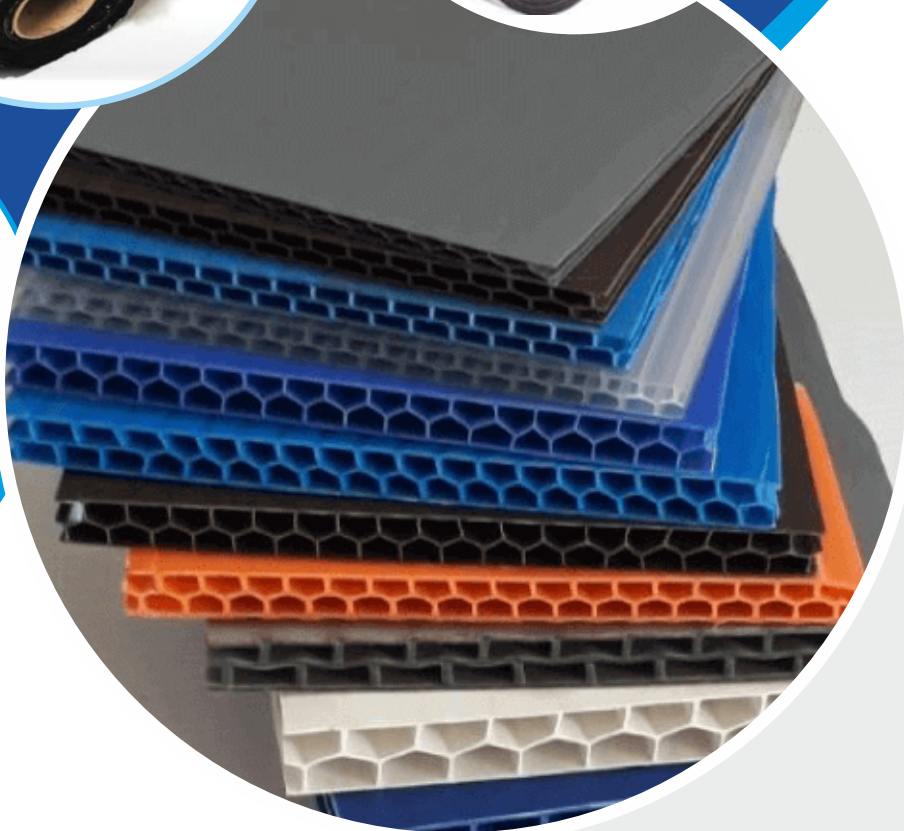
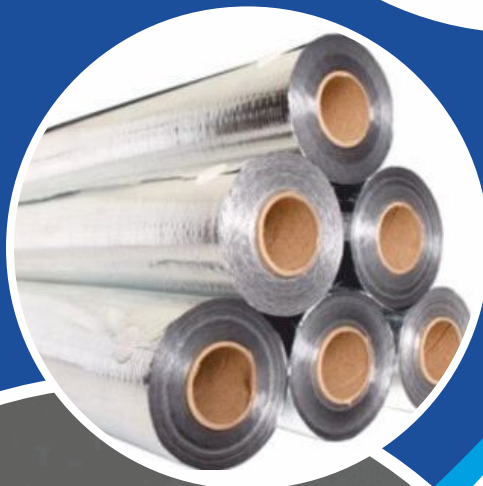


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**2021-22**  
ANNUAL REPORT





## Mission

Elevating The Stakeholders To  
The Next Level.

## Vision

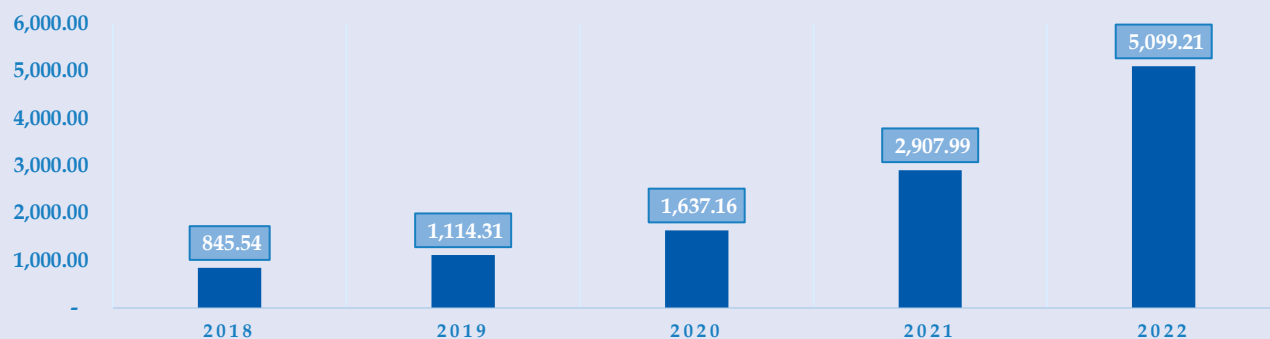
To Be A Global Leader & To Challenge The Existing Status  
Quo To Break Our Own Benchmark.

## FINANCIAL PERFORMANCE

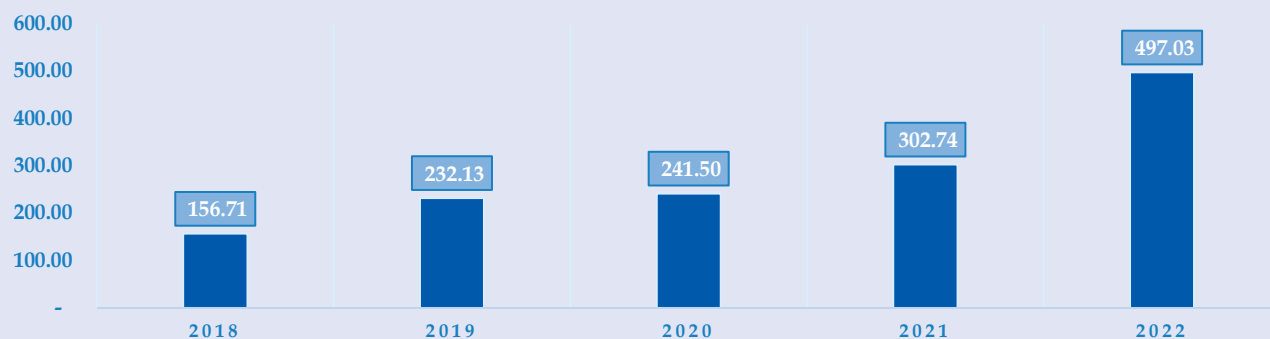
**SHISH INDUSTRIES LIMITED**

**CIN: L25209GJ2017PLC097273**

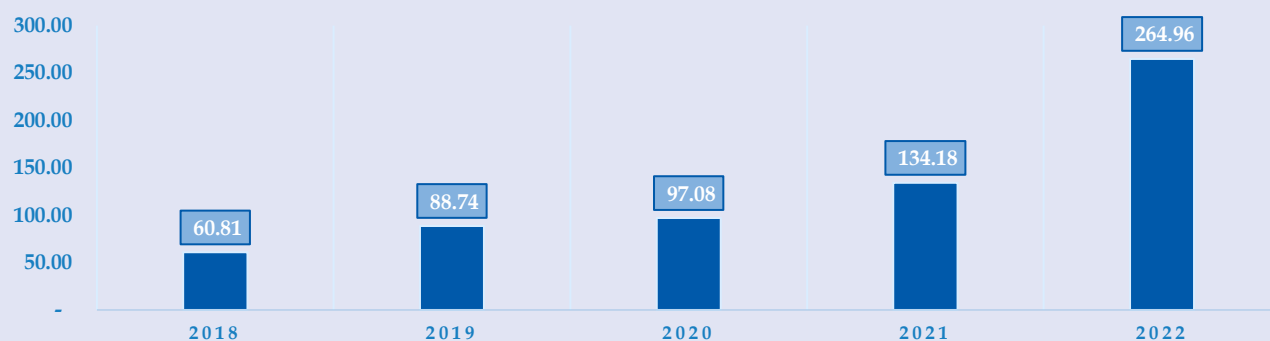
### TOTAL INCOME (IN LAKH)



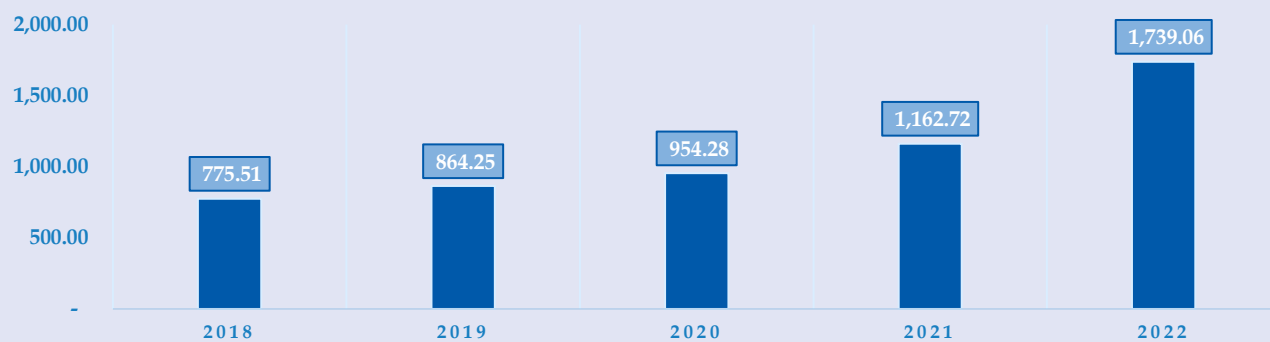
### EBITDA (IN LAKH)



### PAT (IN LAKH)



### NET WORTH (IN LAKH)



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**SHISH INDUSTRIES LIMITED**

**CIN: L25209GJ2017PLC097273**

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## 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     | Non-Executive Director         |
| Mr. Rajesh Mepani       | Independent Director           |
| Mr. Rasik Bharodia      | Independent Director           |
| Mr. Nareshkumar Lakhani | Independent Director           |

#### AUDIT COMMITTEE

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

#### CHIEF FINANCIAL OFFICER

Mr. Nishit Rameshbhai Lakhani

#### STAKEHOLDERS' RELATIONSHIP COMMITTEE

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

#### COMPANY SECRETARY & COMPLIANCE OFFICER

Mrs. Vibha Khandelwal

#### REGISTERED OFFICE

Survey No: 265/ 266, Block No: 290, Plot No. 18 to 23, B/1 Paiki 1, Pipodara, Ta: Mangrol, Surat - 394 110, Gujarat

**Tel No.:** +91 261 255 0587; **Web:** www.shishindustries.com

**Email:** compliance@shishindustries.com

#### NOMINATION AND REMUNERATION COMMITTEE

|                     |             |
|---------------------|-------------|
| Mr. Rajesh Mepani   | Chairperson |
| Mr. Rasik Bharodia  | Member      |
| Mrs. Nitaben 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

#### 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

#### BANKERS

Axis Bank

#### SECRETARIAL AUDITOR

##### Mr. Anand Lavingia

Practicing Company Secretary

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

## 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, 2022.

### FINANCIAL HIGHLIGHTS

INR In Lakh

| Particulars                                                    | Standalone      |                 | Consolidated    |                 |
|----------------------------------------------------------------|-----------------|-----------------|-----------------|-----------------|
|                                                                | F.Y. 2021-22    | F.Y. 2020-21    | F.Y. 2021-22    | F.Y. 2020-21    |
| Revenue From Operations                                        | 5,002.14        | 2,828.26        | 5,002.14        | 2,828.26        |
| Other Income                                                   | 99.91           | 79.73           | 97.06           | 79.73           |
| <b>Total Income</b>                                            | <b>5,102.05</b> | <b>2,907.99</b> | <b>5,099.21</b> | <b>2,907.99</b> |
| Less: Total Expenses before Depreciation, Finance Cost and Tax | 4,641.97        | 2,604.97        | 4,602.18        | 2,604.97        |
| <b>Profit before Depreciation, Finance Cost and Tax</b>        | <b>460.08</b>   | <b>303.02</b>   | <b>497.03</b>   | <b>303.02</b>   |
| Less: Depreciation                                             | 100.63          | 83.16           | 109.96          | 83.16           |
| Less: Finance Cost                                             | 33.97           | 30.20           | 39.88           | 30.20           |
| <b>Profit Before Tax</b>                                       | <b>325.48</b>   | <b>189.66</b>   | <b>347.19</b>   | <b>189.66</b>   |
| Less: Current Tax                                              | 81.92           | 53.44           | 85.64           | 53.44           |
| Less: Prior Period Tax Expense                                 | -               | -               | -               | -               |
| Less: Deferred tax Liability (Asset)                           | (3.81)          | 2.05            | (3.41)          | 2.05            |
| <b>Profit after Tax</b>                                        | <b>247.37</b>   | <b>134.18</b>   | <b>264.96</b>   | <b>134.18</b>   |

### BUSINESS OVERVIEW

Shish Industries Limited located in State of Gujarat, is spread over a wide area of 80,000 Sq. ft. Through intense research in its field, it brings innovations & customization solutions to global customers, driven by strong development capabilities Company has shown great development since its incorporation. Various innovative developments has always provided the Company edge over other industries in its Field. The Company is continuously expanding its production capacity and by the end of year 2024, the Company has planned to increase it to 29,400 MT per year.

The wholly owned subsidiary – Shish Polylam Private Limited has shown immense development in its first year of incorporation by carrying out commercial business activities of Radiant Barrier, Roof Underlayment, Paper PE / PP / EVA Lamination, Aluminum PE / PP / EVA Lamination, Woven Fabric PE I PP I EVA Lamination, non-woven PE I PP / EVA Lamination and all kind of extrusion lamination product.

### FINANCIAL PERFORMANCE

#### On Standalone Basis

During the year under review, the revenue from operation of the Company was stood at INR 5,002.14 Lakh as against that of INR 2,828.26 Lakh for previous year. Revenue from operation of the Company was increased by 76.86% over previous year.

Profit before Tax for the financial year 2021-22 stood at INR 325.48 Lakh as against that of INR 189.66 Lakh making the net profit of INR 247.37 for the financial year 2021-22 as against the net profit of INR 134.18 for the financial year 2020-21.

During the year under review, export sales of the Company was increased by 97.81% 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 was increased by 36.21% than that of previous year.

However, increase in revenue also caused increase in cost of material and other operation expenses.

#### On Consolidated Basis

The consolidated revenue from operation of the Company for financial year 2021-22 stood at INR 5,002.14 Lakh as against that of INR 2,828.26 Lakh for previous year. The consolidated net profit after tax for the financial year 2021-22 was stood at INR 264.96 Lakh as compared to INR 134.18 Lakh for the previous financial year 2020-21.

The Company has reported record growth of 97.47% in consolidated net profit after tax and 76.86% in revenue for the full financial year 2021-22 as compared to the previous financial year 2020-21.

### 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 2021-22 (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 are 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 through postal ballot on February 8, 2022, the authorized share capital of the Company has been increased from INR 1,025.00 Lakh divided into 10250000 Equity Shares of INR 10.00/- each to INR 1,200.00 Lakh divided into 12000000 Equity Shares of INR 10.00/-.

The Authorized share Capital of the Company, as at closure of financial year 2021-22, was INR 1,200.00 Lakh divided into 12000000 Equity Shares of INR 10.00/- each.

### Issued, Subscribed & Paid-up Capital

During the year under review, vide Special Resolution passed by the Members through postal ballot on February 8, 2022, the Company has allotted total 431000 Equity Shares of INR 10.00/- each to Promoters of the Company, on Preferential Basis, at an Issue Price of INR 71.10/- per Equity Share.

Issued, Subscribed & Paid-up share Capital of the Company, after Preferential Issue, was INR 1,054.00 Lakhs divided into 10540000 Equity Shares of INR 10/- each.

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

## BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### Constitution of Board

The Board of the Company comprises six directors out of which two are Promoter Executive Directors and one is Promoter Non-Executive Director and three are Non-Promoter Non-Executive Independent Directors. The Constitution of the Board of Directors and other disclosures related to the Board of Directors are given in the Report on Corporate Governance.

### 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 14 (Fourteen) times, viz April 7, 2021; May 28, 2021; June 28, 2021; August 10, 2021; August 19, 2021; September 24, 2021; October 19, 2021; December 14, 2021; December 31, 2021; January 5, 2022; January 18, 2022; February 28, 2022; March 8, 2022 and March 24, 2022.

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 24, 2022 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.

Vide Special resolution passed through Postal Ballot by the Members on February 8, 2022, Mr. Rajesh Kalubhai Mepani (DIN: 07841263) has been re-appointed as Non-Executive Independent Director of the Company to hold office for a second term of 5 (five) consecutive years, that is, up to June 4, 2027.

The terms and conditions of appointment of Independent Directors and Code for Independent Director are incorporated on the website of the Company at <https://www.shishindustries.com/wp-content/uploads/2021/08/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 2022-23. 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.

## Information on Directorate

During the year under review, Mr. Satishkumar Maniya (DIN 02529191) and Mr. Rameshbhai Kakadiya (DIN 07740518) were re-appointed as Chairman and Managing Director and Whole Time Director respectively to hold office as such for a period of five years w.e.f. April 1, 2022.

In accordance with the provisions of the Articles of Association and Section 152 of the Companies Act, 2013, Mrs. Nitaben Maniya (DIN 07740523), Non-Executive Director of the Company retires by rotation at the ensuing annual general meeting. She, being eligible, has offered herself for re-appointment as such and seeks re-appointment. The Board of Directors recommends her 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 fifth 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. Mr. Devendra Dineshchandra Tailor as Chief Financial Officer of the Company. Mrs. Swati Sevak was acting as Company Secretary and Compliance Officer of the Company up to December 31, 2021. Effective from January 1, 2022, Mrs. Payal Shah was acting as Company Secretary and Compliance Officer of the Company.

After closure of financial year, Mr. Devendra Dineshchandra Tailor had resigned from the post of Chief Financial officer of the Company w.e.f. May 1, 2022 and Mr. Nishit Rameshbhai Lakhani was appointed as Chief Financial officer of the Company w.e.f. May 1, 2022. Mrs. Payal Rishabh Shah had also resigned from the post of Company Secretary and Compliance Officer w.e.f. June 1, 2022. Mrs. Vibha Khandelwal was appointed as Company Secretary and Compliance Officer of the Company w.e.f. June 1, 2022.

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 Mrs. Vibha Khandelwal 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, taking into account 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, 2022, 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, 2022 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

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, 2022, 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.

### PUBLIC DEPOSIT

The Company has not accepted any deposits from Shareholders and Public falling within the ambit of Section 73 of the Companies Act, 2013 and rules made there under. Hence, the directives issued by the Reserve Bank of India & the Provision of Section 73 to 76 of the Company Act, 2013 or any other relevant provisions of the Act and the Rules there under are not applicable.

### 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://www.shishindustries.com/wp-content/uploads/2021/08/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://www.shishindustries.com/wp-content/uploads/2021/08/Nomination-and-Remuneration-Policy.pdf>.

### REMUNERATION OF DIRECTORS

The details of remuneration/sitting fees paid during the financial year 2021-22 to Executive Directors/Directors of the Company is provided in Report on Corporate Governance which is the part of this report.

### 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.

During the year under review, the Company has (1) invested total INR 24.00 Lakh as Equity Contribution in its wholly owned subsidiary – Shish Polylam Private Limited, (2) granted total INR 39.58 Lakh as Unsecured Loan to its wholly owned subsidiary – Shish Polylam Private Limited, and (3) given Corporate Guarantee to Axis Bank Limited on behalf of its wholly owned subsidiary – Shish Polylam Private Limited.

### WEB LINK OF ANNUAL RETURN

The link to access the Annual Return is <https://www.shishindustries.com/wp-content/uploads/2022/08/Annual-Return.pdf>.

### RELATED PARTIES TRANSACTION

There are no materially significant Related Party Transactions made by the Company with Promoters, Directors, Key Managerial Personnel which may 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://www.shishindustries.com/wp-content/uploads/2021/08/Policy-on-Related-Party-Transactions.pdf>.

Particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013, in the prescribed Form AOC-2 is annexed to this Report as **Annexure – A**.

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

## UTILIZATION OF PROCEEDS OF PREFERENTIAL ISSUE

The Company has raised total INR 306.44 Lakh by way of Preferential Issue of Equity Shares of the Company to its Promoters. The proceeds of said issue has been fully utilized in following manner;

| Original Object                       | Modified Object, if any | Original Allocation (INR in Lakh) | Modified allocation, if any | Funds Utilized (INR in Lakh) | Amount of Deviation / Variation for the quarter according to applicable object | Remarks if any |
|---------------------------------------|-------------------------|-----------------------------------|-----------------------------|------------------------------|--------------------------------------------------------------------------------|----------------|
| Increased working capital requirement | --                      | 306.44                            | --                          | 306.44                       | --                                                                             | --             |
| Capital Expenditure                   | --                      | --                                | --                          | --                           | --                                                                             | --             |
| General Corporate Purpose             | --                      | --                                | --                          | --                           | --                                                                             | --             |

## 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 the all 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 2021-22, 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, 2022.

## 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. 2021-22 | F.Y. 2020-21 |
|---------|---------------------------------------------|--------------|--------------|
| 1.      | Exports of Goods calculated on F.O.B. basis | 3,692.30     | 1,866.62     |

#### ii.) Details of Foreign Exchange Expenditure

(INR in Lakh)

| Sr. No. | Particulars                    | F.Y. 2021-22 | F.Y. 2020-21 |
|---------|--------------------------------|--------------|--------------|
| 1.      | Import of Raw Material / Goods | 1.61         | 51.38        |

## 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 not required to maintain the cost records for financial year 2021-22.

## 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 – B**.

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.

## MATERIAL CHANGES AND COMMITMENT

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.

## 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.

## 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 in its first year of incorporation.

Shish Polylam Private Limited achieved turnover of INR 52.40 Lakh during financial year 2021-22. The Profit Before Tax stood at INR 21.71 Lakh making net profit for financial year 2021-22 of INR 17.58 Lakh. Shish Polylam Private Limited has not declared any dividend for Financial Year 2021-22. The annual accounts of Shish Polylam Private Limited has been consolidated with the accounts of the Company for Financial Year 2021-22.

Moreover, during the year under review, the Company has established a wholly owned subsidiary Company - GreenEnergy International INC in Texas, USA. GreenEnergy International INC will leverage 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. will also focus to helping clients in expanding their business in various state of USA. However, it has yet not started its commercial operations.

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

Recently as well, the Company is in process of establishing one more wholly owned subsidiary - Shish Global Solutions Private Limited which will 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.

## 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.

## 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 – D**.

## 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 your Company at the second Annual General Meeting held on September 28, 2019, for a term of five consecutive years.

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.

## 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 2021-22, as required under Section 204 of the Companies Act, 2013 and Rules thereunder. The Secretarial Audit Report for the financial year 2021-22 is annexed to this report as an **Annexure – E-1**.

The Annual Secretarial Compliance Report for the financial year ended March 31, 2022 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 – E-2**.

The above reports do not contain any qualification, reservation or adverse remark.

## 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.

## 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.

## 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.

## 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.

### Registered office:

Survey No: 265/ 266, Block No: 290,  
Plot No. 18 to 23, B/1 Paiki 1, Pipodara,  
Ta: Mangrol, Surat, - 394 110, Gujarat

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

Place: Surat  
Date: July 23, 2022

**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, 2022, which were not at arm's length basis.

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

| Sr. No. | Name(s) of the related party and nature of relationship                  | Nature of contracts/ arrangements / transactions | Duration of the contracts / arrangements / transactions | Salient terms of the contracts or arrangements or transactions including the value, if any                                                                              | Date(s) of approval by the Board | Amount paid as advances, if any |
|---------|--------------------------------------------------------------------------|--------------------------------------------------|---------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------|---------------------------------|
| 1.      | Dunnage Bag Private Limited – Company in which Directors are interested  | Sale & Purchase of Goods                         | F.Y. 2021-22                                            | All transactions entered by the Company is at Market rate and on arms' length basis<br>Total amount of Sales: INR 2.33 Lakh<br>Total amount of Purchase: INR 16.99 Lakh | April 7, 2021                    | --                              |
| 2.      | Mr. Satishkumar Maniya – Chairman and Managing Director                  | Payment of Lease/Rent                            | F.Y. 2021-22                                            | Payment of Lease/ Rent in term of Lease Agreement dated June 5, 2017<br>Total amount of Rent Paid: INR 1.80 Lakh                                                        | June 5, 2017 & April 7, 2021     | --                              |
| 3.      | Mr. Rameshbhai Kakadiya – Whole-Time Director                            | Payment of Lease/Rent                            | F.Y. 2021-22                                            | Payment of Lease/ Rent in term of Lease Agreement dated June 5, 2017<br>Total amount of Rent Paid: INR 1.80 Lakh                                                        | June 5, 2017 & April 7, 2021     | --                              |
| 4.      | Shish Polylam Private Limited – Wholly Owned Subsidiary                  | Rent Income                                      | F.Y. 2021-22                                            | Income of Lease/ Rent in term of Lease Agreement dated January 12, 2022<br>Total amount of Rent Paid: INR 1.11 Lakh                                                     | January 5, 2022                  | --                              |
| 5.      | Shish Polylam Private Limited – Wholly Owned Subsidiary                  | Interest Income                                  | F.Y. 2021-22                                            | Interest at 09.00% per annum on running outstanding balance                                                                                                             | May 28, 2021                     | --                              |
| 6.      | Shish Polylam Private Limited – Wholly Owned Subsidiary                  | Reimbursement of Expense Receivable              | F.Y. 2021-22                                            | On Actual basis, expenses incurred on behalf of Wholly owned subsidiary                                                                                                 | May 28, 2021                     | --                              |
| 7.      | Shish Polylam Private Limited – Wholly Owned Subsidiary                  | Job Work Expenses                                | F.Y. 2021-22                                            | All transactions entered by the Company is at Market rate and on arms' length basis.<br>Total amount of Job Work Expenses paid: INR 52.40 Lakh                          | May 28, 2021                     | --                              |
| 8.      | Shish Jewels Private Limited – Company in which Directors are interested | Sale of Goods                                    | F.Y. 2021-22                                            | All transactions entered by the Company is at Market rate and on arms' length basis.<br>Total amount of Sales: INR 1.09 Lakh                                            | April 7, 2021                    | --                              |

**Registered office:**

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

Place: Surat  
Date: July 23, 2022

**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      | 1,626 : 1,000                                | -                   |
| 2.      | Mr. Rameshbhai Kakadiya | Whole-Time Director            | Remuneration      | 1,626: 1,000                                 | -                   |
| 3.      | Mrs. Nitaben Maniya     | Non-Executive Director         | Sitting Fees      | Not Applicable                               | -                   |
| 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. Devendra Tailor     | Chief Financial Officer        | Salary            | Not Applicable                               | -                   |
| 8.      | Mrs. Swati Sevak        | Company Secretary              | Salary            | Not Applicable                               | -                   |
| 9.      | Mrs. Payal Shah         | 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 decreased by 26.42% over the previous financial year.

- c) **The number of permanent employees on the rolls of the Company:** 58 Employees

- d) **Average percentile increase 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 39.57% whereas there was no change in the remuneration of the Executive Directors. The increased salary of Employees were 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:**

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

Place: Surat  
Date: July 23, 2022

**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)**

| Sl. No.                                                                                                                             | 1.                                                                                      | 2.                             |
|-------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------|--------------------------------|
| <b>Name of the subsidiary</b>                                                                                                       | Shish Polylam Private Limited                                                           | GreenEnergy International INC. |
| <b>Reporting period for the subsidiary concerned, if different from the holding company's reporting period</b>                      | Not Applicable. Reporting Period of subsidiary ends on March 31 of every calendar year. | January 1 to December 31       |
| <b>Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries.</b> | Indian Rupees                                                                           | NA                             |
| <b>Share capital</b>                                                                                                                | 24.00                                                                                   | -                              |
| <b>Reserves &amp; surplus</b>                                                                                                       | 17.58                                                                                   | -                              |
| <b>Total assets</b>                                                                                                                 | 230.58                                                                                  | -                              |
| <b>Total Liabilities</b>                                                                                                            | 189.00                                                                                  | -                              |
| <b>Investments</b>                                                                                                                  | Nil                                                                                     | -                              |
| <b>Turnover</b>                                                                                                                     | 52.40                                                                                   | -                              |
| <b>Profit before taxation</b>                                                                                                       | 21.71                                                                                   | -                              |
| <b>Provision for taxation</b>                                                                                                       | 4.13                                                                                    | -                              |
| <b>Profit after taxation</b>                                                                                                        | 17.58                                                                                   | -                              |
| <b>Proposed Dividend</b>                                                                                                            | Nil                                                                                     | -                              |
| <b>% of shareholding</b>                                                                                                            | 100.00                                                                                  | 100.00                         |

- Names of subsidiaries which are yet to commence operation: The Company has established a wholly owned subsidiary Company GreenEnergy International INC in the Texas, USA. Since, the Remittance of Investment was not completed up to March 31, 2022, it has not yet started its business.
- Names of subsidiaries which have been liquidated or sold during the year: Nil

**Part “B”: Associates and Joint Ventures:**

The Company does not have any Associates and / or Joint Ventures and hence, information is not applicable.

