



**CEETA**  
INDUSTRIES LIMITED

*39<sup>th</sup>*  
**ANNUAL REPORT**  
**2022-2023**

## **Corporate Information**

<b>Managing Director</b>	Mr. Krishna Murari Poddar
<b>Non- Executive Directors</b>	Mrs. Uma Poddar Mr. Gautam Modi
<b>Independent Director</b>	Mr. Arabinda De Mr. Bal Krishna Bhalotia Mr. Arvind Kejariwal Mr. Avinash Kumar Khaitan
<b>Chief Financial Officer</b>	Mr. Anubhav Poddar
<b>Company Secretary &amp; Compliance Officer</b>	Ms. Smally Agarwal
<b>Auditors</b>	Ruwatia & Associates, Chartered Accountants
<b>Bankers</b>	HDFC Bank Limited Punjab and Sind Bank Bank of Baroda Canara Bank
<b>Works</b>	1) Plot No. 34-38, KIADB Industrial Area Sathyamangala, Tumkur- 572104, Karnataka 2) No.-34, 2nd Floor, Gold Coin Building-1, Meanee Avenue Road, Ulsoor, Bangalore- 560042, Karnataka 3) Damodar House, 1/A, Vansittart Row, 1stFloor Kolkata- 700001, West Bengal ( W.E.F.-16.08.2023)
<b>Registered Office</b>	Plot No. 34-38, KIADB Industrial Area Sathyamangala, Tumkur- 572104, Karnataka E-mail: accounts@ceeta.com, Website: www.ceeta.com Ph.-91-816-2970 239, Fax- 080-48522585
<b>Head Office</b>	Damodar House, 1/A, Vansittart Row, 1stFloor Kolkata- 700001, West Bengal ( W.E.F.-16.08.2023) E-mail: kolkata@ceeta.com, Website: www.ceeta.com Ph.: 91-33-2262 8062/ 8063, Fax: 91-33-2262 8046
<b>Registrar &amp; Transfer Agent</b>	Niche Technologies Private Limited 3A Auckland Place,7th floor, Room No.7A & 7B, Kolkata-700017, Ph.: 91-33-2280-6616 E-mail.: nichetechpl@nichetechpl.com

# CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)

## **ANNUAL GENERAL MEETING- NOTICE**

**Registered Office:** Plot No. 34-38, KIADB Industrial Area, Sathyamangala, Tumkur-572104, Phone: 91-816-2970239, **Email:** kolkata@ceeta.com; **Website:** www.ceeta.com,

**Email:** kolkata@ceeta.com; **Website:** www.ceeta.com; **Phone:** 91-33-2262 8062/ 8063, **Fax:** 91-33-2262 8046

**Notice** is hereby given that the **39th Annual General Meeting** of the members of CEETA INDUSTRIES LIMITED will be held on Monday, September 11, 2023 at 1.00 P.M. (I.S.T.) through Video Conference/Other Audio Visual Means (OAVM) to transact the following business: -

### **ORDINARY BUSINESS**

- 1) To consider and adopt the Audited Financial Statements for the Financial Year ended on 31st March, 2023 and the Reports of the Board of Directors and Statutory Auditors thereon.
- 2) To appoint a Director in place of Mr Gautam Modi (DIN 06482645), who retires by rotation and being eligible, offers himself for re-appointment.
- 3) To appoint M/s. G.K. Tulsyan and Company (ICAI Firm Registration No 323246E), Chartered Accountants, Kolkata, as the Statutory Auditors of the Company to hold office for a term of 5 (five) consecutive financial years, from the conclusion of the 39th Annual General Meeting of the Company until the conclusion of the 44th Annual General Meeting of the Company and to authorize the Board of Directors of the Company to fix their remuneration.

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 139 ,141, 142 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification, amendment or enactment thereof, for the time being in force), M/s. G.K. Tulsyan and Company (ICAI Firm Registration No 323246E), Chartered Accountants, being eligible and willing to act as Auditors and having furnished certificate pursuant to Section 139 of the Companies Act, 2013, be and is hereby appointed as the Statutory Auditors of the Company, to hold office for a term of 5(five) consecutive years from the conclusion of this 39th Annual General Meeting until the conclusion of 44th Annual General Meeting of the Company, at a fee of Rupees 50,000/- from the conclusion of this 39th Annual General Meeting till the conclusion of 44th Annual General Meeting plus taxes as applicable, as also reimbursement of actual travel and out of pocket expenses incurred incidental to their functions and fixation of remuneration for the relevant period by the Board of Directors in recommendation of the Audit Committee in each of the subsequent years during the aforesaid term of their appointment.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to vary, alter, enhance, or widen the remuneration payable to the Statutory Auditors, for the said tenure, from time to time, pursuant to the recommendation of the Audit Committee.”

“FURTHER RESOLVED THAT the Board be and is hereby also authorized to do all such acts, deeds, matters and things as may be necessary, expedient, or incidental for the purpose of giving effect to this Resolution and to settle any question or difficulty in connection herewith and incidental hereto.”

### **SPECIAL BUSINESS:**

- 4) To re-appoint Mr Bal Krishna Bhalotia (DIN: 00049850), Independent Non-Executive Director, aged more than 75 years.

To consider and if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution:

“RESOLVED that pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with applicable Schedule to the Companies Act, 2013 and other laws as may be applicable, Mr Bal Krishna Bhalotia (DIN: 00049850), Independent Non-executive Director of the company ,aged more than 75 years, be and is hereby re-appointed as a Independent non-executive Director of the Company for a second term of 5(five) years from August 14, 2024 upto August 13, 2029, not liable to retire by rotation.”

“RESOLVED FURTHER THAT the Directors of the Company be and are hereby individually authorized to undertake all such acts, deeds, matters, and things and to execute all such deeds, documents, and writing as may be deemed necessary, proper, desirable and expedient in its absolute discretion, for the

purpose of giving effect to this resolution and to settle any question, difficulty, or doubt that may arise in this regard.”

Date: July 20, 2023

Place: Kolkata

By Order of the Board

Sd/-

Smally Agarwal

Company Secretary

**NOTES:**

- 1) The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“the Act”) setting out material facts concerning the business under Item Nos. 3 and 4 of the accompanying Notice, is annexed hereto.

The Explanatory Statement also contains the relevant details of the appointment of Statutory Auditors as required by Regulation 36(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 in Item Number 3.

The Explanatory Statement also contains the relevant details of the Director as required by Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Secretarial Standard – 2 (“SS-2”) on General Meetings issued by the Institute of Company Secretaries of India (“ICSI”) in respect of Directors seeking appointment/ re-appointment at this AGM, is also annexed. Requisite declarations have been received from Directors seeking appointment/ re-appointment.

- 2) The Ministry of Corporate Affairs, Government of India (“MCA”) vide General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021, 02/2022 and 10/2022 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 14, 2021, May 5, 2022 and December 28, 2022, respectively (“MCA Circulars”) has allowed conducting of Annual General Meeting (“AGM”) by Companies through Video Conferencing/ Other Audio-Visual Means (“VC/ OAVM”) facility upto September 30, 2023, in accordance with the requirements provided in paragraphs 3 and 4 of the MCA General Circular No. 20/2020. The Securities and Exchange Board of India (“SEBI”) also vide its Circular No. SEBI/HO/ CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/ CMD2/CIR/P/2022/62 dated May 13, 2022, and Circular No. SEBI/HO/ CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 (“SEBI Circulars”) has provided certain relaxations from compliance with certain provisions of the SEBI Listing Regulations. In compliance with these Circulars, provisions of the Act and the SEBI Listing Regulations, the 39th AGM of the Company is being conducted through VC/ OAVM facility, which does not require physical presence of members at a common venue.
- 3) The proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company situated at Plot No. 34-38, KIADB Industrial Area, Sathyamangala, Tumkur-572104 which shall be the deemed Venue of the AGM. Since the AGM will be held through VC, the Route Map is not annexed to this Notice and Members can attend and participate in the ensuing AGM through VC/OAVM.
- 4) A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself/herself and the proxy so appointed need not be a member of the Company. Since this AGM is being held through VC, physical attendance of members has been dispensed with. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, 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. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
- 5) 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 MCA Circulars Nos. 14/2020, 17/2020 and 20/2020, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has

entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

- 6) In terms of the MCA Circulars and relevant circulars issued by SEBI, Notice of the AGM along with the Annual Report 2022-23 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories/RTA. The Notice of AGM and Annual Report 2022-23 are available on the Company's website viz [www.ceeta.com](http://www.ceeta.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com). The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
- 7) The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members / beneficial owners as at closing hours of business, on July 28, 2023. Notice of AGM along with the process, instructions and the manner of conducting e-voting is being sent electronically to all the members whose e-mail IDs are registered with the Company / Depository Participant(s).
- 8) Investors who became members of the Company subsequent to the email of the notice and holds the shares as on the cut-off date i.e September 4, 2023 are requested to send the written / email communication to the Company at [kolkata@ceeta.com](mailto:kolkata@ceeta.com) or [nichetechpl@nichetechpl.com](mailto:nichetechpl@nichetechpl.com) by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for e-voting.
- 9) Members are requested to notify immediately change of address, if any, to the registrar and transfer agent of the company and provide their e-mail ID.
- 10) The Register of Members and Share Transfer Books of the Company shall remain closed from September 5, 2023 to September 11, 2023 (both days inclusive).
- 11) The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- 12) Institutional Members / Bodies Corporate (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. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote through e-mail at [droliapravin@yahoo.co.in](mailto:droliapravin@yahoo.co.in) with a copy marked to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) on or before September 10, 2023 upto 5 p.m. without which the vote shall not be treated as valid.
- 13) The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
- 14) Sri Pravin Kumar Drolia (Prop. Of M/s. DROLIA & COMPANY), Kolkata, Practicing Company Secretaries (C.P. No. 1362) has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner. The Scrutinizer will submit, not later than 48 hours of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favor or against, if any, to the Chairperson or a person authorized by the Chairperson, who shall countersign the same and declare the result of the voting forthwith.
- 15) The results declared along with the Scrutinizer's Report shall be placed on the Company's website at [www.ceeta.com](http://www.ceeta.com) and website of CDSL and same will be communicated to the stock exchanges where the company shares are listed viz. BSE Ltd.
- 16) SEBI has mandated the updation of PAN, contact details, Bank account, specimen signature and nomination details, against folio / demat account. PAN is also required to be updated for participating in the securities market, deletion of name of deceased holder and transmission /

transposition of shares. As per applicable SEBI Circular, PAN details are to be compulsorily linked to Aadhaar details by the date specified by Central Board of Direct Taxes. Members are requested to submit PAN, or intimate all changes pertaining to their bank details, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, specimen signature (as applicable) etc., to their DP in case of holding in dematerialized form or to Company's Registrar and Share transfer agent (RTA), Niche Technologies Pvt Ltd through Form ISR-1, Form ISR-2 and Form ISR-3 (as applicable) available on the Company's website at [www.ceeta.com](http://www.ceeta.com) and on the website of Company's RTA at [nichetechpl@nichetechpl.com](mailto:nichetechpl@nichetechpl.com) in case of holdings in physical form.

- 17) SEBI vide its notification dated January 24, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, the members are advised to dematerialize their holdings.
- 18) Members may note that SEBI vide its Circular no. SEBI/ HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing certain prescribed service requests. Further SEBI vide its circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/ CIR/2022/65 dated May 18, 2022 has simplified the procedure and standardized the format of documents for transmission of securities. Accordingly, members are requested to make service requests by submitting a duly filled and signed Form ISR-4 & ISR-5, as the case may be, the formats of which are available on the Company's website at [www.ceeta.com](http://www.ceeta.com) and on the website of Company's RTA at [nichetechpl@nichetechpl.com](mailto:nichetechpl@nichetechpl.com). Members are requested to note that any service request would only be processed after the folio is KYC Compliant.
- 19) In accordance with the provisions of Section 72 of the Companies Act, 2013 and SEBI circulars, the facility for nomination is available for the members of the Company in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting the Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form No. ISR-3 or Form No. SH-14, as the case may be. The said forms are available on the Company's website at [www.ceeta.com](http://www.ceeta.com) and on the website of Company's RTA at [nichetechpl@nichetechpl.com](mailto:nichetechpl@nichetechpl.com). Members are requested to submit the said details to their respective DP, in case the shares are held by them in dematerialised form and to the Company/RTA, in case the shares are held by them in physical form.

**THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:**

- (i) The voting period begins on September 8, 2023 at 10.00 A.M. and ends on September 10, 2023 at 5.00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of September 4, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholder's /retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and

convenience of participating in e-voting process.

**Step 1:** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

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

**STEP 1**

**ACCESS THROUGH DEPOSITORIES CDSL/NSDL E-VOTING SYSTEM IN CASE OF INDIVIDUAL SHAREHOLDERS HOLDING SHARES IN DEMAT MODE.**

In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

**LOGIN METHOD FOR E-VOTING AND JOINING VIRTUAL MEETINGS FOR INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE CDSL/NSDL IS GIVEN BELOW:**

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<p>Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https:// web.cdslindia.com /myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</p> <p>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers’ website directly.</p> <p>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> Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<p>If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote</p>

	<p>during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/ SecureWeb /IdeasDirectReg.jsp</a>.</p> <p>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</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. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &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. CDSL and NSDL.**

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

**STEP 2**

**ACCESS THROUGH CDSL E-VOTING SYSTEM IN CASE OF SHAREHOLDERS HOLDING SHARES IN PHYSICAL MODE AND NON-INDIVIDUAL SHAREHOLDERS IN DEMAT MODE.**

**LOGIN METHOD FOR E-VOTING AND JOINING VIRTUAL MEETINGS FOR PHYSICAL SHAREHOLDERS AND SHAREHOLDERS OTHER THAN INDIVIDUAL HOLDING IN DEMAT FORM.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.



## CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)

- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- 7) After entering these details appropriately, click on "SUBMIT" tab.
- 8) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- 9) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- 10) Click on the EVSN for the <Ceeta Industries Limited> on which you choose to vote.
- 11) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- 12) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- 13) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- 14) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- 15) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- 16) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- 17) There is also an optional provision to upload Board Resolution and Power of Attorney (POA) if any uploaded, which will be made available to scrutinizer for verification.
- 18) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping
  - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz [droliapravin@yahoo.co.in](mailto:droliapravin@yahoo.co.in), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

- 1) The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
- 2) The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
- 3) Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
- 4) Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- 5) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 6) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- 7) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [kolkata@ceeta.com](mailto:kolkata@ceeta.com). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [kolkata@ceeta.com](mailto:kolkata@ceeta.com). These queries will be replied to by the company suitably by email.
- 8) Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- 9) The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date 4th September, 2023. A person who is not a member as on cut-off date should treat this notice for information purpose only.
- 10) The shareholders shall have one vote per equity share held by them as on the cut-off date 4th September, 2023. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
- 11) Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
- 12) If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

- 1) **For Physical shareholders-** please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.
- 2) **For Demat shareholders -**Please update your email id & mobile no. with your respective Depository Participant (DP)
- 3) **For Individual Demat sharehoeldrs -** Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

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

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

Date: July 20, 2023  
Place: Kolkata

By Order of the Board  
Sd/-  
Smally Agarwal  
Company Secretary

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:****ITEM NO: 3**

The Members of the Company at the 34th Annual General Meeting held on September 24, 2018, approved the appointment of M/s. Ruwatia & Associates, Chartered Accountants (ICAI Firm Registration Number 324276E), as the Statutory Auditors of the Company to hold office from the conclusion of the said 34th AGM until the conclusion of 39th AGM ("this AGM"). Since the tenure of one term of 5 years of M/s. Ruwatia & Associates, Chartered Accountants (ICAI Firm Registration Number 324276E) the present Statutory Auditors of the Company expires at this AGM of the Company and they have expressed their unwillingness for re-appointment, the Company is required to appoint a new Statutory Auditor.

The Board of Directors of the Company (the "Board") at its meeting held on July 20, 2023, based on the recommendation of the Audit Committee, further recommends for the appointment of G.K. Tulsyan and Company, (ICAI Firm Registration No 323246E), Chartered Accountant, Kolkata as the Statutory Auditors of the Company for a term of 5(five) years from conclusion of 39th AGM ("this AGM") till the conclusion of 44th AGM to be held in the year 2028, in terms of Section 139 of the Companies Act, 2013 (the "Act") read with the Companies (Audit and Auditors) Rules, 2014 (as amended) from time to time, to the members of the Company for their approval.

G.K. Tulsyan and Company, (ICAI Firm Registration No 323246E), Chartered Accountant, Kolkata, have consented to the proposed appointment and have confirmed their eligibility for the same. They have further confirmed that their appointment, if made, would be within the limits laid down by or under the authority of the Act. They have also confirmed that they are not disqualified for the proposed appointment under the Act, including under Section 141 of the Act, the Chartered Accountants Act, 1949 and the rules and regulations made thereunder. G.K. Tulsyan and Company, (ICAI Firm Registration No 323246E), Chartered Accountant, Kolkata holds a valid certificate issued by the Peer Review Board of ICAI.

G.K. Tulsyan and Company, (ICAI Firm Registration No 323246E), Chartered Accountant, Kolkata, the firm has experience of more than 30 years in providing services related to accounting, auditing, income tax, financial services, company law matters, etc.

Further, the Board, on recommendation of the Audit Committee, at its meeting held on July 20, 2023, had considered, and approved the remuneration of Rs 50,000/- from the conclusion of 39th AGM ("this AGM") till the conclusion of 40th AGM plus taxes as applicable, as also reimbursement of actual travel and out of pocket expenses incurred incidental to their functions and fixation of remuneration for the relevant period by the Board of Director in recommendation of the Audit Committee in each of the subsequent years during the aforesaid term of their appointment.

