	(4.06%)	Due to increase in COGS as compared to increase in Trade payable, the Ratio decreased
Net Capital Turnover ratio (in times)	Gross Revenue from sale of products and services	Working Capital (Current assets- Current liabilities)	1.97	2.60	(24.38%)	Due to increase in current ratio, the ratio decreased.
Net Profit Ratio (in %)	Profit for the year	Gross Revenue from sale of products and services	9.86%	8.16%	20.86%	Net Profit Margin has been increased due to increase in Sales compared to increase in Costs.
Return on Capital Employed (in %)	Profit before interest and taxes	Capital employed	20.44%	21.50%	(4.93%)	Due to increase in Shareholder's fund Compared to the Net Profit Margin, the Ratio Decreased
Return on Investment (in %)	Income from Investments	Time weighted average Investments	7.13%	0.00%	100.00%	Increase in ratio because there was no investment in the last year.

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

Note 38: Financial Risk Management

Shish Industries Limited continues to deploy a well-articulated risk management framework. This is based upon a three tiered approach encompassing (i) enterprise risks, (ii) process risks, and (iii) compliance risks.

- Enterprise risk: The Company continue to evaluate the risk and also ensures that the mitigation processes are in place.
- Process risk management involves assurances by the Company's Management regarding the effectiveness of business and financial controls and processes in all key activities across the various business processes.
- Compliance risk management comprises a detailed mechanism of assurances with respect to adherence of all laws and regulations, with a comprehensive reporting process that cascades upwards from the accountable business line executives to Shish Industries Limited's Audit Committee and then on to the Board of Directors.

The outcomes of business review meetings conducted by management regarding processes and their compliance, as well as observations of the Audit Committee and the Board of Directors are continuously incorporated to capture new risks and update the existing ones. All three dimensions of Shish Industries Limited's Risk Management framework are reviewed annually for their relevance and modifications, as required. The risk management process, including its tracking and adherence, is substantially enabled for greater consistency and better reporting capabilities.

Note 39: Fair Value Measurements

INR in Lakh

Particulars	As at March 31, 2024			As at March 31, 2023		
	Amortized Cost	FVTPL	FVTOCI	Amortized Cost	FVTPL	FVTOCI
Assets Measured at						
Investments	93.90	-	-	60.78	-	-
Trade receivables	1,883.04	-	-	2,126.21	-	-
Cash and Cash Equivalents	0.52	-	-	1,070.45	-	-
Other Bank Balances	655.00	-	-	-	-	-
Loans	1,233.86	-	-	9.85	-	-
Other Financials Assets	899.23	-	-	25.15	-	-
TOTAL	4,765.65	-	-	3,292.44	-	-
Liabilities Measured at						
Borrowings (including Current Maturities of Non-Current Borrowings)	1,208.36	-	-	729.51	-	-
Trade Payables	717.28	-	-	849.70	-	-
TOTAL	1,925.64	-	-	1,579.21	-	-

Fair value hierarchy

The fair value of financial instruments as referred to in note below has been classified into three categories depending on the inputs used in the valuation technique. The hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities [Level 1 measurements] and lowest priority to unobservable inputs [Level 3 measurements].

The categories used are as follows:

- Level 1: Quoted prices for identical instruments in an active market;
- Level 2: Directly (i.e. as prices) or indirectly (i.e. derived from prices) observable market inputs, other than Level 1 inputs; and
- Level 3: Inputs which are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a net asset value or valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

Note 40: DISCLOSURE AS PER REGULATION 34(3) READ WITH PARA A OF SCHEDULE V OF THE SEBI (LISTING OBLIGATION AND DISCLOSURES REQUIREMENTS) REGULATION, 2015 AND SECTION 186(4) OF COMPANIES ACT, 2013

Particulars	Balance as on March 31, 2024			Balance as on March 31, 2023		
	INR in Lakhs	% of total	Maximum Amount Outstanding during the Year	INR in Lakhs	% of total	Maximum Amount Outstanding during the Year
Current Financial Assets – Loan						
Loan to Subsidiary Company						
Shish Polylam Private Limited	233.16	18.91	233.16	-	-	-
Shish Global Solutions Private Limited	-	-	-	-	-	-
Varni wood & paper packaging pvt ltd	44.46	3.61	49.00	-	-	-
Loan to Other Parties						
Dunnage Bag Private Limited	23.97	1.94	23.97	-	-	-
Interstar Polyfab Private Limited	931.44	75.54	1,176.85	9.56	97.08	40.02
TOTAL	1,233.03	100.00	1,482.96	9.85	100.00	40.30

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

Note 40: DISCLOSURE AS PER REGULATION 34(3) READ WITH PARA A OF SCHEDULE V OF THE SEBI (LISTING OBLIGATION AND DISCLOSURES REQUIREMENTS) REGULATION, 2015 AND SECTION 186(4) OF COMPANIES ACT, 2013 (Continued)

Particulars	Balance as on March 31, 2024			Balance as on March 31, 2023		
	INR in Lakhs	% of total	Maximum Amount Outstanding during the Year	INR in Lakhs	% of total	Maximum Amount Outstanding during the Year
Non-Current Investment						
Investment in Subsidiary Company						
Shish Polylam Private Limited	24.00	25.56	24.00	24.00	39.49	24.00
Shish Global Solutions Private Limited	1.00	1.06	1.00	1.00	1.65	1.00
Varni wood & paper packaging pvt ltd	15.00	15.97	15.00	-	-	-
Greenenergy International Inc.	15.78	16.80	15.78	15.78	25.96	15.78
Investment in Other Parties						
Growder Technovations Private Limited	20.00	21.30	20.00	20.00	32.91	20.00
Investment in Equity shares	18.13	19.30	18.13	-	-	-
TOTAL	93.90	100.00	93.90	60.78	100.00	60.78
Corporate Guarantee Given to Subsidiary						
Shish Polylam Private Limited	154.55	15.98	154.55	128.10	12.57	128.10
Corporate Guarantee Given to Other						
Interstar Polyfab Private Limited	812.30	84.02	812.30	891.09	87.43	891.09
TOTAL	966.85	100.00	966.85	1,019.19	100.00	1,019.19

Investment has been made with a view to acquire 100.00% control over Shish Polylam Private Limited. Corporate Guarantee has been issued in favour of Standard Chartered Bank to secure the financial facilities availed by Shish Polylam Private Limited. Investment made and Financial Facilities availed from Standard Chartered Bank have been utilised by Shish Polylam Private Limited for its business purpose only.

The Loan given to Shish Global Solutions Private Limited is unsecured and repayable on demand. Moreover, the Company is charging interest at 9.50% per annum on running outstanding balance of the loan. Investment has been made with a view to acquire 100.00% control over Shish Global Solutions Private Limited. Unsecured Loan given and Investment made have been utilised by Shish Global Solutions Private Limited for its business purpose only.

Investment in Greenenergy International Inc. have been made with a view to acquire 100.00% control over Greenenergy International Inc. Investment made have been utilised by Greenenergy International Inc. for its business purpose only.

The Loan given to Dunnage Bag Private Limited is unsecured and repayable on demand. Moreover, the Company is charging interest at 9.50% per annum on running outstanding balance of the loan. Unsecured Loan given have been utilized by Dunnage Bag Private Limited for its business purpose only.

The Loan given to Interstar Polyfab Private Limited is unsecured and repayable on demand. Moreover, the Company is charging interest at 12.00% per annum on running outstanding balance of the loan. Corporate Guarantee has been issued in favour of Standard Chartered Bank to secure the financial facilities availed by Interstar Polyfab Private Limited. Unsecured Loan given and Financial Facilities availed from Standard Chartered Bank have been utilized by Interstar Polyfab Private Limited for its business purpose only.

Note 41: DETAILS OF LOANS AND ADVANCES GIVEN BY THE COMPANY TO THE ULTIMATE BENEFICIARIES DURING F.Y. 2023-2024:

Particulars	Date of Payment	INR in Lakhs	Name of Intermediary	Name Of Ultimate Beneficiaries
Loan to Subsidiary Company	31/03/2024	233.16	Shish Global Solutions Pvt. Ltd.	Shish Global Solutions Pvt. Ltd.
Loan to Subsidiary Company	31/03/2024	44.46	Varni wood & paper packaging pvt ltd	Varni wood & paper packaging pvt ltd
Loan to Third Party Company	31/03/2024	23.95	Dunnage Bag Private Limited	Dunnage Bag Private Limited
Loan to Third Party Company	31/03/2024	931.44	Interstar Polyfab Private Limited	Interstar Polyfab Private Limited

Notes:

- In the above table loans given during the year have been considered. The opening balance of loans given is not considered.
- If the company has given loans to intermediaries during the year and intermediary has fully repaid the loan during the year than such transactions are not included. If intermediary has partly repaid the loan, than only the net loan given is taken into consideration.
- The company has not given any funds to any foreign entities.

Note 42: ADDITIONAL REGULATORY INFORMATION

- A. The Company does not have any investment property.
- B. The Company has not revalued its Property, Plant and Equipment (including Right-of-Use Assets) and Intangible assets.
- C. Except Loan given to wholly owned Subsidiary - Shish Polylam Private Limited and Shish global solutions Private Limited, there are no other loans or advances in the nature of loans that are granted to Promoters, Directors, KMPs and their related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are outstanding as on March 31, 2024:
- repayable on demand; or
 - without specifying any terms or period of repayment;

(INR in Lakh)

Type of Borrower	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans
Promoters	-	-
Directors	-	-
KMPs	-	-
Related Parties	1,233.01	100.00%

- D. There are no Intangible assets under development as on March 31, 2024.
- E. No proceedings have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.
- F. The Company is not declared willful defaulter by any bank or financial institution or other lender.
- G. The company has not undertaken any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.
- H. On 07th March, 2024, the Board of Directors of the Company approved to issue, offer and allot upto 6,70,700 Equity shares on preferential basis having face value of INR 10 each at an issue price of INR 120.05 per equity share [including premium of INR 110.05 per equity share] aggregating to INR 805.18 Lakhs. Further, the Board of Directors of the Company also approved to issue, offer and allot up to 36,00,000 (Thirty Six Lakh only) Fully Convertible Equity Warrants, each convertible into or exchangeable for, one fully paid up equity share of the company having face value of Rs. 10 each at an issue price of INR 120.05 [including premium of INR 110.05 per equity share] aggregating to INR 4321.80 Lakhs and the same was approved by the members in EOGM on 06th April, 2024. The allotment is subject to subscription received.
- I. No charges or satisfaction of charges are yet to be registered with Registrar of Companies beyond the statutory period.
- J. The company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.
- K. No Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.
- L. The company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- M. The company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall 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.
- N. No transactions has been surrendered or disclosed as income during the year in the tax assessment under the Income Tax Act, 1961. There are no such previously unrecorded income or related assets.
- O. The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- P. The Company does not have any Immovable Properties which is not held in its name.

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

Q. Borrowings from banks or financial institutions on the basis of security of current assets.

The material differences in amount of quarterly statement / return filed with Bank and as per books of accounts as given below:-

(INR in Lakh)

Quarter	Bank Name	Particulars of Securities Provided	Amount as per Books	Amount Reported in Quarterly Statement filed with Bank	Amount of Difference	Reason for Material Difference
June, 2023	Standard Chartered Bank	Stock	782.48	782.48	-	Note No. 1 below
June, 2023	Standard Chartered Bank	Trade Payables	279.68	268.06	(11.62)	Note No. 1 below
June, 2023	Standard Chartered Bank	Trade Receivables	1,827.48	1,665.15	(162.33)	Note No. 1 below
September, 2023	Standard Chartered Bank	Stock	895.87	1,134.13	238.26	Note No. 1 below
September, 2023	Standard Chartered Bank	Trade Payables	424.31	219.97	(204.34)	Note No. 1 below
September, 2023	Standard Chartered Bank	Trade Receivables	1,851.83	1,606.42	(245.41)	Note No. 1 below
December, 2023	Standard Chartered Bank	Stock	847.23	847.23	-	Note No. 1 below
December, 2023	Standard Chartered Bank	Trade Payables	397.61	186.92	(210.69)	Note No. 1 below
December, 2023	Standard Chartered Bank	Trade Receivables	1,681.80	937.61	(744.19)	Note No. 1 below
March, 2024	Standard Chartered Bank	Stock	1,222.79	1,222.79	-	Note No. 1 below
March, 2024	Standard Chartered Bank	Trade Payables	771.60	234.51	(537.09)	Note No. 1 below
March, 2024	Standard Chartered Bank	Trade Receivables	1,883.04	1,268.17	(614.87)	Note No. 1 below

Note on Explanation for difference in amount as per Books of accounts and amount reported in quarterly statement / return filed with bank:

- The difference between amounts as per books of accounts and amounts reported in quarterly statement filed with bank is because stock statements are filed with bank before updation / finalization of accounts for quarterly limited review / audit of the accounts and the figures as per Stock statements are exclusive of the Amounts receivable/payable to subsidiaries as per bank policy. Hence, Certain Discrepancies are there in Trade Receivables, Trade Payables and Stock filed with the bank.

Note 43: CORPORATE SOCIAL RESPONSIBILITY (CSR)

(INR in Lakh)

Particulars	As at March 31,2024	As at March 31,2023
(a) amount required to be spent by the Company during the year	8.27	-
(b) amount of expenditure incurred	-	-
(I) Construction/acquisition of any asset	-	-
(II) On purposes other than (i) above	10.56	-
(c) shortfall at the end of the year	-	-
(d) total of previous years shortfall	-	-
(e) Liabilities under Contractual Obligations for CSR	-	-
(f) Details of Related party transactions	-	-
(g) reason for shortfall	Not Applicable	-
(h) Nature of CSR Activities	Promotion of Education and relief to poor & Disabled	-

Note 44: COMPARATIVE FIGURES

Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

As Per Our attached report of even date

For K P C M & Co.
Chartered Accountants
Firm Reg. No. 0117390W

CA Kanaiya Asawa
Partner
Membership No.: 103498
UDIN: 24103498BKFIGK9099

Place: Surat Date: April 18, 2024

For, Shish Industries Limited

Satishkumar Maniya
Chairman & Managing Director
DIN: 02529191

Rameshbhai Kakadiya
Whole-Time Director
DIN: 07740518

Nishit Lakhani
Chief Financial Officer

Suman Jat
Company Secretary

Place: Surat

Date: April 18, 2024

INDEPENDENT AUDITORS' REPORT ON CONSOLIDATED FINANCIAL STATEMENT

To,
The Members of
Shish Industries Limited

Report on the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated Financial Statements of Shish Industries Ltd. ("the Company") and its Subsidiary Companies (collectively referred to as "the Company" or "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2024, and the Consolidated Statement of Profit and Loss (including Other Comprehensive income), the Consolidated Statement of Changes in Equity and the consolidated Cash Flow Statement for the year then ended on that date, and a summary of significant accounting policies and other explanatory information (hereafter referred to as "The Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanation give to us, the aforesaid Consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Company as at March 31, 2024 and its consolidated profit (financial performance including other comprehensive income), its consolidated cash flows and the consolidated changes in equity for the year ended on that date.