**Registered office:**

Survey No: 265/ 266, Block No: 290,  
Plot No. 18 to 23, B/1 Paiki 1, Pipodara,  
Ta: Mangrol, Surat, - 394 110, Gujarat

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: July 23, 2022

**Nishit Lakhani**  
**Chief Financial Officer**

**Vibha Khandelwal**  
**Company Secretary**

## REPORT ON CORPORATE GOVERNANCE

The Directors present the Company's Report on Corporate Governance for the year ended March 31, 2022:

### 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 and Nomination & Remuneration 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 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, 2022, board comprises of 6 (Six) Directors out of which 2 (Two) Directors are Promoter Executive Directors, 1 (One) Director is Promoter Non-Executive Non Independent Director and remaining 3 (Three) are Non-Promoter Non-Executive Independent Directors.

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, 2022.

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.

The composition of the Board is in conformity with the Regulation 17 of the SEBI Listing Regulations. As at March 31, 2022, 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, 2022 | Inter-se Relation between Directors |
|---------------------|-----------------------------------------|-------------------------------------|----------------------------------------|--------------------------------------------------------------|------------------------------|-------------------------------|-----------------------------------------|-------------------------------------|
|                     |                                         |                                     |                                        |                                                              | in which Director is Members | in which Director is Chairman |                                         |                                     |
| Satishkumar Maniya  | Promoter Chairman and Managing Director | May 11, 2017                        | 4                                      | -                                                            | 2                            | -                             | 3716800 Equity Shares                   | Spouse of Nitaben Maniya            |
| Rameshbhai Kakadiya | Promoter Whole-Time Director            | May 11, 2017                        | 3                                      | -                                                            | -                            | -                             | 3738800 Equity Shares                   | No Relation                         |
| Nitaben Maniya      | Promoter Group Non-Executive Director   | May 11, 2017                        | -                                      | -                                                            | -                            | -                             | 22000 Equity Shares                     | Spouse of Satishkumar Maniya        |
| Rajesh Mepani       | Non-Promoter Independent Director       | June 5, 2017                        | -                                      | -                                                            | 2                            | 2                             | -                                       | No Relation                         |
| Rasik Bharodia      | Non-Promoter Independent Director       | July 18, 2019                       | -                                      | -                                                            | 2                            | -                             | -                                       | No Relation                         |
| Nareshkumar Lakhani | Non-Promoter Independent Director       | January 8, 2021                     | -                                      | -                                                            | 1                            | -                             | -                                       | No Relation                         |

^ 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.

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 - D - 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 14 (Fourteen) times, viz April 7, 2021; May 28, 2021; June 28, 2021; August 10, 2021; August 19, 2021; September 24, 2021; October 19, 2021; December 14, 2021; December 31, 2021; January 5, 2022; January 18, 2022; February 28, 2022; March 8, 2022 and March 24, 2022.

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               | 14                 | 14                  | 14             | 14            | 14             | 14                  |
| No. of Board Meeting eligible to attend | 14                 | 14                  | 14             | 14            | 14             | 14                  |
| Number of Board Meeting attended        | 13                 | 13                  | 14             | 14            | 14             | 14                  |
| Presence at the previous AGM            | Yes                | Yes                 | Yes            | Yes           | Yes            | No                  |

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 24, 2022 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.

Vide Special resolution passed through Postal Ballot by the Members on February 8, 2022, Mr. Rajesh Kalubhai Mepani (DIN: 07841263) has been re-appointed as Non-Executive Independent Director of the Company to hold office for a second term of 5 (five) consecutive years, that is, up to June 4, 2027.

The terms and conditions of appointment of Independent Directors and Code for Independent Director are incorporated on the website of the Company at <https://www.shishindustries.com/wp-content/uploads/2021/08/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 2022-23. 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://www.shishindustries.com/wp-content/uploads/2021/08/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 |
| <b>Core Skills</b>  | Strategic formulation and advising                                                 | policy and | √                  | √                   | √              | √             | -              | √                   |
|                     | Regulatory framework knowledge                                                     |            | √                  | √                   | -              | √             | √              | √                   |
|                     | Financial performance                                                              |            | √                  | √                   | √              | √             | √              | √                   |
|                     | Advising on Risk mitigation and Compliance requirements                            |            | √                  | √                   | -              | √             | -              | √                   |
| <b>Expertise</b>    | Knowledge of Plastic Industries                                                    |            | √                  | √                   | √              | -             | √              | √                   |
|                     | Commercial acumen                                                                  |            | √                  | √                   | -              | √             | √              | √                   |
|                     | Able to guide in building the right environment for Human Assets Development       |            | √                  | √                   | √              | -             | √              | √                   |
| <b>Competencies</b> | 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://www.shishindustries.com/wp-content/uploads/2021/08/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. Mrs. Vibha Khandelwal, 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 Three (3) committees i.e. Audit Committee, Stakeholders Relationship Committee and Nomination & Remuneration 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 2021-22, wherein the Board had not accepted recommendations made by any committee of the Board.

### 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, 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 April 7, 2021; May 28, 2021; June 28, 2021; August 10, 2021; August 19, 2021; October 19, 2021; January 05, 2022; January 18, 2022; February 28, 2022; March 8, 2022 and March 24, 2022.

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 2021-22 |                    |          |
|---------------------|----------------------|--------------------------|------------------------------------------------------|--------------------|----------|
|                     |                      |                          | 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 September 17, 2021.

Recommendations of Audit Committee have been accepted by the Board of wherever / whenever 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 28, 2021; August 10, 2021; December 31, 2021; January 5, 2022 and March 24, 2022.

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 2021-22 |                    |          |
|-----------------|------------------------|--------------------------|------------------------------------------------------|--------------------|----------|
|                 |                        |                          | Held                                                 | Eligible to attend | Attended |
| Rajesh Mepani   | Independent Director   | Chairperson              | 5                                                    | 5                  | 5        |
| Rasik Bharodia  | Independent Director   | Member                   | 5                                                    | 5                  | 5        |
| Nitaben Maniya  | Non-Executive Director | Member                   | 5                                                    | 5                  | 5        |

## 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://www.shishindustries.com/wp-content/uploads/2021/08/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://www.shishindustries.com/wp-content/uploads/2021/08/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 | 3.60   | -            | -          | -            | 3.60  |
| Rameshbhai Kakadiya | Promoter - Whole-Time Director            | 3.60   | -            | -          | -            | 3.60  |
| Nitaben Maniya      | Promoter Group - Non-Executive Director   | -      | 0.28         | -          | -            | 0.28  |
| Rajesh Mepani       | Non-Promoter - Independent Director       | -      | 0.28         | -          | -            | 0.28  |
| Rasik Bharodia      | Non-Promoter - Independent Director       | -      | 0.28         | -          | -            | 0.28  |
| Nareshkumar Lakhani | Non-Promoter - Independent Director       | -      | 0.28         | -          | -            | 0.28  |

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 are briefed hereunder

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

During the year under review, Stakeholder's Grievance & Relationship Committee met 4 (Four) times on May 28, 2021; August 10, 2021; October 19, 2021 and January 18, 2022.

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 2021-22 |                    |          |
|--------------------|----------------------|--------------------------|------------------------------------------------------|--------------------|----------|
|                    |                      |                          | Held                                                 | Eligible to attend | Attended |
| Rajesh Mepani      | Independent Director | Chairperson              | 4                                                    | 4                  | 4        |
| Rasik Bharodia     | Independent Director | Member                   | 4                                                    | 4                  | 4        |
| Satishkumar Maniya | Executive Director   | Member                   | 4                                                    | 4                  | 3        |

### Name and Designation of Compliance Officer

Mrs. Vibha Khandelwal, Company Secretary of the Company is acting as the Compliance Officer of the Company.

### Investors' Complaints

|                                                                                                       |     |
|-------------------------------------------------------------------------------------------------------|-----|
| Number of complaints outstanding as on April 1, 2021                                                  | Nil |
| Number of complaints received from the Investors from April 1, 2021 to March 31, 2022                 | 1   |
| Number of complaints solved to the satisfaction of the Investors from April 1, 2021 to March 31, 2022 | 1   |
| Number of complaints pending as on March 31, 2022                                                     | Nil |

## GENERAL BODY MEETINGS

### Annual General Meetings

| Financial Year | Date                                | Location of Meeting                                                                                                                                                                                            | Time       | No. of Special Resolutions passed |
|----------------|-------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|-----------------------------------|
| 2020-21        | Friday,<br>September<br>17, 2021    | <b>Through Video Conferencing</b><br><b>Deemed Venue - Registered Office:</b><br>Survey No: 265/206, Block No:290, Plot No. 18<br>to 23, B/1 Palki1, Pipodara, Ta: Mangrol, Surat<br>- 394 110, Gujarat, India | 11.00 A.M. | --                                |
| 2019-20        | Wednesday,<br>September<br>30, 2020 | <b>Through Video Conferencing</b><br><b>Deemed Venue - Registered Office:</b><br>Survey No: 265/206, Block No:290, Plot No. 18<br>to 23, B/1 Palki1, Pipodara, Ta: Mangrol, Surat<br>- 394 110, Gujarat, India | 11.00 A.M. | --                                |
| 2018-19        | Saturday,<br>September<br>28, 2019  | <b>Registered Office:</b><br>Survey No: 265/206, Block No:290, Plot No. 18<br>to 23, B/1 Palki1, Pipodara, Ta: Mangrol, Surat<br>- 394 110, Gujarat, India                                                     | 11.00 A.M. | --                                |

### Passing of Special Resolution through Postal Ballot in F.Y. 2021-22

During the financial year 2021-22, the Company had approached the shareholders through postal ballot. The details of the postal ballot are as follows;

|                                       |                  |                          |                                      |
|---------------------------------------|------------------|--------------------------|--------------------------------------|
| <b>Date of Postal Ballot Notice:</b>  | January 5, 2022  | <b>Voting period:</b>    | January 10, 2022 to February 8, 2022 |
| <b>Date of declaration of result:</b> | February 9, 2022 | <b>Date of approval:</b> | February 8, 2022                     |

| Resolution Description                                                                                                               | Type of Resolution | No. of votes polled | Votes cast in favor |        | Votes cast against |      |
|--------------------------------------------------------------------------------------------------------------------------------------|--------------------|---------------------|---------------------|--------|--------------------|------|
|                                                                                                                                      |                    |                     | No. of votes        | %      | No. of votes       | %    |
| To increase the Authorised Share Capital of the Company and make consequent alteration in Clause V of the Memorandum of Association. | Special            | 7401810             | 7401361             | 99.99  | 449                | 0.01 |
| Issue of Equity Shares to Promoters of the Company on a preferential basis.                                                          | Special            | 7401810             | 7401361             | 99.99  | 449                | 0.01 |
| Re-appointment of Mr. Rajesh Kalubhai Mepani (DIN: 07841263) as an Independent Director of the Company.                              | Special            | 7401810             | 7401810             | 100.00 | 0                  | 0.00 |
| Re-appointment of Mr. Satishkumar Maniya (DIN: 02529191) as Chairman and Managing Director of the Company.                           | Special            | 7401810             | 7401810             | 100.00 | 0                  | 0.00 |
| Re-appointment of Mr. Rameshbhai Kakadiya (DIN: 07740518) as Whole-Time Director of the Company.                                     | Special            | 7401810             | 7401361             | 99.99  | 449                | 0.01 |

### Scrutinizer

Mr. Anand Lavingia, Practicing Company Secretary was appointed as the scrutinizer for carrying out the above postal ballots in a fair and transparent manner.

### 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](http://www.shishindustries.com).

### b. Website

The Company's website [www.shishindustries.com](http://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](http://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.

## GENERAL SHAREHOLDERS INFORMATION

### Date, Time and Venue of 5<sup>th</sup> Annual General Meeting

**Day and Date:** Saturday, September 17, 2022

**Time:** 11.00 A.M.

**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 2021-22 was started on April 1, 2021 and ended on March 31, 2022.

### Financial Calendar

(Tentative and subject to change for the financial year 2022-23)

| Quarter ending                                            | Release of Results            |
|-----------------------------------------------------------|-------------------------------|
| June 30, 2022                                             | Second week of August, 2022   |
| September 30, 2022                                        | Second week of November, 2022 |
| December 31, 2022                                         | Second week of February, 2023 |
| March 31, 2023                                            | End of May, 2023              |
| Annual General Meeting for the year ending March 31, 2023 | End of September, 2023        |

### Dividend Payment Date

To conserve the profit earned during the financial year 2021-22 for future purpose, your Directors regret to declare any dividend for the financial year 2021-22 (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 2022-23 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.

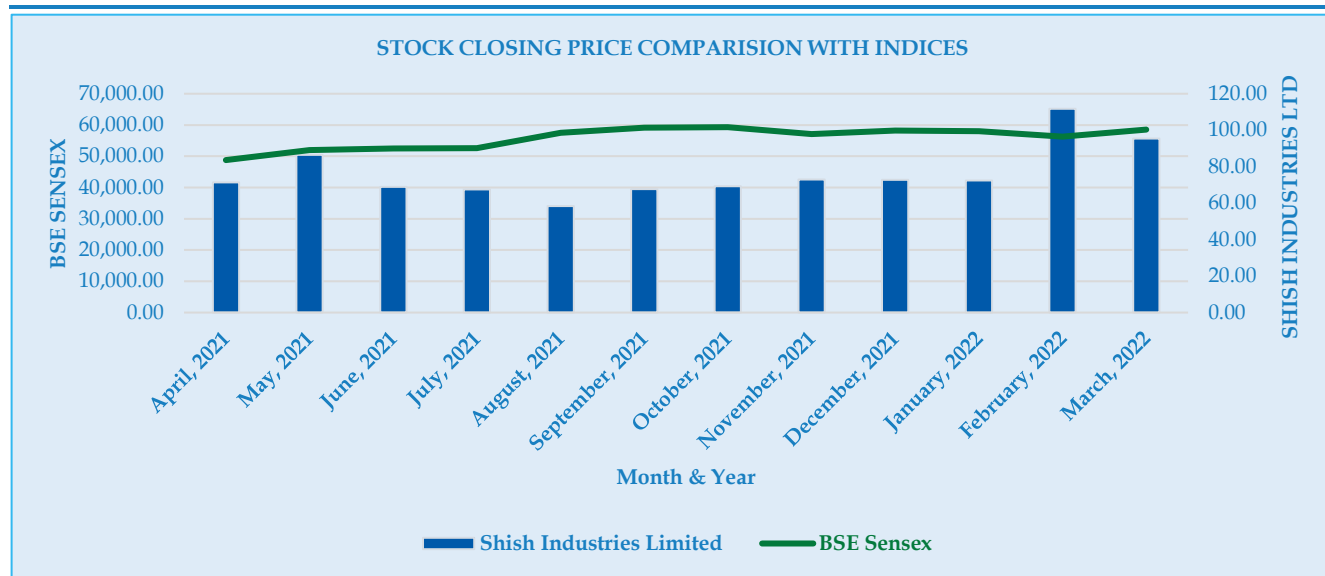
### Outstanding GDRs/ADRs/Warrants or any Convertible instruments conversion date and likely impact on equity

The Company has not issued any GDRs/ADRs/Warrants or any Convertible instruments till date. Hence, there are no outstanding GDRs/ADRs/Warrants or any 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) |           |       | Month          | Shish Industries Limited (Price in INR) |           |       |
|-----------------|-----------------------------------------|-----------|-------|----------------|-----------------------------------------|-----------|-------|
|                 | High Price                              | Low Price | Close |                | High Price                              | Low Price | Close |
| April, 2021     | 71.45                                   | 35.00     | 71.45 | October, 2021  | 74.00                                   | 60.70     | 69.20 |
| May, 2021       | 93.01                                   | 68.00     | 86.50 | November, 2021 | 78.10                                   | 74.80     | 73.00 |
| June, 2021      | 90.45                                   | 62.5      | 68.95 | December, 2021 | 76.60                                   | 62.00     | 72.70 |
| July, 2021      | 73.00                                   | 60.00     | 67.60 | January, 2022  | 88.10                                   | 66.85     | 72.50 |
| August, 2021    | 69.95                                   | 50.40     | 58.35 | February, 2022 | 114.80                                  | 68.90     | 111.7 |
| September, 2021 | 74.45                                   | 56.10     | 67.70 | March, 2022    | 111.60                                  | 88.40     | 95.50 |



## Distribution of shareholding (As on March 31, 2022)

On the basis of number of shares held

| Shareholding Range |       | Shareholders |               | Equity Shares held |               |
|--------------------|-------|--------------|---------------|--------------------|---------------|
|                    |       | Number       | % of Total    | No. of Shares      | % of Total    |
| 1                  | 500   | 511          | 71.17         | 59175              | 0.56          |
| 501                | 1000  | 47           | 6.55          | 34211              | 0.32          |
| 1001               | 2000  | 36           | 5.01          | 51098              | 0.48          |
| 2001               | 3000  | 17           | 2.37          | 45218              | 0.43          |
| 3001               | 4000  | 8            | 1.11          | 28331              | 0.27          |
| 4001               | 5000  | 9            | 1.25          | 41737              | 0.40          |
| 5001               | 10000 | 46           | 6.41          | 376987             | 3.58          |
| 10001 and above    |       | 44           | 6.13          | 9903243            | 93.96         |
| <b>Total</b>       |       | <b>718</b>   | <b>100.00</b> | <b>10540000</b>    | <b>100.00</b> |

## On the Category of Shareholders

| Category            | Shareholders |               | Number of Equity Shares held |               |
|---------------------|--------------|---------------|------------------------------|---------------|
|                     | Number       | % of Total    | Number                       | % of Total    |
| Promoters           | 2            | 0.28          | 7455600                      | 70.74         |
| Promoters Relative  | 6            | 0.84          | 120726                       | 1.15          |
| Clearing Member     | 4            | 0.56          | 271                          | 0.00          |
| Corporate Bodies    | 3            | 0.42          | 232510                       | 2.21          |
| Public              | 697          | 97.08         | 2710924                      | 25.72         |
| Non Resident Indian | 6            | 0.84          | 19969                        | 0.19          |
| <b>Total</b>        | <b>718</b>   | <b>100.00</b> | <b>10540000</b>              | <b>100.00</b> |

## Dematerialization of Shares and Liquidity (as on March 31, 2022)

| Mode            | No. of Equity Shares | Percentage    |
|-----------------|----------------------|---------------|
| <b>Demat</b>    | <b>10540000</b>      | <b>100.00</b> |
| NSDL            | 409861               | 3.89          |
| CDSL            | 10130139             | 96.11         |
| <b>Physical</b> | <b>0</b>             | <b>0.00</b>   |

The equity shares are traded on BSE Limited.

### Plant Locations

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

**Address:** Survey No: 265/206, Block No: 290, Plot No. 18 to 23, B/1 Palki1, Pipodara, Ta: Mangrol, Surat - 394 110, Gujarat, India

**Phone:** +91 261 255 0587; **Website:** www.shishindustries.com; **Email:** compliance@shishindustries.com

### Address of Correspondence

#### i) Shish Industries Limited

Mrs. Vibha Khandelwal

Company Secretary and Compliance Officer

**Address:** Survey No: 265/206, Block No: 290, Plot No. 18 to 23, B/1 Palki1, Pipodara, Ta: Mangrol, Surat - 394 110, Gujarat, India

**E-Mail:** compliance@shishindustries.com; **Phone:** +91 261 255 0587;

#### 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, 2022. 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.

### 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, 2022, the Company has only one subsidiary Company - Shish Polylam Private Limited. Shish Polylam Private Limited is not covered under the criteria of material non-listed Indian 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://www.shishindustries.com/wp-content/uploads/2021/08/Policy-for-Determining-Material-Subsidiaries.pdf>.

Further, the financial statements of said Unlisted Subsidiary Company was 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 Shish Polylam Private Limited.

#### Material Related Party Transaction

During the year 2021-22, 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. 28, 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://www.shishindustries.com/wp-content/uploads/2021/08/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.

## 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.

## 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, 2022, which is attached as an **Annexure - D - 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.

## 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 Company has raised total INR 306.44 Lakh by way of Preferential Issue of Equity Shares of the Company to its Promoters. The proceeds of said issue has been fully utilized in following manner;

| Original Object                       | Modified Object, if any | Original Allocation (INR in Lakh) | Modified allocation, if any | Funds Utilized (INR in Lakh) | Amount of Deviation / Variation for the quarter according to applicable object | Remarks if any |
|---------------------------------------|-------------------------|-----------------------------------|-----------------------------|------------------------------|--------------------------------------------------------------------------------|----------------|
| Increased working capital requirement | --                      | 306.44                            | --                          | 306.44                       | --                                                                             | --             |
| 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://www.shishindustries.com/wp-content/uploads/2021/08/Whistle-Blower-Policy.pdf>.

No personnel has been denied access to the Audit Committee.

## Total fees paid to Statutory Auditors of the Company

Total fees of Rupees 4.48 Lakh plus applicable GST for financial year 2021-22, 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 2021-22 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, 2022 (INR in Lakh) |
|--------------------------|-------------------------------|----------------------|----------------------------|------------------------------------|-------------------------------------------------------|
| Shish Industries Limited | Shish Polylam Private Limited | Holding - Subsidiary | 62.93                      | 23.35                              | 39.58                                                 |

## 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 - E - 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, 2021 to March 31, 2022.

### Disclosures on the website

| Item                                                                                                                                                                                   | Compliance status (Yes/No/NA) | Web address                                                                                                                                                                                                                         |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Details of business                                                                                                                                                                    | Yes                           | <a href="https://www.shishindustries.com/our-business/">https://www.shishindustries.com/our-business/</a>                                                                                                                           |
| Terms and conditions of appointment of independent directors                                                                                                                           | Yes                           | <a href="https://shishindustries.com/wp-content/uploads/2021/01/Letter-of-Appointment-of-Independent-Director-1.pdf">https://shishindustries.com/wp-content/uploads/2021/01/Letter-of-Appointment-of-Independent-Director-1.pdf</a> |
| Composition of various committees of board of directors                                                                                                                                | Yes                           | <a href="https://www.shishindustries.com/investor-relations/">https://www.shishindustries.com/investor-relations/</a>                                                                                                               |
| Code of conduct of board of directors and senior management personnel                                                                                                                  | Yes                           | <a href="https://shishindustries.com/wp-content/uploads/2021/01/Code-of-Conduct.pdf">https://shishindustries.com/wp-content/uploads/2021/01/Code-of-Conduct.pdf</a>                                                                 |
| Details of establishment of vigil mechanism/ Whistle Blower policy                                                                                                                     | Yes                           | <a href="https://shishindustries.com/wp-content/uploads/2021/01/Whistle-Blower-Policy.pdf">https://shishindustries.com/wp-content/uploads/2021/01/Whistle-Blower-Policy.pdf</a>                                                     |
| Criteria of making payments to non-executive directors                                                                                                                                 | Yes                           | <a href="https://shishindustries.com/wp-content/uploads/2021/01/Nomination-Remuneration-Policy.pdf">https://shishindustries.com/wp-content/uploads/2021/01/Nomination-Remuneration-Policy.pdf</a>                                   |
| Policy on dealing with related party transactions                                                                                                                                      | Yes                           | <a href="https://shishindustries.com/wp-content/uploads/2021/01/Related-Party-Transaction-Policy2.pdf">https://shishindustries.com/wp-content/uploads/2021/01/Related-Party-Transaction-Policy2.pdf</a>                             |
| Policy for determining 'material' subsidiaries                                                                                                                                         | Yes                           | <a href="https://shishindustries.com/wp-content/uploads/2021/01/Determining material subsidiaries.pdf">https://shishindustries.com/wp-content/uploads/2021/01/Determining material subsidiaries.pdf</a>                             |
| Details of familiarization programmes imparted to independent directors                                                                                                                | Yes                           | <a href="https://shishindustries.com/wp-content/uploads/2021/01/Familiarisation-Programme-for-IDs1.pdf">https://shishindustries.com/wp-content/uploads/2021/01/Familiarisation-Programme-for-IDs1.pdf</a>                           |
| Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances                                                | Yes                           | <a href="https://shishindustries.com/investor">https://shishindustries.com/investor</a>                                                                                                                                             |
| email address for grievance redressal and other relevant details                                                                                                                       | Yes                           | <a href="https://shishindustries.com/investor">https://shishindustries.com/investor</a>                                                                                                                                             |
| Financial results                                                                                                                                                                      | Yes                           | <a href="https://shishindustries.com/investor">https://shishindustries.com/investor</a>                                                                                                                                             |
| Shareholding pattern                                                                                                                                                                   | Yes                           | <a href="https://shishindustries.com/investor">https://shishindustries.com/investor</a>                                                                                                                                             |
| 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                            |                                                                                                                                                                                                                                     |
| New name and the old name of the listed entity                                                                                                                                         | NA                            |                                                                                                                                                                                                                                     |
| Advertisements as per regulation 47 (1)                                                                                                                                                | Yes                           | <a href="https://shishindustries.com/investor">https://shishindustries.com/investor</a>                                                                                                                                             |
| 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                                                                  | NA                            |                                                                                                                                                                                                                                     |
| Whether company has provided information under separate section on its website as per Regulation 46(2)                                                                                 | Yes                           | <a href="https://shishindustries.com/investor">https://shishindustries.com/investor</a>                                                                                                                                             |
| Materiality Policy as per Regulation 30                                                                                                                                                | Yes                           | <a href="https://shishindustries.com/wp-content/uploads/2021/01/Policy-on-Determining-the-Material-Events.pdf">https://shishindustries.com/wp-content/uploads/2021/01/Policy-on-Determining-the-Material-Events.pdf</a>             |
| Dividend Distribution policy as per Regulation 43A (as applicable)                                                                                                                     | NA                            |                                                                                                                                                                                                                                     |
| It is certified that these contents on the website of the listed entity are correct                                                                                                    | Yes                           | It is certified that these contents on the website of the listed entity are correct                                                                                                                                                 |

## Regulation wise compliances

| Particulars                                                                                                       | Regulation Number                | Compliance status (Yes/No/NA) |
|-------------------------------------------------------------------------------------------------------------------|----------------------------------|-------------------------------|
| 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                           |
| 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                           |
| Composition of Stakeholder Relationship Committee                                                                 | 20(1), 20(2) & 20(2A)            | Yes                           |
| Meeting of Stakeholders Relationship Committee                                                                    | 20(3A)                           | Yes                           |
| Composition and role of risk management committee                                                                 | 21(1),(2),(3),(4)                | NA                            |
| Meeting of Risk Management Committee                                                                              | 21(3A)                           | 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)                            | NA                            |
| 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                           |
| Annual Secretarial Compliance Report                                                                              | 24(A)                            | Yes                           |
| Alternate Director to Independent Director                                                                        | 25(1)                            | NA                            |
| Maximum Tenure                                                                                                    | 25(2)                            | Yes                           |
| Meeting of independent directors                                                                                  | 25(3) & (4)                      | Yes                           |
| Familiarization of independent directors                                                                          | 25(7)                            | Yes                           |
| Declaration from Independent Director                                                                             | 25(8) & (9)                      | Yes                           |
| D & O Insurance for Independent Directors                                                                         | 25(10)                           | NA                            |
| 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                           |

### Details of Compliance with mandatory requirements

Further, during the period April 1, 2021 to March 31, 2022, 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.