Besides the audit services, the Company would also obtain certifications from the Statutory Auditors under various statutory regulations and certifications required by clients, banks, statutory authorities, audit related services and other permissible non-audit services as required from time to time, for which they will be remunerated separately on mutually agreed terms, as approved by the Board in consultation with the Audit Committee.

The Board, in consultation with the Audit Committee, may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Statutory Auditors.

Accordingly, consent of the members is sought, pursuant to provisions of Section 139,141 and 142 of the Companies Act, 2013, for passing an Ordinary Resolution as set out at Ordinary Business under Item No. 3 of the Notice.

None of the Directors and Key Managerial Personnel of the Company, and their relatives are, in any way, concerned or interested, financial or otherwise in the aforesaid resolution except to the extent of their shareholdings in the Company. The Proposed Business does not relate to or affects any other company (financially or otherwise).

**The details required to be disclosed under Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) are as under:**

- A. **Proposed fees payable to the Statutory Auditor(s):** Rs 50,000/- from the conclusion of 39th AGM ("this AGM") till the conclusion of 40th AGM plus taxes as applicable, as also reimbursement of actual travel and out of pocket expenses incurred incidental to their functions and fixation of remuneration for the relevant period by the Board of Directors in recommendation of the Audit Committee in each of the subsequent years during the aforesaid term of their appointment.
- B. **Terms of appointment:** Appointment as Statutory Auditors of the Company from the conclusion of 39th AGM ("this AGM") till the conclusion of 44th AGM to be held in the year 2028, to carry out Audit of the Standalone Financial Statements, Annual Financial Results, Limited Review of the Unaudited Quarterly Financial Results, etc., of the Company.
- C. **In case of a new auditor, any material changes in the fee payable to such auditor from that paid to the outgoing auditor along with the rationale for such change:** There is no material change in the fee payable to M/s. G.K. Tulsyan and Company (ICAI Firm Registration No 323246E) from that of M/s. Ruwatia & Associates, Chartered Accountants (ICAI Firm Registration Number 324276E). The proposed remuneration is commensurable with the size of the Company and nature of its business. The proposed remuneration is determined based on the recommendation of the Audit Committee which peruses the

industry benchmarks in general, profile of the firm, scope of audit and other relevant factors.

- D. Basis of recommendation for appointment:** The Board of Directors and the Audit Committee, at their respective meetings held on July 20, 2023, have considered various parameters like capability to serve a widespread business landscape as that of the Company, audit experience, market standing of the firm, clientele served, technical knowledge, governance standards, etc., and found G.K. Tulsyan and Company (ICAI Firm Registration No 323246E) suitable for this appointment and accordingly, recommend the same. Further, the audit firm was also previously associated with the company as statutory auditor of the Company and their last term concluded in the 33rd AGM held in the year 2017 of the Company. Pursuant to the provisions of Sec 139 of the Act and other applicable provisions read with rules, the audit firm been completed the cooling period of 5(five) years from the date of completion of their last term and being eligible the audit firm can be appointed again, subject to the approval of members at this AGM.
- E. Credentials of the Statutory Auditor proposed to be appointed:** M/s. G.K. Tulsyan and Company, Chartered Accountant has experience of more than 30 years and provide services related to accounting, auditing, income tax, financial services, company law matters, etc. M/s. G.K. Tulsyan and Company holds a valid certificate issued by the Peer Review Board of ICAI.

**ITEM NO: 4**

The Members of the Company at the 35th Annual General Meeting held on September 30, 2019, approved the appointment of Mr Bal Krishna Bhalotia (DIN: 00049850) as an Independent Non-Executive Director of the Company for a period of 5 (five) consecutive years commencing from August 14, 2019 to August 13, 2024. During the course of his tenure he attained the age of 75 years and his continuation was approved by the shareholders at 35th Annual General Meeting of the Company held on September 30, 2019. He is due for retirement from the first term as an independent director on August 13, 2024 and have expressed his willingness for re-appointment for a second term of five years.

The Nomination and Remuneration Committee (NRC) at its meeting held on July 20, 2023, after taking into account the performance evaluation of Mr Bal Krishna Bhalotia during his first term of 5 (five) years and considering his knowledge, acumen, expertise, experience and substantial contribution and time commitment, has recommended to the Board for his reappointment for a second term of 5 (five) years. The NRC has considered his diverse skills, leadership capabilities, expertise in governance, finance, tax, accounting & regulatory advisory, and vast business experience, among others, as being key requirements for this role. In view of the above, the NRC and the Board are of the view that Mr Bal Krishna Bhalotia possesses the requisite skills and capabilities, which would be of immense benefit to the Company, and hence, it is desirable to reappoint him as an independent director.

Based on the recommendation of the NRC, the Board, recommended the reappointment of Mr Bal Krishna Bhalotia as an independent director, not liable to retire by rotation, for a second term of 5 (five) years effective August 14, 2024, to August 13, 2029 (both days inclusive).

As per Section 149 of the Act, an independent director may hold office for two terms up to 5 (five) consecutive years each.

Mr. Bal Krishna Bhalotia (DIN: 00049850) has given his consent to act as Director and declaration to the Board, pursuant to Section 149(7) of the Companies Act, 2013, that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company has received notice in writing pursuant to Section 160 of the Act, from a member proposing the reappointment of Mr. Bal Krishna Bhalotia for the office of independent director under the provisions of Section 149 of the Act. The Company has received all statutory disclosures / declarations from Mr. Bal Krishna Bhalotia, including

- (i) Consent in writing to act as director in Form DIR-2, pursuant to Rule 8 of the Appointment Rules,
- (ii) Intimation in Form DIR-8 in terms of the Appointment Rules to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act, and
- (iii) A declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Act.

The Board considers that the continued association of Mr. Bal Krishna Bhalotia, would be of immense benefit to the Company and is desirable to continue to avail his services as an independent director. The resolution seeks the approval of members for the reappointment of Mr. Bal Krishna Bhalotia (DIN: 00049850), as an independent director of the Company, for a second term of 5 (five) years effective August 14, 2024, to August 13, 2029 (both days inclusive) pursuant to Sections 149, 152 and other applicable provisions of the Act and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof) and his office shall not be liable to retire by rotation.

A brief profile of Mr Bal Krishna Bhalotia (DIN: 00049850), is provided in the annexure to the Notice, pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

A copy of the draft letter for the reappointment of Mr Bal Krishna Bhalotia as an Independent Director setting out the terms and conditions shall be open for inspection by the Members, at the Registered Office of the Company, between 11:00am (IST) to 1:00pm (IST) on any working day except Sunday upto the date of meeting and also at the venue during the meeting.

The consent of the members is sought by way of a Special Resolution as set out at Special Business under Item No.4 of the Notice.

## CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)

Save and except Mr. Bal Krishna Bhalotia, none of the Directors and Key Managerial Personnel of the Company, and their relatives are, in any way, concerned or interested, financially or otherwise in the aforesaid resolution except to the extent of their respective shareholdings in the Company. The Proposed Special Business does not relate to or affects any other company (financial or otherwise).

### **ANNEXURE**

Details of Directors seeking appointment/re-appointment at the Annual General Meeting (Pursuant to regulation 36(3) of the Listing Regulations)

<b>Name of the Director</b>	<b>Mr Gautam Modi</b>	<b>Mr Bal Krishna Bhalotia</b>
DIN	06482645	00049850
Designation/Category of Director	Non-Executive Director (Non-Independent)	Non-Executive Director (Independent)
Date of Birth (Age)	24-11-1971 (51yrs)	11-10-1945 (77yrs)
Nationality	Indian	Indian
Qualifications	B.Com	B.Com
Experience and Expertise in specific functional area	He has a wide experience and expertise of more than 25 years in the field of finance, administration, strategic planning, human resource and sales & Marketing	He has experience of over 48 years in the areas of administration and financial planning. He is expertise in the field of financial ,taxation &accounting
Date of first appointment on the Board	04-12-2017	14-08-2019
Directorships held in other Companies in India	He holds directorship in one private company	He holds directorship in two unlisted companies
Chairmanship / Membership of Committees held in other Companies in India	Nil	Nil
Relationship with other Directors and KMP, if any	Not related to any directors and KMP of the company	Not related to any directors and KMP of the company
Details of Remuneration sought to be paid	No Remuneration will be paid. He will be only entitled for sitting fees.	No Remuneration will be paid. He will be only entitled for sitting fees.
No. of Shares held in the Company (% to total capital)	He holds 2,800 shares of the company in his own name (0.019 % to total capital)	He holds 200 shares of the company in his own name (0.001 % to total capital)
Terms and conditions of Appointment /Re-appointment	Re-appointment in terms of Section 152(6) of the Companies Act, 2013	Re-appointment in terms of Section 149 of the Companies Act, 2013. Period of five (5) years commencing from August 14,2024 upto August 13,2029. He would not be liable to retire by rotation.
Skills and capabilities required for the role and the manner in which Independent Director meets such requirements	Not applicable	As per the resolution in Item no. 4 of this Notice, read with the explanatory statement thereto.
Information as required pursuant to BSE Circular with ref. no. LIST/ COMP/ 14/ 2018-19 and the National Stock Exchange of India Ltd with ref. no. NSE/ CML/ 2018/ 24, dated 20th June, 2018	He is not debarred from holding the office of director by virtue of any SEBI order or any other such authority	He is not debarred from holding the office of director by virtue of any SEBI order or any other such authority

**DIRECTORS' REPORT****Dear Members,**

Your Directors take pleasure in presenting the **39th** Annual Report covering the highlights of the finance, business, and operations of your Company. The report also includes the Audited Financial Statements of the Company prepared in compliance with Ind AS accounting standards, for the financial year ended March 31, 2023.