Basis of opinion

Key Audit Matters	How our audit addressed the key audit matter
Revenue from sale of goods	Principal Audit Procedures:
Revenue is measured net of discounts, incentives, rebates etc. given to the customers on the Group's sales. The Group recognizes revenues when control of the goods is transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods. In determining the sales price, the Group considers the effects of rebates and discounts	Our audit procedures included the following: - Considered the appropriateness of Group's revenue recognition policy and its compliance in terms of Ind AS 115 'Revenue from contracts with customers'; - Assessed the design and tested the operating effectiveness of internal controls related to sales and related rebates and discounts; - Performed sample tests of individual sales transaction and traced to sales invoices, sales orders and other related documents. In respect of the samples selected, tested that the revenue has been recognized as per the sales arrangements;
The terms of sales arrangements, including the timing of transfer of control, the nature of discount and rebates arrangements and delivery specifications, create complexity and judgment in determining sales revenues and accordingly, it was determined to be a key audit matter in our audit of the Standalone Financial Statements.	- The management's assessment of discounts, incentives and rebates recorded for the current year have been compared on an overall basis with the past practices to assess the adequacy of provisions made during the current year read with the changing competitive market dynamics as explained by the management; - We performed revenue cut-off testing, by reference to bill dates of sales recorded either of the financial year end had legally sales completed; - Assessed the relevant disclosures made in the Standalone Financial Statements.

Other Information

The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, but does not include the financial statements and our auditor's report thereon. These reports are expected to be made available to us after the date of our auditor's report.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. 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.

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 consolidated Financial Statements section of our report. We are independent of the Group of 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 consolidated 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 Consolidated Financial Statements.

Key Audit Matter

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation and presentation of these financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance, total Comprehensive Income, consolidated statement of Changes in Equity and consolidated cash flows of the Group of Companies in accordance with the Indian Accounting Standards and the accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, management of the group is responsible for assessing the Group of 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 any company of the group or to cease operations, or has no realistic alternative but to do so.

The Board of Directors of companies are responsible for overseeing the Group's financial reporting process.

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the act, we are also responsible for expressing our opinion on the internal financial controls with reference to the consolidated financial statements and operating effectiveness of such control based on our audit.
- 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 of Holding Company'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 Group'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 consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusion 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 (Holding company and subsidiaries) 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 and its associates and jointly controlled entities 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 believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

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 be reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our 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

The financial information of one foreign subsidiary, which is located outside India whose financial statement and other financial information have been prepared in accordance with accounting principles generally accepted in that country and reflects total assets (before consolidation adjustments) of INR 125.14 lakhs as at March 31, 2024, total revenues (before consolidation adjustments) of INR 567.51 lakhs and net cash outflow (before consolidation adjustments) amounting to INR 4.04 lakhs for the year ended on 31/03/2024, as considered in the Consolidated Financial Statements, have not been audited either by us or by other auditors. The Holding Company's management has converted the financial statement of the subsidiary located outside India from accounting principles generally accepted in that country to accounting principles generally accepted in India. This unaudited financial information has 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 this subsidiary and our report in terms of sub-sections (3) of Section 143 of the Act in so far as it relates to the aforesaid subsidiary is based solely on such unaudited financial information. In our opinion and according to the information and explanations given to us by the Management. 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 financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by section 143(3) of the Act, we report that:
 - (a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - (b) in our opinion, proper books of account as required by law have been kept by all Companies of the Group so far as appears from our examination of those books;
 - (c) the Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the Statement of Other Comprehensive Income, Consolidated Statement of Changes in Equity and Consolidated Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - (d) in our opinion, the aforesaid financial statements comply with the Accounting Standards under section 133 of Companies Act, 2013 and Companies (Indian Accounting Standards) Rules, 2015 ("Ind AS") as amended by Companies (Indian Accounting Standards) Rules, 2016
 - (e) On the basis of written representations received from the directors of the Holding Company as on March 31, 2024, and taken on record by the Board of Directors of the Holding Company, none of the directors of group of Companies is disqualified as on March 31, 2024, from being appointed as a director in terms of sub-section (2) of section 164 of the Companies Act, 2013.
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Group with reference to this Financial Statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure B" to this report.

- (g) In our opinion, the managerial remuneration for the year ended March 31, 2024 has been paid/provided by the Holding Company and its Subsidiary Company to its directors in accordance of section 197 read with schedule V to the Companies Act, 2013.
- (h) Without qualifying our opinion, we, on the basis of our examination of books of accounts and other documents, have found certain matters which need an emphasis as are given below:
 Loan & Advances, Creditors and Debtors balances as at March 31, 2024 are subject to the confirmation and reconciliation with respective parties.
- (i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us;
- I. One of the Company of the Group do have pending litigations under GST, Act, however which would not impact its financial position.
 - II. Any Company of the Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - III. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by any Company of the Group.
 - IV. (a) The Management of the Group has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Group to or in any other person or entity, including foreign entity ("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 Group ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (b) The Management of the Group has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Group from any person or entity, including foreign entity ("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;

- (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.

V. The Group has not declared and paid any Interim dividend nor has proposed any final dividend during the previous year, and hence the question of Compliance and applicability of Section 123 of the Companies Act does not arise.

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

However, as per audit report of subsidiaries Companies they have used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility, however, the audit trail feature (edit log) was enabled by those companies from the month of July and hence has operated for part of the year for all relevant transactions recorded in the software. As the edit log was not enable throughout the year, so we can't comment on any question of any instance of audit trail feature being tampered with.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from 1st April, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended 31st March, 2024.

2. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/"CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Company and its subsidiaries included in the consolidated financial statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

For K P C M & Co.
Chartered Accountants
Firm Reg. No. 0117390W

CA Kanaiya Asawa
Partner
Membership No.103498
UDIN: 24103498BKFIGJ5353

Date: April 18, 2024
Place: Surat

TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE TO THE MEMBERS OF SHISH INDUSTRIES LIMITED ON THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024

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

We have audited the internal financial controls over financial reporting of Shish Industries Limited ("the Company" or "the Group") as of March 31, 2024 in conjunction with our audit of the consolidated financial statements of the Group for the year ended on that date and its subsidiary company which is the company incorporated in India, as of 31st March, 2024.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Group are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Group 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.

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

- (a) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (b) 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
- (c) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Holding Company and all its Subsidiaries have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2024, based on the internal financial control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For K P C M & Co.
Chartered Accountants
Firm Reg. No. 0117390W

CA Kanaiya Asawa
Partner
Membership No.103498
UDIN: 24103498BKFIGJ5353

Date: April 18, 2024
Place: Surat

CONSOLIDATED BALANCE SHEET AS AT 31-03-2024
INR in Lakh

Particulars	Note	As At March 31, 2024	As At March 31, 2023
ASSETS			
Non-Current Assets			
(a) Property, Plant and Equipment	2	1,390.56	654.86
(b) Capital work in progress	2	440.37	223.24
(c) Other Intangible Assets	2	43.40	0.59
(d) Deferred Tax Assets (Net)	34	16.42	14.80
(e) Investment	3	38.13	20.00
(f) Other Non-current assets	4	7.06	-
Total Non-Current Assets		1,935.94	913.50
Current Assets			
(a) Inventories	5	1,551.79	1,020.26
(b) Financial Assets			
(i) Trade receivables	6	1,726.99	1,940.03
(ii) Cash and cash equivalents	7	11.94	1,092.55
(iii) Bank Balances other than (ii) of above	8	661.28	6.08
(iv) Loans	9	956.24	12.03
(v) Other Financial Assets	10	899.33	25.15
(c) Current Tax Assets (Net)	11	750.35	292.06
(d) Other Current Assets	12	126.88	141.38
Total Current assets		6,684.80	4,529.54
TOTAL ASSETS		8,620.74	5,443.05
EQUITY AND LIABILITIES			
Equity			
Shareholders' Funds			
(a) Equity Share Capital	13	3,500.71	1,106.39
(b) Other equity	14	2,491.68	2,378.37
Total Equity		5,992.40	3,484.76
Liabilities			
Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	15	108.21	147.57
(ii) Lease Liabilities	16	114.08	-
Total Non-Current Liabilities		222.29	147.57
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	17	1,085.65	782.25
(ii) Trade payable			
(a) Outstanding dues of micro & small enterprises	18	120.98	262.17
(b) Outstanding dues other than micro & small enterprises	18	652.61	488.85
(b) Other current liabilities	20	201.03	38.72
(c) Provision	21	10.23	9.86
(d) Current Tax Liabilities	22	335.56	228.86
Total Current Liabilities		2,406.06	1,810.71
TOTAL EQUITY AND LIABILITIES		8,620.74	5,443.05
Statement of Accounting Policies and notes to Financial Statements	1-47		

As Per Our attached report of even date
For K P C M & Co.
Chartered Accountants
Firm Reg. No. 0117390W

CA Kanaiya Asawa
Partner
Membership No.: 103498
UDIN: 24103498BKFIGJ5353

Place: Surat Date: April 18, 2024

For, Shish Industries Limited

Satishkumar Maniya
Chairman & Managing Director
DIN: 02529191

Rameshbhai Kakadiya
Whole-Time Director
DIN: 07740518

Nishit Lakhani
Chief Financial Officer

Suman Jat
Company Secretary

Place: Surat

Date: April 18, 2024

SHISH INDUSTRIES LIMITED
CIN: L25209GJ2017PLC097273

CONSOLIDATED STATEMENT OF PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED MARCH 31, 2024 INR in Lakh except EPS

Particulars	Note	For the year ended March 31, 2024	For the Year ended March 31, 2023
INCOME			
Revenue from operations	23	8,574.08	6,853.79
Other Income	24	263.85	178.76
TOTAL INCOME		8,837.93	7,032.55
EXPENSES			
Cost of Raw Material Consumed	25	6,286.99	5,164.46
Purchase of Stock in Trade		172.47	-
Changes in Inventories of Finished Goods/WIP	26	(589.26)	(242.79)
Employees' Remuneration and Benefits	27	521.51	266.20
Financial Costs	28	95.02	51.23
Depreciation and Amortization	2	143.69	127.92
Other Expenses	29	1,093.81	767.73
TOTAL EXPENSES		7,724.23	6,134.75
Profit/(loss) before Tax		1,113.70	897.81
Tax Expense			
Current Tax		309.13	219.28
Short Provision for Earlier Year		5.76	6.34
Deferred Tax	34	(1.62)	(5.68)
Net Tax expense		313.27	219.94
PROFIT/(LOSS) FOR THE YEAR		800.43	677.87
Other Comprehensive Income			
A. ITEM NOT RECLASSIFIED TO PROFIT OR LOSS			
i. Income relating to item that will not be reclassified to profit or loss		-	-
ii. Income Tax Relating item (i) of above		-	-
B. ITEM RECLASSIFIED TO PROFIT OR LOSS			
i. Income relating to item that will be reclassified to profit or loss		3.39	-
ii. Income Tax Relating (i) of above		-	-
Total other Comprehensive Income		3.39	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		803.83	677.87
Earnings Per Share for Continuing operation			
Basic - Par Value INR 10.00	33	2.97	6.42
Diluted - Par Value INR 10.00	33	2.97	6.42
Earnings Per Share for Discontinued operation			
Basic - Par Value INR 10.00			
Diluted - Par Value INR 10.00			
Earnings Per Share for Continuing + Discontinued operation			
Basic - Par Value INR 10.00		2.97	6.42
Diluted - Par Value INR 10.00		2.97	6.42
Statement of Accounting Policies and notes to Financial Statements	1-47		

As Per Our attached report of even date

For, Shish Industries Limited

For K P C M & Co.
Chartered Accountants
Firm Reg. No. 0117390W

Satishkumar Maniya
Chairman & Managing Director
DIN: 02529191

Rameshbhai Kakadiya
Whole-Time Director
DIN: 07740518

CA Kanaiya Asawa
Partner
Membership No.: 103498
UDIN: 24103498BKFIGJ5353

Nishit Lakhani
Chief Financial Officer

Suman Jat
Company Secretary

Place: Surat Date: April 18, 2024

Place: Surat

Date: April 18, 2024

SHISH INDUSTRIES LIMITED
CIN: L25209GJ2017PLC097273
CONSOLIDATED STATEMENT OF OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED ON MARCH 31, 2024
INR in Lakh

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
A. ITEM WILL NOT BE CLASSIFIED TO PROFIT OR LOSS		
Change in Revaluation Surplus	-	-
Re Measurement of the defined benefit Plans	-	-
Equity instruments through Other Comprehensive Income	-	-
Fair Value changes relating to own risk of financial liability designated at fair value through profit or loss	-	-
Share of OCI in Associates and Joint Venture, to the extent not to be classified into profit or loss	-	-
Other (specify nature)	-	-
Total OCI Before Tax	-	-
Tax Effect	-	-
Total OCI from item will not be classified into Profit or Loss	-	-
B. ITEM WILL BE CLASSIFIED TO PROFIT OR LOSS		
Exchange difference in translating the financial statement of a foreign operation	3.39	-
Debt Instrument Through OCI	-	-
The Effective Portion of gain and loss on hedging instruments in a Cash Flow hedge	-	-
Share of OCI in Associates and Joint Venture, to the extent to be classified into profit or loss	-	-
Others (specify Nature)	-	-
Total OCI Before Tax	3.39	-
Tax Effect	-	-
Total OCI from item will be classified into Profit or Loss	3.39	-

As Per Our attached report of even date
For K P C M & Co.
Chartered Accountants
Firm Reg. No. 0117390W