### 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 - D - 3** to this Report.

#### 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

For and on behalf of Board of Directors

**Shish Industries Limited**  
CIN: L25209GJ2017PLC097273

**Date:** July 23, 2022  
**Place:** Surat

**Rameshbhai Kakadiya**  
Whole-Time Director  
DIN: 07740518

**Satishkumar Maniya**  
Chairman and Managing Director  
DIN 02529191

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### DECLARATION

I, Satishkumar Maniya, Chairman and Managing Director of Shish Industries Limited hereby declare that as of March 31, 2022, 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:

Survey No: 265/206, Block No: 290,  
Plot No. 18 to 23, B/1 Palki1, Pipodara,  
Ta: Mangrol, Surat - 394 110, Gujarat, India

For and on behalf of Board of Directors

**Shish Industries Limited**  
CIN: L25209GJ2017PLC097273

**Date:** July 23, 2022  
**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**

Survey No: 265/206, Block No: 290,

Plot No. 18 to 23, B/1 Palki1, Pipodara,

Ta: Mangrol, Surat - 394 110, 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 Survey No: 265/206, Block No: 290, Plot No. 18 to 23, B/1 Palki1, Pipodara, Ta: Mangrol, Surat - 394 110, 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](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2022 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:** July 23, 2022

**Place:** Ahmedabad

**Anand Lavingia**  
**Practicing Company Secretary**  
 ACS No.: 26458 C P No.: 11410  
**Peer Review Certificate Number:** 1589/2021  
**UDIN:** A026458D000675007

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

To,  
The Board of Directors,  
**SHISH INDUSTRIES LIMITED**  
Survey No: 265/206, Block No: 290,  
Plot No. 18 to 23, B/1 Palki1, Pipodara,  
Ta: Mangrol, Surat - 394 110, Gujarat, India

**CERTIFICATION TO THE BOARD PURSUANT TO REGULATION 17 (8) OF SEBI LODR**

We, Satishkumar Maniya, Chairman and Managing Director and Devendra Tailor, Chief Financial Officer, hereby certify that in respect of the Financial Year ended on March 31, 2022:

- 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:**

Survey No: 265/206, Block No: 290,  
Plot No. 18 to 23, B/1 Palki1, Pipodara,  
Ta: Mangrol, Surat - 394 110, Gujarat, India

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

**Date:** July 23, 2022  
**Place:** Surat

**Devendra Tailor** **Satishkumar Maniya**  
**Chief Financial Officer** **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**  
Survey No: 265/206, Block No: 290,  
Plot No. 18 to 23, B/1 Palki, Pipodara,  
Ta: Mangrol, Surat - 394 110, 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, 2022. 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 includes 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, 2022 to March 31, 2022; 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:** July 23, 2022  
**Place:** Ahmedabad

**Anand Lavingia**  
**Practicing Company Secretary**  
**ACS No.: 26458 C P No.: 11410**  
**Peer Review Certificate Number: 1589/2021**  
**UDIN: A026458D000675018**

**SECRETARIAL AUDIT REPORT****Form No. MR-3**

For the financial year ended March 31, 2022

[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, 2022, 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, 2022 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;
- 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; 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, Stagguard, 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 (*erstwhile Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009*) and circulars/ guidelines/ Amendments issued there under;
- iii. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and circulars/ guidelines/ Amendments issued there under;
- iv. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (*erstwhile Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014*) and circulars/ guidelines/ Amendments issued there under;
- v. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 and circulars/ guidelines/ Amendments issued there under; and
- vi. The Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Overseas Direct Investment and External Commercial Borrowings.

**I further report that -**

The Board of Directors of the Company is duly constituted with Executive Directors, Non-Executive Director, Independent Directors and Woman Director in accordance with the act. 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 through postal ballot on February 8, 2022, the authorized share capital of the Company has been increased from INR 1,025.00 Lakh divided into 10250000 Equity Shares of INR 10.00 each to INR 1,200.00 Lakh divided into 12000000 Equity Shares of INR 10.00;
- Vide Special Resolution passed by the Members through postal ballot on February 8, 2022, the Board of Directors has, on March 8, 2022, allotted total 431000 Equity Shares of INR 10.00 each, on Preferential Basis to the Promoters of the Company, at an Issue Price of INR 71.10 per Equity Share.

**Date:** July 23, 2022  
**Place:** Ahmedabad

**Anand Lavingia**  
**Practicing Company Secretary**  
ACS No.: 26458 C P No.: 11410  
Peer Review Certificate Number: 1589/2021  
UDIN: A026458D000674974

Note: 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.

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 contents.
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: A026458D000674974**

**Date:** July 23, 2022

**Place:** Ahmedabad

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**Annexure II**

**List of major General Acts applicable to the Company**

1. The Maternity Benefit Act, 1961 & Rules there under
2. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013
3. The Minimum Wages Act, 1948 & Rules there under
4. The Payment of Wages Act, 1936 & Rules there under
5. The Child Labour (Prohibition and Regulation) Act, 1986
6. The Contract Labour (Regulation and Abolition) Act, 1970
7. The Industrial Disputes Act, 1947
8. The Indian Contract Act, 1872
9. The Transfer of Property Act, 1882
10. The Gujarat Stamp Act, 1958
11. The Registration Act, 1908
12. The Negotiable Instrument Act, 1881
13. The Consumer Protection Act, 1986
14. The Arbitration & Conciliation Act, 1996
15. The Trade Marks Act, 1999 under Intellectual Property Law
16. The Patents Act, 1970
17. The Micro, Small and Medium Enterprises Development Act, 2006
18. The Income Tax Act, 1961
19. The Customs Act, 1962
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: A026458D000674974**

**Date:** July 23, 2022

**Place:** Ahmedabad

## ANNUAL SECRETARIAL COMPLIANCE REPORT

### SECRETARIAL COMPLIANCE REPORT OF SHISH INDUSTRIES LIMITED

### FOR THE YEAR ENDED ON MARCH 31, 2022

I, Anand Sureshbhai Lavingia, Practicing Company Secretary, have examined:

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

for the financial year ended on March 31, 2022 ("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");
- (c) The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include;
  - i. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
  - ii. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - iii. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - iv. Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
  - v. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - vi. circulars/ guidelines/ Amendments issued thereunder,

and based on the above examination, I hereby report that, during the Review Period;

- (a) The Company has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder to the extent applicable and in the manner prescribed, except in respect of matters specified below;

| Sr. No. | Compliance Requirement (Regulations/ circulars/ guidelines including specific clause) | Deviations | Observations/ Remarks of the Practicing Company Secretary |
|---------|---------------------------------------------------------------------------------------|------------|-----------------------------------------------------------|
| -       | Nil                                                                                   | Nil        | Nil                                                       |

- (b) The Company has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my examination of those records.
- (c) The following are the details of actions taken against the Company / its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

| Sr. No. | Action taken by | Details of violation | Details of action taken E.g. fines, warning letter, debarment, etc. | Observations/ remarks of the Practicing Company Secretary, if any. |
|---------|-----------------|----------------------|---------------------------------------------------------------------|--------------------------------------------------------------------|
| -       | Nil             | Nil                  | Nil                                                                 | Nil                                                                |

- (d) The Company has taken the following actions to comply with the observations made in previous reports:

| Sr. No. | Observations of the Practicing Company Secretary in the previous reports | Observations made in the secretarial compliance report for the year ended | Actions taken by the Company, if any | Comments of the Practicing Company Secretary on the actions taken by the Company |
|---------|--------------------------------------------------------------------------|---------------------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------------|
| -       | Nil                                                                      | Nil                                                                       | Nil                                  | Nil                                                                              |

I further report that, during the review period, following regulations issued by the Securities and Exchange Board of India were not applicable to the Company, since there were no such instances occurred during the review period that requires the compliance under the said regulations;

- (a) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (b) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (*erstwhile Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014*);
- (c) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (*erstwhile Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009*);
- (d) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (e) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (*erstwhile Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013*); and
- (f) circulars/ guidelines/ Amendments issued thereunder.

**Date:** May 30, 2022  
**Place:** Hyderabad

**Anand Sureshbhai Lavingia**  
**Practicing Company Secretary**  
ACS No.: 26458      C P No.: 11410  
**Peer Review Certificate Number:** 1589/2021  
**UDIN:** A026458D000421831

## MANAGEMENT DISCUSSION AND ANALYSIS

### INDUSTRY STRUCTURE AND DEVELOPMENTS

#### Introduction

The Financial Year 2021-22 witnessed economic recovery with the sign of pandemic waning away, wide vaccination coverage and economic stimulus packages. The economic activity rebounded albeit at a slower pace. The global economy grew by 5.9% in FY21, after de-growth of 3.1% in FY20 which was supported by stimulus packages provided by Governments, ease of restriction and aggressive vaccination throughout the world. However towards the end of third quarter and in the fourth quarter rising infections due to omicron variant and geopolitical tension caused by Russia-Ukraine war stalled economic recovery. This caused supply chain restrictions, rise in crude oil prices leading to rise in inflation. The return of lockdowns in China, rising prices of household materials would further lead to slowdown of economic growth.

#### Indian economic review

Pandemic-induced supply side disruptions have pushed up input costs, leading to upward inflationary pressure. However backed by strong forex reserves, the Indian economy was better placed to withstand this impact. Indian Government has been consistently pushing supply-side reforms like deregulated several sectors, simplified processes, removed retrospective taxation, accelerated privatization and introduced production-linked incentives. Underlying economic indicators like GST collection for FY22, which stood at a little over ₹ 14.8 trillion suggest strong economic recovery. Despite supply side constraints, inflationary pressures and the impact of geopolitical tensions, India's growth story continues to remain intact. The wide coverage of vaccination programme across the country along with supportive policies helped the Indian economy withstand challenges posed by pandemic. Second advance estimates by the Ministry of Statistics and Program Implementation put India's FY22 GDP growth at 8.9% as compared to a 7.3% contraction in FY21, hinting at an overall recovery of economic activities to pre-pandemic levels.

#### Plastics Export Promotion Council

The Plastics Export Promotion Council (PLEXCONCIL) is the apex Government body responsible for the promotion of plastic export. PLEXCONCIL members comprise large-/medium-/small-scale manufacturers and exporters. The council supports exporters by participating in international trade fairs, exploring new markets, organising buyer-seller meets both in India and overseas, and engaging in various other promotion and need-based activities.

#### Export trend

During 2021-22, India witnessed a huge growth in exports in terms of value over 2020-21. Overall, the total plastics exports in 2021-22 recorded a sharp growth and increased by 35.4% over the last year. The exports of human hair, pipes & fittings and FRP & composites in 2021-22 increased by 100%, 67% and 48% over 2020-21, respectively.

The cumulative exports of plastics and related materials during 2021-22 were valued at US\$ 13.34 billion. This was a 33.4% increase from the 2019-20 exports valued at US\$ 10 billion. Plastic raw materials were the largest exported category and constituted 30.7% of the total exports in 2021-22; it recorded a growth of 26.5% over the previous year. Plastic films and sheets were the second largest category, comprising 15.2% of the total exports, and grew 32.7% over the previous year.

In May 2022, the exports of plastics and linoleum from India were valued at US\$ 1,073 million. During the same period, medical items of plastics; plastic films & sheets; plastic pipes & fittings; FRP & composites; packaging items; cordage fishnets & monofilaments; and miscellaneous products recorded strong growth. The cumulative exports for April and May 2022 grew 2.6% yoy to US\$ 2,173 million.

#### Product Groups

| Sr. No. | Group                            | Products                                                                                                                 |
|---------|----------------------------------|--------------------------------------------------------------------------------------------------------------------------|
| 1.      | Material Handling                | Saffguard, Stagguard, Customised packing solutions, Stout-Composite strap, Stuffex Dunnage Bags, Carmika Eco             |
| 2.      | Insulation and Building Material | Carmika- low cost insulation solution for homes, automobiles and industries, Arkina- roof underlayment, radiant barriers |
| 3.      | PE/PP Woven fabrics              | Geo textile, Pond liner, Lumbar wrap                                                                                     |
| 4.      | Home cold chain solutions        | Bealuga Cooler Bags, Bealuga Ice box, Water tank insulation cover, Carmika pallet cover                                  |

#### Research and Development (R & D)

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.

#### Key features

- First company to develop & patent 5-ply Polypropylene Corrugated Sheet
- Developer of Indigenous Reflective Insulation Product- Carmika™
- Developer of industry-first products like Arkina™ Roof Underlayment
- Entered into Retail segment with Introduction of Insulation Cover and Cooler Bags

## Material Handling Business

The material handling division of Shish Industries Limited specializes in Fueling innovation in packaging design and production, our material handling and packaging design division offers end-to-end solutions for material handling within advertising, construction, logistics, agriculture and food industries.

Our manufacturing facilities, depots and sales offices across India combine comprehensive engineering, fabrication, installation, project management and customer service to provide individual components or a total systems approach resulting in unsurpassed reliable and dependable customer satisfaction. We strive to provide movement, protection, storage and control of materials and products & improve productivity while enhancing safety & hygiene throughout manufacturing, warehousing, distribution, consumption and disposal processes.

## OPPORTUNITIES

- Exporter-friendly government policies
- Continuous testing for adherence to quality parameters
- Constant updating with latest equipment and technical know how
- Involvement in the international movement of goods
- Modernized manufacturing units
- A surging demand for fresh agricultural products, processed food, life sciences and other products has led to a recurring need for a temperature-controlled supply chain and we offer a wide range of products to cater such needs
- The growing need for next generation building materials in the global market

## THREATS

- Increased Competition from Organized Players
- Non-bio degradability of plastic and its components
- Constant rise in awareness towards biodegradable products
- Harmful environmental effects of the processing of plastic and is a major restraint for the market

## 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. 2021-22    | F.Y. 2020-21    | F.Y. 2021-22    | F.Y. 2020-21    |
| Revenue From Operations                                        | 5,002.14        | 2,828.26        | 5,002.14        | 2,828.26        |
| Other Income                                                   | 99.91           | 79.73           | 97.06           | 79.73           |
| <b>Total Income</b>                                            | <b>5,102.05</b> | <b>2,907.99</b> | <b>5,099.21</b> | <b>2,907.99</b> |
| Less: Total Expenses before Depreciation, Finance Cost and Tax | 4,641.97        | 2,604.97        | 4,602.18        | 2,604.97        |
| <b>Profit before Depreciation, Finance Cost and Tax</b>        | <b>460.08</b>   | <b>303.02</b>   | <b>497.03</b>   | <b>303.02</b>   |
| Less: Depreciation                                             | 100.63          | 83.16           | 109.96          | 83.16           |
| Less: Finance Cost                                             | 33.97           | 30.20           | 39.88           | 30.20           |
| <b>Profit Before Tax</b>                                       | <b>325.48</b>   | <b>189.66</b>   | <b>347.19</b>   | <b>189.66</b>   |
| Less: Current Tax                                              | 81.92           | 53.44           | 85.64           | 53.44           |
| Less: Prior Period Tax Expense                                 | -               | -               | -               | -               |
| Less: Deferred tax Liability (Asset)                           | (3.81)          | 2.05            | (3.41)          | 2.05            |
| <b>Profit after Tax</b>                                        | <b>247.37</b>   | <b>134.18</b>   | <b>264.96</b>   | <b>134.18</b>   |

## FINANCIAL PERFORMANCE

### On Standalone Basis

During the year under review, the revenue from operation of the Company was stood at INR 5,002.14 Lakh as against that of INR 2,828.26 Lakh for previous year. Revenue from operation of the Company was increased by 76.86% over previous year.

Profit before Tax for the financial year 2021-22 stood at INR 325.48 Lakh as against that of INR 189.66 Lakh making the net profit of INR 247.37 for the financial year 2021-22 as against the net profit of INR 134.18 for the financial year 2020-21.

During the year under review, export sales of the Company was increased by 97.81% 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 was increased by 36.21% than that of previous year.

However, increase in revenue also caused increase in cost of material and other operation expenses.

### On Consolidated Basis

The consolidated revenue from operation of the Company for financial year 2021-22 stood at INR 5,002.14 Lakh as against that of INR 2,828.26 Lakh for previous year. The consolidated net profit after tax for the financial year 2021-22 was stood at INR 264.96 Lakh as compared to INR 134.18 Lakh for the previous financial year 2020-21.

The Company has reported record growth of 97.47% in consolidated net profit after tax and 76.86% in revenue for the full financial year 2021-22 as compared to the previous financial year 2020-21.

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

| Particulars                 | F.Y. 2021-22 | F.Y. 2020-21 | Reason                                                                                                                   |
|-----------------------------|--------------|--------------|--------------------------------------------------------------------------------------------------------------------------|
| Debtors Turnover            | 9.22 times   | 18.12 times  | Debtors Turnover Ratio decreased due to increase in Credit Period given to the Customers.                                |
| Inventory Turnover          | 7.11 times   | 5.55 times   | Ratio improved due to decrease in holding period of Inventory.                                                           |
| Interest Coverage Ratio     | 18.08 times  | 18.07 times  | Increase in borrowing cost viz a viz increase Profit Before Tax and Interest resulted into no change in the ratio.       |
| Current Ratio               | 2.11 : 1.00  | 2.26 : 1.00  | Current Ratio has slightly decreased due to increase in liabilities.                                                     |
| Debt Equity Ratio           | 0.27 : 1.00  | 0.09 : 1.00  | Due to increase in debt amount, ratio increased.                                                                         |
| Operating Profit Margin (%) | 21.32%       | 16.35%       | Operating Margin has been increased due to increase in sales during the financial year.                                  |
| Net Profit Margin (%)       | 4.95%        | 4.74%        | Net Profit Margin has been increased due to increase in Sales viz a viz slight reduction in finance cost and fixed cost. |
| Return on Net Worth         | 14.37%       | 11.54%       | Return on Net worth has been increased due to increase in earning.                                                       |

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

| Particulars                 | F.Y. 2021-22 | F.Y. 2020-21 | Reason                                                                                                                   |
|-----------------------------|--------------|--------------|--------------------------------------------------------------------------------------------------------------------------|
| Debtors Turnover            | 9.24 times   | 18.12 times  | Ratio decreased due to increase in Credit Period given to the Customers.                                                 |
| Inventory Turnover          | 7.11 times   | 5.55 times   | Ratio improved due to decrease in holding period of Inventory.                                                           |
| Interest Coverage Ratio     | 15.48 times  | 11.49 times  | Increase Profit Before Tax of Subsidiary Company resulted into improved Ratio.                                           |
| Current Ratio               | 2.13 : 1.00  | 2.26 : 1.00  | Current Ratio has slightly decreased due to increase in liabilities.                                                     |
| Debt Equity Ratio           | 0.28 : 1.00  | 0.09 : 1.00  | Due to increase in debt amount, ratio increased.                                                                         |
| Operating Profit Margin (%) | 21.32%       | 16.35%       | Operating Margin has been decreased due to increase in raw material prices.                                              |
| Net Profit Margin (%)       | 5.30%        | 4.74%        | Net Profit Margin has been increased due to increase in Sales viz a viz slight reduction in finance cost and fixed cost. |
| Return on Net Worth         | 15.24        | 11.54%       | Return on Net worth has been increased due to increase in earning.                                                       |

## OUTLOOK

The Company has emerged stronger post the pandemic and will continue to build on this momentum with focus on specific channels and categories that are showing faster market growth. Given an accelerated consumer trend, the Company is expanding its production capacity in its existing production facility. The Company has also made significant investments in modernizing and improving its warehousing capability. The Company continues reaping benefits of implementing SAP system which has a positive impact on operations and value chain. These improvements will help the Company in reducing costs and making its supply chain leaner and more responsive to the changing market. The upward movement in raw material and sourcing costs as well as adverse currency exchange rates have kept margins under pressure throughout the year. To manage this, apart from the shift in sourcing the Company has taken multiple price increases in the latter half of the year and will continue to work towards further improving price realization through product mix improvement. While there continue to be some uncertainties, the overall growth drivers are well in place for the Company to continue on a high growth trajectory with improving profitability.

## 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, 2022, the Company had total 58 full time employees. The industrial relations have remained harmonious throughout the year.

## 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 the Standalone Financial Statements

#### Opinion

We have audited the accompanying financial statements of Shish Industries Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2022, 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 give 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 accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022 and its profit (financial performance including other comprehensive income), its cash flows and the changes in equity 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 Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

| Sr. No. | Key Audit Matter                                                                                                                                                                                                                                                 | Auditor's Response                                                                                                                                                                                         |
|---------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1.      | <b>Recoverability / Refund of Indirect tax receivables</b><br>As at March 31, 2022, Current assets in respect of withholding tax and others includes GST Refund Receivable totaling to INR 94.45 Lakhs.<br>Refer Note 10 to the Standalone Financial Statements. | <b>Principal Audit Procedures</b><br>We have involved our internal experts to review the nature of the amounts recoverable, the sustainability and the likelihood of recoverability upon final resolution. |

#### 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 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 Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud 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.
- 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, 2022, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022, 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, 2022 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, 2022 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 does not have any pending litigations which would 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.

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

**CA Kanaiya Asawa**  
**Partner**  
**Membership No.103498**  
**UDIN: 22103498AJQEUP3937**

**Date:** April 30, 2022  
**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, 2022

The Annexure referred to in the auditors' report to the members of Shish Industries Limited ("the Company") for the year ended March 31, 2022. 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, 2022 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, granted loan, provided guarantee or security to subsidiary company. The company has not granted any loan to Limited Liability Partnership, Firm and other party during the year.

| Particulars                                               | Investments<br>(INR in Lakh) | Loan (INR<br>in Lakh) | Guarantee Given<br>(INR in Lakh) |
|-----------------------------------------------------------|------------------------------|-----------------------|----------------------------------|
| Aggregate amount during the year – Subsidiary             | 24.00                        | 61.19                 | 128.10                           |
| Balance outstanding as at balance sheet date – Subsidiary | 24.00                        | 39.58                 | 128.10                           |

- 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 loan given to subsidiary company is unsecured & interest is charged @ 9.00% 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 loan given to subsidiary company is 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, loan given to subsidiary company is 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 loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loan granted to settle the over dues of existing loan 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 following loan which is repayable on demand and without specifying period of repayment.

| Loan Given to                              | Interest Charged<br>per Annum | Aggregate amount during the<br>year (INR in Lakh) | Balance outstanding as at<br>balance sheet date (INR in Lakh) |
|--------------------------------------------|-------------------------------|---------------------------------------------------|---------------------------------------------------------------|
| Subsidiary – Shish Polylam Private Limited | 09.00%                        | 61.19                                             | 39.58                                                         |
| Promoters                                  | -                             | -                                                 | -                                                             |
| Other Related Parties                      | -                             | -                                                 | -                                                             |

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, 2013 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, 2022 for a period of more than six months from the date on when they become payable.

| Name of the statute | Nature of the Dues | Amount<br>(INR in Lakh) | Period to which<br>amount relates | Forum where the dispute is<br>pending |
|---------------------|--------------------|-------------------------|-----------------------------------|---------------------------------------|
| Gujarat VAT Act     | Gujarat VAT        | 2.42                    | F.Y. 2016-17                      | VAT Department, Gujarat               |

- 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 March 31, 2022 on account of disputes are given below: Nil
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 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 by the management, the Company has not raised any money by way of initial public offer / further public offer (including debt instruments) during the year. 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 on private placement basis of 431000 Equity Shares at INR 71.10 per equity share [including premium of INR 61.10 per equity share] during the year. The requirements of section 42 of the Companies Act, 2013 has 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 accounting standards.
14. According to the information and explanations given to us by the management the Company does not 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 with him. 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. During the Year there has been no resignation of the Statutory Auditors. 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.
20. The obligations of Corporate Social Responsibility i.e. second proviso to sub-section (5) of section 135 of Companies Act, 2013 are not applicable to the company. So, the company is not required to transfer any unspent 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: 22103498AJQEUP3937**

**Date:** April 30, 2022  
**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, 2022

### 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, 2022 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:

- pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- 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
- 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, 2022, 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: 22103498AJQEUP3937

Date: April 30, 2022  
Place: Surat

# SHISH INDUSTRIES LIMITED

CIN: L25209GJ2017PLC097273

STANDALONE BALANCE SHEET AS AT 31-03-2022

INR in Lakh

| Particulars                                               | Note | As At<br>March 31, 2022 | As At<br>March 31, 2021 |
|-----------------------------------------------------------|------|-------------------------|-------------------------|
| <b>ASSETS</b>                                             |      |                         |                         |
| <b>Non-Current Assets</b>                                 |      |                         |                         |
| (a) Property, Plant and Equipment                         | 2    | 572.97                  | 565.53                  |
| (b) Capital work in progress                              | 2    | 11.30                   | -                       |
| (c) Other Intangible Assets                               | 2    | 0.65                    | 0.73                    |
| (d) Financial Assets                                      |      |                         |                         |
| (i) Investment                                            | 3    | 24.00                   |                         |
| (e) Deferred Tax Assets (Net)                             | 30   | 9.52                    | 5.71                    |
| <b>Total Non-Current Assets</b>                           |      | <b>618.44</b>           | <b>571.97</b>           |
| <b>Current Assets</b>                                     |      |                         |                         |
| (a) Inventories                                           | 4    | 845.74                  | 562.19                  |
| (b) Financial Assets                                      |      |                         |                         |
| (i) Trade receivable                                      | 5    | 883.73                  | 200.85                  |
| (ii) Cash and cash equivalents                            | 6    | 5.47                    | 6.66                    |
| (iii) Bank Balances other than (ii) of above              | 7    | 8.68                    | 50.87                   |
| (iv) Loans                                                | 8    | 40.94                   |                         |
| (v) Other Financial Assets                                | 9    | 25.15                   | 24.74                   |
| (c) Current Tax Assets (Net)                              | 10   | 261.74                  | 257.65                  |
| (d) Other Current Assets                                  | 11   | 32.50                   | 38.49                   |
| <b>Total Current Assets</b>                               |      | <b>2,103.95</b>         | <b>1,141.44</b>         |
| <b>TOTAL ASSETS</b>                                       |      | <b>2,722.39</b>         | <b>1,713.41</b>         |
| <b>EQUITY AND LIABILITIES</b>                             |      |                         |                         |
| <b>Equity</b>                                             |      |                         |                         |
| <b>Shareholders' Funds</b>                                |      |                         |                         |
| (a) Equity Share Capital                                  | 12   | 1,054.00                | 1,010.90                |
| (b) Other equity                                          | 13   | 671.71                  | 161.00                  |
| <b>Total Equity</b>                                       |      | <b>1,725.71</b>         | <b>1,171.90</b>         |
| <b>Liabilities</b>                                        |      |                         |                         |
| <b>Non-Current Liabilities</b>                            |      |                         |                         |
| (a) Financial Liabilities                                 |      |                         |                         |
| (i) Borrowings                                            | 14   | -                       | 36.83                   |
| <b>Total Non-Current Liabilities</b>                      |      | <b>-</b>                | <b>36.83</b>            |
| <b>Current Liabilities</b>                                |      |                         |                         |
| (a) Financial Liabilities                                 |      |                         |                         |
| (i) Borrowings                                            | 15   | 462.77                  | 67.10                   |
| (ii) Trade payable                                        |      |                         |                         |
| (a) Outstanding dues of micro & small enterprises         | 16   | 193.08                  | 82.81                   |
| (b) Outstanding dues other than micro & small enterprises | 16   | 224.88                  | 272.81                  |
| (b) Other current liabilities                             | 17   | 28.66                   | 26.73                   |
| (c) Provision                                             | 18   | 1.50                    | 1.20                    |
| (d) Current Tax Liabilities                               | 19   | 85.79                   | 54.03                   |
| <b>Total Current Liabilities</b>                          |      | <b>996.68</b>           | <b>504.68</b>           |
| <b>TOTAL EQUITY AND LIABILITIES</b>                       |      | <b>2,722.39</b>         | <b>1,713.41</b>         |

Notes to the financial statement are an integral part of the Financial Statements

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: 22103498AJQEUP3937

Place: Surat

Date: April 30, 2022

For, Shish Industries Limited

Satishkumar Maniya  
Chairman & Managing Director  
DIN: 02529191

Rameshbhai Kakadiya  
Whole-Time Director  
DIN: 07740518

Devendra Tailor  
Chief Financial Officer

Place: Surat

Payal Shah  
Company Secretary

Date: April 30, 2022

**SHISH INDUSTRIES LIMITED**
**CIN: L25209GJ2017PLC097273**
**STANDALONE STATEMENT OF PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED MARCH 31, 2022** INR in Lakh except EPS

| Particulars                                                                | Note | For the year ended<br>March 31, 2022 | For the Year ended<br>March 31, 2021 |
|----------------------------------------------------------------------------|------|--------------------------------------|--------------------------------------|
| <b>INCOME</b>                                                              |      |                                      |                                      |
| Revenue from operations                                                    | 20   | 5,002.14                             | 2,828.26                             |
| Other Income                                                               | 21   | 99.90                                | 79.73                                |
| <b>TOTAL INCOME</b>                                                        |      | <b>5,102.05</b>                      | <b>2,907.99</b>                      |
| <b>EXPENSES</b>                                                            |      |                                      |                                      |
| Cost of Raw Material Consumed                                              | 22   | 3,874.07                             | 1,993.94                             |
| Purchase of Stock in Trade                                                 |      | -                                    | -                                    |
| Changes in Inventories of Finished Goods/WIP                               | 23   | 61.47                                | 152.99                               |
| Employees' Remuneration and Benefits                                       | 24   | 149.61                               | 96.59                                |
| Financial Costs                                                            | 25   | 33.97                                | 30.20                                |
| Depreciation and Amortization                                              | 2    | 100.63                               | 83.16                                |
| Other Expenses                                                             | 26   | 556.81                               | 361.44                               |
| <b>TOTAL EXPENSES</b>                                                      |      | <b>4,776.57</b>                      | <b>2,718.32</b>                      |
| <b>Profit/(loss) before Tax</b>                                            |      | <b>325.48</b>                        | <b>189.66</b>                        |
| <b>Tax Expense</b>                                                         |      |                                      |                                      |
| Current Tax                                                                |      | 81.92                                | 53.44                                |
| Prior Period Tax Expense                                                   |      | -                                    | -                                    |
| Deferred Tax                                                               | 30   | (3.81)                               | 2.05                                 |
| <b>Net Tax expense</b>                                                     |      | <b>78.10</b>                         | <b>55.49</b>                         |
| <b>PROFIT/(LOSS) FOR THE YEAR</b>                                          |      | <b>247.37</b>                        | <b>134.18</b>                        |
| <b>Other Comprehensive Income</b>                                          |      |                                      |                                      |
| <b>A. ITEM NOT RECLASSIFIED TO PROFIT OR LOSS</b>                          |      |                                      |                                      |
| i. Income relating to item that will not be reclassified to profit or loss |      | -                                    | -                                    |
| ii. Income Tax Relating item (i) of above                                  |      | -                                    | -                                    |
| <b>B. ITEM RECLASSIFIED TO PROFIT OR LOSS</b>                              |      |                                      |                                      |
| i. Income relating to item that will be reclassified to profit or loss     |      | -                                    | -                                    |
| ii. Income Tax Relating (i) of above                                       |      | -                                    | -                                    |
| <b>Total other Comprehensive Income</b>                                    |      | <b>-</b>                             | <b>-</b>                             |
| <b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>                             |      | <b>247.37</b>                        | <b>134.18</b>                        |
| <b>Earnings Per Share for Continuing operation</b>                         |      |                                      |                                      |
| Basic - Par Value INR 10.00                                                | 31   | 2.44                                 | 2.13                                 |
| Diluted - Par Value INR 10.00                                              | 31   | 2.44                                 | 2.13                                 |
| <b>Earnings Per Share for Discontinued operation</b>                       |      |                                      |                                      |
| Basic - Par Value INR 10.00                                                | 31   | -                                    | -                                    |
| Diluted - Par Value INR 10.00                                              | 31   | -                                    | -                                    |
| <b>Earnings Per Share for Continuing + Discontinued operation</b>          |      |                                      |                                      |
| Basic - Par Value INR 10.00                                                | 31   | 2.44                                 | 2.13                                 |
| Diluted - Par Value INR 10.00                                              | 31   | 2.44                                 | 2.13                                 |

**Notes to the financial statement are an integral part of the Financial Statements**

As Per Our attached report of even date

For, Shish Industries Limited

For K P C M &amp; 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: 22103498AJQEUP3937

Place: Surat Date: April 30, 2022

Devendra Tailor  
Chief Financial Officer

Place: Surat

Payal Shah  
Company Secretary

Date: April 30, 2022

**SHISH INDUSTRIES LIMITED**
**CIN: L25209GJ2017PLC097273**
**STANDALONE STATEMENT OF OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED ON MARCH 31, 2022 INR in Lakh**

| Particulars                                                                                                    | For the year ended<br>March 31, 2022 | For the year ended<br>March 31, 2021 |
|----------------------------------------------------------------------------------------------------------------|--------------------------------------|--------------------------------------|
| <b>A. ITEM WILL NOT BE CLASSIFIED TO PROFIT OR LOSS</b>                                                        |                                      |                                      |
| 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)                                                                                         | -                                    | -                                    |
| <b>Total OCI Before Tax</b>                                                                                    | -                                    | -                                    |
| <b>Tax Effect</b>                                                                                              | -                                    | -                                    |
| <b>Total OCI from item will not be classified into Profit or Loss</b>                                          | -                                    | -                                    |
| <b>B. ITEM WILL BE CLASSIFIED TO PROFIT OR LOSS</b>                                                            |                                      |                                      |
| 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 extend to be classified into profit or loss               | -                                    | -                                    |
| Others (specify Nature)                                                                                        | -                                    | -                                    |
| <b>Total OCI Before Tax</b>                                                                                    | -                                    | -                                    |
| <b>Tax Effect</b>                                                                                              | -                                    | -                                    |
| <b>Total OCI from item will be classified into Profit or Loss</b>                                              | -                                    | -                                    |

As Per Our attached report of even date

For K P C M &amp; Co.