**HIGHLIGHTS OF FINANCIAL PERFORMANCE**

The financial performance of the Company for the year ended March 31, 2023, is summarised below:

(₹ in Thousands)

<b>Particulars</b>	<b>2022-23</b>	<b>2021-22</b>
Total Income	54304.03	33245.79
Profit before Interest & Depreciation	(1383.68)	7704.77
Interest	433.50	267.74
Depreciation	4882.93	1288.87
Profit before taxation	(10602.11)	6148.16
Provision for Tax (Including Deferred tax & IT of Earlier Years)	2215.17	1349.29
Profit after tax	(12817.28)	4798.87
Other Comprehensive Income		
(i) Items that will reclassified to		
Profit and Loss (Net of Tax)	504.69	2304.62
Total Comprehensive Income for the period	<u>(12312.59)</u>	<u>7103.49</u>

**REVIEW OF OPERATIONS:**

Your directors have pleasure to inform that the Company commenced commercial production of snack products in November, 2022 and successfully stabilized the manufacturing process during November 2022 and March 2023, the company manufactured snack products not only on job order basis but also on its own brand "Skitos" and earned a revenue of Rs 136.06 lakh. As in earlier years, the company earned income from deployment of surplus funds from time to time. The loss of Rs 128.17 lakh after tax in 2022-2023 is mainly due to disproportioned expenses in the initial year of the snack products in relation to the level of output. With the progressive increase in the level of output the company is expected to earn a reasonable profit in the full year of operation.

**FUTURE PROSPECT**

The industries in the fast-moving consumer goods (FMCG) sector plays a very important role in the Indian economy. With strong growth rate of India's FMCG industry and its increasing demand in the consumer market, the Company expects to see better margins and profitability in the forthcoming year.

**DIVIDEND & TRANSFER TO RESERVES**

In view of the business requirements of the Company, the Board of Directors has not recommended dividend for the financial year ended March 31, 2023. During the financial year, the Company did not transfer any amount to Reserve.

**SHARE CAPITAL**

The Authorised Share Capital of the Company is Rs. 9,00,00,000/- (Rupees Nine Crores Only) consisting of 7,50,00,000 Equity shares of Re.1/- each and 1,50,000 Preference Shares of Rs.100/- each as on 31st March, 2023. The paid-up share capital of the Company stands at Rs. 1,45,02,400 comprising of 1,45,02,400 equity shares of Re.1/- each as on 31st March, 2023. During the year under review, the Company has not issued any sweat equity shares or

bonus shares or equity shares with differential rights.

**CHANGE IN NATURE OF BUSINESS, IF ANY**

During the year under review, there was no change in the business of your Company.

**SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR 2023**

The company commenced commercial production of manufacturing of ready to eat snacks by producing different varieties and flavors of snacks at its factory located at Plot No - 34 - 38, KIADB Industrial Area, Sathyamangala, Tumkur- 572 104, Karnataka. Apart from this, there was no other significant events during the financial year 2022-2023.

**SIGNIFICANT EVENTS AFTER BALANCE SHEET DATE**

The Company has received show cause notices in the month of April , 2023 from the office of Registrar of Companies ( Karnataka) for violation of Sections 129, 134 and 383A of the Companies Act 2013 for irregularities in disclosure of certain information in financial statement for FY ended 31-03-2018, 31-03-2019 and 31-03-2020 and also received show cause notice for violation of Rule 2 of the Companies (Acceptance of Deposits) Rules 2014 for the year ended 31-03-2019. As on the date of this report the Company is in the process of compounding/adjudication of the offences for violation of the aforesaid sections and rules before the office of the Regional Director, Ministry Of Corporate Affairs, South East Region, Hyderabad and ROC , Karnataka.

The Company underwent disruption of operations at the Head office of the Company situated at Kolkata as a major fire occurred on 10-05-2023 in the building known as "Saraf House" where the head office of the Company is situated on the third floor of the building. Fortunately, no office employees were injured, but due to this tragedy, the head office was extensively and severely damaged including loss of books of accounts and other records of the Company. The building was sealed and barricaded by the Police and Fire Department, Kolkata and no entry was permitted inside the building. The incident was duly informed by the company to the statutory regulators such as Income Tax, ROC, SEBI , BSE and other governmental bodies . However , the company obtained clearance permission from Fire Department, Kolkata and Hare Street Police Station, Kolkata on May 22,2023 to enter the premises and retrieve computerized data from the servers . The Company made alternate arrangements at a temporary location near the head office for employees to start the operations.

**DIRECTORS & KEY MANAGERIAL PERSONNEL****Appointment/Re-appointment**

In accordance with the provisions of Section 152 of the Companies Act, 2013, Mr Gautam Modi (DIN: 06482645), Director of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment as Director, as per the provisions of the Companies Act, 2013. He holds 2800 shares of the Company in his own name. Mr. Bal Krishna Bhalotia (DIN:00049850), Independent Non-Executive Director of the Company, was appointed to said office by the members of the company at the 35th Annual General Meeting held on September 30, 2019 for a term of 5 years w.e.f August 14, 2019 to August 13, 2024. He is due for retirement from the first term as an independent director on August 13, 2024 and have expressed his willingness for re-appointment for a second term of five years and being eligible, Nomination and Remuneration Committee (NRC) at its meeting held on July 20, 2023, after taking into account the performance evaluation of Mr Bal Krishna Bhalotia during his first term of 5 (five) years and considering his knowledge, acumen, expertise, experience and substantial contribution and time commitment, has recommended to the Board for his reappointment for a second term of 5 (five) years. The



NRC has considered his diverse skills, leadership capabilities, expertise in governance, finance, tax & regulatory advisory, and vast business experience, among others, as being key requirements for this role. In view of the above, the NRC and the Board are of the view that Mr Bal Krishna Bhalotia possesses the requisite skills and capabilities, which would be of immense benefit to the Company, and hence, it is desirable to reappoint him as an independent director. Based on the recommendation of the NRC, the Board, recommended the reappointment of Mr Bal Krishna Bhalotia as an independent director, not liable to retire by rotation, for a second term of 5 (five) years effective August 14, 2024, to August 13, 2029 (both days inclusive) to the shareholders of the Company by way of special resolution as Mr Bal Krishna Bhalotia is aged beyond 75yrs .

Mr. Bal Krishna Bhalotia (DIN: 00049850) has given his consent to act as Director and declaration to the Board, pursuant to Section 149(7) of the Companies Act, 2013, that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has received notice in writing pursuant to Section 160 of the Act, from a member proposing the reappointment of Mr. Bal Krishna Bhalotia for the office of independent director under the provisions of Section 149 of the Act. The Company has received all statutory disclosures / declarations from Mr. Bal Krishna Bhalotia, including (i) Consent in writing to act as director in Form DIR-2, pursuant to Rule 8 of the Appointment Rules, (ii) Intimation in Form DIR-8 in terms of the Appointment Rules to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act, and (iii) A declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Act.

Information regarding the directors seeking appointment/re-appointment as required by Regulation 36 of the Listing Regulations and Secretarial Standard-2 has been given in the notice convening the ensuing Annual General Meeting

In the view of the Board, all the directors possess the requisite skills, expertise, integrity, competence, as well as experience considered to be vital for business growth. All the directors have submitted declarations that they are not disqualified for being appointed as directors in terms of Section 164 of the Companies Act, 2013 and Rule 14(1) of Companies (Appointment and Qualification of Directors) and MBP-1 Notice of interest by director in terms of Section 184(1) and Rule 9(1) of The Companies Act, 2013.

#### Declaration By Independent Directors

There are four Independent Directors on the Board of the Company as on the date of this report. The Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence as prescribed under Section 149 of the Act as well as Regulation 16 of the Listing Regulations. The Independent Directors have also submitted a declaration confirming that they have registered their names in the databank of Independent Directors as being maintained by the Indian Institute of Corporate Affairs (IICA) in terms of Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and the required directors have qualified for the proficiency self-assessment test in terms of Rule 6(4) of the Companies (Appointment and Qualification of Directors) Rules, 2014. None of the Independent Directors are aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence. The Board of Directors have taken on record the declaration and



## CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)

confirmation submitted by the Independent Directors after undertaking due assessment of the same and in their opinion the Independent Directors fulfill the conditions specified in the Act and Listing Regulations and are independent of the management. The Independent Directors have complied with the Code for Independent Directors prescribed in Schedule IV to the Act along with the Code of Conduct for Directors and Senior Management Personnel formulated by the Company as per Listing Regulations.