CA Kanaiya Asawa
Partner
Membership No.: 103498
UDIN: 24103498BKFIGJ5353

Place: Surat Date: April 18, 2024

For, Shish Industries Limited

Satishkumar Maniya
Chairman & Managing Director
DIN: 02529191

Nishit Lakhani
Chief Financial Officer

Place: Surat

Rameshbhai Kakadiya
Whole-Time Director
DIN: 07740518

Suman Jat
Company Secretary

Date: April 18, 2024

SHISH INDUSTRIES LIMITED
CIN: L25209GJ2017PLC097273

CONSOLIDATED STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2024

INR in Lakh

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
A. Cash Flow from Operating Activities		
Profit before tax	1,113.70	897.81
Adjustments for:		
Depreciation	143.69	127.92
Finance Cost	95.02	51.23
W/off Preliminary Expenses	-	5.76
OCI Income	3.39	-
Operating Profit Before Working Capital Adjustments (a)	1,355.81	1,082.72
Movements in Working Capital:		
Decrease/(Increase) in Inventory	(531.52)	(174.51)
Decrease/(Increase) in Trade Receivables	213.04	(1,057.61)
Decrease/(Increase) in Other Current Assets	(443.80)	(131.43)
Decrease/(Increase) in Loans and Deposits	(1,818.39)	(10.67)
Increase/(Decrease) in Trade Payables	22.57	387.29
(Increase)/Decrease in Other Non-Current Financial Assets	(7.06)	-
Increase/(Decrease) in Current Liabilities, Current Tax Liabilities (Net) and Provisions	269.38	157.35
Movement in Working Capital total (b)	(2,295.78)	(829.58)
Cash generated from Operating activities (a)-(b)	(939.97)	253.13
Direct Taxes Paid	(314.89)	(225.62)
Net Cash Generated From Operating Activities (A)	(1,254.86)	27.51
B. Cash flow from Investing Activity		
Purchase of fixed asset	(1,158.08)	(274.34)
Subsidy Received on Capital Goods	18.75	-
Redemption/(Investment) of Bank FD	(655.20)	-
Decrease/(Increase) in Investments	(18.13)	(17.40)
Net Cash Generated From / (Used In) Investing Activity (B)	(1,812.66)	(291.74)
C. Cash Flow from Financing activity		
Issue of Share Capital	1,703.82	1,063.60
Changes in long term borrowings	(39.36)	48.80
Finance Cost	(95.02)	(51.23)
Changes in short term borrowings	303.40	290.15
Lease Liability	114.08	-
Net Cash Generated From / (Used In) Financing Activities (C)	1,986.91	1,351.32
D. Net Increase / (Decrease) in Cash & Cash Equivalents (A+B+C)	(1,080.61)	1,087.08
Cash and Cash Equivalents at the beginning of the Period	1,092.55	5.47
Cash and Cash Equivalents at the end of the Period	11.94	1,092.55

As Per Our attached report of even date
For K P C M & Co.
Chartered Accountants
Firm Reg. No. 0117390W

CA Kanaiya Asawa
Partner
Membership No.: 103498
UDIN: 24103498BKFIGJ5353

Place: Surat **Date:** April 18, 2024

For, Shish Industries Limited

Satishkumar Maniya
Chairman & Managing Director
DIN: 02529191

Nishit Lakhani
Chief Financial Officer

Place: Surat

Rameshbhai Kakadiya
Whole-Time Director
DIN: 07740518

Suman Jat
Company Secretary

Date: April 18, 2024

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2024
INR in Lakh
A. EQUITY SHARE CAPITAL FOR THE YEAR ENDED ON MARCH 31, 2024:

Balance as on April 1, 2023	Changes in Equity Share Capital During the Year	Balance as at March 31, 2024
1,106.39	2,394.32	3,500.71

B. EQUITY SHARE CAPITAL FOR THE YEAR ENDED ON MARCH 31, 2023:

Balance as on April 1, 2022	Changes in Equity Share Capital During the Year	Balance as at March 31, 2023
1,054.00	52.39	1,106.39

C. OTHER EQUITY FOR THE YEAR ENDED ON MARCH 31, 2024:

Particulars	Reserves and Surplus			Other Comprehensive Income	Total
	Securities Premium Reserve	General Reserve	Retained Earnings		
Opening Balance as on April 1, 2023	1,274.55	-	1,103.82	-	2,378.37
Transfer to retained earnings	-	-	800.43	-	800.43
Other Comprehensive Income of the Year	-	-	-	3.39	3.39
Premium on Issue of Equity Shares	1,588.92	-	-	-	1,588.92
Issue of Bonus Equity Shares	(1,961.26)	-	(318.17)	-	(2,279.43)
Closing Balance as at March 31, 2024	902.22	-	1,586.09	3.39	2,491.68

D. OTHER EQUITY FOR THE YEAR ENDED ON MARCH 31, 2023:

Particulars	Reserves and Surplus			Other Comprehensive Income	Total
	Securities Premium Reserve	General Reserve	Retained Earnings		
Opening Balance as on April 1, 2022	263.34	-	425.95	-	689.29
Transfer to retained earnings	-	-	677.87	-	677.87
Other Comprehensive Income of the Year	-	-	-	-	-
Premium on Issue of Equity Shares	1,011.21	-	-	-	1,011.21
Issue of Bonus Equity Shares	-	-	-	-	-
Closing Balance as at March 31, 2023	1,274.55	-	1,103.82	-	2,378.37

As Per Our attached report of even date
For K P C M & Co.
Chartered Accountants
Firm Reg. No. 0117390W

CA Kanaiya Asawa
Partner
Membership No.: 103498
UDIN: 24103498BKFIGJ5353

Place: Surat **Date:** April 18, 2024

For, Shish Industries Limited

Satishkumar Maniya
Chairman & Managing Director
DIN: 02529191

Nishit Lakhani
Chief Financial Officer

Place: Surat

Rameshbhai Kakadiya
Whole-Time Director
DIN: 07740518

Suman Jat
Company Secretary

Date: April 18, 2024

NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024
NOTE 1: NOTES TO ACCOUNTS
A. CORPORATE INFORMATION

Shish Industries Limited ('the company') is a public limited company domiciled in India and incorporated under the provisions of the Company Law. Its shares are listed on BSE. These consolidated financial statements comprise financial statement of the company and its subsidiaries (collectively referred to as the "Group") (Individually referred to as the "Entity"). The company is having its headquarters in Surat and plants at Pipodara. The company is primarily engaged in manufacturing, sales and marketing of Industrial Packaging Products & Solutions, Material Handling & Insulation products.

Shish Polylam Private Limited is an 100% Indian Subsidiary company of Shish Industries Limited and the company is primarily engaged in manufacturing, trading, and marketing of all types of lamination of Woven fabrics, PP Woven Fabrics, Alluminum Foil & Metallizing on Woven Fabrics.

Shish Global Solution Private Limited is an 100% Indian subsidiary company of Shish Industries Limited and the company is primarily established to own, run, manage, and to carry on the business as traders, buyers, sellers, exporters, importers, merchants, resellers, dealers, distributors and/or in any other capacity in which the business may be carried on all kind of products.

Greenenergy INC is an 100% Foreign Subsidiary company of Shish Industries limited and the company is primarily engaged in sales and marketing of all types of lamination of woven fabrics, PP Woven Fabrics, Aluminum Foil & Metalizing on Woven Fabrics.

Varni Wood and Packaging Private Limited is an 100% subsidiary of Shish Industries Limited and the company is primarily established to in the Manufacturing and sale of corrugated Paper, Paperboard & Containers of Paper and Paperboard.

B. SIGNIFICANT ACCOUNTING POLICIES
a) Basis of Preparation

The company has prepared and presented the financials as per reporting requirements u/s 133 of Companies Act, 2013 and Companies (Indian Accounting Standards) Rules, 2015 ("Ind AS") as amended by Companies (Indian Accounting Standards) Rules, 2016 effective from 1st April 2016 on the accrual's basis. Ind AS comprises mandatory accounting standards notified under the Companies Act, 2013. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. The Management evaluates all recently issued or revised accounting standards on an ongoing basis.

Basis of Consolidation

The consolidated financial statements have comprised financial statements of the Holding Company and its subsidiaries. Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. The Group can have power over the investee even if it owns less than majority voting rights i.e. rights arising from other contractual arrangements. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases. Statement of profit and loss (including other comprehensive income ('OCI')) of subsidiaries acquired or disposed of during the period are recognized from the effective date of acquisition, or up to the effective date of disposal, as applicable.

The Group combines the financial statements of the Holding Company and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealized gains on transactions between group companies are eliminated. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Greenenergy International Inc is a foreign subsidiary of the holding company. The tax return of the foreign subsidiary has been filed for the year ending on 31/12/2023. We have relied on the work done by the other professional up to 31/12/2023 and for the period between 01/01/2024 to 31/03/2024 we are relying on the financial statement provided to us by the management of the foreign subsidiary for the consolidated financial statement.

b) Use of Estimates

The preparation of the consolidated financial statements in conformity with Ind AS requires the management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent assets and liabilities as at the date of the financial statements and reported amounts of income and expenses during the period. Examples of such estimates include provisions for doubtful debts, future obligations under employee retirement benefit plans, income taxes, post-sales customer support and the useful lives and dismantling exps of fixed assets and intangible assets. The management periodically assesses using, external and internal sources, whether there is an indication that an asset may be impaired.

An impairment occurs where the carrying value exceeds the present value of future cash flows expected to arise from the continuing use of the asset and its eventual disposal. The impairment loss to be expensed is determined as the excess of the carrying amount over the higher of the asset's net sales price or present value as determined above. Contingencies are recorded when it is probable that a liability will be incurred, and the amount can be reasonably estimated. Where no reliable estimate can be made, a disclosure is made as contingent liability. Actual results could differ from those estimates.

c) Fair Value Measurement

Some of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

The company regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as 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.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques 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 asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices). |
| Level 3: | inputs for the asset or liability that are not based on observable market data (unobservable inputs). |

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

d) Current and Non-Current Classification

The Company presents assets and liabilities in the Balance Sheet based on Current/ Non- Current classification.

An asset is treated as Current when it is –

- Expected to be realized or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

e) Property, Plant & Equipment and Depreciation

Property, Plant & Equipment are carried at the cost of acquisition or construction less accumulated depreciation and impairment losses. The cost of Property, Plant & Equipment includes non-refundable taxes, duties, freight and other incidental expenses related to the acquisition and installation of the respective assets as per Para 11 of Ind AS - 16, (Property Plant and Equipment). Borrowing and incidental costs directly attributable to acquisition or construction of those Property, Plant & Equipment which necessarily take a substantial period of time to get ready for their intended use are capitalised as per Para 8 of Ind AS - 8 (Borrowing Costs).

Advances paid towards the acquisition of Property, Plant & Equipment outstanding at each balance sheet date and the cost of Property, Plant & Equipment not ready for their intended use before such date are disclosed under capital work-in-progress.

Depreciation on Property, Plant & Equipment is provided using the written down value method at the rates specified in Schedule II to the Companies Act, 2013 or based on the useful life of the assets as estimated by Management. Depreciation is calculated on a pro-rata basis from the date of installation till the date the assets are sold or disposed. Disclosure as per Para 75-76 of Ind AS-16 (Property, Plant and Equipment) relating to dismantling cost is unascertainable. The management is unable to estimate the dismantling cost of individual assets as the same is impracticable, due to the complexity and size of the company.

f) Impairment of Assets

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the profit and loss account. If at the balance sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost.

No impairment loss for any assets have been identified and recorded during the year in terms of Para 58-64 of AS - 36, Impairment of Assets.

g) Inventories

Inventories are valued at cost (including cost for bringing the inventory to its current location and condition) or net realisable value whichever is less. Inventory as appearing in the financial statements is inclusive of duties, taxes and freight, in terms of Para 10 to 19 of Ind AS - 2, Inventories. Inventory excludes Goods and Services Tax.

h) Investments

Long-term investments are carried at cost less any other-than-temporary diminution in value, determined separately for each individual investment.

i) Retirement Benefits

Retirement Benefits, are accounted on Actuarial Basis.

j) Foreign currency transactions and balances

Export Sales have been recorded at the prevailing customs rate as on the date of removal of goods from the factory. The relevant debtor ledger is debited/credited with appropriate loss / profit on foreign exchange transaction when the sale proceeds are actually received as per Para 21 of AS - 21, (The Effect of Changes in Foreign Exchange Rates).

Monetary assets and liabilities denominated in foreign currencies as at the balance sheet date, not covered by forward exchange contracts, are translated at year-end rates. The resultant exchange differences are recognized as Other Comprehensive Income under the group Other Equity. Non-monetary assets are recorded at the rates prevailing on the date of the transaction.

k) Revenue Recognition

Revenue from sale of goods is recognized when significant risks and rewards in respect of ownership of products are transferred to customers. Revenue from domestic sales of products is recognized on dispatch of products to customers from the factory premises. Revenue from export sales is recognized on shipment of products.

Revenue from product sales is stated exclusive of returns, applicable trade discounts, allowances, and GST.

Dividend income is recognized when the unconditional right to receive the income is established. Income from interest on deposits, loans and interest-bearing securities is recognized on the time proportionate method.

Export entitlements are recognized as income when the right to receive credit as per the terms of the scheme is established in respect of the exports made and where there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds.

The Customs Duty Drawback benefits have been recognized as recommended by the Expert Advisory Committee of ICAI. In the opinion of the Expert Advisory Committee on the accounting treatment of Duty Drawback benefit, wherein it has been opined that the benefit under the Duty Drawback Scheme should be recognized as income when the exports (against which the credit has been granted) are made, provided the criteria for recognition of revenue under AS 9 have been fulfilled (query No. 28 of Vol. XX of Compendium of Opinions, page 96).

In the said opinion, the Committee has stated, inter alia, the following: "Under the facts and circumstances of the query, the Duty Drawback benefit should be recognized in the books of account when no significant uncertainties as to the amount of consideration that would be derived and as to its ultimate collection exist. In the case of drawback benefit on post-export basis when the company applies for the credit on realization of export proceeds and the benefit is to be utilized for imports by the company, there seems to be no such significant uncertainty and, therefore, the drawback benefit should be recognized in the year in which the export was made."

l) Income Tax Expense

Income tax expense comprises current tax and deferred tax charge or credit.

Current Tax

The current charge for income taxes is calculated in accordance with the relevant tax regulations applicable to the Company.