Chartered Accountants

Firm Reg. No. 0117390W

CA Kanaiya Asawa

Partner

Membership No.: 103498

UDIN: 22103498AJQEUP3937

Place: Surat

Date: April 30, 2022

For, Shish Industries Limited

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DIN: 02529191

Rameshbhai Kakadiya  
Whole-Time Director  
DIN: 07740518

Devendra Tailor  
Chief Financial Officer

Place: Surat

Payal Shah  
Company Secretary

Date: April 30, 2022

**SHISH INDUSTRIES LIMITED**
**CIN: L25209GJ2017PLC097273**
**STANDALONE STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2022**
**INR in Lakh**

| Particulars                                                                              | For the year ended<br>March 31, 2022 | For the year ended<br>March 31, 2021 |
|------------------------------------------------------------------------------------------|--------------------------------------|--------------------------------------|
| <b>A. Cash Flow from Operating Activities</b>                                            |                                      |                                      |
| Profit before tax                                                                        | 325.48                               | 189.66                               |
| Adjustments for :                                                                        |                                      |                                      |
| Depreciation                                                                             | 100.63                               | 83.16                                |
| Finance Cost                                                                             | 33.97                                | 30.20                                |
| W/off Preliminary Expenses                                                               | 4.94                                 | 4.94                                 |
| Bad Debts                                                                                | -                                    | 6.99                                 |
| Interest Income                                                                          | (0.86)                               | (3.27)                               |
| <b>Operating Profit Before Working Capital Adjustments (a)</b>                           | <b>464.16</b>                        | <b>311.69</b>                        |
| <b>Movements in Working Capital:</b>                                                     |                                      |                                      |
| Decrease/(Increase) in Inventory                                                         | (283.56)                             | (104.43)                             |
| Decrease/(Increase) in Trade Receivables                                                 | (682.88)                             | (96.48)                              |
| Decrease/(Increase) in Other Current Assets                                              | (3.04)                               | (174.89)                             |
| Decrease/(Increase) in Loans and Deposits                                                | (41.35)                              | 55.36                                |
| Increase/(Decrease) in Trade Payables                                                    | 62.34                                | 270.18                               |
| Increase/(Decrease) in Current Liabilities, Current Tax Liabilities (Net) and Provisions | 34.00                                | 16.89                                |
| <b>Movement in Working Capital total (b)</b>                                             | <b>(914.50)</b>                      | <b>(33.37)</b>                       |
| <b>Cash generated from Operating activities (a)-(b)</b>                                  | <b>(450.34)</b>                      | <b>278.32</b>                        |
| Direct Taxes Paid                                                                        | (81.92)                              | (53.44)                              |
| <b>Net Cash Generated From Operating Activities (A)</b>                                  | <b>(532.26)</b>                      | <b>224.88</b>                        |
| <b>B. Cash flow from Investing Activity</b>                                              |                                      |                                      |
| Purchase of fixed asset                                                                  | (121.24)                             | (184.59)                             |
| Sale of fixed asset                                                                      | 1.95                                 | 3.65                                 |
| Interest Income                                                                          | 0.86                                 | -                                    |
| Decrease/(Increase) in Investments                                                       | (24.00)                              | -                                    |
| <b>Net Cash Generated From / (Used In) Investing Activity (B)</b>                        | <b>(142.43)</b>                      | <b>(180.94)</b>                      |
| <b>C. Cash Flow from Financing activity</b>                                              |                                      |                                      |
| Issue of Share Capital                                                                   | 306.44                               | 76.38                                |
| Increase/(Decrease) in Term Loans                                                        | (36.83)                              | 36.83                                |
| Redemption of Bank FD                                                                    | 42.19                                | -                                    |
| Finance Cost                                                                             | (33.97)                              | (30.20)                              |
| Increase/(Decrease) in Working Capital from Bank                                         | 395.68                               | (125.31)                             |
| <b>Net Cash Generated From / (Used In) Financing Activities (C)</b>                      | <b>673.50</b>                        | <b>(42.30)</b>                       |
| <b>D. Net Increase / (Decrease) in Cash &amp; Cash Equivalents (A+B+C)</b>               | <b>(1.19)</b>                        | <b>1.65</b>                          |
| Cash and Cash Equivalents at the beginning of the Period                                 | 6.66                                 | 5.01                                 |
| Cash and Cash Equivalents at the end of the Period                                       | <b>5.47</b>                          | <b>6.66</b>                          |

As Per Our attached report of even date

For K P C M &amp; Co.

Chartered Accountants

Firm Reg. No. 0117390W

CA Kanaiya Asawa

Partner

Membership No.: 103498

UDIN: 22103498AJQEUP3937

Place: Surat

Date: April 30, 2022

For, Shish Industries Limited

Satishkumar Maniya

Chairman &amp; Managing Director

DIN: 02529191

Devendra Tailor

Chief Financial Officer

Place: Surat

Rameshbhai Kakadiya

Whole-Time Director

DIN: 07740518

Payal Shah

Company Secretary

Date: April 30, 2022

**SHISH INDUSTRIES LIMITED**
**CIN: L25209GJ2017PLC097273**
**STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2022**
**INR in Lakh**
**A. EQUITY SHARE CAPITAL FOR THE YEAR ENDED ON MARCH 31, 2022:**

| Balance as on April 1, 2021 | 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, 2022 |
|-----------------------------|----------------------------------------------|-------------------------------------------------------------------|-------------------------------------------------|------------------------------|
| 1010.90                     | -                                            | -                                                                 | 43.10                                           | 1,054.00                     |

**B. EQUITY SHARE CAPITAL FOR THE YEAR ENDED ON MARCH 31, 2021:**

| Balance as on April 1, 2020 | 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, 2021 |
|-----------------------------|----------------------------------------------|-------------------------------------------------------------------|-------------------------------------------------|------------------------------|
| 444.22                      | -                                            | -                                                                 | 566.68                                          | 1010.90                      |

**C. OTHER EQUITY FOR THE YEAR ENDED ON MARCH 31, 2022:**

| Particulars                            | Reserves and Surplus       |                 |                   | Other Comprehensive Income | Total  |
|----------------------------------------|----------------------------|-----------------|-------------------|----------------------------|--------|
|                                        | Securities Premium Reserve | General Reserve | Retained Earnings |                            |        |
| Opening Balance as on April 1, 2021    | -                          | -               | 161.00            | -                          | 161.00 |
| Transfer to retained earnings          | -                          | -               | 247.37            | -                          | 247.37 |
| Other Comprehensive Income of the Year | -                          | -               | -                 | -                          | -      |
| Premium on Issue of Equity Shares      | 263.34                     | -               | -                 | -                          | 263.34 |
| Issue of Bonus Equity Shares           | -                          | -               | -                 | -                          | -      |
| Closing Balance as at March 31, 2022   | 263.34                     | -               | 408.37            | -                          | 671.71 |

**D. OTHER EQUITY FOR THE YEAR ENDED ON MARCH 31, 2021:**

| Particulars                            | Reserves and Surplus       |                 |                   | Other Comprehensive Income | Total    |
|----------------------------------------|----------------------------|-----------------|-------------------|----------------------------|----------|
|                                        | Securities Premium Reserve | General Reserve | Retained Earnings |                            |          |
| Opening Balance as on April 1, 2020    | 270.40                     | -               | 246.71            | -                          | 517.11   |
| Transfer to retained earnings          | -                          | -               | 134.18            | -                          | 134.18   |
| Other Comprehensive Income of the Year | -                          | -               | -                 | -                          | -        |
| Premium on Issue of Equity Shares      | 61.11                      | -               | -                 | -                          | 61.11    |
| Issue of Bonus Equity Shares           | (331.51)                   | -               | (219.89)          | -                          | (551.40) |
| Closing Balance as at March 31, 2021   | -                          | -               | 161.00            | -                          | 161.00   |

As Per Our attached report of even date

For K P C M &amp; Co.

Chartered Accountants

Firm Reg. No. 0117390W

CA Kanaiya Asawa

Partner

Membership No.: 103498

UDIN: 22103498AJQEUP3937

Place: Surat

Date: April 30, 2022

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Satishkumar Maniya  
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Whole-Time Director  
DIN: 07740518

Devendra Tailor  
Chief Financial Officer

Place: Surat

Payal Shah  
Company Secretary

Date: April 30, 2022

**NOTE 1: NOTES TO ACCOUNTS**
**A. CORPORATE INFORMATION**

Shish Industries Limited ("the company") is a public limited company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. Its shares are listed on BSE. The registered office of the Company is located at Survey No. 265/266, Block No. 290, Plot No. 18 to 23, B/1 Paiki 1, Pipodara, ta. Mangrol, Surat, Gujarat, 394110. 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.

**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 expenses 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 categorized 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 categorized 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 recognizes 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 recognized 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 realizable 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 recognized using the tax rates that have been enacted or substantially enacted by the balance sheet date. Deferred tax assets are recognized only to the extent there is reasonable certainty that the assets can be realized in future; however, where there is unabsorbed depreciation or carry forward of losses, deferred tax assets are recognized only if there is a virtual certainty of realization 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 realized. 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 recognized on trade date. While, loans and borrowings and payables are recognized 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:

- (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 represent 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's gratuity plan is not funded. The following table sets out the status of the gratuity plan as required under Para 11 of Ind AS-19 (Employee Benefits). As per expert advice obtained from M/s Raj Consultancy Gratuity is not applicable to our company and presently the company determined its employees retirement benefit as and when it occurs.

**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**

There were no such events occurred after balance sheet date which required material disclosure by the management and auditors.

**r) Change in Accounting Policies**

There has 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.

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

INR in Lakh

**Note 2A: CAPITAL WORK IN PROGRESS AGEING SCHEDULE**

INR in Lakh

| CWIP                           | Amount in capital Work-in Progress for a period of |           |           | Total        |
|--------------------------------|----------------------------------------------------|-----------|-----------|--------------|
|                                | Less than 1 Year                                   | 1-2 Years | 2-3 Years |              |
| Projects In Progress           | 11.30                                              | -         | -         | 11.30        |
| Projects Temporarily Suspended | -                                                  | -         | -         | -            |
| <b>TOTAL</b>                   | <b>11.30</b>                                       | <b>-</b>  | <b>-</b>  | <b>11.30</b> |

**NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022**
**Note 3: INVESTMENTS (NON-CURRENT)**
**INR in Lakh**

| Particulars                                                                                 | As At March 31, 2022 | As At March 31, 2021 |
|---------------------------------------------------------------------------------------------|----------------------|----------------------|
| <b>A. Valued at fair value through FVTOCI</b>                                               |                      |                      |
| Investment in Equity Instruments (Fully Paid Up)                                            |                      |                      |
| Unquoted                                                                                    | -                    | -                    |
| <b>B. Investments in Equity Instruments of Wholly Owned Subsidiaries (Measured at Cost)</b> |                      |                      |
| 240000 Equity Shares of INR 10.00 each of Shish Polylam Private Limited (Previous Year Nil) | 24.00                | -                    |
| <b>TOTAL</b>                                                                                | <b>24.00</b>         | <b>-</b>             |
| Aggregate Amount of Quoted Investments and Market value thereof                             | -                    | -                    |
| Aggregate Amount of Unquoted Investments                                                    | 24.00                | -                    |
| Aggregate Amount of Impairment in Value of Investments                                      | -                    | -                    |

**Note 4: INVENTORIES (CURRENT)**
**INR in Lakh**

| Particulars                                                       | As At March 31, 2022 | As At March 31, 2021 |
|-------------------------------------------------------------------|----------------------|----------------------|
| Raw Material (Valued at Cost)                                     | 665.99               | 320.96               |
| Finished Goods (Valued at Cost or Market Value whichever is less) | 179.75               | 241.22               |
| Work in Process (Valued at Cost)                                  | -                    | -                    |
| Other : Packing material                                          | -                    | -                    |
| <b>TOTAL</b>                                                      | <b>845.74</b>        | <b>562.19</b>        |

**Notes:**

Inventories are valued at cost or net realizable value whichever is lower. The mode of valuation of inventories has been stated in Note No. - 1(B)(g).

Inventories are hypothecated to secured working capital facilities from Bank.

**Note 5: TRADE RECEIVABLES (CURRENT)**
**INR in Lakh**

| Particulars                                    | As At March 31, 2022 | As At March 31, 2021 |
|------------------------------------------------|----------------------|----------------------|
| Secured, considered good                       | -                    | -                    |
| Unsecured, considered good                     | 883.73               | 200.85               |
| Which have significant increase in credit risk | -                    | -                    |
| Credit Impaired                                | -                    | -                    |
| Less: Provision for doubtful debts             | -                    | -                    |
| <b>TOTAL</b>                                   | <b>883.73</b>        | <b>200.85</b>        |

**Notes:**

Trade Receivables are hypothecated to secured working capital facilities from Bank.

Trade Receivables Ageing Schedule (Note No. 34).

**Note 5A: TRADE RECEIVABLES (CURRENT)**
**INR in Lakh**

| Particulars                   | As At March 31, 2022 | As At March 31, 2021 |
|-------------------------------|----------------------|----------------------|
| Unsecured and considered good |                      |                      |
| - From related Parties        | 1.31                 | 4.61                 |
| - From Others                 | 882.42               | 196.24               |
| <b>TOTAL</b>                  | <b>883.73</b>        | <b>200.85</b>        |

**NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022**
**Note 6: CASH AND CASH EQUIVALENTS (CURRENT)**
**INR in Lakh**

| Particulars         | As At March 31, 2022 | As At March 31, 2021 |
|---------------------|----------------------|----------------------|
| Balances with banks | 5.43                 | 3.03                 |
| Cash on hand        | 0.04                 | 3.63                 |
| <b>TOTAL</b>        | <b>5.47</b>          | <b>6.66</b>          |

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

| Particulars             | As At March 31, 2022 | As At March 31, 2021 |
|-------------------------|----------------------|----------------------|
| Term Deposits with Bank | 8.68                 | 50.87                |
| <b>TOTAL</b>            | <b>8.68</b>          | <b>50.87</b>         |

**Note 8: LOANS (CURRENT)**
**INR in Lakh**

| Particulars                                 | As At March 31, 2022 | As At March 31, 2021 |
|---------------------------------------------|----------------------|----------------------|
| <b>(A). Inter Corporate Deposit</b>         |                      |                      |
| Secured, considered good                    | -                    | -                    |
| Unsecured, considered good                  | 39.58                | -                    |
| Doubtful                                    | -                    | -                    |
| Less: Provision for doubtful advances       | -                    | -                    |
| <b>Sub Total</b>                            | <b>39.58</b>         | <b>-</b>             |
| <b>(B). Loans and advances to employees</b> |                      |                      |
| Secured, considered good                    | -                    | -                    |
| Unsecured, considered good                  | 1.36                 | -                    |
| Doubtful                                    | -                    | -                    |
| Less: Provision for doubtful advances       | -                    | -                    |
| <b>Sub Total</b>                            | <b>1.36</b>          | <b>-</b>             |
| <b>TOTAL</b>                                | <b>40.94</b>         | <b>-</b>             |

**Note 8A: LOANS (CURRENT)**
**INR in Lakh**

| Particulars                       | As At March 31, 2022 | As At March 31, 2021 |
|-----------------------------------|----------------------|----------------------|
| <b>Secured, Considered Good</b>   |                      |                      |
| To Related Parties                | -                    | -                    |
| To Others                         | -                    | -                    |
| <b>Unsecured, Considered Good</b> |                      |                      |
| To Related Parties                | 39.58                | -                    |
| To Others                         | 1.36                 | -                    |
| <b>TOTAL</b>                      | <b>40.94</b>         | <b>-</b>             |

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

| Particulars       | As At March 31, 2022 | As At March 31, 2021 |
|-------------------|----------------------|----------------------|
| Security Deposits | 25.15                | 27.74                |
| <b>TOTAL</b>      | <b>25.15</b>         | <b>27.74</b>         |

**NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022**
**Note 10: CURRENT TAX ASSETS (NET)**
**INR in Lakh**

| Particulars                         | As At March 31, 2022 | As At March 31, 2021 |
|-------------------------------------|----------------------|----------------------|
| Advance Tax                         | 75.00                | 15.00                |
| Balance with Government Authorities | 82.58                | 10.73                |
| GST Refund Receivable               | 94.45                | 230.91               |
| TCS Receivable                      | 0.92                 | 0.86                 |
| TDS Receivable                      | 0.71                 | 0.14                 |
| Provision for Exchange Gain & loss  | 8.08                 | -                    |
| <b>TOTAL</b>                        | <b>261.74</b>        | <b>257.65</b>        |

**Note 11: OTHER CURRENT ASSETS**
**INR in Lakh**

| Particulars                                               | As At March 31, 2022 | As At March 31, 2021 |
|-----------------------------------------------------------|----------------------|----------------------|
| (A). Advances other than capital advances                 |                      |                      |
| Security Deposits                                         | -                    | -                    |
| Advances to related parties                               | -                    | -                    |
| Advance to Suppliers for Goods                            | 6.11                 | 0.19                 |
| Advance to Suppliers for Expenses                         | 4.78                 | 21.15                |
| Advance to Suppliers for Fixed Assets                     | 7.75                 | 7.97                 |
| (B). Preliminary Expenses (to the extent not written off) | 4.24                 | 9.18                 |
| (C). Reimbursement Expenses                               | 8.91                 | -                    |
| (D). Jammu and Kashmir Plot Booking                       | 0.25                 | -                    |
| (E). MEIS Certification License                           | 0.25                 | -                    |
| (F). Advance Stamp Duty                                   | 0.21                 | -                    |
| <b>TOTAL</b>                                              | <b>32.50</b>         | <b>38.49</b>         |

**Note 12: EQUITY SHARE CAPITAL**

| Particulars                           | As At March 31, 2022 |                 | As At March 31, 2021 |                 |
|---------------------------------------|----------------------|-----------------|----------------------|-----------------|
|                                       | Number               | INR in Lakh     | Number               | INR in Lakh     |
| <b>Authorised Capital</b>             |                      |                 |                      |                 |
| Equity shares of INR 10.00 each       | 12000000             | 1,200.00        | 10250000             | 1,025.00        |
| <b>Issued Capital</b>                 |                      |                 |                      |                 |
| Equity shares of INR 10.00 each       | 10540000             | 1,054.00        | 10109000             | 1,010.90        |
| <b>Subscribed and Paid up Capital</b> |                      |                 |                      |                 |
| Equity shares of INR 10.00 each       | 10540000             | 1,054.00        | 10109000             | 1,010.90        |
| <b>TOTAL</b>                          | <b>10540000</b>      | <b>1,054.00</b> | <b>10109000</b>      | <b>1,010.90</b> |

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

| Particulars                                      | As At March 31, 2022 |                 | As At March 31, 2021 |                 |
|--------------------------------------------------|----------------------|-----------------|----------------------|-----------------|
|                                                  | Number               | INR in Lakh     | Number               | INR in Lakh     |
| Shares outstanding at the beginning of the year  | 10109000             | 1,010.90        | 4442233              | 444.22          |
| Shares Issued during the year                    | 431000               | 43.10           | 5666767              | 566.68          |
| Shares bought back during the year               | -                    | -               | -                    | -               |
| <b>Shares outstanding at the end of the year</b> | <b>10540000</b>      | <b>1,054.00</b> | <b>10109000</b>      | <b>1,010.90</b> |

## NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022

### Shareholders holding more than 5 percent equity shares of the Company

| Name of Shareholder            | As At March 31, 2022 |              | As At March 31, 2021 |              |
|--------------------------------|----------------------|--------------|----------------------|--------------|
|                                | No. of Shares held   | % of Holding | No. of Shares held   | % of Holding |
| Satishkumar Dayabhai Maniya    | 3716800              | 35.26%       | 3501300              | 34.64%       |
| Rameshbhai Virjibhai Kakadiya  | 3738800              | 35.47%       | 3523300              | 34.85%       |
| Lakhani Jignesh Jasmatbhai HUF | 648695               | 6.15%        | 633600               | 6.27%        |

### Disclosure of Shareholding of Promoters & Promoter Group

| Name of Promoters and Promoter Group | As At March 31, 2022 |              | As At March 31, 2021 |              | % Changes during the Year |
|--------------------------------------|----------------------|--------------|----------------------|--------------|---------------------------|
|                                      | No. of Shares held   | % of Holding | No. of Shares held   | % of Holding |                           |
| Satishkumar Dayabhai Maniya          | 3,716,800            | 35.26%       | 3,501,300            | 34.64%       | 0.63%                     |
| Rameshbhai Virjibhai Kakadiya        | 3,738,800            | 35.47%       | 3,523,300            | 34.85%       | 0.62%                     |
| Virjibhai Bhimajibhai Kakadia        | 22000                | 0.21%        | 22000                | 0.22%        | (0.01%)                   |
| Jigneshbhai Dayabhai Maniya          | 23775                | 0.23%        | 22000                | 0.22%        | (0.01%)                   |
| Nitaben Satishkumar Maniya           | 22000                | 0.21%        | 22000                | 0.22%        | (0.01%)                   |
| Jalvinben Ramesh Kakadiya            | 22000                | 0.21%        | 22000                | 0.22%        | (0.01%)                   |
| Dayabhai Kanjibhai Maniya            | 22000                | 0.21%        | 22000                | 0.22%        | (0.01%)                   |
| Bharat Babubhai Golakiya             | 8951                 | 0.08%        | -                    | -            | 0.08%                     |

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

| Particulars                                                                  | Year (Aggregate No. of Shares) |              |              |              |              |
|------------------------------------------------------------------------------|--------------------------------|--------------|--------------|--------------|--------------|
|                                                                              | F.Y. 2021-22                   | F.Y. 2020-21 | F.Y. 2019-20 | F.Y. 2018-19 | F.Y. 2017-18 |
| 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                                         | -                              | 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.
- 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 STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022**
**Note 13: OTHER EQUITY**
**INR in Lakh**

| Particulars                                                    | As At March 31, 2022 | As At March 31, 2021 |
|----------------------------------------------------------------|----------------------|----------------------|
| <b>Equity Component of Compound Financial Instrument</b>       |                      |                      |
| Equity Component of Compound Financial Instrument              | -                    | -                    |
| <b>Total Equity Component of Compound Financial Instrument</b> | -                    | -                    |
| <b>Reserve and Surplus</b>                                     |                      |                      |
| <b>Security Premium Account</b>                                |                      |                      |
| Opening Balance                                                | -                    | 270.40               |
| Add: Securities premium credited on Share issue                | 263.34               | 61.11                |
| Less: Premium Utilized for Issue of Bonus Equity Shares        | -                    | 331.51               |
| <b>Closing Balance</b>                                         | <b>263.34</b>        | -                    |
| <b>Retained Earnings (Profit and Loss)</b>                     |                      |                      |
| Opening Balance                                                | 161.00               | 246.71               |
| Add: Current year profit                                       | 247.37               | 134.18               |
| Add: Transfer from Reserves                                    | -                    | -                    |
| Less: Assets Written off as per Schedule III                   | -                    | -                    |
| Less: Earnings Utilized for Issue of Bonus Equity Shares       | -                    | 219.89               |
| Less: Transfers to Reserves                                    | -                    | -                    |
| <b>Closing Balance</b>                                         | <b>408.37</b>        | <b>161.00</b>        |
| <b>Total Reserve and Surplus</b>                               | <b>671.71</b>        | <b>161.00</b>        |
| <b>Other Reserves</b>                                          |                      |                      |
| Other Reserves                                                 | -                    | -                    |
| <b>Total Other Reserve</b>                                     | -                    | -                    |
| <b>TOTAL</b>                                                   | <b>671.71</b>        | <b>161.00</b>        |

**Note 14: NON CURRENT BORROWINGS**
**INR in Lakh**

| Particulars                                    | As At March 31, 2022 | As At March 31, 2021 |
|------------------------------------------------|----------------------|----------------------|
| <b>Secured</b>                                 |                      |                      |
| Term Loans - From Bank                         |                      |                      |
| Term Loan from UCO Bank                        | -                    | -                    |
| Guaranteed Emergency Credit Line from UCO Bank | -                    | 36.83                |
| <b>Sub Total</b>                               | <b>-</b>             | <b>36.83</b>         |
| <b>Unsecured</b>                               |                      |                      |
| Loans and advances from related parties        | -                    | -                    |
| <b>Sub Total</b>                               | <b>-</b>             | <b>-</b>             |
| <b>TOTAL</b>                                   | <b>-</b>             | <b>36.83</b>         |

- 14.1. Term Loans from UCO Banks are secured by hypothecation of all the fixed assets of the company including entire Plant & machinery.
- 14.2. Term Loans from Banks are also secured by Land & Building of the Company located at Pipodara, Surat in the name of the Mr. Satishkumar Maniya & Mr. Rameshbhai Kakadiya who are the directors of the company.
- 14.3. For Additional Term Loan of Guaranteed Emergency Credit Line no additional security has been hypothecated to the bank except stated in Point 12.1 & 12.2 above.
- 14.4. There are no default as on the balance sheet date in repayment of borrowings and interest in respect of Term Loans from UCO Bank.
- 14.5. Term Loans of UCO Bank are repayable in monthly instalments of Rupees 2.28 Lakh and Rupees 1.14 each and shall be repaid by March, 2022 and December, 2024 respectively.
- 14.6. Term Loans of UCO Bank are repaid and cleared in full by the Company from their own funds.