### Meeting of the independent directors

The Independent Directors of the Company met separately on 14th November, 2022 without the presence of Non-Independent Directors and members of management. Sri Arabinda De designated as the lead Independent Director, chaired the Independent Director's meeting. Following matters were, inter alia, reviewed and discussed in the meeting:

- Performance of Non-Independent Directors and the Board of Directors as a whole.
- Assessment of the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

### Key Managerial Personnel (KMPs)

There has been no change in the KMPs during the year under review.

### Skills/Expertise/Competencies of the Board of Directors

We believe that it is the collective effectiveness of the Board that impacts Company's performance and therefore members of the Board should have a balance of skills, experience and diversity of perspectives appropriate to the Company. The identification of the core skills of individual Directors not only assist in ascertaining the specialization of each Director but also helps in identifying the gaps in core skill required for effective functioning of the Company.

The specific areas of focus or expertise of individual Board members have been highlighted in the table below:

Name of Directors	DIN	Category	Core Skills
Mr Krishna Murari Poddar	00028012	Managing Director	Industry Expertise, Leadership, Management & Corporate Strategy
Mrs Uma Poddar	07140013	Non-Executive Director	Administration & Human Resource
Mr Arabinda De	00028093	Independent Non-Executive Director	Industry Expertise , Legal, Compliance, Governance & Risk Management , Leadership, Management & Corporate Strategy Marketing Operations
Mr Bal Krishna Bhalotia	00049850	Independent Non-Executive Director	Financial, Taxation & Accounting
Mr Avinash Kumar Khaitan	06936383	Independent Non-Executive Director	Financial & Accounting, Administration & Human Resource
Mr Arvind Kejariwal	08996095	Independent Non-Executive Director	Banking & Corporate Strategy
Mr Gautam Modi	06482645	Non-Executive Director	Administration & Human Resource, Sales & Marketing

## DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 134 (5) of the Companies Act, 2013, with respect to Directors Responsibility Statement, it is hereby confirmed that :

- (i) In the preparation of the annual accounts for the year ended 31st March, 2023, the applicable accounting standards read with requirements set out under Schedule III of the Act have been followed and there are no material departures from the same;
- (ii) The selected accounting policies were applied consistently and the judgments and estimates are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at 31st March, 2023 and of the profit of the company for the year ended on that date;
- (iii) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (iv) annual accounts has been on a going concern basis; and
- (v) internal financial controls have been laid down to be followed by the company and that such internal financial controls are adequate and are operating effectively.
- (vi) proper systems has been devised to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

## NUMBER OF MEETINGS OF BOARD OF DIRECTORS

The Board of Directors of the Company met four (4) times during the year under review. The dates of the Board Meetings are 30.05.2022, 10.08.2022, 14.11.2022 and 14.02.2023.

## CORPORATE GOVERNANCE

Pursuant to Regulation 15(2) of the SEBI (LODR) Regulations, 2015, the provisions of Regulation 17 to 27 and clauses (b) to (i) of Regulation 46(2) and Para C, D and E of Schedule V, are not applicable to the Company, as the paid - up equity share capital of the Company is Rs 1.45 crore and net worth is Rs 11.24 crores as on 31st March, 2023 which is below the prescribed limit (i.e. paid up equity share capital not exceeding Rs 10 crore and net worth not exceeding Rs 25 crore, as on the last day of the previous financial year).

The Company believes in and has practiced good Corporate Governance. Our corporate governance philosophy is based on the principles of equity, fairness, spirit of law, higher standards of transparency, accountability and reliability in respect of all its transactions. The Company believes that sound corporate governance is necessary to retain stakeholders' trust and ensures efficient working and proper conduct of the business of the Company with integrity. The guidelines for its development is a continuous process, which often undergoes changes to suit the changing times and needs of the business, society and the nation.

## CONSTITUTION OF VARIOUS COMMITTEES AS PER COMPANIES ACT, 2013

The company has constituted sub-committees of the board as per the provisions of Companies Act, 2013 with proper composition of its members.

### (a) The composition of the Audit Committee is as under: -

1. Mr. Arabinda De - Chairman
2. Mr Avinash Kumar Khaitan - Member
3. Mr. Gautam Modi - Member

The terms of reference, inter alia, includes, recommendation for appointment, remuneration and terms of appointment of auditors of the company, reviewing and

monitoring the auditor's independence, performance and effectiveness of audit process, examination of the financial statement and the auditors' report thereon, approval or any subsequent modification of transactions of the company with related parties, scrutiny of inter-corporate loans and investments, valuation of undertakings or assets of the company, wherever it is necessary, evaluation of internal financial controls and risk management systems and monitoring the end use of funds raised through public offers and related matters.

**(b) The composition of the Nomination & Remuneration Committee is as under: -**

1. Mr Avinash Kumar Khaitan - Chairman
2. Mr. Arabinda De - Member
3. Mr. Gautam Modi - Member

The terms of reference, inter alia, includes formulating criteria for determining qualification, positive attributes and independence of directors, carrying out evaluation of Independent Directors and the Board, recommending to Board policy relating to remuneration of Directors, Key Managerial Personnel (KMP) and other employees, carrying out other function as is mandated by the Board from time to time and to perform such other functions which is necessary or appropriate for the performance of duties.

*The abridged policy framed by Nomination & Remuneration Committee is as follows-*

The company considers its human resources as its invaluable asset and harmonizes the aspirations of the same which are consistent with the goals of the company. The level and composition of Directors, KMP and Senior Management will be of the nature required to run the company smoothly and adequate to improve productivity and attract, retain and motivate them. The committee shall determine and recommend their appointment, term of service, qualifications and cessation as per statutory requirement and ethical standards of probity, rectitude, qualification, competence and experience of concerned person subject to Board's approval.

The relationship of remuneration to performance is clear and meets appropriate performance benchmarks. The remuneration involves a balance between fixed and incentive pay reflecting short and long-term performance to achieve the Company's target. Members will elect the Chairman of the Committee.

Non-Executive Directors may be remunerated in the form of sitting fees for attending the Board Meeting as fixed by the Board occasionally. While deciding remuneration of Managing Director and Executive Directors the committee considers pay and comprehensive factors of industry and concerned person so as to remunerate them fairly and reasonably along with some perquisites, allowances and the likes as per the rules of the company, subject to statutory requirements.

A member is not qualified to be present when his remuneration or performance is discussed or evaluated respectively. Matters shall be decided by majority of votes of Members present and voting and such decision shall for all purposes be deemed decision of the Committee. In case of equality of votes, the Chairman of the meeting will have a casting vote.

The remuneration of the other employees is fixed occasionally as per the guiding principle outlined above and considering industry standard and cost of hiring. In addition to basic salary they are also provided other benefits as per scheme of the company and statutory requirements where applicable. The detailed policy placed on the Company's website and can be accessed through following links

# CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)

<http://ceeta.com/wp-content/uploads/2022/05/506374-nomination-and-remunerationpolicy.pdf>

<https://ceeta.com/wp-content/uploads/2023/02/CIL-Terms-and-conditions-of-appointment-of-Independent-Directors.pdf>

<https://ceeta.com/wp-content/uploads/2023/02/CIL-Criteria-of-making-payment-to-Non-Executive-Directors-1.pdf>

## **(C) The composition of the Stakeholder Relationship Committee is as under:-**

1. Mr. Arabinda De - Chairman
2. Mr Avinash Kumar Khaitan - Member
3. Mr. Gautam Modi - Member

The Board has delegated the power of looking into the matters of the stakeholders/investors to Ms. Smally Agarwal, Company Secretary and Compliance Officer of the Company in consultation with the Registrar to Issue & Share Transfer Agent of the Company M/s. Niche Technologies Pvt. Ltd.

## **DISCLOSURE PERTAINING TO SEXUAL HARRASMENT OF WOMEN AT WORKPLACE:**

Your Company has always believed in providing a safe and harassment free workplace for every individual working in premises. The Company always endeavors to create and provide an environment that is free from discrimination and harassment including sexual harassment. The Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The company has in place a policy, which mandates no tolerance towards sexual harassment at the workplace. All employees (Permanent, contractual, temporary and trainees) are covered under this policy. In addition, there were no complaints reported under the Prevention of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 for the FY 2022-2023.

## **BOARD EVALUATION**

The Company has a three tier evaluation system undertaken annually on the basis of a structured questionnaire which comprises evaluation criteria taking into consideration various performance related aspects and key result areas. The Independent Directors evaluated the performance of the Managing Director including all Non-Independent Directors, the Committees and the Board as a whole and the Nomination & Remuneration Committee evaluated the performance of Independent Directors and also reviewed the evaluation made by the Independent Directors in their meeting. Subsequently, the Board reviewed performance of all the individual Directors, the Committees and the Board as a whole based on the recommendation of Nomination & Remuneration Committee and expressed satisfaction and contentment on the performance of all the Directors, the Committees and the Board as a whole.