Deferred Tax

Deferred tax charge or credit reflects the tax effects of timing differences between accounting income and taxable income for the period. The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognised using the tax rates that have been enacted or substantially enacted by the balance sheet date. Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realised in future; however, where there is unabsorbed depreciation or carry forward of losses, deferred tax assets are recognised only if there is a virtual certainty of realisation of such assets. Deferred tax assets are reviewed at each balance sheet date and is written-down or written-up to reflect the amount that is reasonably/virtually certain (as the case may be) to be realised. The break-up of the major components of the deferred tax assets and liabilities as at balance sheet date has been arrived at after setting off deferred tax assets and liabilities where the Company has a legally enforceable right to set-off assets against liabilities and where such assets and liabilities relate to taxes on income levied by the same governing taxation laws.

m) Financial instruments

Initial Recognition

All financial instruments are recognized initially at fair value. Transaction costs that are attributable to the acquisition of the financial asset (other than financial assets recorded at fair value through OCI) are included in the fair value of the financial assets. Purchase or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trade) are recognised on trade date. While, loans and borrowings and payables are recognised net of directly attributable transaction costs.

Subsequent Measurement

The classification of financial instruments depends on the objective of the business model for which it is held. Management determines the classification of its financial instruments at initial recognition.

a) Non-derivative Financial Assets

(i) Financial assets at amortized cost

A financial asset shall be measured at amortized cost if both of the following conditions are met:

- the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding. They are presented as current assets, except for those maturing later than 12 months after the reporting date which are presented as non-current assets. Financial assets are measured initially at fair value plus transaction costs and subsequently carried at amortized cost using the effective interest method, less any impairment loss. Trade receivables, security deposits, cash and cash equivalents, employee and other advances and eligible current and non-current assets are measured at Amortized Cost.

(ii) Debt instruments at FVTOCI

A debt instrument shall be measured at fair value through other comprehensive income if both of the following conditions are met:

- the objective of the business model is achieved by both collecting contractual cash flows and selling financial assets and
- the asset's contractual cash flow represents SPPI Debt instruments included within FVTOCI category are measured initially as well as at each reporting period at fair value plus transaction costs. Fair value movements are recognized in other comprehensive income (OCI). However, the Company recognizes interest income, impairment losses & reversals and foreign exchange gain loss in statement of profit and loss. On de-recognition of the asset, cumulative gain or loss previously recognized in OCI is reclassified from equity to profit and loss. Interest earned is recognized under the effective interest rate (EIR) model.

(iii) Equity instruments at FVTOCI

All equity instruments are measured at fair value. Equity instruments held for trading is classified as FVTPL. For all other equity instruments, the Company may make an irrevocable election to present subsequent changes in the fair value in OCI. The Company makes such election on an instrument-by-instrument basis. If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividend are recognized in OCI which is not subsequently recycled to statement of profit and loss.

(iv) Financial assets at FVTPL

FVTPL is a residual category for financial assets. Any financial asset which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as FVTPL.

In addition the Company may elect to designate the financial asset, which otherwise meets amortized cost or FVTOCI criteria, as FVTPL if doing so eliminates or significantly reduces a measurement or recognition inconsistency. The Company has not designated any financial asset as FVTPL.

Financial assets included within the FVTPL category are measured at fair values with all changes in the statement of profit and loss.

b) Non-derivative financial Liabilities

Financial liabilities at amortized cost

Financial liabilities at amortized cost represented by borrowings, trade and other payables are initially recognized at fair value, and subsequently carried at amortized cost using the effective interest rate method.

n) Current Assets Balances

Balances of Sundry Creditors, Sundry Debtors and loans and advances are subject to confirmation. In the opinion of the Board of Directors, the current assets, loans and advances have a value on realization at least equal to the amounts at which they are stated in the Balance Sheet.

o) Employee Benefits

The Company has made the provision of Gratuity as per the Consultancy services taken by the Management and same has been treated in the Profit & loss Statement.

p) Segment Reporting

The company is primarily engaged in the business of Corrugated Plastic Sheets, which constitute a single reportable segment in accordance with Ind AS 108 – "Segment Reporting".

q) Events Occurring after the Balance Sheet Date

On 07th March, 2024, the Board of Directors of the Company approved to issue, offer and allot up to 6,70,700 Equity shares on preferential basis having face value of INR 10.00 each at an issue price of INR 120.05 per equity share [including premium of INR 110.05 per equity share] aggregating to INR 805.18 Lakhs. Further, the Board of Directors of the Company also approved to issue, offer and allot up to 36,00,000 (Thirty-Six Lakh only) Fully Convertible Equity Warrants, each convertible into or exchangeable for, one fully paid up equity share of the company having face value of INR 10.00 each at an issue price of INR 120.05 [including premium of INR 110.05 per equity share] aggregating to INR 4321.80 Lakhs and the same was approved by the members in EOGM on 06th April, 2024. The allotment is subject to subscription received.

r) Change in Accounting Policies

There have been no other changes in the accounting policy, in terms of Para 14 to 21 of Ind AS - 8 (Accounting Policies, Change in Accounting Estimates and Errors).

s) Prior Period Items

During the year we had not found any prior period item.

Notes to the Consolidated Financial Statement for the Financial Year ended March 31, 2023
Note 2: PROPERTY, PLANT AND EQUIPMENT (Disclosure as per Clause 73(e) of Ind AS-16)

Particulars	Gross Block				Amortization				Net Block		
	As at April 1, 2023	Additions / (Disposals)	Acquired through business combination s	Revaluation and Impairment	As at March 31, 2024	As at April 1, 2023	Depreciation charge for the year	Retained Earnings Effect as per companies Act, 2013	On Disposals	As at March 31, 2024	As at March 31, 2023
Tangible Assets											
Owned											
Land	-	247.71	-	-	247.71	-	-	-	-	247.71	-
Plant & Machinery	973.72	401.92	-	-	1,375.65	495.91	104.73	-	-	775.01	477.82
Electrical Installation	67.26	30.98	-	-	98.23	47.60	5.43	-	-	45.21	19.66
Furniture & Fixtures	4.03	0.35	-	-	4.37	3.00	0.30	-	-	1.08	1.03
Factory Building	240.94	1.41	-	-	242.35	96.76	13.84	-	-	131.74	144.18
Office Building	5.52	-	-	-	5.52	2.90	0.25	-	-	2.37	2.62
Computer	22.26	23.00	-	-	45.26	13.27	14.10	-	-	17.89	8.99
Office Equipment	2.12	3.42	-	-	5.53	1.67	1.42	-	-	2.44	0.44
Motor Car	1.08	7.18	-	-	8.26	0.96	1.35	-	-	5.96	0.12
Sub Total	1,316.93	715.95	-	-	2,032.88	662.06	141.42	-	-	1,229.4	654.87
Under Lease Lease Liability		163.33			163.33	-	2.18			161.16	-
Intangible Assets											
Domain name	-	2.25	-	-	2.25	-	0.04	-	0.04	2.22	
Goodwill	-	40.65			40.65	-	-		-	40.65	
Trade Mark	0.33	-	-	-	0.33	0.17	0.02	-	-	0.14	0.16
Patent	0.71	-	-	-	0.71	0.28	0.04	-	-	0.39	0.43
Sub Total	1.04	-	-	-	43.94	0.45	0.10	-	-	43.40	0.59
Capital Work in Progress	223.24	217.13	-	-	440.37	-	-	-	-	440.37	223.25
Sub Total	223.24	217.13	-	-	440.37	-	-	-	-	440.37	223.25
Intangible Assets under development	-	-	-	-	-	-	-	-	-	-	
Fixed Assets held for sale	-	-	-	-	-	-	-	-	-	-	-
TOTAL	1,541.21	1,139.33	-	-	2,680.53	662.51	143.69	-	-	1,874.3	878.70
Previous Year	1,266.87	275.49	-	(1.15)	1,541.21	534.69	127.91	-	-	878.70	732.28

Note 2A: CAPITAL WORK IN PROGRESS AGEING SCHEDULE

CWIP	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	367.77	72.61	-	-	440.37
Projects Temporarily Suspended	-	-	-	-	-
TOTAL	367.77	72.61	-	-	440.37
Previous Year	210.80	12.45	-	-	223.25

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024
Note 3: NON-CURRENT FINANCIAL ASSETS - INVESTMENTS
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
(A) Valued at fair value through FVOCI		
Investment in Equity Instruments (Fully Paid Up)		
(i) Unquoted	-	-
(B) Valued at Cost		
In Related Parties		
Investment in Growder Technovations Private Limited	20.00	20.00
In Others		
24,000 Equity Shares of Rs. 50 each of Pattech Fitwell Tube Components Ltd	12.00	-
12,000 Equity Shares of Rs. 10 each On Rs. 41 Premium	6.12	-
Total Rs. 51 of IBL in IPO		
Equity Shares of IBL in IPO	0.01	-
TOTAL	38.13	20.00
Aggregate Amount of Quoted Investments and Market value thereof	18.13	-
Aggregate Amount of Unquoted Investments	20.00	20.00
Aggregate Amount of Impairment in Value of Investments	-	-

Note 4: OTHER NON-CURRENT ASSET
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Preliminary Expense	7.06	-
TOTAL	7.06	-

Note 5: INVENTORIES (CURRENT)
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Raw Material (Valued at Cost)	539.98	597.72
Finished Goods (Valued at Cost or Market Value whichever is less)	1,011.80	422.53
TOTAL	1,551.79	1,020.26

- a) Inventories are valued at cost or net realisable value whichever is lower. The mode of valuation of inventories has been stated in Note No. – 1(B)(g).
- b) Inventories are hypothecated to secure working capital facilities from Bank.

Note 6: TRADE RECEIVABLES (CURRENT)
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Secured, considered good	-	-
Unsecured, considered good	1,726.99	1,940.03
Which have significant increase in credit risk	-	-
Credit Impaired	-	-
Less: Provision for doubtful debts	-	-
TOTAL	1,726.99	1,940.03

Notes :-

Trade Receivables are hypothecated to secured working capital facilities from Bank.
Trade Receivables Ageing Schedule (Note No. 37).
There are no Unbilled dues.

Note 6A: TRADE RECEIVABLES (CURRENT)
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Unsecured and considered good		
- From related Parties	-	-
Directors	-	-
Other Officers	-	-
Firms or Private Companies in which any director is a partner or a director or a member		
Other Related Party	189.36	
- From Others	1,537.63	1,940.03
TOTAL	1,726.99	1,940.03

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024
Note 7: CASH AND CASH EQUIVALENTS (CURRENT)
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Balances with banks	11.83	1,089.81
Cash on hand	0.12	2.74
TOTAL	11.94	1,092.55

Note 8: BALANCE WITH BANK OTHER THAN NOTE 7 (CURRENT)
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Term Deposits with Bank	661.28	6.08
TOTAL	661.28	6.08

Note 9: LOANS (CURRENT)
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
(A). Loans to related parties		
Secured, considered good	-	-
Unsecured, considered good	-	2.47
Doubtful	-	-
Less: Provision for doubtful advances	-	-
Sub Total	-	2.47
(B). Loans and advances to employees		
Secured, considered good	-	-
Unsecured, considered good	0.83	-
Doubtful	-	-
Less: Provision for doubtful advances	-	-
Sub Total	0.83	-
(C). Inter-corporate deposits		
Secured, considered good	-	-
Unsecured, considered good	955.41	9.56
Doubtful	-	-
Less: Provision for doubtful advances	-	-
Sub Total	955.41	9.56
TOTAL	956.24	12.03

Note 9A: LOANS (CURRENT)
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Unsecured, Considered Good		
To Related Parties		
Directors	-	-
Other Officers	0.83	-
Firms or Private Companies in which any director is a partner or a director or a member	-	-
Other Related Party	-	2.47
To Others	955.41	9.56
TOTAL	956.24	12.03

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024
Note 10: OTHER FINANCIAL ASSETS (CURRENT)
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Security Deposits	899.33	25.15
TOTAL	899.33	25.15

Note 11: CURRENT TAX ASSETS (NET)
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Advance Tax	158.33	220.25
Balance with Government Authorities	420.82	33.07
GST Refund Receivable	149.09	30.77
TCS Receivable	0.05	-
TDS Receivable	21.86	7.97
Prepaid Expense	0.20	-
TOTAL	750.35	292.06

Note 12: OTHER CURRENT ASSETS
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Advance to Suppliers	101.95	115.14
Advances to related parties	4.77	-
Preliminary Expenses (to the extent not written off)	-	6.08
Jammu and Kashmir Plot Booking	0.25	0.25
BIS Marketing fees	2.72	0.80
MEIS Certification License	-	-
PF-ESIC-PT Payable	2.19	1.72
Provision for Exchange Gain & loss	14.48	17.18
Prepaid Expense	0.31	-
CDSL Stamp Duty	0.21	0.21
TOTAL	126.88	141.38

Note 13: EQUITY SHARE CAPITAL

Particulars	As At March 31, 2024		As At March 31, 2023	
	Number	INR in Lakh	Number	INR in Lakh
Authorised Capital				
Equity shares of INR 10.00 each	40000000	4,000.00	15000000	1,500.00
Issued Capital				
Equity shares of INR 10.00 each	35007149	3,500.71	11063943	1,106.39
Subscribed and Paid up Capital				
Equity shares of INR 10.00 each	35007149	3,500.71	11063943	1,106.39
TOTAL	35007149	3,500.71	11063943	1,106.39

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period

Particulars	As At March 31, 2024		As At March 31, 2023	
	Number	INR in Lakh	Number	INR in Lakh
Shares outstanding at the beginning of the year	11063943	1,106.39	10540000	1,054.00
Shares Issued during the year	23943206	2,394.32	523943	52.39
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	35007149	3,500.71	11063943	1,106.39

Shareholders holding more than 5 percent equity shares of the Company

Name of Shareholder	As At March 31, 2024		As At March 31, 2023	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Satishkumar Dayabhai Maniya	11482650	32.80%	3716800	33.59%
Rameshbhai Virjibhai Kakadiya	11548650	32.99%	3738800	33.79%