**Note 15: CURRENT BORROWINGS**
**INR in Lakh**

| Particulars                                 | As At March 31, 2022 | As At March 31, 2021 |
|---------------------------------------------|----------------------|----------------------|
| <b>Secured</b>                              |                      |                      |
| Loans repayable on demand                   |                      |                      |
| From Banks                                  |                      |                      |
| Cash Credit from UCO Bank                   | -                    | 40.34                |
| Cash Credit from Axis Bank                  | 289.76               | -                    |
| PCFC Loan A/c from Axis Bank                | 168.02               | -                    |
| From Others                                 | -                    | -                    |
| Current maturities of Long term borrowings  | -                    | 26.76                |
| <b>Sub Total</b>                            | <b>457.77</b>        | <b>62.10</b>         |
| <b>Unsecured</b>                            |                      |                      |
| (a) Loans and advances from related parties | 5.00                 | 5.00                 |
| <b>Sub Total</b>                            | <b>5.00</b>          | <b>5.00</b>          |
| <b>TOTAL</b>                                | <b>462.77</b>        | <b>67.10</b>         |

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 16: CURRENT TRADE PAYABLES**
**INR in Lakh**

| Particulars                                                         | As At March 31, 2022 | As At March 31, 2021 |
|---------------------------------------------------------------------|----------------------|----------------------|
| (a) Outstanding dues of Micro & Small Enterprises (See Note No. 33) | 193.08               | 82.81                |
| (b) Total outstanding dues other than Micro & Small Enterprises     |                      |                      |
| Trade Payables for Goods                                            | 178.50               | 233.00               |
| Trade Payables for Expenses                                         | 46.38                | 39.81                |
|                                                                     | <b>224.88</b>        | <b>272.81</b>        |
| <b>TOTAL</b>                                                        | <b>417.96</b>        | <b>355.62</b>        |

Note:

Trade Payables Ageing Schedule (Note No. 35).

**Note 16A: CURRENT TRADE PAYABLES**
**INR in Lakh**

| Particulars                   | As At March 31, 2022 | As At March 31, 2021 |
|-------------------------------|----------------------|----------------------|
| Unsecured and considered good |                      |                      |
| - From related Parties        | 79.46                | 11.92                |
| - From Others                 | 338.50               | 343.71               |
| <b>TOTAL</b>                  | <b>417.96</b>        | <b>355.62</b>        |

**Note 17: OTHER CURRENT LIABILITIES**
**INR in Lakh**

| Particulars            | As At March 31, 2022 | As At March 31, 2021 |
|------------------------|----------------------|----------------------|
| Salary Payable         | 14.52                | 6.77                 |
| DGVCL                  | -                    | 3.65                 |
| Advance from Customers | 14.14                | 16.30                |
| <b>TOTAL</b>           | <b>28.66</b>         | <b>26.73</b>         |

**NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022**
**Note 18: PROVISIONS**
**INR in Lakh**

| Particulars              | As At March 31, 2022 | As At March 31, 2021 |
|--------------------------|----------------------|----------------------|
| Provision for Audit Fees | 1.50                 | 1.20                 |
| <b>TOTAL</b>             | <b>1.50</b>          | <b>1.20</b>          |

**Note 19: CURRENT TAX LIABILITIES**
**INR in Lakh**

| Particulars               | As At March 31, 2022 | As At March 31, 2021 |
|---------------------------|----------------------|----------------------|
| Provision for Current Tax | 81.92                | 53.44                |
| Professional Tax          | 0.01                 | -                    |
| TCS Payable               | 0.03                 | 0.03                 |
| TDS Payable               | 3.84                 | 0.56                 |
| <b>TOTAL</b>              | <b>85.79</b>         | <b>54.03</b>         |

**Note 20: REVENUE FROM OPERATIONS**
**INR in Lakh**

| Particulars     | For the year ended March 31, 2022 | For the year ended March 31, 2021 |
|-----------------|-----------------------------------|-----------------------------------|
| Sale of Product | 5,002.14                          | 2,828.26                          |
| <b>TOTAL</b>    | <b>5,002.14</b>                   | <b>2,828.26</b>                   |

**Note 20A: REGION WISE SALE OF PRODUCTS**
**INR in Lakh**

| Particulars  | For the year ended March 31, 2022 | For the year ended March 31, 2021 |
|--------------|-----------------------------------|-----------------------------------|
| Export       | 3,692.30                          | 1,866.62                          |
| Domestic     | 1,309.84                          | 961.64                            |
| <b>TOTAL</b> | <b>5,002.14</b>                   | <b>2,828.26</b>                   |

**Note 21: OTHER INCOME**
**INR in Lakh**

| Particulars                       | For the year ended March 31, 2022 | For the year ended March 31, 2021 |
|-----------------------------------|-----------------------------------|-----------------------------------|
| Discount Received                 | 43.64                             | 14.14                             |
| Freight & Insurance               | -                                 | 11.93                             |
| Foreign Currency Fluctuation Gain | 30.39                             | 18.14                             |
| Interest on Fixed Deposit         | 0.86                              | 3.27                              |
| Cash Discount                     | 6.91                              | 0.40                              |
| Duty Drawback                     | 2.36                              | 0.22                              |
| Subsidy Income                    | 11.41                             | 29.70                             |
| Interest Income from Loan         | 1.73                              | -                                 |
| Interest Subvention               | -                                 | 0.22                              |
| Interest on Security DGVCL        | 0.78                              | 1.01                              |
| Factory Rent Income               | 1.11                              | -                                 |
| Sample Development Income         | 0.50                              | -                                 |
| Printing Income                   | 0.05                              | -                                 |
| Assembly Work Income              | 0.17                              | -                                 |
| Miscellaneous Income              | -                                 | 0.72                              |
| <b>TOTAL</b>                      | <b>99.90</b>                      | <b>79.73</b>                      |

## NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022

### Note 22: COST OF RAW MATERIAL CONSUMED

INR in Lakh

| Particulars         | For the year ended<br>March 31, 2022 | For the year ended<br>March 31, 2021 |
|---------------------|--------------------------------------|--------------------------------------|
| Opening Stock       | 320.96                               | 63.55                                |
| Add: Purchase       | 4,219.10                             | 2,251.36                             |
|                     | <b>4,540.06</b>                      | <b>2,314.91</b>                      |
| Less: Closing Stock | 665.99                               | 320.96                               |
| <b>TOTAL</b>        | <b>3,874.07</b>                      | <b>1,993.94</b>                      |

### Note 22A: REGION WISE PURCHASE

INR in Lakh

| Particulars  | For the year ended<br>March 31, 2022 | For the year ended<br>March 31, 2021 |
|--------------|--------------------------------------|--------------------------------------|
| Import       | 1.61                                 | 51.38                                |
| Domestic     | 4,217.49                             | 2,199.98                             |
| <b>TOTAL</b> | <b>4,219.10</b>                      | <b>2,251.36</b>                      |

### Note 23: CHANGES IN INVENTORIES OF FINISHED GOODS/WIP

INR in Lakh

| Particulars                | For the year ended<br>March 31, 2022 | For the year ended<br>March 31, 2021 |
|----------------------------|--------------------------------------|--------------------------------------|
| <b>Opening Stock:</b>      |                                      |                                      |
| Raw material               | -                                    | -                                    |
| Finished Goods             | 241.22                               | 394.21                               |
| Work in Process            | -                                    | -                                    |
| <b>Sub Total (A)</b>       | <b>241.22</b>                        | <b>394.21</b>                        |
| <b>Less: Closing Stock</b> |                                      |                                      |
| Raw material               | -                                    | -                                    |
| Finished Goods             | 179.75                               | 241.22                               |
| Work in Process            | -                                    | -                                    |
| <b>Sub Total (B)</b>       | <b>179.75</b>                        | <b>241.22</b>                        |
| <b>TOTAL</b>               | <b>61.47</b>                         | <b>152.99</b>                        |

### Note 24: EMPLOYEE'S REMUNERATION AND BENEFITS

INR in Lakh

| Particulars            | For the year ended<br>March 31, 2022 | For the year ended<br>March 31, 2021 |
|------------------------|--------------------------------------|--------------------------------------|
| Director Remuneration  | 7.20                                 | 7.20                                 |
| Wages Expenses         | 3.33                                 | 37.93                                |
| Salary Expenses        | 129.19                               | 48.11                                |
| Staff Welfare Expenses | 9.89                                 | 3.36                                 |
| <b>TOTAL</b>           | <b>149.61</b>                        | <b>96.59</b>                         |

### Note 25: FINANCE COSTS

INR in Lakh

| Particulars                        | For the year ended<br>March 31, 2022 | For the year ended<br>March 31, 2021 |
|------------------------------------|--------------------------------------|--------------------------------------|
| Bank Charges                       | 11.51                                | 4.12                                 |
| Foreign Bank charges               | 1.65                                 | 0.28                                 |
| Bank Interest Expenses (CC)        | 12.45                                | 10.61                                |
| Interest on PCFC                   | 3.87                                 | -                                    |
| Term Loan Interest                 | 1.76                                 | 7.46                                 |
| Interest on Income Tax & Late Fees | 2.69                                 | 7.69                                 |
| Interest on TDS                    | 0.04                                 | 0.04                                 |
| <b>TOTAL</b>                       | <b>33.97</b>                         | <b>30.20</b>                         |

**NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022**
**Note 26: OTHER EXPENSES**
**INR in Lakh**

| Particulars                     | For the year ended<br>March 31, 2022 | For the year ended<br>March 31, 2021 |
|---------------------------------|--------------------------------------|--------------------------------------|
| Advertisement Expenses          | 4.81                                 | 3.68                                 |
| Annual Listing Fees             | 3.00                                 | 5.05                                 |
| Application Fees                | 1.93                                 | -                                    |
| AD Code Registration Charges    | 0.02                                 | -                                    |
| Bad Debts                       | -                                    | 6.99                                 |
| BU Charges                      | 0.06                                 | -                                    |
| Business Promotion Expenses     | 2.46                                 | 1.24                                 |
| Certificate of Origin           | 0.02                                 | -                                    |
| Cloud Space Purchase            | -                                    | 0.18                                 |
| Commission Charge               | 0.03                                 | 0.27                                 |
| Commission Expense              | 1.77                                 | -                                    |
| Computer Maintenance Expense    | 0.68                                 | 0.24                                 |
| Conveyance                      | 0.93                                 | -                                    |
| Customs Duty Expenses           | 0.35                                 | 8.50                                 |
| DGFT Expense                    | -                                    | 0.70                                 |
| Die & Logo Expense              | -                                    | 0.17                                 |
| Die Expense                     | 2.42                                 | 1.87                                 |
| Discount Expense                | 0.91                                 | -                                    |
| Electric Fitting Expense        | 5.14                                 | 6.54                                 |
| Electricity Expenses            | 149.59                               | 130.87                               |
| Excise Duty paid                | -                                    | 0.08                                 |
| Export Agency Charges           | 88.99                                | 39.23                                |
| Export Charges                  | -                                    | 2.10                                 |
| Factory Expense                 | 0.09                                 | 1.17                                 |
| Factory Rent                    | 3.60                                 | -                                    |
| Fire Safety Maintenance charges | 0.34                                 | 0.14                                 |
| Freight Charges                 | 21.14                                | 11.68                                |
| GST Expense                     | 0.52                                 | 0.32                                 |
| Import Charges                  | 0.43                                 | -                                    |
| Insurance Premium Expenses      | 2.96                                 | 2.90                                 |
| Interest on Delayed Payment     | 0.72                                 | -                                    |
| Internet Expenses               | 0.09                                 | 0.14                                 |
| Job Work                        | 55.12                                | 6.24                                 |
| Labor Supplier service expense  | -                                    | 1.25                                 |

**NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022**
**Note 26: OTHER EXPENSES (Continued)**
**INR in Lakh**

| Particulars                          | For the year ended<br>March 31, 2022 | For the year ended<br>March 31, 2021 |
|--------------------------------------|--------------------------------------|--------------------------------------|
| Lease Expense                        | 3.60                                 | 3.60                                 |
| Legal Expense                        | 0.45                                 | 0.03                                 |
| Machine repair & Maintenance Expense | 17.32                                | 17.92                                |
| Marketing Expenses                   | 0.94                                 | -                                    |
| Membership Fees                      | 0.31                                 | 2.55                                 |
| Office Expenses                      | 7.61                                 | 3.99                                 |
| Packing Material                     | 94.90                                | 32.17                                |
| Penalty paid                         | 0.03                                 | 2.25                                 |
| Postage & Courier Expenses           | 2.72                                 | 1.08                                 |
| Preliminary Expenses Written Off     | 4.94                                 | 4.94                                 |
| Printing & Stationery Expenses       | 5.47                                 | 5.92                                 |
| Professional Fees                    | 19.66                                | 10.56                                |
| Rate Difference                      | -                                    | 0.01                                 |
| Reimbursement of Expenses            | 1.32                                 | 0.41                                 |
| Rounding Expense                     | 0.01                                 | -                                    |
| SAP Software Expense                 | 6.77                                 | -                                    |
| Security Service Charges             | 5.30                                 | 8.33                                 |
| Seal Expense                         | 0.35                                 | -                                    |
| Director Sitting Fees                | 1.12                                 | 0.88                                 |
| Store Consumption Expenses           | 17.86                                | 21.16                                |
| Telephone Expenses                   | 0.74                                 | 0.30                                 |
| Travelling Expenses                  | 7.26                                 | 8.06                                 |
| Vehicle Expense                      | 1.44                                 | -                                    |
| VAT Paid                             | 0.47                                 | -                                    |
| Vera Bill                            | -                                    | 0.43                                 |
| Write Off Expenses                   | 3.92                                 | -                                    |
| Payments to the Auditor as           |                                      |                                      |
| a. auditor                           | 1.83                                 | 2.20                                 |
| b. for taxation matters              | -                                    | 1.53                                 |
| c. for other services                | 2.35                                 | 1.60                                 |
| <b>TOTAL</b>                         | <b>556.81</b>                        | <b>361.44</b>                        |

## NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022

### Note 27: 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 28: 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                 | Chairman and Managing Director                                                                  |
| Mr. Rameshbhai Kakadiya                | Whole time Director                                                                             |
| Mr. Devendra Dineshchandra Tailor      | Chief Financial Officer                                                                         |
| Mrs. Swati Vaibhav Sevak               | Company Secretary (up to December 31, 2021)                                                     |
| Mrs. Payal Rishabh Shah                | Company Secretary (w.e.f. January 1, 2022)                                                      |
| Mrs. Nitaben Satishkumar Maniya        | Non-Executive Director                                                                          |
| Mr. Rajesh Mepani                      | Independent Directors                                                                           |
| Mr. Rasik Govindbhai Bharodia          |                                                                                                 |
| Mr. Nareshkumar Parshottambhai Lakhani |                                                                                                 |
| Shish Polylam Private Limited          | Wholly Owned Subsidiary                                                                         |
| Shish Jewels Private Limited           | Enterprise over which key managerial personnel or close member of their family exercise control |
| Dunnage Bag Private Limited            |                                                                                                 |
| Shish Jewels                           |                                                                                                 |

### (c) Transactions with Related Parties:

INR in Lakh

| Particulars                                | Name of Related Parties                | For the Year ended on March 31, 2022 | For the Year ended on March 31, 2021 |
|--------------------------------------------|----------------------------------------|--------------------------------------|--------------------------------------|
| <b>Loans Accepted</b>                      | Shish Jewels Private Limited           | 25.00                                | -                                    |
|                                            | Mr. Satishkumar Maniya                 | 41.00                                | -                                    |
| <b>Loans Repaid</b>                        | Shish Jewels Private Limited           | 25.00                                | -                                    |
|                                            | Mr. Satishkumar Maniya                 | 41.00                                | -                                    |
| <b>Advance Repaid</b>                      | Shish Jewels                           | 29.10                                | -                                    |
| <b>Sales</b>                               | Dunnage Bag Private Limited            | 2.33                                 | 24.49                                |
|                                            | Shish Jewels Private Limited           | 1.09                                 | -                                    |
| <b>Purchase</b>                            | Dunnage Bag Private Limited            | 16.99                                | 1.06                                 |
| <b>Payment of Remuneration</b>             | Mr. Satishkumar Maniya                 | 3.60                                 | 3.60                                 |
|                                            | Mr. Rameshbhai Kakadiya                | 3.60                                 | 3.60                                 |
| <b>Payment of Rent</b>                     | Mr. Satishkumar Maniya                 | 1.80                                 | 1.80                                 |
|                                            | Mr. Rameshbhai Kakadiya                | 1.80                                 | 1.80                                 |
| <b>Payment of Sitting Fees</b>             | Mrs. Nitaben Satishkumar Maniya        | 0.28                                 | 0.26                                 |
|                                            | Mr. Rajesh Mepani                      | 0.28                                 | 0.28                                 |
|                                            | Mr. Rasik Govindbhai Bharodia          | 0.28                                 | 0.28                                 |
|                                            | Mr. Nareshkumar Parshottambhai Lakhani | 0.28                                 | 0.06                                 |
| <b>Payment of Salary</b>                   | Mr. Devendra Dineshchandra Tailor      | 2.40                                 | 2.40                                 |
|                                            | Mrs. Payal Rishabh Shah                | 0.45                                 | -                                    |
|                                            | Mrs. Swati Vaibhav Sevak               | 1.26                                 | 1.68                                 |
| <b>Investments</b>                         | Shish Polylam Private Limited          | 24.00                                | -                                    |
| <b>Rent Income</b>                         | Shish Polylam Private Limited          | 1.11                                 | -                                    |
| <b>Interest Income on loan</b>             | Shish Polylam Private Limited          | 1.73                                 | -                                    |
| <b>Reimbursement of Expense Receivable</b> | Shish Polylam Private Limited          | 8.91                                 | -                                    |
| <b>Job Work Expenses</b>                   | Shish Polylam Private Limited          | 52.40                                | -                                    |
| <b>Loans Given</b>                         | Shish Polylam Private Limited          | 61.19                                | -                                    |
| <b>Loans Received back</b>                 | Shish Polylam Private Limited          | 23.18                                | -                                    |

**(d) Outstanding Balance of Related Parties Transactions:**
**INR in Lakh**

| Particulars                            | Name of Related Parties                | As at<br>March 31, 2022 | As at<br>March 31, 2021 |
|----------------------------------------|----------------------------------------|-------------------------|-------------------------|
| <b>Trade Payable (for Goods)</b>       | Dunnage Bag Private Limited            | 9.63                    | -                       |
| <b>Trade Payable (for Expenses)</b>    | Shish Polylam Private Limited          | 60.79                   | -                       |
|                                        | Mrs. Nitaben Satishkumar Maniya        | 0.54                    | 0.26                    |
|                                        | Mr. Rajesh Mepani                      | 0.56                    | 0.28                    |
|                                        | Mr. Rasik Govindbhai Bharodia          | 0.56                    | 0.28                    |
|                                        | Mr. Nareshkumar Parshottambhai Lakhani | 0.34                    | 0.06                    |
|                                        | Mr. Satishkumar Maniya                 | 4.87                    | 3.97                    |
|                                        | Mr. Rameshbhai Kakadiya                | 6.47                    | 5.57                    |
|                                        | Mr. Devendra Dineshchandra Tailor      | 0.20                    | 0.20                    |
|                                        | Mrs. Payal Rishabh Shah                | 0.15                    | -                       |
|                                        | Mrs. Swati Vaibhav Sevak               | -                       | 0.14                    |
| <b>Loans Payable</b>                   | Mr. Satishkumar Maniya                 | 5.00                    | 5.00                    |
| <b>Loans Receivable</b>                | Shish Polylam Private Limited          | 39.58                   | -                       |
| <b>Trade Receivable (For Goods)</b>    | Dunnage Bag Private Limited            | 4.61                    | -                       |
| <b>Trade Receivable (For Expenses)</b> | Shish Polylam Private Limited          | 10.22                   | -                       |
| <b>Investment</b>                      | Shish Polylam Private Limited          | 24.00                   | -                       |

**Note 29: 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<br>March 31, 2022 | As At<br>March 31, 2021 |
|----------------------------------------------|-------------------------|-------------------------|
| Not Later than 1 year                        | 3.60                    | 3.60                    |
| Later than 1 year and not later than 5 years | 14.40                   | 14.40                   |
| Beyond 5 Years                               | 0.90                    | 4.50                    |

**Note 30: DEFERRED TAX ASSET / LIABILITY**

During the current year, the company has recognized 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 3.81 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<br>Differences | Increases Deferred<br>Tax Liability by |
|------------------------------------------------------------------|--------------------------|----------------------------------------|
| Depreciation as per Income Tax Act, 1961                         | 85.48                    |                                        |
| Depreciation as per Companies Act, 2013                          | 100.63                   |                                        |
| Temporary Difference & Resultant Deferred Tax (Liability)/ Asset | 15.15                    | 3.81                                   |
| Add: Opening Balance of Deferred Tax (Liability)/ Asset          |                          | 5.71                                   |
| <b>Total Deferred Tax (Liability)/Asset as on March 31, 2022</b> |                          | <b>9.52</b>                            |

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

## NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022

### Note 31: 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<br>March 31, 2022 | As At<br>March 31, 2021 |
|-------------------------------------------------------------------|-------------------------|-------------------------|
| <b>Earnings</b>                                                   |                         |                         |
| Total Comprehensive Income for the period                         | 247.37                  | 134.18                  |
| Total Income from Discontinued Operation for the period           | Nil                     | Nil                     |
| <b>Equity Shares</b>                                              |                         |                         |
| No. of shares at the beginning of the year                        | 10,109,000              | 4,442,233               |
| Additional allotment of shares during the year                    | 431,000                 | 5,666,767               |
| Weighted Average No. of shares during the year - Basic            | 10,137,340              | 6,308,130               |
| Weighted Average No. of shares during the year - Diluted*         | 10,137,340              | 6,308,130               |
| <b>Earnings Per Share for Continuing operation</b>                |                         |                         |
| Earnings per share of par value INR 10 - Basic                    | 2.44                    | 2.13                    |
| Earnings per share of par value INR 10 - Diluted                  | 2.44                    | 2.13                    |
| <b>Earnings Per Share for Discontinued operation</b>              |                         |                         |
| Earnings per share of par value INR 10 - Basic                    | Nil                     | Nil                     |
| Earnings per share of par value INR 10 - Diluted                  | Nil                     | Nil                     |
| <b>Earnings Per Share for Continuing + Discontinued Operation</b> |                         |                         |
| Earnings per share of par value INR 10 - Basic                    | 2.44                    | 2.13                    |
| Earnings per share of par value INR 10 - Diluted                  | 2.44                    | 2.13                    |

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

### Note 32: CONTINGENT LIABILITIES AND COMMITMENTS

The Company has given Corporate Guarantee to its Wholly Owned Subsidiary Company i.e. Shish Polylam Private Limited against Term Loan having closing balance as on F.Y. 2021-22 of INR 128.10 Lakh.

The Company has filed an appeal against Central Sales Tax Demand of F.Y. 2017-18 of INR 2.42 Lakh and is pending at the appeal stage. The management is of the view that this demand is not sustainable in law.

### Note 33: Disclosures as required under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act):

INR in Lakh

| Particulars                                                                                                                                | As At<br>March 31, 2022 | As At<br>March 31, 2021 |
|--------------------------------------------------------------------------------------------------------------------------------------------|-------------------------|-------------------------|
| Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end                                       | 193.08                  | 82.81                   |
| 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 34: Trade Receivable Ageing Schedule**
**As at March 31, 2022**
**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                                | 874.57                                                     | 8.73              | 0.43        | -           | -                 | 883.73        |
| 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                                  | -                                                          | -                 | -           | -           | -                 | -             |
| <b>TOTAL</b>                                                                 | <b>874.57</b>                                              | <b>8.73</b>       | <b>0.43</b> | <b>-</b>    | <b>-</b>          | <b>883.73</b> |

**As at March 31, 2021**
**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                                | 194.97                                                     | 1.88              | 4.00        | -           | -                 | 200.85        |
| 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                                  | -                                                          | -                 | -           | -           | -                 | -             |
| <b>TOTAL</b>                                                                 | <b>194.97</b>                                              | <b>1.88</b>       | <b>4.00</b> | <b>-</b>    | <b>-</b>          | <b>200.85</b> |

**Note 35: Trade Payables Ageing Schedule**
**As at March 31, 2022**
**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                   | 192.49                                                     | -           | 0.59        | -                 | 193.08        |
| Others                 | 220.18                                                     | 4.70        | -           | -                 | 224.88        |
| Disputed Dues - MSME   | -                                                          | -           | -           | -                 | -             |
| Disputed Dues - Others | -                                                          | -           | -           | -                 | -             |
| <b>TOTAL</b>           | <b>412.67</b>                                              | <b>4.70</b> | <b>0.59</b> | <b>-</b>          | <b>417.96</b> |

**As at March 31, 2021**
**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                   | 82.81                                                      | -           | -           | -                 | 82.81         |
| Others                 | 272.22                                                     | 0.59        | -           | -                 | 272.81        |
| Disputed Dues - MSME   | -                                                          | -           | -           | -                 | -             |
| Disputed Dues - Others | -                                                          | -           | -           | -                 | -             |
| <b>TOTAL</b>           | <b>355.03</b>                                              | <b>0.59</b> | <b>-</b>    | <b>-</b>          | <b>355.62</b> |

## NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022

### Note 36: Accounting Ratios

| Financial Ratios                            | Numerator                                        | Denominator                                           | March 31, 2022 | March 31, 2021 | % Variance | Reason for Variance                                                                                                      |
|---------------------------------------------|--------------------------------------------------|-------------------------------------------------------|----------------|----------------|------------|--------------------------------------------------------------------------------------------------------------------------|
| Current Ratio (in times)                    | Current assets                                   | Current liabilities                                   | 2.11           | 2.26           | (6.67%)    | Current Ratio has slightly decreased due to increase in liabilities.                                                     |
| Debt Equity Ratio (in times)                | Debt consists of borrowings & lease liabilities  | Total Shareholder's Equity                            | 0.27           | 0.09           | 197.96%    | Due to increase in debt amount, ratio increased.                                                                         |
| Return on Equity Ratio (in %)               | Profit for the year                              | Average Shareholder's Equity                          | 17.07%         | 12.58%         | 35.73%     | Due to increase in the Net Profit margin, the Ratio increased                                                            |
| Inventory Turnover Ratio (in times)         | Gross Revenue from sale of products and services | Average Inventories                                   | 7.11           | 5.55           | 28.13%     | Ratio improved due to decrease in holding period of Inventory.                                                           |
| Trade Receivables Turnover ratio (in times) | Gross Revenue from sale of products and services | Average Trade receivables                             | 9.22           | 18.12          | (49.09%)   | Ratio decreased due to increase in Credit Period given to the Customers.                                                 |
| Trade Payables Turnover ratio (in times)    | COGS + Other Expenses - Non Cash Expenditure     | Average Trade payables                                | 11.61          | 11.37          | 2.11%      | Due to decrease in credit received from suppliers, the Ratio increased                                                   |
| Net Capital Turnover ratio (in times)       | Gross Revenue from sale of products and services | Working Capital (Current assets- Current liabilities) | 4.52           | 4.44           | 1.71%      | Due to increase in sales, the ratio improved                                                                             |
| Net Profit Ratio (in %)                     | Profit for the year                              | Gross Revenue from sale of products and services      | 4.95%          | 4.74%          | 4.24%      | Net Profit Margin has been increased due to increase in Sales viz a viz slight reduction in finance cost and fixed cost. |
| Return on Capital Employed (in %)           | Profit before interest and taxes                 | Capital employed                                      | 18.86%         | 15.69%         | 20.20%     | Due to increase in the Net Profit Margin, the Ratio increased                                                            |
| Return on Investment (in %)                 | Income from Investments                          | Time weighted average Investments                     | 2.88%          | 6.63%          | (56.54%)   | The Ratio decrease due to withdrawal of Fixed Deposit                                                                    |

### Note 37: 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 38: Fair Value Measurements**
**INR in Lakh**

| Particulars                                                         | As at March 31, 2022 |          |          | As at March 31, 2021 |          |          |
|---------------------------------------------------------------------|----------------------|----------|----------|----------------------|----------|----------|
|                                                                     | Amortized Cost       | FVTPL    | FVTOCI   | Amortized Cost       | FVTPL    | FVTOCI   |
| <b>Assets Measured at</b>                                           |                      |          |          |                      |          |          |
| Investments                                                         | 24.00                | -        | -        | -                    | -        | -        |
| Trade receivables                                                   | 883.73               | -        | -        | 200.85               | -        | -        |
| Cash and Cash Equivalents                                           | 5.47                 | -        | -        | 6.66                 | -        | -        |
| Other Bank Balances                                                 | 8.68                 | -        | -        | 50.87                | -        | -        |
| Loans                                                               | 40.94                | -        | -        | -                    | -        | -        |
| Other Financials Assets                                             | 25.15                | -        | -        | -                    | -        | -        |
| <b>TOTAL</b>                                                        | <b>987.97</b>        | <b>-</b> | <b>-</b> | <b>258.38</b>        | <b>-</b> | <b>-</b> |
| <b>Liabilities Measured at</b>                                      |                      |          |          |                      |          |          |
| Borrowings (including Current Maturities of Non-Current Borrowings) | 462.77               | -        | -        | 67.10                | -        | -        |
| Trade Payables                                                      | 417.96               | -        | -        | 355.62               | -        | -        |
| Other Financial Liabilities                                         | -                    | -        | -        | -                    | -        | -        |
| <b>TOTAL</b>                                                        | <b>880.73</b>        | <b>-</b> | <b>-</b> | <b>422.72</b>        | <b>-</b> | <b>-</b> |

**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 39: 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, 2022 |               |                                            | Balance as on March 31, 2021 |            |                                            |
|-----------------------------------------|------------------------------|---------------|--------------------------------------------|------------------------------|------------|--------------------------------------------|
|                                         | INR in Lakhs                 | % of total    | Maximum Amount Outstanding during the Year | INR in Lakhs                 | % of total | Maximum Amount Outstanding during the Year |
| <b>Current Financial Assets – Loan</b>  |                              |               |                                            |                              |            |                                            |
| <b>Loan to Subsidiary Company</b>       |                              |               |                                            |                              |            |                                            |
| Shish Polylam Private Limited           | 39.58                        | 96.68         | 39.58                                      | -                            | -          | -                                          |
| <b>TOTAL</b>                            | <b>39.58</b>                 | <b>96.68</b>  | <b>39.58</b>                               | <b>-</b>                     | <b>-</b>   | <b>-</b>                                   |
| <b>Non-Current Investment</b>           |                              |               |                                            |                              |            |                                            |
| <b>Investment in Subsidiary Company</b> |                              |               |                                            |                              |            |                                            |
| Shish Polylam Private Limited           | 24.00                        | 100.00        | 24.00                                      | -                            | -          | -                                          |
| <b>TOTAL</b>                            | <b>24.00</b>                 | <b>100.00</b> | <b>24.00</b>                               | <b>-</b>                     | <b>-</b>   | <b>-</b>                                   |
| <b>Guarantees Given</b>                 |                              |               |                                            |                              |            |                                            |
| Shish Polylam Private Limited           | 128.10                       | 100.00        | 128.10                                     | -                            | -          | -                                          |
| <b>TOTAL</b>                            | <b>128.10</b>                | <b>100.00</b> | <b>128.10</b>                              | <b>-</b>                     | <b>-</b>   | <b>-</b>                                   |

The Loan given to Shish Polylam Private Limited is unsecured and repayable on demand. Moreover, the Company is charging interest at 9.00% per annum on running outstanding balance of the loan. Investment has been made with a view to acquire 100.00% control over the Shish Polylam Private Limited. Corporate Guarantee has been issued in favor of Axis Bank Limited to secure the financial facilities availed by Shish Polylam Private Limited. Unsecured Loan given and Investment made and Financial Facilities availed from Axis Bank Limited have been utilized by the Shish Polylam Private Limited for its business purpose only.

## NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022

### Note 40: DETAILS OF LOANS AND ADVANCES GIVEN BY THE COMPANY TO THE ULTIMATE BENEFICIARIES DURING F.Y. 2021-2022:

| Particulars        | Date of Payment | INR in Lakhs | Name of Intermediary          | Name Of Ultimate Beneficiaries |
|--------------------|-----------------|--------------|-------------------------------|--------------------------------|
| Loan to Subsidiary | 31/03/2022      | 39.58        | Shish Polylam Private Limited | Shish Polylam 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 41: ADDITIONAL REGULATORY INFORMATION

- The Company does not have any investment property.
- The Company has not revalued its Property, Plant and Equipment (including Right-of-Use Assets) and Intangible assets.
- Except Loan given to its Wholly owned Subsidiary – Shish Polylam Private Limited, there are no other loans or advances in the nature of loans 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, 2022:
  - repayable on demand; or
  - without specifying any terms or period of repayment;
- There are no Intangible assets under development as on March 31, 2022.
- 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.
- The Company is not declared willful defaulter by any bank or financial institution or other lender.
- 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.
- On January 5, 2022, the Board of Directors of the Company approved preferential issue of 431000 Equity Shares at INR 71.10 per equity share [including premium of INR 61.10 per equity share] aggregating to INR 306.44 Lakh to the Promoters of the Company and the same was approved by the members by way of Postal Ballot on February 8, 2022.
- No charges or satisfaction of charges are yet to be registered with Registrar of Companies beyond the statutory period.
- 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.
- No Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.
- 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.
- 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.
- 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.
- Corporate Social Responsibility is not applicable to the company.
- The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

### Note 42: 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

For, Shish Industries Limited

Satishkumar Maniya  
Chairman & Managing Director  
DIN: 02529191

Rameshbhai Kakadiya  
Whole-Time Director  
DIN: 07740518

CA Kanaiya Asawa  
Partner  
Membership No.: 103498  
UDIN: 22103498AJQEUP3937

Devendra Tailor  
Chief Financial Officer

Payal Shah  
Company Secretary

Place: Surat Date: April 30, 2022

Place: Surat

Date: April 30, 2022

# INDEPENDENT AUDITORS' REPORT ON CONSOLIDATED FINANCIAL STATEMENT

To the Members of

**SHISH INDUSTRIES LIMITED**

**Report on the Audit of the Consolidated IND AS Financial Statements**

## Opinion

We have audited the accompanying Consolidated Financial Statements of Shish Industries Limited ("the Company") and its Subsidiary Company – Shish Polylam Private Limited (collectively referred to as "the Company" or "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2022, 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 given 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, 2022 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

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 Matters

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

| Sr. No. | Key Audit Matter                                                                                                                                                                                                                                                      | Auditor's Response                                                                                                                                                                                         |
|---------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1.      | <b>Recoverability / Refund of Indirect tax receivables</b><br>As at March 31, 2022, Current assets in respect of withholding tax and others includes GST Refund Receivable totaling to Rupees 94.45 Lakhs.<br>Refer Note 10 to the Consolidated Financial Statements. | <b>Principal Audit Procedures</b><br>We have involved our internal experts to review the nature of the amounts recoverable, the sustainability and the likelihood of recoverability upon final resolution. |

## 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.

## 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.

## 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, 2022, 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, 2022, 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 - A" to this report.
- g) In our opinion, the managerial remuneration for the year ended March 31, 2022 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, 2022 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. Any Company of the Group does not have any pending litigations which would 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.
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: 22103498AJQFOY3930**

**Date:** April 30, 2022  
**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, 2022

### 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, 2022 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 March 31, 2022.

### 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, 2022, 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: 22103498AJQFOY3930**

**Date:** April 30, 2022  
**Place:** Surat

**SHISH INDUSTRIES LIMITED**
**CIN: L25209GJ2017PLC097273**
**CONSOLIDATED BALANCE SHEET AS AT 31-03-2022**
**INR in Lakh**

| Particulars                                               | Note | As At<br>March 31, 2022 | As At<br>March 31, 2021 |
|-----------------------------------------------------------|------|-------------------------|-------------------------|
| <b>ASSETS</b>                                             |      |                         |                         |
| <b>Non-Current Assets</b>                                 |      |                         |                         |
| (a) Property, Plant and Equipment                         | 2    | 719.18                  | 565.53                  |
| (b) Capital work in progress                              | 2    | 12.45                   | -                       |
| (c) Other Intangible Assets                               | 2    | 0.65                    | 0.73                    |
| (d) Deferred Tax Assets (Net)                             | 29   | 9.12                    | 5.71                    |
| <b>Total Non-Current Assets</b>                           |      | <b>741.39</b>           | <b>571.97</b>           |
| <b>Current Assets</b>                                     |      |                         |                         |
| (a) Inventories                                           | 3    | 845.74                  | 562.19                  |
| (b) Financial Assets                                      |      |                         |                         |
| (i) Trade receivables                                     | 4    | 882.42                  | 200.85                  |
| (ii) Cash and cash equivalents                            | 5    | 5.47                    | 6.66                    |
| (iii) Bank Balances other than (ii) of above              | 6    | 8.68                    | 50.87                   |
| (iv) Loans                                                | 7    | 1.36                    |                         |
| (v) Other Financial Assets                                | 8    | 25.15                   | 24.74                   |
| (c) Current Tax Assets (Net)                              | 9    | 284.18                  | 257.65                  |
| (d) Other Current Assets                                  | 10   | 23.59                   | 38.49                   |
| <b>Total Current assets</b>                               |      | <b>2,076.60</b>         | <b>1,141.44</b>         |
| <b>TOTAL ASSETS</b>                                       |      | <b>2,817.99</b>         | <b>1,713.41</b>         |
| <b>EQUITY AND LIABILITIES</b>                             |      |                         |                         |
| <b>Equity</b>                                             |      |                         |                         |
| <b>Shareholders' Funds</b>                                |      |                         |                         |
| (a) Equity Share Capital                                  | 11   | 1,054.00                | 1,010.90                |
| (b) Other equity                                          | 12   | 689.30                  | 161.00                  |
| <b>Total Equity</b>                                       |      | <b>1,743.30</b>         | <b>1,171.90</b>         |
| <b>Liabilities</b>                                        |      |                         |                         |
| <b>Non-Current Liabilities</b>                            |      |                         |                         |
| (a) Financial Liabilities                                 |      |                         |                         |
| (i) Borrowings                                            | 13   | 98.77                   | 36.83                   |
| <b>Total Non-Current Liabilities</b>                      |      | <b>98.77</b>            | <b>36.83</b>            |
| <b>Current Liabilities</b>                                |      |                         |                         |
| (a) Financial Liabilities                                 |      |                         |                         |
| (i) Borrowings                                            | 14   | 492.10                  | 67.10                   |
| (ii) Trade payable                                        |      |                         |                         |
| (a) Outstanding dues of micro & small enterprises         | 15   | 132.29                  | 82.81                   |
| (b) Outstanding dues other than micro & small enterprises | 15   | 231.45                  | 272.81                  |
| (b) Other current liabilities                             | 16   | 28.66                   | 26.73                   |
| (c) Provision                                             | 17   | 1.80                    | 1.20                    |
| (d) Current Tax Liabilities                               | 18   | 89.62                   | 54.03                   |
| <b>Total Current Liabilities</b>                          |      | <b>975.92</b>           | <b>504.68</b>           |
| <b>TOTAL EQUITY AND LIABILITIES</b>                       |      | <b>2,817.99</b>         | <b>1,713.41</b>         |

**Notes to the financial statement are an integral part of the Financial Statements**

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: 22103498AJQFOY3930**
**Place: Surat      Date: April 30, 2022**
**Devendra Tailor**  
**Chief Financial Officer**  
**Place: Surat**
**Payal Shah**  
**Company Secretary**  
**Date: April 30, 2022**

# SHISH INDUSTRIES LIMITED

CIN: L25209GJ2017PLC097273

## CONSOLIDATED STATEMENT OF PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED MARCH 31, 2022 INR in Lakh except EPS

| Particulars                                                                | Note | For the year ended<br>March 31, 2022 | For the Year ended<br>March 31, 2021 |
|----------------------------------------------------------------------------|------|--------------------------------------|--------------------------------------|
| <b>INCOME</b>                                                              |      |                                      |                                      |
| Revenue from operations                                                    | 19   | 5,002.14                             | 2,828.26                             |
| Other Income                                                               | 20   | 97.06                                | 79.73                                |
| <b>TOTAL INCOME</b>                                                        |      | <b>5,099.21</b>                      | <b>2,907.99</b>                      |
| <b>EXPENSES</b>                                                            |      |                                      |                                      |
| Cost of Raw Material Consumed                                              | 21   | 3,874.07                             | 1,993.94                             |
| Purchase of Stock in Trade                                                 |      | -                                    | -                                    |
| Changes in Inventories of Finished Goods/WIP                               | 22   | 61.47                                | 152.99                               |
| Employees' Remuneration and Benefits                                       | 23   | 154.93                               | 96.59                                |
| Financial Costs                                                            | 24   | 39.88                                | 30.20                                |
| Depreciation and Amortization                                              | 2    | 109.96                               | 83.16                                |
| Other Expenses                                                             | 25   | 511.71                               | 361.44                               |
| <b>TOTAL EXPENSES</b>                                                      |      | <b>4,752.02</b>                      | <b>2,718.32</b>                      |
| <b>Profit/(loss) before Tax</b>                                            |      | <b>347.19</b>                        | <b>189.66</b>                        |
| <b>Tax Expense</b>                                                         |      |                                      |                                      |
| Current Tax                                                                |      | 85.64                                | 53.44                                |
| Prior Period Tax Expense                                                   |      | -                                    | -                                    |
| Deferred Tax                                                               | 29   | (3.41)                               | 2.05                                 |
| <b>Net Tax expense</b>                                                     |      | <b>82.23</b>                         | <b>55.49</b>                         |
| <b>PROFIT/(LOSS) FOR THE YEAR</b>                                          |      | <b>264.96</b>                        | <b>134.18</b>                        |
| <b>Other Comprehensive Income</b>                                          |      |                                      |                                      |
| <b>A. ITEM NOT RECLASSIFIED TO PROFIT OR LOSS</b>                          |      |                                      |                                      |
| i. Income relating to item that will not be reclassified to profit or loss |      | -                                    | -                                    |
| ii. Income Tax Relating item (i) of above                                  |      | -                                    | -                                    |
| <b>B. ITEM RECLASSIFIED TO PROFIT OR LOSS</b>                              |      |                                      |                                      |
| i. Income relating to item that will be reclassified to profit or loss     |      | -                                    | -                                    |
| ii. Income Tax Relating (i) of above                                       |      | -                                    | -                                    |
| <b>Total other Comprehensive Income</b>                                    |      | <b>-</b>                             | <b>-</b>                             |
| <b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>                             |      | <b>264.96</b>                        | <b>134.18</b>                        |
| <b>Earnings Per Share for Continuing operation</b>                         |      |                                      |                                      |
| Basic - Par Value INR 10.00                                                | 30   | 2.61                                 | 2.13                                 |
| Diluted - Par Value INR 10.00                                              | 30   | 2.61                                 | 2.13                                 |
| <b>Earnings Per Share for Discontinued operation</b>                       |      |                                      |                                      |
| Basic - Par Value INR 10.00                                                | 30   | -                                    | -                                    |
| Diluted - Par Value INR 10.00                                              | 30   | -                                    | -                                    |
| <b>Earnings Per Share for Continuing + Discontinued operation</b>          |      |                                      |                                      |
| Basic - Par Value INR 10.00                                                | 30   | 2.61                                 | 2.13                                 |
| Diluted - Par Value INR 10.00                                              | 30   | 2.61                                 | 2.13                                 |

Notes to the financial statement are an integral part of the Financial Statements

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: 22103498AJQFOY3930

Place: Surat

Date: April 30, 2022

Devendra Tailor  
Chief Financial Officer

Place: Surat

Payal Shah  
Company Secretary

Date: April 30, 2022

**SHISH INDUSTRIES LIMITED**
**CIN: L25209GJ2017PLC097273**
**CONSOLIDATED STATEMENT OF OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED ON MARCH 31, 2022**

INR in Lakh

| Particulars                                                                                                    | For the year ended<br>March 31, 2022 | For the year ended<br>March 31, 2021 |
|----------------------------------------------------------------------------------------------------------------|--------------------------------------|--------------------------------------|
| <b>A. ITEM WILL NOT BE CLASSIFIED TO PROFIT OR LOSS</b>                                                        |                                      |                                      |
| 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)                                                                                         | -                                    | -                                    |
| <b>Total OCI Before Tax</b>                                                                                    | -                                    | -                                    |
| <b>Tax Effect</b>                                                                                              | -                                    | -                                    |
| <b>Total OCI from item will not be classified into Profit or Loss</b>                                          | -                                    | -                                    |
| <b>B. ITEM WILL BE CLASSIFIED TO PROFIT OR LOSS</b>                                                            |                                      |                                      |
| 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 extend to be classified into profit or loss               | -                                    | -                                    |
| Others (specify Nature)                                                                                        | -                                    | -                                    |
| <b>Total OCI Before Tax</b>                                                                                    | -                                    | -                                    |
| <b>Tax Effect</b>                                                                                              | -                                    | -                                    |
| <b>Total OCI from item will be classified into Profit or Loss</b>                                              | -                                    | -                                    |

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: 22103498AJQFOY3930  
 Place: Surat      Date: April 30, 2022

**Satishkumar Maniya**  
 Chairman & Managing Director  
 DIN: 02529191

**Devendra Tailor**  
 Chief Financial Officer  
 Place: Surat

**For, Shish Industries Limited**

**Rameshbhai Kakadiya**  
 Whole-Time Director  
 DIN: 07740518

**Payal Shah**  
 Company Secretary  
 Date: April 30, 2022

**SHISH INDUSTRIES LIMITED**
**CIN: L25209GJ2017PLC097273**
**CONSOLIDATED STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2022**
**INR in Lakh**

| Particulars                                                                               | For the year ended<br>March 31, 2022 | For the year ended<br>March 31, 2021 |
|-------------------------------------------------------------------------------------------|--------------------------------------|--------------------------------------|
| <b>A. Cash Flow from Operating Activities</b>                                             |                                      |                                      |
| Profit before tax                                                                         | 347.19                               | 189.66                               |
| Adjustments for :                                                                         |                                      |                                      |
| Depreciation                                                                              | 109.96                               | 83.16                                |
| Finance Cost                                                                              | 39.88                                | 30.20                                |
| W/off Preliminary Expenses                                                                | 4.94                                 | 4.94                                 |
| Bad Debts                                                                                 | -                                    | 6.99                                 |
| Interest Income                                                                           | (0.86)                               | (3.27)                               |
| <b>Operating Profit Before Working Capital Adjustments (a)</b>                            | <b>501.11</b>                        | <b>311.69</b>                        |
| <b>Movements in Working Capital:</b>                                                      |                                      |                                      |
| Decrease/ (Increase) in Inventory                                                         | (283.56)                             | (104.43)                             |
| Decrease/ (Increase) in Trade Receivables                                                 | (681.57)                             | (96.48)                              |
| Decrease/ (Increase) in Other Current Assets                                              | (16.57)                              | (174.89)                             |
| Decrease/ (Increase) in Loans and Deposits                                                | (1.77)                               | 55.36                                |
| Increase/ (Decrease) in Trade Payables                                                    | 8.11                                 | 270.18                               |
| Increase/ (Decrease) in Current Liabilities, Current Tax Liabilities (Net) and Provisions | 38.13                                | 16.89                                |
| <b>Movement in Working Capital total (b)</b>                                              | <b>(937.23)</b>                      | <b>(33.37)</b>                       |
| <b>Cash generated from Operating activities (a)-(b)</b>                                   | <b>(436.12)</b>                      | <b>278.32</b>                        |
| Direct Taxes Paid                                                                         | (85.64)                              | (53.44)                              |
| <b>Net Cash Generated From Operating Activities (A)</b>                                   | <b>(521.77)</b>                      | <b>224.88</b>                        |
| <b>B. Cash flow from Investing Activity</b>                                               |                                      |                                      |
| Purchase of fixed asset                                                                   | (277.93)                             | (184.59)                             |
| Sale of fixed asset                                                                       | 1.95                                 | 3.65                                 |
| Interest Income                                                                           | 0.86                                 | -                                    |
| Redemption of Bank FD                                                                     | 42.19                                | -                                    |
| <b>Net Cash Generated From/ (Used In) Investing Activity (B)</b>                          | <b>(232.93)</b>                      | <b>(180.94)</b>                      |
| <b>C. Cash Flow from Financing activity</b>                                               |                                      |                                      |
| Issue of Share Capital                                                                    | 306.44                               | 76.38                                |
| Increase/ (Decrease) in Term Loans                                                        | 61.94                                | 36.83                                |
| Finance Cost                                                                              | (39.88)                              | (30.20)                              |
| Increase/ (Decrease) in Working Capital from Bank                                         | 425.00                               | (125.31)                             |
| <b>Net Cash Generated From/ (Used In) Financing Activities (C)</b>                        | <b>753.51</b>                        | <b>(42.30)</b>                       |
| <b>D. Net Increase/ (Decrease) in Cash &amp; Cash Equivalents (A+B+C)</b>                 | <b>(1.19)</b>                        | <b>1.65</b>                          |
| Cash and Cash Equivalents at the beginning of the Period                                  | 6.66                                 | 5.01                                 |
| Cash and Cash Equivalents at the end of the Period                                        | 5.47                                 | 6.66                                 |

As Per Our attached report of even date

For, Shish Industries Limited

For K P C M &amp; 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: 22103498AJQFOY3930

Place: Surat Date: April 30, 2022

Devendra Tailor  
Chief Financial Officer

Place: Surat

Payal Shah  
Company Secretary

Date: April 30, 2022

**SHISH INDUSTRIES LIMITED**
**CIN: L25209GJ2017PLC097273**
**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2022**
**INR in Lakh**
**A. EQUITY SHARE CAPITAL FOR THE YEAR ENDED ON MARCH 31, 2022:**

| Balance as on April 1, 2021 | 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, 2022 |
|-----------------------------|----------------------------------------------|-------------------------------------------------------------------|-------------------------------------------------|------------------------------|
| 1010.90                     | -                                            | -                                                                 | 43.10                                           | 1,054.00                     |

**B. EQUITY SHARE CAPITAL FOR THE YEAR ENDED ON MARCH 31, 2021:**

| Balance as on April 1, 2020 | 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, 2021 |
|-----------------------------|----------------------------------------------|-------------------------------------------------------------------|-------------------------------------------------|------------------------------|
| 444.22                      | -                                            | -                                                                 | 566.68                                          | 1010.90                      |

**C. OTHER EQUITY FOR THE YEAR ENDED ON MARCH 31, 2022:**

| Particulars                            | Reserves and Surplus       |                 |                   | Other Comprehensive Income | Total  |
|----------------------------------------|----------------------------|-----------------|-------------------|----------------------------|--------|
|                                        | Securities Premium Reserve | General Reserve | Retained Earnings |                            |        |
| Opening Balance as on April 1, 2021    | -                          | -               | 161.00            | -                          | 161.00 |
| Transfer to retained earnings          | -                          | -               | 264.96            | -                          | 264.96 |
| Other Comprehensive Income of the Year | -                          | -               | -                 | -                          | -      |
| Premium on Issue of Equity Shares      | 263.34                     | -               | -                 | -                          | 263.34 |
| Issue of Bonus Equity Shares           | -                          | -               | -                 | -                          | -      |
| Closing Balance as at March 31, 2022   | 263.34                     | -               | 425.95            | -                          | 689.30 |

**D. OTHER EQUITY FOR THE YEAR ENDED ON MARCH 31, 2021:**

| Particulars                            | Reserves and Surplus       |                 |                   | Other Comprehensive Income | Total    |
|----------------------------------------|----------------------------|-----------------|-------------------|----------------------------|----------|
|                                        | Securities Premium Reserve | General Reserve | Retained Earnings |                            |          |
| Opening Balance as on April 1, 2020    | 270.40                     | -               | 246.71            | -                          | 517.11   |
| Transfer to retained earnings          | -                          | -               | 134.18            | -                          | 134.18   |
| Other Comprehensive Income of the Year | -                          | -               | -                 | -                          | -        |
| Premium on Issue of Equity Shares      | 61.11                      | -               | -                 | -                          | 61.11    |
| Issue of Bonus Equity Shares           | (331.51)                   | -               | (219.89)          | -                          | (551.40) |
| Closing Balance as at March 31, 2021   | -                          | -               | 161.00            | -                          | 161.00   |

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

For, Shish Industries Limited

CA Kanaiya Asawa  
Partner  
Membership No.: 103498  
UDIN: 22103498AJQFOY3930  
Place: Surat Date: April 30, 2022

Satishkumar Maniya  
Chairman & Managing Director  
DIN: 02529191

Rameshbhai Kakadiya  
Whole-Time Director  
DIN: 07740518

Devendra Tailor  
Chief Financial Officer  
Place: Surat

Payal Shah  
Company Secretary  
Date: April 30, 2022

## SHISH INDUSTRIES LIMITED

CIN: L25209GJ2017PLC097273

### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022

#### NOTE 1: NOTES TO ACCOUNTS

##### A. CORPORATE INFORMATION

Shish Industries Limited ('the company/ the holding 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 statements of the Company and its subsidiary – Shish Polylam Private Limited (collectively referred to as the "Group") (individually referred to as the "Entity") for the year ended March 31, 2022. The company is having its headquarters in Surat and plants at Pipodara. The group is primarily engaged in manufacturing, trading and marketing of PP Sheets and Rolls.

Shish Polylam Private Limited is an 100% indian Subsidiary Company of Shish Industries Limited and is primarily engaged in manufacturing, trading and marketing of all types of Lamination of Woven Fabric, PP Woven Fabric, Aluminum Foil & Metallizing on Woven Fabric.

##### B. SIGNIFICANT ACCOUNTING POLICIES

###### a) Basis of Preparation

These financial statements are the separate financial statements of the Group (also called as consolidated 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.

###### 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."

###### 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 expenses 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 categorized 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 categorized 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 recognizes 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 capitalized 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) Inventories**

Inventories are valued at cost (including cost for bringing the inventory to its current location and condition) or net realizable value whichever is less. Inventory as appearing in the consolidated 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.

**g) Investments**

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

**h) Retirement Benefits**

Retirement Benefits, are accounted on Actuarial Basis.

**i) 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.

**j) 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.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022

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."

### k) 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 recognized using the tax rates that have been enacted or substantially enacted by the balance sheet date. Deferred tax assets are recognized only to the extent there is reasonable certainty that the assets can be realized in future; however, where there is unabsorbed depreciation or carry forward of losses, deferred tax assets are recognized only if there is a virtual certainty of realization 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 realized. 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.

### l) 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 recognized 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

### 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 recognized on trade date. While, loans and borrowings and payables are recognized 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:

- (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 represent 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's gratuity plan is not funded. The following table sets out the status of the gratuity plan as required under Para 11 of Ind AS-19 (Employee Benefits). As per expert advice obtained from M/s Raj Consultancy Gratuity is not applicable to our company and presently the company determined its employees retirement benefit as and when it occurs.

**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**

There were no such events occurred after balance sheet date which required material disclosure by the management and auditors.

**r) Change in Accounting Policies**

There has 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, 2022

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, 2021 | As at April 1, 2021 | As at April 1, 2021 | As at April 1, 2021 | As at April 1, 2021 | As at April 1, 2021 | As at April 1, 2021 | As at April 1, 2021 |
| Tangible Assets                     |                     |                     |                     |                     |                     |                     |                     |                     |
| Owned                               |                     |                     |                     |                     |                     |                     |                     |                     |
| Plant & Machinery                   | 695.64              | 235.21              | -                   | -                   | 930.86              | 307.41              | 85.50               | 394.86              |
| Electrical Installation             | 50.55               | 8.87                | -                   | -                   | 59.41               | 37.75               | 4.67                | 42.42               |
| Furniture & Fixtures                | 3.53                | 0.49                | -                   | -                   | 4.03                | 2.31                | 0.32                | 2.64                |
| Factory Building                    | 223.67              | 14.18               | -                   | -                   | 237.85              | 65.73               | 16.18               | 81.91               |
| Office Building                     | 5.52                | -                   | -                   | -                   | 5.52                | 2.32                | 0.30                | 2.62                |
| Computer                            | 6.19                | 6.72                | -                   | -                   | 12.92               | 4.49                | 2.79                | 7.27                |
| Office Equipment                    | 1.72                | -                   | -                   | -                   | 1.72                | 1.54                | 0.05                | 1.59                |
| Alto Car                            | 1.08                | -                   | -                   | -                   | 1.08                | 0.82                | 0.08                | 0.90                |
| <b>Sub Total</b>                    | <b>987.91</b>       | <b>265.48</b>       | <b>-</b>            | <b>-</b>            | <b>1,253.39</b>     | <b>422.37</b>       | <b>109.89</b>       | <b>534.21</b>       |
| Intangible Assets                   |                     |                     |                     |                     |                     |                     |                     |                     |
| Trade Mark                          | 0.33                | -                   | -                   | -                   | 0.33                | 0.13                | 0.02                | 0.15                |
| Patent                              | 0.71                | -                   | -                   | -                   | 0.71                | 0.18                | 0.05                | 0.23                |
| <b>Sub Total</b>                    | <b>1.04</b>         | <b>-</b>            | <b>-</b>            | <b>-</b>            | <b>1.04</b>         | <b>0.31</b>         | <b>0.07</b>         | <b>0.38</b>         |
| <b>Capital Work in Progress</b>     | <b>-</b>            | <b>12.45</b>        | <b>-</b>            | <b>-</b>            | <b>12.45</b>        | <b>-</b>            | <b>-</b>            | <b>-</b>            |
| <b>Sub Total</b>                    | <b>-</b>            | <b>12.45</b>        | <b>-</b>            | <b>-</b>            | <b>12.45</b>        | <b>-</b>            | <b>-</b>            | <b>-</b>            |
| Intangible Assets under development |                     |                     |                     |                     |                     |                     |                     |                     |
| Fixed Assets held for sale          | -                   | -                   | -                   | -                   | -                   | -                   | -                   | -                   |
| <b>TOTAL</b>                        | <b>988.94</b>       | <b>277.93</b>       | <b>-</b>            | <b>-</b>            | <b>1,266.87</b>     | <b>422.68</b>       | <b>109.96</b>       | <b>534.59</b>       |
| <b>Previous Year</b>                | <b>804.35</b>       | <b>184.59</b>       | <b>-</b>            | <b>-</b>            | <b>988.94</b>       | <b>335.87</b>       | <b>83.16</b>        | <b>422.68</b>       |

Note 2A: CAPITAL WORK IN PROGRESS AGEING SCHEDULE

INR in Lakh

| 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           | 12.45                                              | -         | -         | -                 | 12.45        |
| Projects Temporarily Suspended | -                                                  | -         | -         | -                 | -            |
| <b>TOTAL</b>                   | <b>12.45</b>                                       | <b>-</b>  | <b>-</b>  | <b>-</b>          | <b>12.45</b> |

**Note 3: INVENTORIES (CURRENT)**
**INR in Lakh**

| Particulars                                                       | As At March 31, 2022 | As At March 31, 2021 |
|-------------------------------------------------------------------|----------------------|----------------------|
| Raw Material (Valued at Cost)                                     | 665.99               | 320.96               |
| Finished Goods (Valued at Cost or Market Value whichever is less) | 179.75               | 241.22               |
| Work in Process (Valued at Cost)                                  | -                    | -                    |
| Other : Packing material                                          | -                    | -                    |
| <b>TOTAL</b>                                                      | <b>845.74</b>        | <b>562.19</b>        |

**Notes:**

Inventories are valued at cost or net realizable value whichever is lower. The mode of valuation of inventories has been stated in Note No. – 1(B)(g).