With regard to integrity, expertise and experience (including the proficiency) of the Independent Director appointed/re-appointed, the Board of Directors are of the opinion that all the Independent Directors are persons of integrity and possess relevant expertise and experience and their continued association as Directors will be of immense benefit and in the best interest of the Company.

## **PARTICULARS OF REMUNERATION OF DIRECTORS/KMP/EMPLOYEES**

The Company considers numerous factors while recommending for increase/decrease in remuneration of the employee and management personnel such as companies polices , contribution made by the employee ,financial performance of the Company, comparison with peer companies, industry benchmarking and regulatory guidelines as applicable to Managerial Personnel.

Disclosure pertaining to Remuneration and other details as required under Section 197 (12) of the Act read with Rule 5(1), 5(2) and 5(3) of the Companies (Appointment and Remuneration

of Managerial Personnel) Rules, 2014 (the Rules) is annexed and marked as **Annexure A** to this Report. There was no employees drawing remuneration of or in excess of the amount prescribed under the Companies Act, 2013.

#### **HUMAN RESOURCES AND INDUSTRIAL RELATIONS**

It has been explained in the Management's Discussion and Analysis Report.

#### **FAMILIARIZATION PROGRAMME OF INDEPENDENT DIRECTORS & OTHER DIRECTORS**

The Board members are provided with necessary documents, reports, relevant statutory updates and internal policies to enable them to familiarize with the Company's procedure and practices. The Independent Directors and other Directors are familiarized, inter alia, with the Company, their duties, roles and responsibilities, the nature of industry, the business model of the Company. The Directors are also updated on the changes in relevant corporate and economic laws relating to their roles and responsibilities as directors to enable them to take well informed decision and discharge their duties and responsibilities in an efficient manner and to contribute significantly towards the growth of the Company.

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

The Company believes in conducting its affairs in fair and transparent manner by adopting the highest standards of professionalism, honesty, integrity and ethical behavior. Pursuant to the requirement of the Section 177(9) of the Companies Act, 2013, the Company has established vigil mechanism which also incorporates a whistle blower policy in terms of the SEBI Listing Regulations in order to provide a secure environment and to encourage employees to report unethical, unlawful, improper practice, acts or activities, if any. Protected disclosures can be made by a whistle blower through an e mail or phone or letter to the chairman of Audit Committee. The Vigil Mechanism policy is placed on the Company's website and can be accessed through the link <https://ceeta.com/wp-content/uploads/2023/02/CIL-Vigil-Mechanism-Policy.pdf>. During the year under review no employee was denied access to the Audit Committee.

#### **PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES**

During the year under review, all the transactions entered by your Company with related parties were on arm's length price and in the ordinary course of business and that the provisions of the Section 188 of the Companies Act, 2013 is not attracted. Thus, disclosure under section 134(3)(h) of the Companies Act, 2013, in Form AOC-2, is not required. Further, there are no materially significant related party transactions during the year under review made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large. All transactions with related parties are given in the notes forming part of the financial statements. Omnibus approval in respect to regular related party transaction to be entered into by the company during FY 2023- 24, was granted by the Audit Committee and Board of Directors at their meetings held on 14.02.2023.

#### **PARTICULARS OF LOANS, ADVANCES & INVESTMENTS**

Pursuant to Section 186 of the Companies Act, 2013 and Schedule V of the Listing Regulations, disclosure on particulars relating to Loans, Advances, Guarantees and Investments are provided as part of the financial statements. The Company has been informed that the said loans are proposed to be utilised by each recipient for its general business/corporate purposes.

#### **RISK MANAGEMENT, RISKS AND CONCERNS**

The Company has built a comprehensive risk management framework that seeks to identify

all kinds of anticipated risks associated with the business and to take remedial actions to minimize any kind of adverse impact on the Company. The Company understands that risk evaluation and risk mitigation is an ongoing process within the organization and is fully committed to identify and mitigate the risks in the business. The identification of risks is done at strategic, business and operational levels and the risk management process of the Company focuses mainly on three elements, viz. (i) Risk Assessment; (ii) Risk Management; (iii) Risk Monitoring. The Company has formulated and implemented a Risk Management policy in accordance with Listing Regulations, to identify and monitor business risk and assist in measures to control and mitigate such risks. The Audit Committee examines inherent and unforeseen risks in accordance with the policy on a periodic basis and ensures that mitigation plans are executed with precision. The Board is also briefed about the identified risks and mitigation plans undertaken by the management at regular intervals. As on date, there are no risks which in the opinion of the Board can threaten the existence of the Company. However, some of the probable risks which might pose challenges before the Company have been set out in the Management Discussion and Analysis section of this Annual Report. Details of various foreign exchange risks and commodity risks faced by the Company during the year have been separately disclosed in the in the notes forming part of the financial statements.

**INTERNAL FINANCIAL CONTROL**

The Board has adopted policies and procedures for governance of orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records and timely preparation of reliable financial disclosures. The internal financial controls with reference to the Financial Statements are commensurate with the size and nature of business of your Company. These have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information, complying with applicable Indian Accounting Standards (Ind AS) and relevant Statutes. The Internal Auditor and the Audit Committee reviews the Internal Financial Control system periodically. During the year under review, no material or serious observation has been received from the Internal Auditors of the Company for inefficiency or inadequacy of such controls.

**SECRETARIAL STANDARDS**

During the year under review, your Company has duly complied with the Secretarial Standards 1 and 2 issued by the Institute of Company Secretaries of India.

**DEPOSITS**

During the year under review, the company did not accept any deposits from the public under Companies Act, 2013 read with rules.

**STATUTORY AUDITORS & AUDITORS' REPORT**

Pursuant to Section 139 of the Companies Act, 2013, M/s. Ruwatia & Associates, Chartered Accountants (ICAI Firm Registration No. 324276E) was appointed as the Statutory Auditors of the Company for a term of 5 consecutive years commencing from the conclusion of 34th AGM of the Company. Since the term of 5 years of M/s. Ruwatia & Associates, Chartered Accountants, the present statutory auditor of the company expires at the ensuing Annual General Meeting of the Company and they have expressed their unwillingness for re-appointment., therefore it was required to appoint a new Statutory Auditor, pursuant to provisions of Section 139 of the Companies Act, 2013.

The Board of Directors in light of recommendation of Audit Committee have recommended

to the shareholders for their approval for appointment of M/s G.K. Tulsyan and Company (Firm Registration No 323246E,) Chartered Accountants as Statutory Auditor of the Company for a period of 5 years effective from conclusion of 39th AGM of the Company till the conclusion of 44th AGM . The consent letter, certificate of eligibility and confirmation that appointment, if made, would be within the limits prescribed under Companies Act, 2013, dated 15.07.2023, from M/s G.K. Tulsyan and Company, Chartered Accountant was received.

The Auditors' Report on the accounts for the year ended 31st March 2023 does not contain any qualification, reservation, adverse remark or observation including reference made therein, to the notes forming part of the financial statements are self-explanatory and does not require to be elucidated further.

**INTERNAL AUDITOR & INTERNAL AUDIT**

Pursuant to the provisions of Section 138 of the Companies Act, 2013, the board of directors has appointed M/S. DKSK & Associates, Practicing Chartered Accountant firm ( Firm Registration No014950S) as the Internal Auditor of the Company for the Financial Year 2023-2024, on the recommendation of Audit Committee.

The Internal Audit Report submitted by Internal Auditors during the Financial Year 2022-23 have been reviewed by the Audit Committee and Board, at their respective meetings and the suggestions therein implemented to the extent possible.

**SECRETARIAL AUDITOR & SECRETARIAL AUDIT**

Pursuant to the provisions of Section 204 of the Companies Act, 2013, the Board of Directors has re-appointed M/s. Drolia & Co, Practicing Company Secretary (Membership No-2366, Certificate of Practicing No-1362, Peer Review No 1928/2022) as the Secretarial Auditor of the Company for the financial year 2023 – 2024. The Secretarial Audit Report in Form MR-3 is annexed to this report. Report of the Secretarial Auditor including reference made therein is self-explanatory and does not require to be elucidated further.

In compliance with the provisions of section 134(3) of the Companies Act, 2013, the Secretarial Auditor in their report for the financial year ended on the 31st March, 2023, made the following observations:

Observation 1: The Company has received show cause notices from the office of Registrar of Companies ( Karnataka) for violation of Sections 129, 134 and 383A of the Companies Act 2013 for irregularities in disclosure of relevant informations in financial statement for FY ended 31-03-2018, 31-03-2019 and 31-03-2020 and also received show cause notice for violation of Rule 2 of the Companies (Acceptance of Deposits) Rules 2014 for the year ended 31-03-2019.

Explanation: The Company is in the process of compounding/adjudication of the offences for violation of the aforesaid sections and rules before the office of the Regional Director, Ministry Of Corporate Affairs, South East Region, Hyderabad and ROC , Karnataka.