Disclosure of Shareholding of Promoters & Promoter Group

Name of Promoters and Promoter Group	As At March 31, 2024		As At March 31, 2023		% Changes during the Year
	No. of Shares held	% of Holding	No. of Shares held	% of Holding	
Satishkumar Dayabhai Maniya	11482650	32.80%	3716800	33.59%	(0.79%)
Rameshbhai Virjibhai Kakadiya	11548650	32.99%	3738800	33.79%	(0.80%)
Virjibhai Bhimajibhai Kakadia	66000	0.19%	22000	0.20%	(0.01%)
Jigneshbhai Dayabhai Maniya	71325	0.20%	23775	0.21%	(0.01%)
Nitaben Satishkumar Maniya	66000	0.19%	22000	0.20%	(0.01%)
Jalvinben Ramesh Kakadiya	66000	0.19%	22000	0.20%	(0.01%)
Dayabhai Kanjibhai Maniya	66000	0.19%	22000	0.20%	(0.01%)
Bharat Babubhai Golakiya	26853	0.08%	8951	0.08%	(0.00%)

Equity Shares issued for other than cash, Bonus issue and Shares bought back

Particulars	Year (Aggregate No. of Shares)				
	F.Y. 2023-24	F.Y. 2022-23	F.Y. 2021-22	F.Y. 2020-21	F.Y. 2019-18
Equity Shares issued as:					
Fully paid up pursuant to contract(s) without payment being received in cash	-	-	-	-	-
Fully paid up by way of bonus shares	22794266	-	-	5514000	-
Equity Shares bought back	-	-	-	-	-

Additional Notes

- All Equity Shares have common voting rights, preferences and there are no restrictions inter-alia. Also, there are no other class of shares other than equity shares.
- The Company has made private placement of 3,33,190 equity shares on May 16, 2023 at INR 216.10 per share (including premium of INR 206.10 per share).
- The Company has given bonus shares to the shareholders of the company on July 29, 2023 at the ratio of 2 bonus shares against each equity share held by them.
- The Company has made private placement of 8,15,750 equity shares on November 23, 2023 at INR 120.60 per share (including premium of INR 110.60 per share)
- There are no shares reserved for issue under options and contracts/commitments for the sale of shares/disinvestment.
- Since, there are no convertible instruments, terms of any securities convertible into equity/preference shares issued and details of conversion are not relevant.
- There are no calls unpaid by Directors and Officers.
- There are no forfeited shares with the company.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024
Note 14: OTHER EQUITY
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Equity Component of Compound Financial Instrument		
Equity Component of Compound Financial Instrument	-	-
Total Equity Component of Compound Financial Instrument	-	-
Reserve and Surplus		
Security Premium Account		
Opening Balance	1,274.55	263.34
Add: Securities premium credited on Share issue	1,588.92	1,011.21
Less: Premium Utilized for Issue of Bonus Equity Shares	1,961.26	-
Closing Balance	902.22	1,274.55
Retained Earnings (Profit and Loss)		
Opening Balance	1,103.82	425.95
Add: Current year profit	800.43	677.87
Add: Transfer from Reserves	-	-
Less: Assets Written off as per Schedule III	-	-
Less: Earnings Utilized for Issue of Bonus Equity Shares	318.17	-
Less: Transfers to Reserves	-	-
Closing Balance	1,586.08	1,103.82
Total Reserve and Surplus	2,488.30	2,378.37
Other Reserves		
Other Reserves	3.39	-
Total Other Reserve	3.39	-
TOTAL	2,491.68	2,378.37

Note 15: NON-CURRENT BORROWINGS
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Secured		
Term Loans - From Bank		
Term Loan from SCB - 884	69.45	98.18
Term Loan from SCB - 125	85.11	102.13
Less:- Current maturities of Long term borrowings	51.43	52.74
Sub Total	103.12	147.57
Unsecured		
Loans and advances from related parties	5.09	-
Sub Total	5.09	-
TOTAL	108.21	147.57

Additional Notes

15.1 Term Loans from Banks are also secured by Land & Building of the Company located at Pipodara, Surat in the name of the Mr. Satish Maniya & Mr. Ramesh Kakadiya who are the directors of the company.

15.2 Term Loans from SCB Bank is secured by hypothecation of all the fixed assets of the company including entire Plant & machinery.

15.3 There are no default as on the balance sheet date in repayment of borrowings and interest in respect of Term Loans from SCB Bank.

15.4 Shish Industries Limited, the holding company, has also given Corporate Guarantee for Term Loan from SCB Bank of its Subsidiary Company (i.e. Shish Polylam Private limited).

15.5 For Additional Term Loan of Guaranteed Emergency Credit Line no additional security had been hypothecated to the bank.

15.6 Term loan of SCB bank are repayable in monthly principal installment of Rs. 1,89,125/- and interest will be debited separately and the loan shall be repaid by December, 2027.

15.7 Term loan of SCB bank are repayable in monthly principal installment of Rs. 2,39,449/- and interest will be debited separately and the loan shall be repaid by June, 2026.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024
Note 16: NON-CURRENT LEASE LIABILITIES
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Lease Liability-Mahuvej	114.08	-
TOTAL	114.08	-

Note 17: CURRENT BORROWINGS
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Secured		
Loans repayable on demand		
From Banks		
Standard Chartered CC	829.88	506.53
Standard Chartered EPC	204.34	217.98
Current maturities of Long term borrowings	51.43	52.74
Sub Total	1,085.65	777.25
Unsecured		
(a) Loans and advances from related parties	-	5.00
Sub Total	-	5.00
TOTAL	1,085.65	782.25

Note:

Cash Credit Limit is secured against hypothecation on the stock & books debts of the company and is also secured by Land & Building of the Company located at Pipodara, Surat in the name of Mr. Satish Maniya & Mr. Ramesh Kakadiya who are the directors of the company.

Note 18: CURRENT TRADE PAYABLES
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
(a) Outstanding dues of Micro & Small Enterprises (See Note No. 36)	120.98	262.17
(b) Total outstanding dues other than Micro & Small Enterprises		
Trade Payables for Raw Material, Finished Goods & Expenses	652.61	488.85
TOTAL	773.59	751.03

Note:

Trade Payables Ageing Schedule (Note No. 38).

Note 18A: CURRENT TRADE PAYABLES
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Unsecured and considered good		
- From related Parties		
Directors	23.33	16.61
Other Officers	-	-
Firms or Private Companies in which any director is a partner or a director or a member	48.54	20.07
Other Related Party	-	-
- From Others	701.72	714.35
TOTAL	773.59	751.03

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024
Note 19: OTHER FINANCIAL LIABILITIES
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Other	-	0.00
TOTAL	-	0.00

Note 20: OTHER CURRENT LIABILITIES
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Salary Payable	102.85	30.95
Advance from Employee	-	0.08
Security Deposit	1.50	-
Staff Reimbursement	0.02	-
Wages Payable	1.68	-
Advance from Customers	94.98	7.70
TOTAL	201.03	38.72

Note 21: PROVISIONS
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Provision for Audit Fees	3.54	1.80
Provision For Gratuity	6.69	7.38
Provision for PF	-	0.65
Provision for ESIC	-	0.02
TOTAL	10.23	9.86

Note 22: CURRENT TAX LIABILITIES
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Provision for Current Tax	308.40	219.59
Revenue from Government Authorities	1.29	-
PF-ESIC-PT Payable	0.79	-
GST Payable	4.34	1.45
TDS Payable	20.75	7.81
TOTAL	335.56	228.86

Note 23: REVENUE FROM OPERATIONS
INR in Lakh

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Sale of Product	8,574.08	6,853.79
TOTAL	8,574.08	6,853.79

Note 23A: REGION WISE SALE OF PRODUCTS
INR in Lakh

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Export	4,514.30	3,700.53
Domestic	4,059.78	3,153.26
TOTAL	8,574.08	6,853.79

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024
Note 24: OTHER INCOME
INR in Lakh

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Discount Received	87.15	67.97
Foreign Currency Fluctuation Gain	59.86	74.90
Interest on Fixed Deposit	46.90	-
Office Rent income	-	0.45
Factory Rent Income	-	2.22
Duty Drawback	0.90	22.03
Subsidy Income	-	5.14
Interest Subvention	-	0.63
Interest Income on Loan	50.19	5.29
Interest on Security DGVCL	-	0.07
Sample Development Income	-	0.05
Freight & Insurance	18.80	-
Round Off A/C	0.04	0.02
TOTAL	263.85	178.77

Note 25: COST OF RAW MATERIAL CONSUMED
INR in Lakh

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Opening Stock	597.72	665.99
Add: Purchase	6,229.25	5,096.18
	6,826.97	5,762.18
Less: Closing Stock	539.98	597.72
TOTAL	6,286.99	5,164.46

Note 25A: REGION WISE PURCHASE
INR in Lakh

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Import	7.46	11.05
Domestic	6,221.79	5,085.14
TOTAL	6,229.25	5,096.18

Note 26: INCREASE AND DECREASE IN FINISHED STOCK
INR in Lakh

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Opening Stock:		
Finished Goods	422.53	179.75
Sub Total (A)	422.53	179.75
Less: Closing Stock		
Finished Goods	1,011.80	422.53
Sub Total (B)	1,011.80	422.53
TOTAL	(589.26)	(242.79)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024
Note 27: EMPLOYEE'S REMUNERATION AND BENEFITS
INR in Lakh

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Director Remuneration	69.01	36.00
Salary & Wages Expenses	439.36	216.26
Staff Welfare Expenses	13.14	13.94
TOTAL	521.51	266.20

Note 28: FINANCE COSTS
INR in Lakh

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Bank Charges	3.32	10.57
Foreign Bank charges	0.87	1.95
Bank Interest Expenses (CC)	30.65	14.66
Interest on PCFC	42.46	10.32
Term Loan Interest	17.37	11.87
Stamp for Franking	0.05	1.70
Swift Bank Charge	-	0.03
Interest on TDS	0.30	0.13
TOTAL	95.02	51.23

Note 29: OTHER EXPENSES
INR in Lakh

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Jainam Expense	0.04	-
AD Code Registration Charges	0.34	-
Advertisement Expenses	7.77	3.67
Agency Charges For Travelling	0.34	0.06
Annual Listing Fees	14.75	6.00
Application fees	1.03	1.81
Bank Maintenance fees	1.05	3.60
Bond Charges	0.34	-
BIS Charges	0.20	0.09
Business Promotion Expenses	20.61	3.32
Calibration Certificate Expense	-	0.11
CSR contribution	10.56	-
CDSL/NSDL-Stamp Duty	0.06	-
Certificate Charges	0.55	2.06
Certificate of Origin	0.01	0.04
Contract Charges	18.82	10.72
Commission Expense	16.80	18.26
Computer Maintenance Expense	0.10	0.08

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023
Note 29: OTHER EXPENSES (Continued)
INR in Lakh

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Conveyance	3.33	2.87
Custom Duty Expense	25.78	1.28
Development Charges	0.05	-
Director Sitting Fees	0.90	0.80
Discount Expense	4.29	(0.04)
Donation Expenses	7.56	-
Electric Fitting Expense	11.06	14.99
Electricity Expenses	213.62	157.78
Export Clearing and Forwarding Expenses	39.55	55.30
Export Agency Charges	-	8.70
Food and Beverage Expenses	3.38	-
Factory Rent	3.60	3.60
Fire Safety Maintenance charges	0.14	0.10
Free Sample Exp	-	0.40
Freight Charges	1.88	-
Foreign Currency Loss	-	0.01
Godown Rent Expenses	26.40	7.20
Gratuity Expense	-	7.38
GST Exp	-	3.92
Import Clearing and Forwarding Expenses	38.16	22.73
Insurance Expenses	43.93	40.72
Interest On Lease Liability-Mahuvej	3.62	-
Interest and Late Fees expenses	0.03	0.01
Interest on PF Payment	-	0.02
Interest on Delayed Payment	0.18	0.93
Internet Expenses	0.03	-
Job Work Expense	30.08	62.30
Labour Charges	0.94	-
Loading & Unloading Expenses	2.28	2.30
Legal Expense	0.89	2.16
Loading & Unloading Expenses	2.28	-
Labour Supplier service expense	0.21	-
Material Testing	0.27	-
Machine Repair & Maintenance Expense	67.57	39.70
Machine Spare Parts Expenses	0.21	-
Marketing Expenses	14.22	0.83
Membership Fees	2.76	0.27
Miscellaneous Expenses	1.28	0.37
Motor Car Expenses	3.28	1.75
Ocean Freight	31.69	37.52
Office Expenses	9.08	5.41
Office Rent	5.86	2.00
Installation Charges	0.23	-
Pocket HRMS Cost	1.21	-
Packing Material	170.41	101.04
Petrol Expenses	0.26	0.46
Penalty paid	0.25	1.03
Postage & Courier Expenses	4.65	2.64
Preliminary Expenses Written Off	-	5.76
Printing & Stationery Expenses	10.19	5.01
Processing fees	4.73	0.15
Professional Fees	34.41	18.09
Rate Difference	(1.36)	8.06
Reimbursement of Expenses	0.36	-
ROC Filing fees	19.17	2.64

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024
Note 29: OTHER EXPENSES (Continued)
INR in Lakh

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Room Rent	3.60	2.42
Rounding Exp	0.00	-
Supervision Fees	1.00	-
Sales Promotion Expense	0.11	-
SAP Software Expenses	0.60	1.79
Security Service Charges	7.97	5.89
Software Exp	3.42	1.20
Stamp For Franking	1.33	6.00
Store Consumption Expenses	34.01	20.87
Subscription Fees	9.71	6.71
Telephone Expenses	1.17	0.74
Transportation Expense	66.72	25.03
Travelling Expenses	23.12	13.22
VISA Fees	0.06	0.55
Website Hosting Charges-Shish Cart	0.55	-
Write Off Expenses	-	3.53
Payments to the auditor as		
a. auditor	3.25	1.75
b. for taxation matters	-	-
c. for company law matters	-	-
d. for management services	-	-
e. for other services	-	-
f. for reimbursement of expenses	-	-
TOTAL	1,093.81	767.73

Note 30: SEGMENT REPORTING

The company is primarily engaged in the business of Corrugated Plastic Sheets, which constitute a single reportable segment in accordance with Ind AS 108 – “Segment Reporting”.

Note 31: RELATED PARTY TRANSACTIONS
INR in Lakh

(a) The related parties where control exists are the subsidiaries, step-down subsidiaries, joint ventures and the partnership firms. There are no other parties over which the Company has control.