Inventories are hypothecated to secured working capital facilities from Bank.

**Note 4: TRADE RECEIVABLES (CURRENT)**
**INR in Lakh**

| Particulars                                    | As At March 31, 2022 | As At March 31, 2021 |
|------------------------------------------------|----------------------|----------------------|
| Secured, considered good                       | -                    | -                    |
| Unsecured, considered good                     | 882.42               | 200.85               |
| Which have significant increase in credit risk | -                    | -                    |
| Credit Impaired                                | -                    | -                    |
| Less: Provision for doubtful debts             | -                    | -                    |
| <b>TOTAL</b>                                   | <b>882.42</b>        | <b>200.85</b>        |

**Notes:**

Trade Receivables are hypothecated to secured working capital facilities from Bank.

Trade Receivables Ageing Schedule (Note No. 33).

**Note 4A: TRADE RECEIVABLES (CURRENT)**
**INR in Lakh**

| Particulars                   | As At March 31, 2022 | As At March 31, 2021 |
|-------------------------------|----------------------|----------------------|
| Unsecured and considered good |                      |                      |
| - From related Parties        | -                    | 4.61                 |
| - From Others                 | 882.42               | 196.24               |
| <b>TOTAL</b>                  | <b>882.42</b>        | <b>200.85</b>        |

**Note 5: CASH AND CASH EQUIVALENTS (CURRENT)**
**INR in Lakh**

| Particulars         | As At March 31, 2022 | As At March 31, 2021 |
|---------------------|----------------------|----------------------|
| Balances with banks | 5.43                 | 3.03                 |
| Cash on hand        | 0.04                 | 3.63                 |
| <b>TOTAL</b>        | <b>5.47</b>          | <b>6.66</b>          |

**Note 6: BALANCE WITH BANK OTHER THAN NOTE 5 (CURRENT)**
**INR in Lakh**

| Particulars             | As At March 31, 2022 | As At March 31, 2021 |
|-------------------------|----------------------|----------------------|
| Term Deposits with Bank | 8.68                 | 50.87                |
| <b>TOTAL</b>            | <b>8.68</b>          | <b>50.87</b>         |

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022**
**Note 7: LOANS (CURRENT)**
**INR in Lakh**

| Particulars                                 | As At March 31, 2022 | As At March 31, 2021 |
|---------------------------------------------|----------------------|----------------------|
| <b>(A). Loans and advances to employees</b> |                      |                      |
| Secured, considered good                    | -                    | -                    |
| Unsecured, considered good                  | 1.36                 | -                    |
| Doubtful                                    | -                    | -                    |
| Less: Provision for doubtful advances       | -                    | -                    |
| <b>Sub Total</b>                            | <b>1.36</b>          | <b>-</b>             |
| <b>TOTAL</b>                                | <b>1.36</b>          | <b>-</b>             |

**Note 7A: LOANS (CURRENT)**
**INR in Lakh**

| Particulars                       | As At March 31, 2022 | As At March 31, 2021 |
|-----------------------------------|----------------------|----------------------|
| <b>Secured, Considered Good</b>   |                      |                      |
| To Related Parties                | -                    | -                    |
| To Others                         | -                    | -                    |
| <b>Unsecured, Considered Good</b> |                      |                      |
| To Related Parties                | -                    | -                    |
| To Others                         | 1.36                 | -                    |
| <b>TOTAL</b>                      | <b>1.36</b>          | <b>-</b>             |

**Note 8: OTHER FINANCIAL ASSETS (CURRENT)**
**INR in Lakh**

| Particulars       | As At March 31, 2022 | As At March 31, 2021 |
|-------------------|----------------------|----------------------|
| Security Deposits | 25.15                | 27.74                |
| <b>TOTAL</b>      | <b>25.15</b>         | <b>27.74</b>         |

**Note 9: CURRENT TAX ASSETS (NET)**
**INR in Lakh**

| Particulars                         | As At March 31, 2022 | As At March 31, 2021 |
|-------------------------------------|----------------------|----------------------|
| Advance Tax                         | 77.00                | 15.00                |
| Balance with Government Authorities | 101.84               | 10.73                |
| GST Refund Receivable               | 94.45                | 230.91               |
| TCS Receivable                      | 1.06                 | 0.86                 |
| TDS Receivable                      | 1.76                 | 0.14                 |
| Provision for Exchange Gain & loss  | 8.08                 | -                    |
| <b>TOTAL</b>                        | <b>284.18</b>        | <b>257.65</b>        |

**Note 10: OTHER CURRENT ASSETS**
**INR in Lakh**

| Particulars                                                      | As At March 31, 2022 | As At March 31, 2021 |
|------------------------------------------------------------------|----------------------|----------------------|
| <b>(A). Advances other than capital advances</b>                 |                      |                      |
| Security Deposits                                                | -                    | -                    |
| Advances to related parties                                      | -                    | -                    |
| Advance to Suppliers for Goods                                   | 6.11                 | 0.19                 |
| Advance to Suppliers for Expenses                                | 4.78                 | 21.15                |
| Advance to Suppliers for Fixed Assets                            | 7.75                 | 7.97                 |
| <b>(B). Preliminary Expenses (to the extent not written off)</b> | <b>4.24</b>          | <b>9.18</b>          |
| Jammu and Kashmir Plot Booking                                   | 0.25                 | -                    |
| MEIS Certification License                                       | 0.25                 | -                    |
| Advance Stamp Duty                                               | 0.21                 | -                    |
| <b>TOTAL</b>                                                     | <b>23.59</b>         | <b>38.49</b>         |

**Note 11: EQUITY SHARE CAPITAL**

| Particulars                           | As At March 31, 2022 |                 | As At March 31, 2021 |                 |
|---------------------------------------|----------------------|-----------------|----------------------|-----------------|
|                                       | Number               | INR in Lakh     | Number               | INR in Lakh     |
| <b>Authorised Capital</b>             |                      |                 |                      |                 |
| Equity shares of INR 10.00 each       | 12000000             | 1,200.00        | 10250000             | 1,025.00        |
| <b>Issued Capital</b>                 |                      |                 |                      |                 |
| Equity shares of INR 10.00 each       | 10540000             | 1,054.00        | 10109000             | 1,010.90        |
| <b>Subscribed and Paid up Capital</b> |                      |                 |                      |                 |
| Equity shares of INR 10.00 each       | 10540000             | 1,054.00        | 10109000             | 1,010.90        |
| <b>TOTAL</b>                          | <b>10540000</b>      | <b>1,054.00</b> | <b>10109000</b>      | <b>1,010.90</b> |

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

| Particulars                                      | As At March 31, 2022 |                 | As At March 31, 2021 |                 |
|--------------------------------------------------|----------------------|-----------------|----------------------|-----------------|
|                                                  | Number               | INR in Lakh     | Number               | INR in Lakh     |
| Shares outstanding at the beginning of the year  | 10109000             | 1,010.90        | 4442233              | 444.22          |
| Shares Issued during the year                    | 431000               | 43.10           | 5666767              | 566.68          |
| Shares bought back during the year               | -                    | -               | -                    | -               |
| <b>Shares outstanding at the end of the year</b> | <b>10540000</b>      | <b>1,054.00</b> | <b>10109000</b>      | <b>1,010.90</b> |

**Shareholders holding more than 5 percent equity shares of the Company**

| Name of Shareholder            | As At March 31, 2022 |              | As At March 31, 2021 |              |
|--------------------------------|----------------------|--------------|----------------------|--------------|
|                                | No. of Shares held   | % of Holding | No. of Shares held   | % of Holding |
| Satishkumar Dayabhai Maniya    | 3716800              | 35.26%       | 3501300              | 34.64%       |
| Rameshbhai Virjibhai Kakadiya  | 3738800              | 35.47%       | 3523300              | 34.85%       |
| Lakhani Jignesh Jasmatbhai HUF | 648695               | 6.15%        | 633600               | 6.27%        |

**Disclosure of Shareholding of Promoters & Promoter Group**

| Name of Promoters and Promoter Group | As At March 31, 2022 |              | As At March 31, 2021 |              | % Changes during the Year |
|--------------------------------------|----------------------|--------------|----------------------|--------------|---------------------------|
|                                      | No. of Shares held   | % of Holding | No. of Shares held   | % of Holding |                           |
| Satishkumar Dayabhai Maniya          | 3,716,800            | 35.26%       | 3,501,300            | 34.64%       | 0.63%                     |
| Rameshbhai Virjibhai Kakadiya        | 3,738,800            | 35.47%       | 3,523,300            | 34.85%       | 0.62%                     |
| Virjibhai Bhimajibhai Kakadia        | 22000                | 0.21%        | 22000                | 0.22%        | (0.01%)                   |
| Jigneshbhai Dayabhai Maniya          | 23775                | 0.23%        | 22000                | 0.22%        | (0.01%)                   |
| Nitaben Satishkumar Maniya           | 22000                | 0.21%        | 22000                | 0.22%        | (0.01%)                   |
| Jalvinben Ramesh Kakadiya            | 22000                | 0.21%        | 22000                | 0.22%        | (0.01%)                   |
| Dayabhai Kanjibhai Maniya            | 22000                | 0.21%        | 22000                | 0.22%        | (0.01%)                   |
| Bharat Babubhai Golakiya             | 8951                 | 0.08%        | -                    | -            | 0.08%                     |

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022

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

| Particulars                                                                  | Year (Aggregate No. of Shares) |              |              |              |              |
|------------------------------------------------------------------------------|--------------------------------|--------------|--------------|--------------|--------------|
|                                                                              | F.Y. 2021-22                   | F.Y. 2020-21 | F.Y. 2019-20 | F.Y. 2018-19 | F.Y. 2017-18 |
| 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                                         | -                              | 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.
- 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 12: OTHER EQUITY

INR in Lakh

| Particulars                                                    | As At March 31, 2022 | As At March 31, 2021 |
|----------------------------------------------------------------|----------------------|----------------------|
| <b>Equity Component of Compound Financial Instrument</b>       |                      |                      |
| Equity Component of Compound Financial Instrument              | -                    | -                    |
| <b>Total Equity Component of Compound Financial Instrument</b> | -                    | -                    |
| <b>Reserve and Surplus</b>                                     |                      |                      |
| <b>Security Premium Account</b>                                |                      |                      |
| Opening Balance                                                | -                    | 270.40               |
| Add: Securities premium credited on Share issue                | 263.34               | 61.11                |
| Less: Premium Utilized for Issue of Bonus Equity Shares        | -                    | 331.51               |
| <b>Closing Balance</b>                                         | <b>263.34</b>        | -                    |
| <b>Retained Earnings (Profit and Loss)</b>                     |                      |                      |
| Opening Balance                                                | 161.00               | 246.71               |
| Add: Current year profit                                       | 264.96               | 134.18               |
| Add: Transfer from Reserves                                    | -                    | -                    |
| Less: Assets Written off as per Schedule III                   | -                    | -                    |
| Less: Earnings Utilized for Issue of Bonus Equity Shares       | -                    | 219.89               |
| Less: Transfers to Reserves                                    | -                    | -                    |
| <b>Closing Balance</b>                                         | <b>425.95</b>        | <b>161.00</b>        |
| <b>Total Reserve and Surplus</b>                               | <b>689.30</b>        | <b>161.00</b>        |
| <b>Other Reserves</b>                                          |                      |                      |
| Other Reserves                                                 | -                    | -                    |
| <b>Total Other Reserve</b>                                     | <b>-</b>             | <b>-</b>             |
| <b>TOTAL</b>                                                   | <b>689.30</b>        | <b>161.00</b>        |

**Note 13: NON CURRENT BORROWINGS**
**INR in Lakh**

| Particulars                                        | As At March 31, 2022 | As At March 31, 2021 |
|----------------------------------------------------|----------------------|----------------------|
| <b>Secured</b>                                     |                      |                      |
| Term Loans - From Bank                             |                      |                      |
| Guaranteed Emergency Credit Line from UCO Bank     | -                    | 36.83                |
| Term Loan from UCO Bank                            | -                    | 21.76                |
| Term Loan from Axis Bank                           | 128.10               | -                    |
| Less :- Current maturities of Long term borrowings | 29.33                | 21.76                |
| <b>Sub Total</b>                                   | <b>98.77</b>         | <b>36.83</b>         |
| <b>Unsecured</b>                                   |                      |                      |
| Loans and advances from related parties            | -                    | -                    |
| <b>Sub Total</b>                                   | <b>-</b>             | <b>-</b>             |
| <b>TOTAL</b>                                       | <b>98.77</b>         | <b>36.83</b>         |

**Additional Notes**

- 13.1. Term Loans from UCO Bank and Axis Bank are secured by hypothecation of all the fixed assets of the company including entire Plant & machinery.
- 13.2. Term Loans from Banks are 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.
- 13.3. Shish Industries Limited, the holding company, has also given Corporate Guarantee for Axis Bank Term Loan of its Subsidiary Company (i.e. Shish Polylam Private limited).
- 13.4. For Additional Term Loan of Guaranteed Emergency Credit Line no additional security has been hypothecated to the bank.
- 13.5. There are no default as on the balance sheet date in repayment of borrowings and interest in respect of Term Loans from UCO Bank and Axis Bank.
- 13.6. Term Loans of UCO Bank are repaid and cleared in full by the Company from their own funds
- 13.7. Term Loans of Axis Bank are repayable in monthly principal instalments of INR 2.44 Lakh and Interest will be debited separately and the loan amount shall be repaid by July, 2026.

**Note 14: CURRENT BORROWINGS**
**INR in Lakh**

| Particulars                                 | As At March 31, 2022 | As At March 31, 2021 |
|---------------------------------------------|----------------------|----------------------|
| <b>Secured</b>                              |                      |                      |
| Loans repayable on demand                   |                      |                      |
| From Banks                                  |                      |                      |
| Cash Credit from UCO Bank                   | -                    | 40.34                |
| Cash Credit from Axis Bank                  | 289.76               | -                    |
| PCFC Loan A/c from Axis Bank                | 168.02               | -                    |
| From Others                                 | -                    | -                    |
| Current maturities of Long term borrowings  | 29.33                | 26.76                |
| <b>Sub Total</b>                            | <b>487.10</b>        | <b>62.10</b>         |
| <b>Unsecured</b>                            |                      |                      |
| (a) Loans and advances from related parties | 5.00                 | 5.00                 |
| <b>Sub Total</b>                            | <b>5.00</b>          | <b>5.00</b>          |
| <b>TOTAL</b>                                | <b>492.10</b>        | <b>67.10</b>         |

**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.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022

### Note 15: CURRENT TRADE PAYABLES

INR in Lakh

| Particulars                                                         | As At March 31, 2022 | As At March 31, 2021 |
|---------------------------------------------------------------------|----------------------|----------------------|
| (a) Outstanding dues of Micro & Small Enterprises (See Note No. 32) | 132.29               | 82.81                |
| (b) Total outstanding dues other than Micro & Small Enterprises     |                      |                      |
| Trade Payables for Capital Goods                                    | 6.57                 | -                    |
| Trade Payables for Goods                                            | 178.50               | 233.00               |
| Trade Payables for Expenses                                         | 46.38                | 39.81                |
|                                                                     | <b>231.45</b>        | <b>272.81</b>        |
| <b>TOTAL</b>                                                        | <b>363.74</b>        | <b>355.62</b>        |

#### Note:

Trade Payables Ageing Schedule (Note No. 34).

### Note 15A: CURRENT TRADE PAYABLES

INR in Lakh

| Particulars                   | As At March 31, 2022 | As At March 31, 2021 |
|-------------------------------|----------------------|----------------------|
| Unsecured and considered good |                      |                      |
| - From related Parties        | 18.67                | 11.92                |
| - From Others                 | 345.07               | 343.71               |
| <b>TOTAL</b>                  | <b>363.74</b>        | <b>355.62</b>        |

### Note 16: OTHER CURRENT LIABILITIES

INR in Lakh

| Particulars            | As At March 31, 2022 | As At March 31, 2021 |
|------------------------|----------------------|----------------------|
| Salary Payable         | 14.52                | 6.77                 |
| DGVCL                  | -                    | 3.65                 |
| Advance from Customers | 14.14                | 16.30                |
| <b>TOTAL</b>           | <b>28.66</b>         | <b>26.73</b>         |

### Note 17: PROVISIONS

INR in Lakh

| Particulars              | As At March 31, 2022 | As At March 31, 2021 |
|--------------------------|----------------------|----------------------|
| Provision for Audit Fees | 1.80                 | 1.20                 |
| <b>TOTAL</b>             | <b>1.80</b>          | <b>1.20</b>          |

### Note 18: CURRENT TAX LIABILITIES

INR in Lakh

| Particulars               | As At March 31, 2022 | As At March 31, 2021 |
|---------------------------|----------------------|----------------------|
| Provision for Current Tax | 85.64                | 53.44                |
| Professional Tax          | 0.01                 | -                    |
| TCS Payable               | 0.03                 | 0.03                 |
| TDS Payable               | 3.95                 | 0.56                 |
| <b>TOTAL</b>              | <b>89.62</b>         | <b>54.03</b>         |

### Note 19: REVENUE FROM OPERATIONS

INR in Lakh

| Particulars     | For the year ended March 31, 2022 | For the year ended March 31, 2021 |
|-----------------|-----------------------------------|-----------------------------------|
| Sale of Product | 5,002.14                          | 2,828.26                          |
| <b>TOTAL</b>    | <b>5,002.14</b>                   | <b>2,828.26</b>                   |

### Note 19A: REGION WISE SALE OF PRODUCTS

INR in Lakh

| Particulars  | For the year ended March 31, 2022 | For the year ended March 31, 2021 |
|--------------|-----------------------------------|-----------------------------------|
| Export       | 3,692.30                          | 1,866.62                          |
| Domestic     | 1,309.84                          | 961.64                            |
| <b>TOTAL</b> | <b>5,002.14</b>                   | <b>2,828.26</b>                   |

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022**
**Note 20: OTHER INCOME**
**INR in Lakh**

| Particulars                       | For the year ended<br>March 31, 2022 | For the year ended<br>March 31, 2021 |
|-----------------------------------|--------------------------------------|--------------------------------------|
| Discount Received                 | 43.64                                | 14.14                                |
| Freight & Insurance               | -                                    | 11.93                                |
| Foreign Currency Fluctuation Gain | 30.39                                | 18.14                                |
| Interest on Fixed Deposit         | 0.86                                 | 3.27                                 |
| Cash Discount                     | 6.91                                 | 0.40                                 |
| Duty Drawback                     | 2.36                                 | 0.22                                 |
| Subsidy Income                    | 11.41                                | 29.70                                |
| Interest Subvention               | -                                    | 0.22                                 |
| Interest on Security DGVCL        | 0.78                                 | 1.01                                 |
| Sample Development Income         | 0.50                                 | -                                    |
| Printing Income                   | 0.05                                 | -                                    |
| Assembly Work Income              | 0.17                                 | -                                    |
| Miscellaneous Income              | -                                    | 0.72                                 |
| <b>TOTAL</b>                      | <b>97.06</b>                         | <b>79.73</b>                         |

**Note 21: COST OF RAW MATERIAL CONSUMED**
**INR in Lakh**

| Particulars         | For the year ended<br>March 31, 2022 | For the year ended<br>March 31, 2021 |
|---------------------|--------------------------------------|--------------------------------------|
| Opening Stock       | 320.96                               | 63.55                                |
| Add: Purchase       | 4,219.10                             | 2,251.36                             |
|                     | <b>4,540.06</b>                      | <b>2,314.91</b>                      |
| Less: Closing Stock | 665.99                               | 320.96                               |
| <b>TOTAL</b>        | <b>3,874.07</b>                      | <b>1,993.94</b>                      |

**Note 21A: REGION WISE PURCHASE**
**INR in Lakh**

| Particulars  | For the year ended<br>March 31, 2022 | For the year ended<br>March 31, 2021 |
|--------------|--------------------------------------|--------------------------------------|
| Import       | 1.61                                 | 51.38                                |
| Domestic     | 4,217.49                             | 2,199.98                             |
| <b>TOTAL</b> | <b>4,219.10</b>                      | <b>2,251.36</b>                      |

**Note 22: CHANGES IN INVENTORIES OF FINISHED GOODS/WIP**
**INR in Lakh**

| Particulars                | For the year ended<br>March 31, 2022 | For the year ended<br>March 31, 2021 |
|----------------------------|--------------------------------------|--------------------------------------|
| <b>Opening Stock:</b>      |                                      |                                      |
| Raw material               | -                                    | -                                    |
| Finished Goods             | 241.22                               | 394.21                               |
| Work in Process            | -                                    | -                                    |
| <b>Sub Total (A)</b>       | <b>241.22</b>                        | <b>394.21</b>                        |
| <b>Less: Closing Stock</b> |                                      |                                      |
| Raw material               | -                                    | -                                    |
| Finished Goods             | 179.75                               | 241.22                               |
| Work in Process            | -                                    | -                                    |
| <b>Sub Total (B)</b>       | <b>179.75</b>                        | <b>241.22</b>                        |
| <b>TOTAL</b>               | <b>61.47</b>                         | <b>152.99</b>                        |

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022

### Note 23: EMPLOYEE'S REMUNERATION AND BENEFITS

INR in Lakh

| Particulars            | For the year ended<br>March 31, 2022 | For the year ended<br>March 31, 2021 |
|------------------------|--------------------------------------|--------------------------------------|
| Director Remuneration  | 7.20                                 | 7.20                                 |
| Wages Expenses         | 6.25                                 | 37.93                                |
| Salary Expenses        | 131.59                               | 48.11                                |
| Staff Welfare Expenses | 9.89                                 | 3.36                                 |
| <b>TOTAL</b>           | <b>154.93</b>                        | <b>96.59</b>                         |

### Note 24: FINANCE COSTS

INR in Lakh

| Particulars                        | For the year ended<br>March 31, 2022 | For the year ended<br>March 31, 2021 |
|------------------------------------|--------------------------------------|--------------------------------------|
| Bank Charges                       | 11.52                                | 4.12                                 |
| Foreign Bank charges               | 1.65                                 | 0.28                                 |
| Bank Interest Expenses (CC)        | 12.45                                | 10.61                                |
| Interest on PCFC                   | 3.87                                 | -                                    |
| Term Loan Interest                 | 7.66                                 | 7.46                                 |
| Interest on Income Tax & Late Fees | 2.69                                 | 7.69                                 |
| Interest on TDS                    | 0.04                                 | 0.04                                 |
| <b>TOTAL</b>                       | <b>39.88</b>                         | <b>30.20</b>                         |

### Note 25: OTHER EXPENSES

INR in Lakh

| Particulars                  | For the year ended<br>March 31, 2022 | For the year ended<br>March 31, 2021 |
|------------------------------|--------------------------------------|--------------------------------------|
| Advertisement Expenses       | 4.81                                 | 3.68                                 |
| Annual Listing Fees          | 3.00                                 | 5.05                                 |
| Application Fees             | 1.93                                 | -                                    |
| AD Code Registration Charges | 0.02                                 | -                                    |
| Bad Debts                    | -                                    | 6.99                                 |
| BU Charges                   | 0.06                                 | -                                    |
| Business Promotion Expenses  | 2.46                                 | 1.24                                 |
| Certificate of Origin        | 0.02                                 | -                                    |
| Cloud Space Purchase         | -                                    | 0.18                                 |
| Commission Charge            | 0.03                                 | 0.27                                 |
| Commission Expense           | 1.77                                 | -                                    |
| Computer Maintenance Expense | 0.68                                 | 0.24                                 |
| Conveyance                   | 0.93                                 | -                                    |
| Customs Duty Expenses        | 0.35                                 | 8.50                                 |
| DGFT Expense                 | -                                    | 0.70                                 |
| Die & Logo Expense           | -                                    | 0.17                                 |
| Die Expense                  | 2.42                                 | 1.87                                 |
| Discount Expense             | 0.91                                 | -                                    |
| Electric Fitting Expense     | 5.14                                 | 6.54                                 |
| Electricity Expenses         | 153.19                               | 130.87                               |
| Excise Duty paid             | -                                    | 0.08                                 |
| Export Agency Charges        | 88.99                                | 39.23                                |
| Export Charges               | -                                    | 2.10                                 |

**Note 25: OTHER EXPENSES (Continued)**
**INR in Lakh**

| Particulars                          | For the year ended<br>March 31, 2022 | For the year ended<br>March 31, 2021 |
|--------------------------------------|--------------------------------------|--------------------------------------|
| Factory Expense                      | 0.09                                 | 1.17                                 |
| Factory Rent                         | 3.60                                 | -                                    |
| Fire Safety Maintenance charges      | 0.34                                 | 0.14                                 |
| Freight Charges                      | 21.14                                | 11.68                                |
| GST Expense                          | 0.52                                 | 0.32                                 |
| Import Charges                       | 0.43                                 | -                                    |
| Insurance Premium Expenses           | 3.30                                 | 2.90                                 |
| Interest on Delayed Payment          | 0.72                                 | -                                    |
| Internet Expenses                    | 0.09                                 | 0.14                                 |
| Job Work                             | 2.72                                 | 6.24                                 |
| Labor Supplier service expense       | -                                    | 1.25                                 |
| Lease Expense                        | 3.60                                 | 3.60                                 |
| Legal Expense                        | 0.45                                 | 0.03                                 |
| Loan Processing Charges              | 1.85                                 | -                                    |
| Machine repair & Maintenance Expense | 18.16                                | 17.92                                |
| Marketing Expenses                   | 0.94                                 | -                                    |
| Membership Fees                      | 0.31                                 | 2.55                                 |
| Office Expenses                      | 7.62                                 | 3.99                                 |
| Packing Material                     | 94.90                                | 32.17                                |
| Penalty paid                         | 0.03                                 | 2.25                                 |
| Postage & Courier Expenses           | 2.72                                 | 1.08                                 |
| Preliminary Expenses Written Off     | 4.94                                 | 4.94                                 |
| Printing & Stationery Expenses       | 5.47                                 | 5.92                                 |
| Professional Fees                    | 20.02                                | 10.56                                |
| Rate Difference                      | -                                    | 0.01                                 |
| Reimbursement of Expenses            | 1.32                                 | 0.41                                 |
| Rounding Expense                     | 0.01                                 | -                                    |
| SAP Software Expense                 | 6.77                                 | -                                    |
| Security Service Charges             | 5.30                                 | 8.33                                 |
| Seal Expense                         | 0.35                                 | -                                    |
| Director Sitting Fees                | 1.12                                 | 0.88                                 |
| Store Consumption Expenses           | 17.86                                | 21.16                                |
| Telephone Expenses                   | 0.74                                 | 0.30                                 |
| Travelling Expenses                  | 7.26                                 | 8.06                                 |
| Vehicle Expense                      | 1.44                                 | -                                    |
| VAT Paid                             | 0.47                                 | -                                    |
| Vera Bill                            | -                                    | 0.43                                 |
| Write Off Expenses                   | 3.92                                 | -                                    |
| Payments to the auditor as           | -                                    | -                                    |
| a. auditor                           | 2.13                                 | 2.20                                 |
| b. for taxation matters              | -                                    | 1.53                                 |
| c. for other services                | 2.35                                 | 1.60                                 |
| <b>TOTAL</b>                         | <b>511.71</b>                        | <b>361.44</b>                        |