Observation 2: The Company has not filed Audited Financial Results under Regulation 33 of the SEBI (LODR) 2015 for the quarter and year ended 31st March, 2023 within time limit due to disruption of operations at the Head office of the Company as major fire incident occurred on 10-05-2023. The company has informed the exchange and SEBI in details about the incident and intimated the exchange vide corporate announcements 11-05-2023 and requested the exchange and SEBI vide corporate announcements 20-05-2023 for granting extension of timeline for submission of audited financial statement/results and also disclosed the reasons for anticipated delay in financial results in advance to the exchange



## CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)

and SEBI complying the requirement of SEBI circular no. CIR/CFD/CMD-1/142/2018 dated 19 November 2018 informing reason for delay in submission of financial results. The Company filed the Audited Financial Results under Regulation 33 of the SEBI (LODR) 2015 for the quarter and year ended 31st March, 2023 on 30-06-2023.

Explanation: The Company was unable to file the audited financial results for the quarter and year ended 31st March, 2023 with the Stock Exchanges within the time limit i.e. 30-05-2023 as a major fire incident took place on May 10, 2023 at the head office of the company located at Kolkata. This was duly intimated to the exchange u/r 30 of SEBI (LODR), 2015 on May 11, 2023 and thereafter the Company requested for extension for filing of results to SEBI and BSE by submitting hard copy of the request letter on May 19, 2023 and filed the same via corporate announcement on May 20, 2023 to the exchange giving full details of the incident with supporting documents, pictures, newspaper cuttings and disclosed the reasons for anticipated delay in filing of financial results as per applicable SEBI Circular in advance that the Company has a total of three offices each located at Tumkur, Bangalore and Kolkata. The financial results are prepared after combining the financial data of all three offices due to fire in the building of Kolkata office, the Company did not had access to the office as it was barricaded by the Police Department, Kolkata, therefore it was not possible to finalize the balance sheet for the quarter and year ended March 31, 2023 within the stipulated time. The Company also regularly replied to all the queries raised by exchange SOP department giving reasons and explanations with supporting documents clearly informing that on May 22, 2023, the company got the access to enter the premises and retrieve the computerized data from the servers and thereafter the company initiated the preparation of audited financial statements for the said period and confirmed to the exchange that it will be submitted on or before June 30, 2023 and the Company did the compliance and submitted the audited financial results on June 30, 2023.

### ANNUAL RETURN

Pursuant to Section 92(3) and Section 134(3)(a) of the Companies Act, 2013, the Annual Return as on 31st March, 2023 is placed on the Company's website and can be accessed through the link: <https://ceeta.com/wp-content/uploads/2023/08/Annual-Return-2022-2023.pdf>

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

A statement pursuant to Section 134(3)(m) of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014 on conservation of energy, technology absorption, foreign exchange earnings and outgo is annexed to and marked as **Annexure B** to this Report.

### MANAGEMENT DISCUSSION & ANALYSIS REPORT

In accordance with Regulation 34 and Schedule V of SEBI (LODR) Regulations, 2015, a statement on management discussion and analysis is forming part of this annual report.

### REGISTRAR AND TRANSFER AGENTS

The Company continued appointment of M/s. Niche Technologies Pvt. Ltd. of 3A Auckland Place, 7th Floor, Room No. 7A & 7B, Kolkata 700 017, Ph No – 033 2280 6616, e-mail-nichetechpl@nichetechpl.com, as the Registrar and Share Transfer Agents of the Company

### LISTING ON STOCK EXCHANGES & STOCK CODE

The Company's Shares are traded at BSE Ltd. **Scrip Code– 514171**. The annual listing fee has been paid to the Stock Exchange.

### DEMATERIALIZATION OF SHARES

The Equity Shares of the Company are registered with National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) for having the facility of Dematerialization of shares and its **ISIN NO. is INE760J01012**.



**DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE**

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

However, Members' attention is drawn to the statement on contingent liabilities, commitments in the notes forming part of the Financial Statements.

**REPORTING OF FRAUD BY AUDITORS**

During the year under review, the Statutory Auditors and Secretarial Auditors have not reported any instances of frauds committed in the Company by its officers or employees, to the Audit Committee under Section 143(12) of the Companies Act, 2013 details of which needs to be mentioned in this Report.

**DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016**

During the year under review there was no application made or pending proceeding under the Insolvency and Bankruptcy Code, 2016.

**DETAILS OF ANY DIFFERENCE BETWEEN VALUATION DONE ON ONE TIME SETTLEMENT AND VALUATION WHILE AVAILING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS (EFI)**

The Company serviced all the debts & financial commitments as and when they became due and no settlements were entered into with the bankers.

**GENERAL**

The other disclosures, not commented upon in this report pursuant to Section 134 of the Companies Act, 2013 read with rules or any other law for the time being in force, are not applicable to the Company for the financial year under review.

**ACKNOWLEDGEMENT:**

Your Directors have pleasure in recording their appreciation for all the guidance and co-operation received from all its customers, Members, investors, vendors, partners, banker's government authorities and other stakeholders for their consistent support to your Company in its operations. Your Directors also wish to place on record their appreciation to all of the Company's employees and workers at all level for their enormous efforts as well as their collective contribution to the Company's performance.

On behalf of the Board

**K. M. Poddar**

Managing Director

DIN : 00028012

**A De**

Director

DIN : 00028093

Place : Kolkata

Dated : 20.07.2023

**'ANNEXURE – A' FORMING PART OF DIRECTORS' REPORT:**

**DETAILS UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

Sl No	Rule Particulars	
(i)	the ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year;	a)Managing Director – 2.82 b)No other director is drawing any remuneration from the company apart from sitting fees.
(ii)	the percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year;	There has been no increase in the remuneration of managerial personnel.
(iii)	the percentage increase in the median remuneration of employees in the financial year;	- 11.96%
(iv)	the number of permanent employees on the rolls of company;	61 at various locations
(v)	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;	-8.83%
(vi)	the key parameters for any variable component of remuneration availed by the directors;	The variables pay is as per policy of the Company.
(vii)	affirmation that the remuneration is as per the remuneration policy of the company.	It is hereby affirmed that the remuneration is as per the Remuneration policy of the Company.

**DETAILS UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(2) & (3) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

**The name of top 10 employees including Executive Director in terms of remuneration drawn:-**

Sl No	Name	Age (yrs)	Qualification and Experience (In Years)	Designation	Nature employment	Date of joining	Remuneration received (Rs p.a.)- Considering March , 23 provision	Particulars of last employment	% of equity shares held in the company
1	Krishna Murari Poddar	78	B. Com, 50 yrs	Managing Director	Confirmed	10.06.06	10,67,522	-	NIL
2	Promod kumar Ashok Damahe	35	M Tech, 11 yrs	Production Manager	Confirmed	15.06.22	10,05,974	Innovative Food Pvt Ltd.	NIL
3	Anubhav Poddar	51	B.Com, 29 yrs	CFO	Confirmed	01-09-14	9,00,000	-	0.001
4	Alok Kumar Yaduka	49	B.Com (H), CA & Cost Accountant (Inter), 25 yrs	General Manager (Finance and Accounts)	Confirmed	01.04.05	7,20,348	-	NIL
5	Lokesh Babu H M	39	BA, 17 yrs	Sales manager	Confirmed	16.08.22	6,47,591	Jayne Commerce Pvt Ltd.	NIL
6	Mohammed Sheik	32	BE Graduate, 13 yrs	Electrical Engineer	Confirmed	01.03.22	5,60,138	Listenlights Pvt Ltd.	NIL

7	Shridhan Poddar	26	Business Administration and Psychology, 3yrs	Assistant Executive Director	Confirmed	01.12.20	4,80,000	-	NIL
8	Hariprasad MB	32	B. Tech, 11 Yrs	Electrical Engineer	Confirmed	04.04.22	4,74,386	Ingex Lab Pvt Ltd.	NIL
9	Lokesh N	31	Diploma, Mechanical 8yrs	Store In Charge	Confirmed	04.04.22	4,18,187	Wood Tech Consultants Pvt Ltd.	NIL
10	Kantharaja S	34	M Com, 10Yrs	Accounts officer	Confirmed	06.12.21	3,98,400	Taipoly Healthcare Pvt Ltd.	NIL

The information pursuant to Rules 5(2) and 5(3) of the Rules is also available for inspection by the members at the Company's Registered Office between 10.30 A.M. to 1 P.M. on all working days upto the date of ensuing AGM. Should any member be interested in obtaining a copy including through email (kolkata@ceeta.com), may write to the Company.