(b) Related parties where control / significant influence exists or with whom transactions have taken place during the year:

Name of Party	Relation
Mr. Satishkumar Maniya	Managing Director
Mr. Rameshbhai Kakadiya	Whole time Director
Mr. Nishit Rameshbhai Lakhani	Chief Financial Officer
Mrs. Vibha Khandelwal	Company Secretary (upto November 30, 2023)
Ms. Suman Jat	Company Secretary (with effect from December 15, 2023)
Mrs. Nitaben Satishkumar Maniya	executive Director
Mr. Rajesh Mepani	Independent Directors
Mr. Rasik Govindbhai Bharodia	
Mr. Nareshkumar Parshottambhai Lakhani	
Shish Jewels Private Limited	Enterprise over which key managerial personnel or close member of their family exercise control
Dunnage Bag Private Limited	
Interstar Polyfab Private Limited (w.e.f. September 20, 2023)	
Growder Technovatives Private Limited	
Truth Jewels Inc.	

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024
(a) Transactions with Related Parties:
INR in Lakh

Name of Related Parties	Particulars	For the Year ended on March 31, 2024	For the Year ended on March 31, 2023
Shish Jewels Private Limited	Sales	0.02	2.74
Dunnage Bag Private Limited	Sales	60.68	5.00
	Purchase	122.82	1.54
	Loans Given	23.95	-
	Interest Income on Loan	0.02	-
Growder Technovative Private Limited	Investment	-	20.00
	Sales	14.07	
Truth Jewels Inc.	Loan Given	-	2.47
Interstar Polyfab Private Limited	Sales	619.07	-
	Purchase	496.80	-
	Loans Given	1,079.52	-
	Loans Repaid	281.00	-
	Interest Income on Loan	50.17	-
Satishbhai Maniya	Rent	1.80	1.80
	Remuneration	18.00	18.00
	Unsecured Loan Accepted	55.43	15.49
	Unsecured Loan Repaid	60.43	15.49
Rameshbhai Kakadiya	Rent	5.80	1.80
	Remuneration	18.00	18.00
Nitaben Satishbhai Maniya	Sitting Fees	-	0.18
	Remuneration	15.00	-
Rajesh Mepani	Sitting Fees	0.30	0.18
Rasik Govindbhai Bharodia	Sitting Fees	0.30	0.18
Nareshkumar Parshottambhai Lakhani	Sitting Fees	0.30	0.18
Nishit Lakhani	Salary	14.40	8.80
	Loan Given	4.00	-
	Reimbursement of Expenses	21.17	-
Vibha Khandelwal	Salary	1.61	2.01
Suman Jha	Salary	0.72	-

(b) Outstanding Balance of Related Parties Transactions:
INR in Lakh

Name of Related Parties	Particulars	As at March 31, 2024	As at March 31, 2023
Shish Jewels Private Limited	Trade Receivable	0.004	-
Growder Technovations Private Limited	Investments	20.00	20.00
	Trade Receivable	13.39	-
Dunnage Bag Private Limited	Trade Payable	48.32	20.07
	Loan Given	23.97	-
	Trade Receivable	1.30	-
Truth Jewels Inc.	Loans Given	-	2.47
Interstar Polyfab Private Limited	Trade Receivable	174.66	-
	Loans Given	931.44	-
	Advance Given against Purchase	0.22	-
Satishbhai Maniya	Loans Received	-	5.00
	Trade Payable	3.76	7.00
	Remuneration Payable	15.66	4.47
Rameshbhai Kakadiya	Trade Payable	5.22	7.00
	Remuneration Payable	15.66	6.07
	Security Deposit	800.00	-
Nitaben Satishbhai Maniya	Remuneration Payable	13.54	-
	Sitting Fees Payable	-	0.69
Rajesh Mepani	Sitting Fees Payable	0.27	0.71
Nishit Lakhani	Salary Payable	1.20	-
	Loans Given	4.00	-
Rasik Govindbhai Bharodia	Sitting Fees Payable	0.27	0.71
Nareshkumar Parshottambhai Lakhani	Sitting Fees Payable	0.27	0.49
Vibha Khandelwal	Salary Payable	-	0.03
Suman Jat	Salary Payable	0.18	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

Note 32: LEASES

Assets taken on lease where the company acquires substantially the entire risks and rewards incidental to ownership are classified as finance leases. The amount recorded is the lesser of the present value of minimum lease rental and other incidental expenses during the lease term or the fair value of the assets taken on lease. The rental obligations, net of interest charges, are reflected as secured loans. Leases that do not transfer substantially all the risks and rewards of ownership are classified as operating leases and recorded as expense as and when the payments are made over the lease term. Any advance payments of operating leases is recognized as an expense over the economic useful life of the asset under lease.

The assets taken on lease by the Company includes leasehold land, and Staff Quarters taken from GIDC on future lease payments. The total of future minimum lease payments under non-cancellable operating leases for each of the following periods are as shown below:

INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Not Later than 1 year	15.60	3.60
Later than 1 year and not later than 5 years	55.80	11.40
Beyond 5 Years	236.00	-

Note 33: EARNING PER SHARE

The basic earnings per share ("EPS") is computed by dividing the net profit after tax for the year by the weighted average number of equity shares outstanding during the year. For the purpose of calculating diluted earnings per share, net profit after tax for the year and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares. The dilutive potential equity shares are deemed converted as of the beginning of the period, unless they have been issued at a later date. The company presents basic and diluted EPS from continuing and discontinuing operations separately.

INR in Lakh except Earnings per share

Particulars	As At March 31, 2024	As At March 31, 2023
Earnings		
Total Comprehensive Income for the period	800.43	677.87
Total Income from Discontinued Operation for the period	Nil	Nil
Equity Shares		
No. of shares at the beginning of the year	1,10,63,943	1,05,40,000
Additional allotment of shares during the year	2,39,43,206	5,23,943
Weighted Average No. of shares during the year - Basic	2,70,28,930	1,05,60,096
Weighted Average No. of shares during the year - Diluted*	2,70,28,930	1,05,60,096
Earnings Per Share for Continuing operation		
Earnings per share of par value INR 10 - Basic	2.96	6.42
Earnings per share of par value INR 10 - Diluted	2.96	6.42
Earnings Per Share for Discontinued operation		
Earnings per share of par value INR 10 - Basic	Nil	Nil
Earnings per share of par value INR 10 - Diluted	Nil	Nil
Earnings Per Share for Continuing + Discontinued Operation		
Earnings per share of par value INR 10 - Basic	2.96	6.42
Earnings per share of par value INR 10 - Diluted	2.96	6.42

* As per Para 30-31 of Ind AS - 33 (Earning Per Share)

Note 34: DEFERRED TAX ASSET / LIABILITY

During the current year, the company has recognised an Increase in deferred tax asset, on account of temporary difference for taxation. Accordingly, a deferred tax Asset has been increased by an amount of INR 1.62 Lakh from the existing deferred tax asset balance considering the principle of prudence as per Para 16-18 & 58 of AS - 12 (Income Taxes).

Computation of Deferred Tax Asset/Liability:
INR in Lakh

Factors creating Deferred Tax Asset/Liability	Temporary Differences	Increases Deferred Tax Liability by
Depreciation as per Companies Act, 2013	143.69	
Depreciation as per Income Tax Act, 1961	137.25	
Temporary Difference & Resultant Deferred Tax (Liability)/Asset	6.44	1.62
Add: Opening Balance of Deferred Tax (Liability)/Asset		14.80
Total Deferred Tax (Liability) / Asset as on March 31, 2024		16.42

Deferred Tax Liability have been created at the prevailing rates of Income Tax on timing differences.

Note 35: CONTINGENT LIABILITIES AND COMMITMENTS

The Company has given Corporate Guarantee to its Wholly Owned Subsidiary Company i.e. M/s Shish Polylam Pvt. Ltd. against Term Loan having closing balance as on F.Y. 2023-24 of Rs. 154.55 Lakhs.

The Company has given Corporate Guarantee against term loan of M/s Interstar Polyfab Private Limited which is a Manufacturing Company doing backward integration work of Shish Industries Limited and having closing balance of term loan as on F.Y. 2023-24 of Rs. 812.30 Lakhs.

The company has pending litigation in GST department for FY 2021-22 amounting to INR 27.31 Lakh.

Note 36: DISCLOSURES AS REQUIRED UNDER THE MICRO, SMALL AND MEDIUM ENTERPRISES DEVELOPMENT ACT, 2006 (MSMED ACT):
INR in Lakh

Particulars	As At March 31, 2024	As At March 31, 2023
Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	120.98	262.17
Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	-	-
Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during year	-	-
Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
Interest due and payable towards suppliers registered under MSMED Act, for payments already made	-	-

The above information disclosure regarding Trade Payables of Micro, Small and Medium Enterprises is made by the Management as per information from suppliers' regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and relied upon by Auditors.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024
Note 37: Trade Receivable Ageing Schedule
As at March 31, 2024
INR in Lakh

Particulars	Outstanding for following periods from Due Date of Payment					Total
	Less than 6 months	6 months - 1 year	1 - 2 Years	2 - 3 Years	More than 3 years	
Undisputed Trade Receivables- Considered Good	1,645.39	27.01	54.60	-	-	1,726.99
Undisputed Trade Receivables- which have significant increase in Credit Risk	-	-	-	-	-	-
Undisputed Trade Receivables- Credit Impaired	-	-	-	-	-	-
Disputed Trade Receivables- Considered Good	-	-	-	-	-	-
Disputed Trade Receivables- which have significant increase in Credit Risk	-	-	-	-	-	-
Disputed Trade Receivables- Credit Impaired	-	-	-	-	-	-
TOTAL	1,645.39	27.01	54.60	-	-	1,726.99

As at March 31, 2023
INR in Lakh

Particulars	Outstanding for following periods from Due Date of Payment					Total
	Less than 6 months	6 months - 1 year	1 - 2 Years	2 - 3 Years	More than 3 years	
Undisputed Trade Receivables- Considered Good	1,570.67	331.88	37.47	-	-	1,940.03
Undisputed Trade Receivables- which have significant increase in Credit Risk	-	-	-	-	-	-
Undisputed Trade Receivables- Credit Impaired	-	-	-	-	-	-
Disputed Trade Receivables- Considered Good	-	-	-	-	-	-
Disputed Trade Receivables- which have significant increase in Credit Risk	-	-	-	-	-	-
Disputed Trade Receivables- Credit Impaired	-	-	-	-	-	-
TOTAL	1,570.67	331.88	37.47	-	-	1,940.03

Note 38: Trade Payables Ageing Schedule
As at March 31, 2024
INR in Lakh

Particulars	Outstanding for following periods from Due Date of Payment				Total
	Less than 1 Years	1 - 2 Years	2 - 3 Years	More than 3 years	
MSME	120.18	0.80	-	-	120.98
Others	619.64	32.97	-	-	652.61
Disputed Dues - MSME	-	-	-	-	-
Disputed Dues - Others	-	-	-	-	-
TOTAL	739.82	33.77	-	-	773.59

As at March 31, 2023
INR in Lakh

Particulars	Outstanding for following periods from Due Date of Payment				Total
	Less than 1 Years	1 - 2 Years	2 - 3 Years	More than 3 years	
MSME	259.13	3.04	-	-	262.17
Others	471.04	17.81	-	-	488.85
Disputed Dues - MSME	-	-	-	-	-
Disputed Dues - Others	-	-	-	-	-
TOTAL	730.17	20.85	-	-	751.03

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

Note 39: Accounting Ratios

Financial Ratios	Numerator	Denominator	March 31, 2024	March 31, 2023	% Variance	Reason for Variance
Current Ratio (in times)	Current assets	Current liabilities	2.78	2.50	11.13%	Current Ratio has slightly increased due to decrease in liabilities.
Debt Equity Ratio (in times)	Debt consists of borrowings & lease liabilities	Total Shareholder's Equity	0.22	0.27	(17.68%)	Due to increase in lease liability ratio has decreased.
Debt Service Coverage Ratio	Earnings available for debt service	Total Financial Expense and Debt	1.05	1.10	(4.42%)	Due to increase in borrowings ratio has decreased.
Return on Equity Ratio (in %)	Profit for the year	Average Shareholder's Equity	16.89%	25.93%	(34.86%)	Due to increase in the Shareholders fund, the Ratio Decreased
Inventory Turnover Ratio (in times)	Gross Revenue from sale of products and services	Average Inventories	6.67	7.35	(9.29%)	Ratio has been slightly decreased due to increase in total average inventories.
Trade Receivables Turnover ratio (in times)	Gross Revenue from sale of products and services	Average Trade receivables	4.68	4.86	(3.78%)	Ratio decreased due to increase in Revenue as compared to increase in Trade receivables.
Trade Payables Turnover ratio (in times)	COGS + Other Expenses - Non-Cash Expenditure	Average Trade payables	9.14	10.21	(10.52%)	Due to decrease in COGS as compared to increase in Trade payable, the Ratio decreased
Net Capital Turnover ratio (in times)	Gross Revenue from sale of products and services	Working Capital (Current Assets-Current liabilities)	2.00	2.52	(20.48%)	Due to increase in current ratio, the ratio decreased.
Net Profit Ratio (in %)	Profit for the year	Gross Revenue from sale of products and services	9.34%	9.89%	(5.61%)	Net Profit Margin has been Decreased due to increase in Costs compared to Increase in Revenue.
Return on Capital Employed (in %)	Profit before interest and taxes	Capital employed	20.17%	21.50%	(6.18%)	Due to increase in Shareholder's fund Compared to the Net Profit Margin, the Ratio Decreased
Return on Investment (in %)	Income from Investments	Time weighted average Investments	7.09%	0.00%	100.00%	Increase in ratio because there was no investment in the last year.

Note 40: Financial Risk Management

Shish Industries Limited continues to deploy a well-articulated risk management framework. This is based upon a three-tiered approach encompassing (i) enterprise risks, (ii) process risks, and (iii) compliance risks.

- Enterprise risk: The Company continue to evaluate the risk and also ensures that the mitigation processes are in place.
- Process risk management involves assurances by the Company's Management regarding the effectiveness of business and financial controls and processes in all key activities across the various business processes.
- Compliance risk management comprises a detailed mechanism of assurances with respect to adherence of all laws and regulations, with a comprehensive reporting process that cascades upwards from the accountable business line executives to Shish Industries Limited's Audit Committee and then on to the Board of Directors.