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022

### Note 26: SEGMENT REPORTING

INR in Lakh

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 27: 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                 | Chairman and Managing Director                                                                  |
| Mr. Rameshbhai Kakadiya                | Whole time Director                                                                             |
| Mr. Devendra Dineshchandra Tailor      | Chief Financial Officer                                                                         |
| Mrs. Swati Vaibhav Sevak               | Company Secretary (up to December 31, 2021)                                                     |
| Mrs. Payal Rishabh Shah                | Company Secretary (w.e.f. January 1, 2022)                                                      |
| Mrs. Nitaben Satishkumar Maniya        | Non-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            |                                                                                                 |
| Shish Jewels                           |                                                                                                 |

### (c) Transactions with Related Parties:

INR in Lakh

| Particulars                    | Name of Related Parties                | For the Year ended on March 31, 2022 | For the Year ended on March 31, 2021 |
|--------------------------------|----------------------------------------|--------------------------------------|--------------------------------------|
| <b>Loans Accepted</b>          | Shish Jewels Private Limited           | 25.00                                | -                                    |
|                                | Mr. Satishkumar Maniya                 | 41.00                                | -                                    |
| <b>Loans Repaid</b>            | Shish Jewels Private Limited           | 25.00                                | -                                    |
|                                | Mr. Satishkumar Maniya                 | 41.00                                | -                                    |
| <b>Advance Repaid</b>          | Shish Jewels                           | 29.10                                | -                                    |
| <b>Sales</b>                   | Dunnage Bag Private Limited            | 2.33                                 | 24.49                                |
|                                | Shish Jewels Private Limited           | 1.09                                 | -                                    |
| <b>Purchase</b>                | Dunnage Bag Private Limited            | 16.99                                | 1.06                                 |
| <b>Payment of Remuneration</b> | Mr. Satishkumar Maniya                 | 3.60                                 | 3.60                                 |
|                                | Mr. Rameshbhai Kakadiya                | 3.60                                 | 3.60                                 |
| <b>Payment of Rent</b>         | Mr. Satishkumar Maniya                 | 1.80                                 | 1.80                                 |
|                                | Mr. Rameshbhai Kakadiya                | 1.80                                 | 1.80                                 |
| <b>Payment of Sitting Fees</b> | Mrs. Nitaben Satishkumar Maniya        | 0.28                                 | 0.26                                 |
|                                | Mr. Rajesh Mepani                      | 0.28                                 | 0.28                                 |
|                                | Mr. Rasik Govindbhai Bharodia          | 0.28                                 | 0.28                                 |
|                                | Mr. Nareshkumar Parshottambhai Lakhani | 0.28                                 | 0.06                                 |
| <b>Payment of Salary</b>       | Mr. Devendra Dineshchandra Tailor      | 2.40                                 | 2.40                                 |
|                                | Mrs. Payal Rishabh Shah                | 0.45                                 | -                                    |
|                                | Mrs. Swati Vaibhav Sevak               | 1.26                                 | 1.68                                 |

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022**
**(d) Outstanding Balance of Related Parties Transactions:**
**INR in Lakh**

| Particulars                         | Name of Related Parties                | As at<br>March 31, 2022 | As at<br>March 31, 2021 |
|-------------------------------------|----------------------------------------|-------------------------|-------------------------|
| <b>Trade Payable (for Goods)</b>    | Dunnage Bag Private Limited            | 9.63                    | -                       |
|                                     | Mrs. Nitaben Satishkumar Maniya        | 0.54                    | 0.26                    |
|                                     | Mr. Rajesh Mepani                      | 0.56                    | 0.28                    |
|                                     | Mr. Rasik Govindbhai Bharodia          | 0.56                    | 0.28                    |
|                                     | Mr. Nareshkumar Parshottambhai Lakhani | 0.34                    | 0.06                    |
|                                     | Mr. Satishkumar Maniya                 | 4.87                    | 3.97                    |
|                                     | Mr. Rameshbhai Kakadiya                | 6.47                    | 5.57                    |
|                                     | Mr. Devendra Dineshchandra Tailor      | 0.20                    | 0.20                    |
|                                     | Mrs. Payal Rishabh Shah                | 0.15                    | -                       |
|                                     | Mrs. Swati Vaibhav Sevak               | -                       | 0.14                    |
| <b>Loans Payable</b>                | Mr. Satishkumar Maniya                 | 5.00                    | 5.00                    |
| <b>Trade Receivable (For Goods)</b> | Dunnage Bag Private Limited            | -                       | 4.61                    |

**Note 28: 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<br>March 31, 2022 | As At<br>March 31, 2021 |
|----------------------------------------------|-------------------------|-------------------------|
| Not Later than 1 year                        | 3.60                    | 3.60                    |
| Later than 1 year and not later than 5 years | 14.40                   | 14.40                   |
| Beyond 5 Years                               | 0.90                    | 4.50                    |

**Note 29: DEFERRED TAX ASSET / LIABILITY**

During the current year, the company has recognized 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 3.41 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<br>Differences | Increases Deferred<br>Tax Liability by |
|------------------------------------------------------------------|--------------------------|----------------------------------------|
| Depreciation as per Companies Act, 2013                          | 109.96                   |                                        |
| Depreciation as per Income Tax Act, 1961                         | 97.14                    |                                        |
| Temporary Difference & Resultant Deferred Tax (Liability)/ Asset | 12.82                    | 3.41                                   |
| Add: Opening Balance of Deferred Tax (Liability)/ Asset          |                          | 5.71                                   |
| <b>Total Deferred Tax (Liability)/Asset as on March 31, 2022</b> |                          | <b>9.12</b>                            |

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

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022

### Note 30: 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<br>March 31, 2022 | As At<br>March 31, 2021 |
|-------------------------------------------------------------------|-------------------------|-------------------------|
| <b>Earnings</b>                                                   |                         |                         |
| Total Comprehensive Income for the period                         | 264.96                  | 134.18                  |
| Total Income from Discontinued Operation for the period           | Nil                     | Nil                     |
| <b>Equity Shares</b>                                              |                         |                         |
| No. of shares at the beginning of the year                        | 10,109,000              | 4,442,233               |
| Additional allotment of shares during the year                    | 431,000                 | 5,666,767               |
| Weighted Average No. of shares during the year - Basic            | 10,137,340              | 6,308,130               |
| Weighted Average No. of shares during the year - Diluted*         | 10,137,340              | 6,308,130               |
| <b>Earnings Per Share for Continuing operation</b>                |                         |                         |
| Earnings per share of par value INR 10 - Basic                    | 2.61                    | 2.13                    |
| Earnings per share of par value INR 10 - Diluted                  | 2.61                    | 2.13                    |
| <b>Earnings Per Share for Discontinued operation</b>              |                         |                         |
| Earnings per share of par value INR 10 - Basic                    | Nil                     | Nil                     |
| Earnings per share of par value INR 10 - Diluted                  | Nil                     | Nil                     |
| <b>Earnings Per Share for Continuing + Discontinued Operation</b> |                         |                         |
| Earnings per share of par value INR 10 - Basic                    | 2.61                    | 2.13                    |
| Earnings per share of par value INR 10 - Diluted                  | 2.61                    | 2.13                    |

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

### Note 31: CONTINGENT LIABILITIES AND COMMITMENTS

The Company has given Corporate Guarantee to its Wholly Owned Subsidiary Company i.e. Shish Polylam Private Limited against Term Loan having closing balance as on F.Y. 2021-22 of INR 128.10 Lakh.

The Company has filed an appeal against Central Sales Tax Demand of F.Y. 2017-18 of INR 2.42 and is pending at the appeal stage. The management is of the view that this demand is not sustainable in law.

### Note 32: DISCLOSURES AS REQUIRED UNDER THE MICRO, SMALL AND MEDIUM ENTERPRISES DEVELOPMENT ACT, 2006 (MSMED ACT):

INR in Lakh

| Particulars                                                                                                                                | As At<br>March 31, 2022 | As At<br>March 31, 2021 |
|--------------------------------------------------------------------------------------------------------------------------------------------|-------------------------|-------------------------|
| Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end                                       | 132.29                  | 82.81                   |
| 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 33: Trade Receivable Ageing Schedule**
**As at March 31, 2022**
**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                                | 873.26                                                     | 8.73              | 0.43        | -           | -                 | 882.42        |
| 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                                  | -                                                          | -                 | -           | -           | -                 | -             |
| <b>TOTAL</b>                                                                 | <b>873.26</b>                                              | <b>8.73</b>       | <b>0.43</b> | <b>-</b>    | <b>-</b>          | <b>882.42</b> |

**As at March 31, 2021**
**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                                | 194.97                                                     | 1.88              | 4.00        | -           | -                 | 200.85        |
| 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                                  | -                                                          | -                 | -           | -           | -                 | -             |
| <b>TOTAL</b>                                                                 | <b>194.97</b>                                              | <b>1.88</b>       | <b>4.00</b> | <b>-</b>    | <b>-</b>          | <b>200.85</b> |

**Note 34: Trade Payables Ageing Schedule**
**As at March 31, 2022**
**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                   | 131.70                                                     | -           | 0.59        | -                 | 132.29        |
| Others                 | 226.75                                                     | 4.70        | -           | -                 | 231.45        |
| Disputed Dues - MSME   | -                                                          | -           | -           | -                 | -             |
| Disputed Dues - Others | -                                                          | -           | -           | -                 | -             |
| <b>TOTAL</b>           | <b>358.45</b>                                              | <b>4.70</b> | <b>0.59</b> | <b>-</b>          | <b>363.74</b> |

**As at March 31, 2021**
**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                   | 82.81                                                      | -           | -           | -                 | 82.81         |
| Others                 | 272.22                                                     | 0.59        | -           | -                 | 272.81        |
| Disputed Dues - MSME   | -                                                          | -           | -           | -                 | -             |
| Disputed Dues - Others | -                                                          | -           | -           | -                 | -             |
| <b>TOTAL</b>           | <b>355.03</b>                                              | <b>0.59</b> | <b>-</b>    | <b>-</b>          | <b>355.62</b> |

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022

### Note 35: Accounting Ratios

| Financial Ratios                            | Numerator                                        | Denominator                                           | March 31, 2022 | March 31, 2021 | % Variance | Reason for Variance                                                                                                      |
|---------------------------------------------|--------------------------------------------------|-------------------------------------------------------|----------------|----------------|------------|--------------------------------------------------------------------------------------------------------------------------|
| Current Ratio (in times)                    | Current assets                                   | Current liabilities                                   | 2.13           | 2.26           | (5.92%)    | Current Ratio has slightly decreased due to increase in liabilities.                                                     |
| Debt Equity Ratio (in times)                | Debt consists of borrowings & lease liabilities  | Total Shareholder's Equity                            | 0.28           | 0.09           | 213.65%    | Due to increase in debt amount, ratio increased.                                                                         |
| Return on Equity Ratio (in %)               | Profit for the year                              | Average Shareholder's Equity                          | 18.18%         | 12.58%         | 44.50%     | Due to increase in the Net Profit margin, the Ratio increased                                                            |
| Inventory Turnover Ratio (in times)         | Gross Revenue from sale of products and services | Average Inventories                                   | 7.11           | 5.55           | 28.13%     | Ratio improved due to decrease in holding period of Inventory.                                                           |
| Trade Receivables Turnover ratio (in times) | Gross Revenue from sale of products and services | Average Trade receivables                             | 9.24           | 18.12          | (49.03%)   | Ratio decreased due to increase in Credit Period given to the Customers.                                                 |
| Trade Payables Turnover ratio (in times)    | COGS + Other Expenses - Non Cash Expenditure     | Average Trade payables                                | 12.36          | 11.37          | 8.71%      | Due to decrease in credit received from suppliers, the Ratio increased                                                   |
| Net Capital Turnover ratio (in times)       | Gross Revenue from sale of products and services | Working Capital (Current assets- Current liabilities) | 4.54           | 4.44           | 2.32%      | Due to increase in sales, the ratio improved                                                                             |
| Net Profit Ratio (in %)                     | Profit for the year                              | Gross Revenue from sale of products and services      | 5.30%          | 4.74%          | 11.65%     | Net Profit Margin has been increased due to increase in Sales viz a viz slight reduction in finance cost and fixed cost. |
| Return on Capital Employed (in %)           | Profit before interest and taxes                 | Capital employed                                      | 19.92%         | 15.69%         | 26.92%     | Due to increase in the Net Profit Margin, the Ratio increased                                                            |
| Return on Investment (in %)                 | Income from Investments                          | Time weighted average Investments                     | 2.88%          | 6.63%          | (56.54%)   | The Ratio decrease due to withdrawal of Fixed Deposit                                                                    |

### Note 36: Financial Risk Management

Group 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.

**Note 37: Fair Value Measurements**

INR in Lakh

| Particulars                                                         | As at March 31, 2022 |          |          | As at March 31, 2021 |          |          |
|---------------------------------------------------------------------|----------------------|----------|----------|----------------------|----------|----------|
|                                                                     | Amortized Cost       | FVTPL    | FVTOCI   | Amortized Cost       | FVTPL    | FVTOCI   |
| <b>Assets Measured at</b>                                           |                      |          |          |                      |          |          |
| Trade receivables                                                   | 882.42               | -        | -        | 200.85               | -        | -        |
| Cash and Cash Equivalents                                           | 5.47                 | -        | -        | 6.66                 | -        | -        |
| Other Bank Balances                                                 | 8.68                 | -        | -        | 50.87                | -        | -        |
| Loans                                                               | 1.36                 | -        | -        | -                    | -        | -        |
| Other Financials Assets                                             | 25.15                | -        | -        | -                    | -        | -        |
| <b>TOTAL</b>                                                        | <b>923.09</b>        | <b>-</b> | <b>-</b> | <b>258.38</b>        | <b>-</b> | <b>-</b> |
| <b>Liabilities Measured at</b>                                      |                      |          |          |                      |          |          |
| Borrowings (including Current Maturities of Non-Current Borrowings) | 492.10               | -        | -        | 67.10                | -        | -        |
| Trade Payables                                                      | 363.74               | -        | -        | 355.62               | -        | -        |
| Other Financial Liabilities                                         | -                    | -        | -        | -                    | -        | -        |
| <b>TOTAL</b>                                                        | <b>855.84</b>        | <b>-</b> | <b>-</b> | <b>422.72</b>        | <b>-</b> | <b>-</b> |

**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 38: ADDITIONAL INFORMATION AS REQUIRED UNDER SCHEDULE III TO THE COMPANIES ACT, 2013 FOR CONSOLIDATED FINANCIAL STATEMENT**

INR in Lakh

| Name of the entity in the Group                     | 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 profit or loss | Amount                              | As % of consolidated other comprehensive income | Amount                              | As % of consolidated comprehensive income |
| <b>Parent – Indian</b>                              |                                                      |                                 |                         |                                     |                                     |                                                 |                                     |                                           |
| Shish Industries Limited                            | 1725.71                                              | 98.99                           | 247.37                  | 93.36                               | -                                   | -                                               | -                                   | -                                         |
| <b>Subsidiary – Indian</b>                          |                                                      |                                 |                         |                                     |                                     |                                                 |                                     |                                           |
| Shish Polylam Private Limited                       | 17.58                                                | 1.01                            | 17.58                   | 6.64                                | -                                   | -                                               | -                                   | -                                         |
| <b>Non-Controlling Interest in all subsidiaries</b> | -                                                    | -                               | -                       | -                                   | -                                   | -                                               | -                                   | -                                         |
| <b>Associates</b>                                   | -                                                    | -                               | -                       | -                                   | -                                   | -                                               | -                                   | -                                         |
| <b>Joint Venture</b>                                | -                                                    | -                               | -                       | -                                   | -                                   | -                                               | -                                   | -                                         |
| <b>TOTAL</b>                                        | <b>1743.29</b>                                       | <b>100.00</b>                   | <b>264.95</b>           | <b>100.00</b>                       |                                     |                                                 |                                     |                                           |

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022

### Note 39: 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. There are no loans or advances in the nature of loans 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, 2022:
  - repayable on demand; or
  - without specifying any terms or period of repayment;
- D. There are no projects which are overdue or has exceeded its cost compared to its original plan.
- E. There are no Intangible assets under development as on March 31, 2022.
- F. 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.
- G. The Group is not declared willful defaulter by any bank or financial institution or other lender.
- H. The Group has not undertaken any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.
- I. No charges or satisfaction of charges are yet to be registered with Registrar of Companies beyond the statutory period.
- J. The Group 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 Group 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 Group (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- M. The Group 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 Group 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. Ministry of Corporate affairs vide notification dated March 24, 2021 has amended Schedule III to the Companies Act 2013 in respect of certain disclosures, which are applicable from April 01, 2021. The Company has incorporated the changes as per the said amendment in the annual report and has also changed comparative numbers wherever applicable.
- O. 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.
- P. Corporate Social Responsibility is not applicable to the Group.
- Q. The Group has not traded or invested in Crypto currency or Virtual Currency during the financial year.

### Note 40: 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: 22103498AJQEUP3937**

**Place: Surat**

**Date: April 30, 2022**

**For, Shish Industries Limited**

**Satishkumar Maniya**  
**Chairman & Managing Director**  
**DIN: 02529191**

**Rameshbhai Kakadiya**  
**Whole-Time Director**  
**DIN: 07740518**

**Devendra Tailor**  
**Chief Financial Officer**

**Place: Surat**

**Payal Shah**  
**Company Secretary**

**Date: April 30, 2022**

## NOTICE OF 5TH ANNUAL GENERAL MEETING

**NOTICE** is hereby given that the Fifth (5<sup>th</sup>) Annual General Meeting (AGM) of the Members of Shish Industries Limited will be held on Saturday, September 17, 2022 at 11:00 A.M. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following businesses:

### ORDINARY BUSINESSES:

1. To consider and adopt (a) the audited standalone financial statement of the Company for the financial year ended March 31, 2022 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, 2022 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**.
  - (a) **"RESOLVED THAT** the audited standalone financial statement of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."
  - (b) **"RESOLVED THAT** the audited consolidated financial statement of the Company for the financial year ended March 31, 2022 and the report of Auditors thereon, as circulated to the members, be and are hereby considered and adopted."
2. To appoint a Director in place of Mrs. Nitaben Maniya (DIN 07740523), 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. Mrs. Nitaben Maniya (DIN 07740523), who was appointed as Non-executive 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 Mrs. Nitaben Maniya (DIN 07740523) is required to retire by rotation, she 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 Mrs. Nitaben Maniya (DIN 07740523) as such, to the extent that she is required to retire by rotation."

### Registered office:

Survey No: 265/ 266, Block No: 290,  
 Plot No. 18 to 23, B/1 Paiki 1, Pipodara,  
 Ta: Mangrol, Surat, - 394 110, Gujarat

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

**Date:** July 23, 2022  
**Place:** Surat

**Satishkumar Maniya**  
**Chairman and Managing Director**  
**DIN 02529191**

### Important Notes:

1. The Government of India, Ministry of Corporate Affairs has allowed conducting Annual General Meeting through Video Conferencing (VC) or Other Audio Visual Means (OAVM) and dispensed the personal presence of the members at the meeting. Accordingly, the Ministry of Corporate Affairs issued Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 02/2021 dated January 13, 2021 and Circular No. 2/2022 dated May 5, 2022 prescribing the procedures and manner of conducting the Annual General Meeting through VC/ OAVM. In terms of the said circulars, the 5<sup>th</sup> Annual General Meeting (AGM) of the members will be held through VC/OAVM. Hence, members can attend and participate in the AGM through VC/OAVM only.  
 The detailed procedure for participation in the meeting through VC/OAVM is as per note no. 13 and available at the Company's website [www.shishindustries.com](http://www.shishindustries.com). The deemed venue for the AGM shall be the Registered Office of the Company.
2. 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.
3. 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.
4. 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](mailto:csanandlavingia@gmail.com) with copies marked to the Company at [compliance@shishindustries.com](mailto:compliance@shishindustries.com) and to National Securities Depository Limited (NSDL) at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
5. 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.
6. Since the AGM will be held through VC/OAVM, the route map of the venue of the Meeting is not annexed hereto.
7. In line with the aforesaid Ministry of Corporate Affairs (MCA) Circulars and SEBI Circular dated May 12, 2020 read with Circular dated January 15, 2021, the Notice of AGM along with Annual Report 2021-22 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 2021-22 has been uploaded on the website of the Company at [www.shishindustries.com](http://www.shishindustries.com). The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and the AGM Notice is also available on the website of NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

8. In case of joint holders attending the AGM together, only holder whose name appearing first will be entitled to vote.
9. 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](mailto:compliance@shishindustries.com) on or before September 7, 2022 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.
10. 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](mailto: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](mailto:compliance@shishindustries.com).
  - (c) Alternatively member may send an e-mail request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for obtaining User ID and Password by proving the details mentioned in Point (a) or (b) as the case may be.
  - (d) 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.
  - (e) It is clarified that for permanent submission of e-mail address, the shareholders are however requested to register their email address, in respect of electronic holdings with the depository through the concerned depository participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agent, Bigshare Services Private Limited ("BSPL"), having its office at A-802, Samudra Complex, Near Klassic Gold Hotel, Off C.G Road, Navrangpura, Ahmedabad - 380 009, by following the due procedure.
  - (f) Those shareholders who have already registered their e-mail address are requested to keep their e-mail addresses validated with their depository participants / the Company's Registrar and Share Transfer Agent, BSPL to enable servicing of notices / documents / annual Reports electronically to their e-mail address.
11. 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 and to BSPL in case the shares are held in physical form.
12. 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.
13. **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 Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs 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. Saturday, September 10, 2022, 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. Saturday, September 10, 2022, 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 Wednesday, September 14, 2022 and will end on 5:00 P.M. on Friday, September 16, 2022. During this period, the members of the Company holding shares as on the Cut-off date i.e. Saturday, September 10, 2022 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. Saturday, September 10, 2022.
  - vii. The Company has appointed CS Anand S Lavingia, Practicing Company Secretary (Membership No. ACS: 26458; CP No: 11410), to act as the Scrutinizer for conducting the remote e-voting process as well as the e-voting system on the date of the AGM, in a fair and transparent manner.

The remote e-voting period begins 9:00 A.M. on Wednesday, September 14, 2022 and will end on 5:00 P.M. on Friday, September 16, 2022. The remote e-voting module shall be disabled by NSDL for voting thereafter.

### 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. | <ol style="list-style-type: none"> <li>1. If you are already registered for <b>NSDL IDeAS facility</b>, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com/">https://eservices.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “<b>Beneficial Owner</b>” icon under “Login” which is available under “<b>IDeAS</b>” section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or <b>e-Voting service provider - NSDL</b> and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2. If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS</b>” Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held 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 options available against company name or <b>e-Voting service provider - NSDL</b> 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 &amp; voting during the meeting.</li> <li>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> |

**NSDL Mobile App is available on**


**App Store**

**Google Play**




|                                                                                                               |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
|---------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Individual Shareholders holding securities in demat mode with CDSL</b>                                     | <ol style="list-style-type: none"> <li>Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.</li> </ol> |
| <b>Individual Shareholders (holding securities in demat mode) login through their depository participants</b> | <p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name or <b>e-Voting service provider-NSDL</b> 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 &amp; voting during the meeting.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |

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

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

| Login type                                                                | Helpdesk details                                                                                                                                                                                                                      |
|---------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Individual Shareholders holding securities in demat mode with NSDL</b> | <p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30</p>             |
| <b>Individual Shareholders holding securities in demat mode with CDSL</b> | <p>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 or 022-23058542-43</p> |

**B) Login Method 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.

4. Your User ID details are given below :

| Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical | Your User ID is:                                                                                                                                          |
|----------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>For Members who hold shares in demat account with NSDL.</b> | 8 Character DP ID followed by 8 Digit Client ID<br>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.</b> | 16 Digit Beneficiary ID<br>For example if your Beneficiary ID is 12***** then your user ID is 12*****.                                                    |
| <b>For Members holding shares in Physical Form.</b>            | EVEN Number followed by Folio Number registered with the company<br>For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001*** |

5. 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.
6. 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](http://www.evoting.nsdl.com).
  - Physical User Reset Password? (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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.co.in](mailto:evoting@nsdl.co.in) 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.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. 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 General 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

1. 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](mailto:csanandlavingia@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. 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](http://www.evoting.nsdl.com) to reset the password.
3. 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](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

## THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. 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.
3. 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.
4. 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:

1. 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 link" placed under "Join General meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General 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.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. 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.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [compliance@shishindustries.com](mailto:compliance@shishindustries.com). The same will be replied by the company suitably.

## CONTACT DETAILS

|                                      |                                                                                                                                                                                                                                                                                                                                                                              |
|--------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Company</b>                       | <b>SHISH INDUSTRIES LIMITED</b><br>Survey No: 265/206, Block No:290, Plot No. 18 to 23, B/1 Palki1, Pipodara, Ta: Mangrol, Surat – 394 110, Gujarat<br><b>Tel No.:</b> +91 261 255 0587; <b>Email:</b> <a href="mailto:compliance@shishindustries.com">compliance@shishindustries.com</a> ; <b>Web:</b> <a href="http://www.shishindustries.com">www.shishindustries.com</a> |
| <b>Registrar and Transfer Agent</b>  | <b>BIGSHARE SERVICES PRIVATE LIMITED</b><br>A-802, Samudra Complex, Near Klassic Gold Hotel, Off C.G Road, Navrangpura, Ahmedabad – 380 009<br><b>Tel No.:</b> +91-79-4002 4135; <b>Email:</b> <a href="mailto:bssahd@bigshareonline.com">bssahd@bigshareonline.com</a> ; <b>Web:</b> <a href="http://www.bigshareonline.com">www.bigshareonline.com</a>                     |
| <b>E-Voting Agency &amp; VC/OAVM</b> | <b>Email:</b> <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a><br>NSDL help desk 1800 1020 990 and 1800 22 44 30                                                                                                                                                                                                                                                   |
| <b>Scrutinizer</b>                   | <b>Mr. Anand S Lavingia</b><br><b>Email:</b> <a href="mailto:csanandlavingia@gmail.com">csanandlavingia@gmail.com</a> ; <b>Tel No.:</b> +91 79 – 4005 1702                                                                                                                                                                                                                   |

## 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:

|                                                                                          |                                                                                                                                                                                 |
|------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Name</b>                                                                              | Mrs. Nitaben Maniya                                                                                                                                                             |
| <b>Date of Birth</b>                                                                     | May 21, 1980                                                                                                                                                                    |
| <b>Qualification</b>                                                                     | Bachelor of Commerce                                                                                                                                                            |
| <b>Experience - Expertise in specific functional areas - Job profile and suitability</b> | Mrs. Nitaben Maniya, aged 42 years, is a Bachelor of Commerce from South Gujarat University. She is business woman having 8 years of experience in the field of Administration. |
| <b>No. of Shares held as on March 31, 2022</b>                                           | 22000 Equity Shares                                                                                                                                                             |
| <b>Terms &amp; Conditions</b>                                                            | There is no change or modifications in the Terms and Conditions.                                                                                                                |
| <b>Remuneration Last Drawn</b>                                                           | Not applicable                                                                                                                                                                  |
| <b>Remuneration sought to be paid</b>                                                    | Not applicable                                                                                                                                                                  |
| <b>Number of Board Meetings attended during the Financial Year 2021-22</b>               | 14 out of 14                                                                                                                                                                    |
| <b>Date of Original Appointment</b>                                                      | May 11, 2017                                                                                                                                                                    |
| <b>Date of Appointment in current terms</b>                                              | May 15, 2017                                                                                                                                                                    |
| <b>Directorships held in public companies including deemed public companies</b>          | Shish Industries Limited                                                                                                                                                        |
| <b>Memberships / Chairmanships of committees of public companies*</b>                    | Nil                                                                                                                                                                             |
| <b>Inter-se Relationship with other Directors.</b>                                       | Spouse of Mr. Satishkumar Maniya – Chairman and Managing Director of the Company                                                                                                |

\* Includes only Audit Committee and Stakeholders' Grievances and Relationship Committee.

**Registered office:**

Survey No: 265/ 266, Block No: 290, Plot No. 18 to 23, B/1 Paiki 1, Pipodara, Ta: Mangrol, Surat, - 394 110, Gujarat

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

**Date:** July 23, 2022  
**Place:** Surat

**Satishkumar Maniya**  
**Chairman and Managing Director**  
DIN 02529191

A successful business  
requires one simple thing  
**PASSION**



**SHISH INDUSTRIES LTD<sup>®</sup>**

*We make better...*



MANUFACTURED BY  
Shish Industries Ltd  
Pipodara Village, Ta. Mangrol,  
Dist. Surat, Gujarat-394110 INDIA.



[info@shishindustries.com](mailto:info@shishindustries.com)



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