The outcomes of business review meetings conducted by management regarding processes and their compliance, as well as observations of the Audit Committee and the Board of Directors are continuously incorporated to capture new risks and update the existing ones. All three dimensions of Group's Risk Management framework are reviewed annually for their relevance and modifications, as required. The risk management process, including its tracking and adherence, is substantially enabled for greater consistency and better reporting capabilities.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024
Note 41: Fair Value Measurements
INR in Lakh

Particulars	As at March 31, 2024			As at March 31, 2023		
	Amortized Cost	FVTPL	FVTOCI	Amortized Cost	FVTPL	FVTOCI
Assets Measured at						
Investments	38.13	-	-	20.00	-	-
Trade receivables	189.36	-	-	-	-	-
Cash and Cash Equivalents	11.94	-	-	1,092.55	-	-
Other Bank Balances	661.28	-	-	6.08	-	-
Loans	956.24	-	-	12.03	-	-
Other Financial Assets	899.33	-	-	25.15	-	-
TOTAL	2,756.28	-	-	1,155.81	-	-
Liabilities Measured at						
Borrowings (including Current Maturities of Non-Current Borrowings)	1,085.65	-	-	782.25	-	-
Trade Payables	773.59	-	-	751.03	-	-
Other Financial Liabilities	-	-	-	0.00	-	-
TOTAL	1,859.24	-	-	1,533.28	-	-

Fair value hierarchy

The fair value of financial instruments as referred to in note below has been classified into three categories depending on the inputs used in the valuation technique. The hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities [Level 1 measurements] and lowest priority to unobservable inputs [Level 3 measurements].

The categories used are as follows:

Level 1: Quoted prices for identical instruments in an active market;

Level 2: Directly (i.e. as prices) or indirectly (i.e. derived from prices) observable market inputs, other than Level 1 inputs; and

Level 3: Inputs which are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a net asset value or valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

Note 42: DISCLOSURE AS PER REGULATION 34(3) READ WITH PARA A OF SCHEDULE V OF THE SEBI (LISTING OBLIGATION AND DISCLOSURES REQUIREMENTS) REGULATION, 2015 AND SECTION 186(4) OF COMPANIES ACT, 2013:

Particulars	Balance as on March 31, 2024			Balance as on March 31, 2023		
	Amount in Lakhs	% of total Loan	Maximum Amount Outstanding during the Year	Amount in Lakhs	% of total Loan	Maximum Amount Outstanding during the Year
Current Financial Assets – Loan						
Loan to Other Parties						
Interstar Polyfab Private Limited	931.44	97.49	1,176.85	9.56	100.00	40.02
Dunnage Bag Private Limited	23.97	2.51	23.97	-	-	-
TOTAL	955.41	100.00	1,200.82	9.56	100.00	40.02
Non-Current Investment						
Investment in Other Parties						
Growder Technovation Private Limited	20.00	52.46	20.00	20.00	100.00	20.00
Investment in Equity shares	18.13	47.54	18.13	-	-	-
TOTAL	38.13	100.00	38.13	20.00	100.00	20.00
Corporate Guarantee Given to Others						
Interstar Polyfab Private Limited	812.30	100.00	812.30	891.09	100.00	891.09
TOTAL	812.30	100.00	812.30	891.09	100.00	891.09

The Loan given to Interstar Polyfab Private Limited is unsecured and repayable on demand. Moreover, the Company is charging interest at 12.00% per annum on running outstanding balance of the loan. Corporate Guarantee has been issued in favour of Standard Chartered Bank to secure the financial facilities availed by Interstar Polyfab Private Limited. Unsecured Loan given and Financial Facilities availed from Standard Chartered Bank have been utilized by Interstar Polyfab Private Limited for its business purpose only.

The Loan given to Dunnage Bag Private Limited is unsecured and repayable on demand. Moreover, the Company is charging interest at 9.50% per annum on running outstanding balance of the loan. Unsecured Loan given have been utilized by Dunnage Bag Private Limited for its business purpose only.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024
Note 43: ADDITIONAL INFORMATION AS REQUIRED UNDER SCHEDULE III TO THE COMPANIES ACT, 2013 FOR CONSOLIDATED FINANCIAL STATEMENTS:
As on 31-03-2024
Amount INR in Lakh

Name of the Company	Net assets i.e. Total assets minus total liabilities		Share in profit or loss		Share in Other Comprehensive income		Share in total Comprehensive income	
	Amount	As % of consolidated net assets	Amount	As % of consolidated net profit	Amount	As % of consolidated OCI	Amount	As % of consolidated total income
Parent – Indian								
Shish Industries Limited	5,909.52	98.62	843.20	105.34	-	-	843.20	104.90
Subsidiary – Indian								
Shish Polylam Private Limited	254.21	4.24	110.52	13.81	-	-	110.52	13.75
Shish Global Solutions Private Limited	-138.81	-2.32	-137.60	-17.19	-	-	(137.60)	(17.12)
Varni wood & Packaging Private Limited	2.14	0.04	2.14	0.27	-	-	2.14	0.27
Subsidiary – Foreign								
Greenenergy International Inc.	-34.68	-0.58	-17.83	-2.23	3.39	100.00	(14.44)	(1.80)
Non-Controlling Interest in all subsidiaries								
Associates	-	-	-	-	-	-	-	-
Joint Venture	-	-	-	-	-	-	-	-
TOTAL	5992.38	100.00	800.43	100.00	3.39	100.00	803.82	100.00

As on 31-03-2023
Amount INR in Lakh

Name of the Company	Net assets i.e. Total assets minus total liabilities		Share in profit or loss		Share in Other Comprehensive income		Share in total Comprehensive income	
	Amount	As % of consolidated net assets	Amount	As % of consolidated net profit	Amount	As % of consolidated OCI	Amount	As % of consolidated total income
Parent – Indian								
Shish Industries Limited	3,362.51	96.49	573.19	84.56	-	-	573.19	84.56
Subsidiary – Indian								
Shish Polylam Private Limited	143.68	4.12	126.09	18.60	-	-	126.09	18.60
Shish Global Solutions Private Limited	-1.21	-0.03	-1.21	-0.18	-	-	(1.21)	-0.18
Subsidiary – Foreign								
Greenenergy International Inc.	-20.22	-0.58	-20.22	-2.98	-	-	(20.22)	-2.98
Non-Controlling Interest in all subsidiaries								
Associates	-	-	-	-	-	-	-	-
Joint Venture	-	-	-	-	-	-	-	-
TOTAL	3484.75	100.00	677.87	100.00	0.00	0.00	677.87	100.00

Note 44: DETAILS OF LOANS & ADVANCES GIVEN BY THE COMPANY TO ULTIMATE BENEFICIARIES DURING F.Y. 2023-24:

Particulars	Amount in Lakhs	Date of Payment	Name of Intermediary	Name of Ultimate Beneficiaries
Loan to Third Party Company	23.97	31-03-2024	Dunnage Bag Private Limited	Dunnage Bag Private Limited
Loan to Third Party Company	931.44	31-03-2024	Interstar Polyfab Private Limited	Interstar Polyfab Private Limited

Note:

In the above table loans given during the year have been considered. The opening balance of loans given is not considered. If the company has given loans to intermediaries during the year and intermediary has fully repaid the loan during the year than such transactions are not included. If intermediary has partly repaid the loan, then only the net loan given is taken into consideration. The company has not given any funds to any foreign entities.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

Note 45: ADDITIONAL REGULATORY INFORMATION

- A. The Group does not have any investment property.
- B. The Group has not revalued its Property, Plant and Equipment (including Right-of-Use Assets) and Intangible assets.
- C. Except Loan given to related parties there are no other loans or advances in the nature of loans that are granted to Promoters, Directors, KMPs and their related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are outstanding as on 31 March 2024::
- repayable on demand; or
 - without specifying any terms or period of repayment;

INR in LAKH

Type of Borrower	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans
Promoters	-	0
Directors	-	0
KMPs	-	0
Related Parties	955.41	100.00%

- D. There are no Intangible assets under development as on March 31, 2024.
- E. No proceedings have been initiated or pending against the Group for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.
- F. The Company is not declared willful defaulter by any bank or financial institution or other lender.
- G. The company has not undertaken any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956
- H. On 07th March, 2024, the Board of Directors of the Company approved to issue, offer and allot upto 6,70,700 Equity shares on preferential basis having face value of INR 10 each at an issue price of INR 120.05 per equity share [including premium of INR 110.05 per equity share] aggregating to INR 805.18 Lakhs. Further, the Board of Directors of the Company also approved to issue, offer and allot up to 36,00,000 (Thirty Six Lakh only) Fully Convertible Equity Warrants, each convertible into or exchangeable for, one fully paid up equity share of the company having face value of INR 10 each at an issue price of INR 120.05 [including premium of INR 110.05 per equity share] aggregating to INR 4321.80 Lakhs and the same was approved by the members in EOGM on 06th April, 2024. The allotment is subject to subscription received.
- I. No charges or satisfaction of charges are yet to be registered with Registrar of Companies beyond the statutory period.
- J. The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.
- K. No Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.
- L. The company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- M. The company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall 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.
- N. No transactions has been surrendered or disclosed as income during the year in the tax assessment under the Income Tax Act, 1961. There are no such previously unrecorded income or related assets.
- O. The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- P. The Company does not have any Immovable Properties which is not held in its name.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

Q. Borrowings from banks or financial institutions on the basis of security of current assets.

The material differences in amount of quarterly statement / return filed with Bank and as per books of accounts as given below:

Holding Company

(INR in Lakh)

Quarter	Bank Name	Particulars of Securities Provided	Amount as per Books	Amount Reported in Quarterly Statement filed with Bank	Amount of Difference	Reason for Material Difference
June, 2023	Standard Chartered Bank	Stock	782.48	782.48	-	Note No. 1 below
June, 2023	Standard Chartered Bank	Trade Payables	279.68	268.06	(11.62)	Note No. 1 below
June, 2023	Standard Chartered Bank	Trade Receivables	1,827.48	1,665.15	(162.33)	Note No. 1 below
September, 2023	Standard Chartered Bank	Stock	895.87	1,134.13	238.26	Note No. 1 below
September, 2023	Standard Chartered Bank	Trade Payables	424.31	219.97	(204.34)	Note No. 1 below
September, 2023	Standard Chartered Bank	Trade Receivables	1,851.83	1,606.240	(245.41)	Note No. 1 below
December, 2023	Standard Chartered Bank	Stock	847.23	847.23	-	Note No. 1 below
December, 2023	Standard Chartered Bank	Trade Payables	397.61	186.92	(210.69)	Note No. 1 below
December, 2023	Standard Chartered Bank	Trade Receivables	1,681.80	937.61	(744.19)	Note No. 1 below
March, 2024	Standard Chartered Bank	Stock	1,222.79	1,222.79	-	Note No. 1 below
March, 2024	Standard Chartered Bank	Trade Payables	771.60	234.51	(537.09)	Note No. 1 below
March, 2024	Standard Chartered Bank	Trade Receivables	1,883.04	1,268.17	(614.87)	Note No. 1 below

Note on Explanation for difference in amount as per Books of accounts and amount reported in quarterly statement / return filed with bank:

- The difference between amounts as per books of accounts and amounts reported in quarterly statement filed with bank is because stock statements are filed with bank before updation / finalization of accounts for quarterly limited review / audit of the accounts and the figures as per Stock statements are exclusive of the Amounts receivable/payable to subsidiaries as per bank policy. Hence, Certain Discrepancies are there in Trade Receivables, Trade Payables and Stock filed with the bank.

Note 46: CORPORATE SOCIAL RESPONSIBILITY (CSR)

(INR in Lakh)

Particulars	As at March 31, 2024	As at March 31, 2023
(a) amount required to be spent by the Company during the year	8.27	-
(b) amount of expenditure incurred	-	-
(I) Construction/acquisition of any asset	-	-
(II) On purposes other than (i) above	10.56	-
(c) shortfall at the end of the year	-	-
(d) total of previous years shortfall	-	-
(e) Liabilities under Contractual Obligations for CSR	-	-
(f) Details of Related party transactions	-	-
(g) reason for shortfall	Not Applicable	-
(h) Nature of CSR Activities	Promotion of Education and relief to poor & Disabled	-

Note 47: COMPARATIVE FIGURES

Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

As Per Our attached report of even date
For K P C M & Co.
Chartered Accountants
Firm Reg. No. 0117390W

CA Kanaiya Asawa
Partner
Membership No.: 103498
UDIN: 24103498BKFIGJ5353

Place: Surat **Date:** April 18, 2024

For, Shish Industries Limited

Satishkumar Maniya
Chairman & Managing Director
DIN: 02529191

Nishit Lakhani
Chief Financial Officer

Place: Surat

Rameshbhai Kakadiya
Whole-Time Director
DIN: 07740518

Suman Jat
Company Secretary

Date: April 18, 2024

NOTICE OF 7TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Seventh (7th) Annual General Meeting (AGM) of the Members of Shish Industries Limited will be held on Friday, September 27, 2024 at 12.00 Noon IST through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following businesses:

ORDINARY BUSINESSSES:

- To consider and adopt (a) the audited standalone financial statement of the Company for the financial year ended March 31, 2024 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 March 31, 2024 and the report of Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolutions as **Ordinary Resolutions**.
 - "RESOLVED THAT** the audited standalone financial statement of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."
 - "RESOLVED THAT** the audited consolidated financial statement of the Company for the financial year ended March 31, 2024 and the report of Auditors thereon, as circulated to the members, be and are hereby considered and adopted."
- To appoint a Director in place of Mr. Satishkumar Dayabhai Maniya (DIN 02529191), who retires by rotation and being eligible, seeks re-appointment.

Explanation: Based on the terms of appointment, executive directors and non-executive directors are subject to retirement by rotation. Mr. Satishkumar Dayabhai Maniya (DIN 02529191), who was Chairman and Managing Director for the current term, and is the longest-serving member on the Board, retires by rotation and, being eligible, seeks re-appointment.

To the extent that Mr. Satishkumar Dayabhai Maniya (DIN 02529191) is required to retire by rotation, he would need to be reappointed as such. Therefore, shareholders are requested to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT, pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of the members of the Company be and is hereby accorded for the reappointment of Mr. Satishkumar Dayabhai Maniya (DIN 02529191) as such, to the extent that he is required to retire by rotation."

Registered office:

TP No.4, RS No.11 Paiki, 12-13 B, Paiki
 Plot C 1st Floor of 11, 12 Suryapur Mill
 Compound, Varachha Road, Surat-
 395006, Gujarat, India

Date: September 03, 2024

Place: Surat

Important Notes:

- The Ministry of Corporate Affairs ("MCA") has vide its General Circular nos. 14/2020 and 17/2020 dated April 8, 2020 and April 13, 2020 respectively, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Act and the rules made thereunder on account of the threat posed by COVID-19", General Circular no. 20/2020, 02/2021, 21/2021, 02/2022, 10/2022, 11/2022 and 09/2023 dated May 5, 2020, January 13, 2021, December 14, 2021, May 05, 2022, December 28, 2022 and September 25, 2023 respectively in relation to "Clarification on holding of AGM through video conferencing (VC) or other audio visual means (OAVM)", (collectively referred to as "MCA Circulars") and The Securities and Exchange Board of India ("SEBI") also issued Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/PoD-2/P/ CIR/2023/4 dated January 5, 2023 and Circular No. SEBI/ HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 (hereinafter together referred as "Circulars"), has permitted the Companies to conduct the AGM through VC/OAVM and the requirement of Regulation 44(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015

- To re-appoint M/s. K P C M & Co., Chartered Accountants, Surat (FRN: 117390W) as statutory auditors of the Company and to fix their remuneration.

Explanation: M/s. K P C M & Co., Chartered Accountants, Surat (FRN: 117390W) were appointed as Statutory Auditors of the Company at the Annual General Meeting of the Company held on September 28, 2019, for a term of five consecutive years. Their present term is expiring at the ensuing Annual General Meeting of the Company.

In terms of provision of Section 139(2) of the Companies Act, 2013, M/s. K P C M & Co., Chartered Accountants, Surat (FRN: 117390W) may be re-appointed for further period of 4 (four) years i.e. from the conclusion of 7th Annual General Meeting of the Company till 11th Annual General Meeting of the Company. The Company has received written consent from M/s. K P C M & Co., Chartered Accountants, Surat (FRN: 117390W) together with a certificate that their re-appointment, if made, will be in accordance with the conditions specified in Rule 4 of the Companies (Audit and Auditors) Rules, 2014.

It is further informed that the Audit Committee of the Board and Board of Directors have recommended their re-appointment. Therefore, shareholders are requested to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to Section 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof) and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, M/s. K P C M & Co., Chartered Accountants, Surat (FRN: 117390W) be and are hereby re-appointed as the Statutory Auditors of the Company for term of four consecutive years, who shall hold office from the conclusion of 7th Annual General Meeting of the Company till 11th Annual General Meeting of the Company to be held in the year 2028 on such remuneration as may be decided by the Board of Directors in consultation with the Statutory Auditors of the Company."

By order of the Board of Directors
 For, **SHISH INDUSTRIES LIMITED**
CIN: L25209GJ2017PLC097273

Satishkumar Maniya
Chairman and Managing Director
DIN 02529191

("Listing Regulations") is dispensed with temporarily. In compliance with these Circulars, the AGM of the Company is being conducted through VC/OAVM facility, which does not require the physical presence of members at a common venue. The detailed procedure for participation in the meeting through VC/OAVM is as per note no. 16 and available at the Company's website www.shishindustries.com. The deemed venue for the AGM shall be the Registered Office of the Company.

- The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the business under Item No. 3 of the Notice, is annexed hereto.
- Though, pursuant to the provisions of the Act, a Member is entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf, since this AGM is being held pursuant to the Circular No. 14/2020 dated April 8, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
- The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5. Since the AGM will be held through VC/OAVM, the route map of the venue of the Meeting is not annexed hereto.
6. The relevant details, pursuant to Regulations 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard II on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking re-appointment at this Annual General Meeting ("AGM") is also annexed.
7. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
8. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or governing body Resolution/Authorization etc., authorizing its representative to attend the Annual General Meeting through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through their registered email address to csanandlavingia@gmail.com with copies marked to the Company at compliance@shishindustries.com and to National Securities Depository Limited (NSDL) at evoting@nsdl.com
9. In line with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020 read with Circular dated January 15, 2021, the Notice of AGM along with Annual Report 2023-24 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Member may note that Notice and Annual Report 2023-24 has been uploaded on the website of the Company at www.shishindustries.com. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL i.e. www.evoting.nsdl.com.
10. In case of joint holders attending the AGM together, only holder whose name appearing first will be entitled to vote.
11. Members seeking any information with regard to the accounts or any matter to be placed at the AGM or who would like to ask questions or registered themselves as Speaker, are requested to write to the Company mentioning their name demat account number/folio number, email id, mobile number at compliance@shishindustries.com on or before September 19, 2024 so as to enable the management to keep the information ready. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
12. Those shareholders who have not yet registered their e-mail address are requested to get their e-mail addresses submitted, by following the procedure given below;
 - (a) In case shares are held in physical mode, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to compliance@shishindustries.com.
 - (b) In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to compliance@shishindustries.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
 - (c) Alternatively, member may send an e-mail request to evoting@nsdl.com for obtaining User ID and Password by proving the details mentioned in Point (a) or (b) as the case may be.
13. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held in electronic form.
14. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members can contact their DP in case the shares are held in electronic form and to BSPL in case the shares are held in physical form.
15. Relevant documents referred to in the accompanying Notice calling the AGM are available on the website of the Company for inspection by the Members. The certificate from the Secretarial Auditor of the Company confirming the compliance of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 with respect to the Company's Employees Stock Option Scheme will also be available for inspection through electronic mode on the website of the Company.
16. **PROCESS AND MANNER FOR MEMBERS OPTING FOR VOTING THROUGH ELECTRONIC MEANS AND PARTICIPATING AT THE ANNUAL GENERAL MEETING THROUGH VC/OAVM:**
 - i. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations (as amended), and the Circulars issued by the MCA dated April 8, 2020, April 13, 2020, May 5, 2020 and SEBI Circular dated May 12, 2020, the Company is providing facility of remote e-voting to its Members in respect of the businesses to be transacted at the AGM. For this purpose, the Company has entered into an agreement with NSDL, as the Authorised e-voting agency for facilitating voting through electronic means. The facility of casting votes by a member using remote e-voting as well as e-voting system on the date of the AGM will be provided by NSDL.
 - ii. There being no physical shareholders in the Company, the Register of members and share transfer books of the Company will not be closed. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Friday, September 20, 2024, shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
 - iii. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. Friday, September 20, 2024, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or e-voting system on the date of the AGM by following the procedure mentioned in this part.
 - iv. The remote e-voting will commence on 9:00 A.M. on Tuesday, September 24, 2024 and will end on 5:00 P.M. on Thursday, September 26, 2024. During this period, the members of the Company holding shares as on the Cut-off date i.e. Friday, September 20, 2024 may cast their vote electronically. The members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by NSDL thereafter.
 - v. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.
 - vi. The voting rights of the members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off date i.e. Friday, September 20, 2024.
 - vii. The Company has appointed M/s. ALAP & CO. LLP, Practicing Company Secretaries (FRN: L2023GJ013900), to act as the Scrutinizer for remote e-voting as well as the e-voting on the date of the AGM, in a fair and transparent manner.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING

The remote e-voting period begins on Tuesday, September 24, 2024 at 09:00 A.M. and ends on Thursday, September 26, 2024 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, September 20, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being September 20, 2024.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

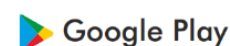
A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	- Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp - Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.
Individual Shareholders holding securities in demat mode with CDSL	- Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. - After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. - If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. - Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

NSDL Mobile App is available on



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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

- Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.

- A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

- Your User ID details are given below:

Manner of holding shares i.e. Your User ID is: Demat (NSDL or CDSL) or Physical

- | | |
|--|---|
| a) For Members who hold shares in demat account with NSDL. | 8 Character DP ID followed by 8 Digit Client ID
For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****. |
| b) For Members who hold shares in demat account with CDSL. | 16 Digit Beneficiary ID
For example if your Beneficiary ID is 12***** then your user ID is 12*****. |
| c) For Members holding shares in Physical Form. | EVEN Number followed by Folio Number registered with the company
For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001*** |
-
- Password details for shareholders other than Individual shareholders are given below:
 - If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email IDs are not registered.
 - If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - Physical User Reset Password? (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL
 - After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
 - Now, you will have to click on "Login" button.
 - After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

- After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
- Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
- Now you are ready for e-Voting as the Voting page opens.
- Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- Upon confirmation, the message "Vote cast successfully" will be displayed.

- You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

GENERAL GUIDELINES FOR SHAREHOLDERS

- Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csanandlavingia@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
- In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 or send a request to at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

- In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to compliance@shishindustries.com.
- In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to compliance@shishindustries.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
- Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

- In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

- The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
- Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
- The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

- Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
- Members are encouraged to join the Meeting through Laptops for better experience.
- Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

CONTACT DETAILS

Company	SHISH INDUSTRIES LIMITED TP No. 4, RS No. 11 Paiki, 12-13 B, Paiki Plot C 1st Floor of 11, 12, Suryapur Mill Compound, Varachha Road, Surat-395006, Gujarat Tel No.: +91 99251 70407; Email: compliance@shishindustries.com; Web: www.shishindustries.com
Registrar and Transfer Agent	BIGSHARE SERVICES PRIVATE LIMITED A-802, Samudra Complex, Near Klassic Gold Hotel, Off C.G Road, Navrangpura, Ahmedabad – 380 009 Tel No.: +91-79-4002 4135; Email: bssahd@bigshareonline.com; Web: www.bigshareonline.com
E-Voting Agency & VC / OAVM	Email: evoting@nsdl.com NSDL help desk 022 - 4886 7000
Scrutinizer	M/s. ALAP & CO. LLP, Practicing Company Secretaries - Mr. Anand S Lavingia Email: csanandlavingia@gmail.com; Tel No.: +91 79 3578 9144

Explanatory Statement

(pursuant to Section 102 (1) of the Companies Act, 2013 and pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the accompanying Notice dated September 03, 2024)

Item No. 3: To re-appoint M/s. K P C M & Co., Chartered Accountants, Surat (FRN: 117390W) as statutory auditors of the Company and to fix their remuneration.

As per the provisions of Companies Act, 2013 (hereinafter referred to as "the Act") and the relevant Rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), it is proposed to re-appoint M/s. K P C M & Co., Chartered Accountants, Surat (FRN: 117390W) as Statutory Auditors of the

Company whose term expires at the end of ensuing Annual General Meeting (AGM). The Audit Committee and Board of Directors of the Company have recommended the re-appointment of M/s. K P C M & Co., Chartered Accountants, Surat (FRN: 117390W) as Statutory Auditors of the Company for a second term of four (4) consecutive years from the conclusion of 7th AGM till the conclusion of 11th AGM of the Company. Additional information about Statutory Auditors pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations) is provided.

Details	Particulars
Proposed Fees payable to the Statutory Auditors	Up to INR 3.50 lakh per year from the financial year 2024-25 with authority to the Board to revise during the tenure of four (4) years, if required.
Terms of Appointment	For a term of four (4) consecutive years from the conclusion of 7 th AGM till the conclusion of 11 th AGM of the Company.
Basis of recommendation for appointment including the details in relation to and credentials of the Statutory Auditor(s) proposed to be appointed	M/s. K P C M & Co., Chartered Accountants is one of the leading firms of Chartered Accountants with their presence in Mumbai, Surat, Ahmedabad and Boisar. M/s. K P C M & Co., Chartered Accountants is a multi-disciplinary Audit Firm catering to various clients in diverse sectors. The range of services includes complex tasks of Accounting, Statutory and Tax Audits, All type of Bank Audits, Taxation, Internal Audits and Compliances. M/s. K P C M & Co., Chartered Accountants holds the 'Peer Review' certificate as issued by 'ICAI'

None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested financially or otherwise in this resolution set out at Item no. 3 of the Notice.

The Board accordingly recommends the Ordinary Resolution set out at Item No. 3 of the accompanying Notice for approval of the Members.

Registered office:

TP No.4, RS No.11 Paiki, 12-13 B, Paiki
Plot C 1st Floor of 11, 12 Suryapur Mill
Compound, Varachha Road, Surat-
395006, Gujarat, India

By order of the Board of Directors
For, **SHISH INDUSTRIES LIMITED**
CIN: L25209GJ2017PLC097273

Date: September 03, 2024
Place: Surat

Satishkumar Maniya
Chairman and Managing Director
DIN 02529191

DISCLOSURE UNDER REGULATION 36 (3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS-II ISSUED BY ICSI FOR ITEM NO. 2:

Name	Mr. Satishkumar Dayabhai Maniya
Date of Birth	May 26, 1981
Qualification	Bachelor of Commerce
Experience - Expertise in specific functional areas - Job profile and suitability	Mr. Satishkumar Dayabhai Maniya has more than 9 years of experience in the field of manufacturing of Plastic Corrugated Sheets. He has vast and deep experience in the field of various products like Addcor, Corrbbox, Glasstick, PP Box Pallet etc. His functional responsibility in the Company involves handling the overall operations of the Company including Client Relationships.
No. of Shares held as on March 31, 2024	1,14,82,650 Equity Shares
Terms & Conditions	There is no change or modifications in the Terms and Conditions.
Remuneration Last Drawn	Rupees 18.00 Lakhs
Remuneration sought to be paid	There is no change or modifications in the Terms and Conditions.
Number of Board Meetings attended during the Financial Year 2023-24	13 out of 15
Date of Original Appointment	May 11, 2017
Date of Appointment in current terms	April 1, 2022
Directorships held in public companies including deemed public companies	Shish Industries Limited; Shish Polylam Private Limited; Shish Global Solutions Private Limited; Dunnage Bag Private Limited; Interstar Polyfab Private Limited; Varni Wood & Paper Packaging Private Limited
Memberships / Chairmanships of committees of public companies*	Membership – 2 Committees
Inter-se Relationship with other Directors	Spouse of Mrs. Nitaben Maniya – Executive Director of the Company

* Includes only Audit Committee and Stakeholders' Grievances and Relationship Committee.

Registered office:

TP No.4, RS No.11 Paiki, 12-13 B, Paiki
Plot C 1st Floor of 11, 12 Suryapur Mill
Compound, Varachha Road, Surat-
395006, Gujarat, India

By order of the Board of Directors
For, **SHISH INDUSTRIES LIMITED**
CIN: L25209GJ2017PLC097273

Date: September 03, 2024

Place: Surat

Satishkumar Maniya
Chairman and Managing Director
DIN 02529191

2023-24



SHISH

Shish Industries Limited

15th Floor, Junomoneta Tower, Opp Pal RTO, Adajan, Surat, Gujarat - 395009

Website: www.shishindustries.com

Mob: +91 9825190407

Email: info@shishindustries.com