**'ANNEXURE – B' FORMING PART OF DIRECTORS' REPORT:**

**INFORMATION UNDER SECTION 134(3)(M) OF THE COMPANIES ACT, 2013 READ WITH CLAUSE 8 OF THE COMPANIES (ACCOUNTS) RULES, 2014.**

**A) CONSERVATION OF ENERGY**

**(i) *Steps taken or impact on conservation of energy***

The Company has setting up a manufacturing unit at its factory located Tumkur, Karnataka for production, of ready to eat snacks. During this process, the Company is taking utmost caution in reduction in power consumption, optimal water consumption and using eco-friendly products. The Company believe in environmental sustainability and putting effort on conservation of the natural resources of energy. Additionally, while undertaking modernization and technological upgradation of production facilities, due consideration is also given in selection of plant and machinery which conforms to the best in class energy conservation parameters.

- All energy wastage was curtailed through continuous monitoring and daily analysis of electricity consumption resulting in 3% reduction in energy consumption
- Usage of Led Lights and high efficiency five-starequipments
- Usage of HT and LT Cables with high insulated cables to avoid leakage of energy
- Installation of smart thermostats to regulate the heating energy and optimize the temperate setting in the equipment and process area
- Installation of Air turbine and Variable Frequency Drive ('VFD') installation in air compressor lead to power reduction
- Individually monitoring of each electrical panel's power factor by our internal maintenance team to avoid power factor penalties
- 10 KLD Sewage Treatment plants have been installed to reduce load on Municipal Corporation Treated wastewater is used for gardening and flushing purposes
- Replacement of old heavy duty Electric Motors with high energy efficient IE3 Class Motors
- Weekly Scheduled, regular maintenance and cleaning of A.C. will make better cooling on same energy consumption.
- Introduction of Capacitors, where possible, to improve power factor
- Continues maintenance of all hot lines insulation
- Increased the productivity of the utility system by increase the production hours, now we are able to make more kg product with same energy
- Installed fixed panel wise electrical energy meters to check & access energy consumption if any
- Installed water meters on every line and tracking the same on hourly basis due to which we are able to reduce the water consumption
- Implementation of Rainwater Harvesting for the company's plant
- Packing machine power divided in half of ups and half of on raw which reduce down time and save energy
- All the packing machines have online printing which reduced the manpower and energy
- Conducting Annual energy audit

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(ii) *Steps taken by the Company for utilizing alternate sources of energy*

The Company continuously explores avenues for using alternate sources of energy keeping in mind several parameters including environment, production and cost efficiencies.

- Use of bio-mass briquettes for generating heat for manufacturing process in plant
- We have 140KLD ETP and water recycling plant where we treat our discharged water and recycle it by 80%.

(iii) *Capital investment on energy conservation equipments*

Capital expenditure on energy conservation equipments is not separately accounted.

**B) TECHNOLOGY ABSORPTION**

(i) *Efforts made towards technology absorption*

Your Company focuses on offering better products in premium quality & taste at relatively affordable prices to the consumers.

- Installed mezzanine racking system to increase storage
- Installation of new and modernized packing machine.
- Installation of an online conveyor belt and started online packing of potato chips. Due to this material spillage is controlled and manpower also reduced.
- Installed online metal detection to ensure product safety
- Installed Vibro shaker (De-Oiling belt) in all pellet products production line across the units.
- Installed new SS Cylinder alongwith Solenoid Timer valve in Air Compressor Tank.
- Installed Potato Grader in our plant to avoid soil in potato, damage of slicer and plant breakdown.
- Installed Air turbine to increase quality

(ii) *Benefits derived like product improvement, cost reduction, product development or import substitution*

- Reduced maintenance time and cost, improved hygienic condition and consistency in quality.
- Minimal wastage of raw material.
- Higher productivity and lesser production cost.
- Improved hygienic condition and consistency in quality
- Chips production quality improved due to installation of Potato Grader
- Approximate upto 4% oil saving in pellets products due to installation of Vibro shaker (De-Oiling belt).

(iii) *In case of Imported Technology (imported during the last 3 years reckoned from the beginning of the Financial Year) - NIL*

(iv) *Expenditure on Research & Development (R&D)*

Particulars	2022-23 (₹ in Thousand)
Capital	-
Recurring	669.04
Total	669.04

**C) FOREIGN EXCHANGE EARNINGS AND OUTGO**

Particulars	2022-23 (₹ in Thousand)	2021-22 (₹ in Thousand)
Foreign Exchange Earnings	-	4933.51
Foreign Exchange Outgo	-	-
(i) CIF Value of Imports of Components & Spare Parts	-	-
(ii) Expenditure in Foreign Currency on Foreign Travel & Others	-	-

**MANAGEMENT DISCUSSIONS & ANALYSIS REPORT**

**INDUSTRY STRUCTURE AND DEVELOPMENTS**

The Fast-Moving Consumer Goods (FMCG) industry is the fourth-largest sector and a significant contributor to the Indian economy. The growth in the FMCG industry is principally driven by rise in income, Change in consumer way of life, a transition to an organised market, increasing rural consumption, increase in e-commerce and digitalization, improved distribution of the FMCG portfolio and a rise in consumer awareness. Moreover, sustainable products influence the purchasing behaviour of consumers. While the urban sector contributes the largest share, the semi-urban and rural sectors experienced substantial growth over the past decade.

**Indian Snacks Industry**

The Indian packaged food industry ranks sixth globally in terms of production, consumption, exports and anticipated growth. There is an increasing demand for specialty and packaged foods in terms of ready-to-eat snacks. Over the past few years, the packaged food industry in India has witnessed a remarkable surge in demand. The escalating demand for on-the-go food items, particularly among the working and millennial individuals, is primarily driving the India snacks market. Besides this, the inflating urbanization levels, the shifting dietary preferences, and the improving consumer living standards are further augmenting the market growth. This has created a preference for convenient food options that are easily accessible and require minimal cooking efforts. Packaged foods have successfully catered to these preferences by providing ready-to-eat alternatives. With their time-saving benefit, packaged foods have seamlessly integrated into modern-day living, becoming an essential choice for individuals seeking practical and hassle-free meal solutions.

Apart from this, the elevating popularity of snack variants with ethnic tastes based on the diverse food cultures across the country is also catalysing the India snacks market. Moreover, the implementation of several stringent quality standards by the Food Safety and Standards Authority of India (FSSAI) to reduce the risk of digestive problems and food-borne illness is acting as another significant growth-inducing factor.

The Indian snacks market size reached INR 38,603 Crore in 2022. The market is expected to reach INR 70,731 Crore by 2028, exhibiting a growth rate (CAGR) of 10.4% during 2023-2028. The rising popularity of convenient food products, increasing implementation of quality standards by the Food Safety and Standards Authority of India (FSSAI), and increasing number of e-commerce brands and distribution channels represent some of the key factors driving the market. (Source: IMARC Group).

**FUTURE OUTLOOK**

The Company stepped into the FMCG market by entering into the manufacturing of packaged food and the commercial production commenced in the second half of FY 2022-23. The company offers varieties of ready to eat snacks with best quality, unique taste at very much affordable price points under the brand name "Skitos". The Company caters to a wide range of tastes in various snacks products manufactured by the Company, taking into account local preferences. With strategic planning, the Company is planning to expand its presence by increasing direct access, focussing on smaller towns and rural consumers, and improving cost and capital efficiencies. Consumer preferences and tastes, as well as their needs, are known to the Company. Apart from manufacturing, the Company is also undertaking job work of food products. Your Company has embarked on formalised plans and operational

measures that are expected to result in improvement in the present position. The Company shall focus on driving the sales growth and increase in market share by focusing in key potential under penetrated markets and increasing the reach in existing markets. The management expects a rise in overall revenue in FY 2023-24 as compared to FY 2021-22 and making profit for the Company for the in FY 2023-24.

#### **OPPORTUNITIES AND THREATS**

The Company is likely to benefit from the emerging trends in food industry. The Company is well positioned to take advantage of the market opportunity and change in consumer's food consumption habit with its strong product portfolio. The various threats that the Company addresses include uncertain global economic conditions; changes in fiscal, economic or political conditions in India and the currency risks; increasing competition including from small and unorganized sectors; changing technologies and regulatory changes in the industry the company operates in.

#### **RISKS AND CONCERNS**

Risks and concerns are inherent to any business environment and may have a substantial impact on the Company's performance and future prospects. Risk management is an integral part of the Company's long-term business strategy. The Company has a well-defined structure which enable and empower management to identify, assess and manage risk exposure in the organization effectively. It has a risk management policy in place to identify and assess the major key risk areas in the field of market, liquidity (finance), pricing, credit, competition etc. All inherent risks are measured, monitored and regularly reported to the Management. The Company has adequate mitigation plans based on the probability of their occurrence, potential impact and volatility.

#### **INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The internal control system defines a set of rules, procedures and organisational structures that identify, measure, manage and monitor the main risks, allowing sound and fair operation of the Company in line with pre-established objectives and all the short-term and long term operational goals of the Company. As such this process is aimed at pursuing the values of both procedural and substantial fairness, transparency and accountability, which are key factors for managing the business. Adequate internal financial controls are in place to manage the business affairs of the Company. Proper procedures are adopted ensuring the orderly and efficient conduct of business, including safeguarding of its assets, prevention and detection of errors and frauds, accuracy and completeness of the accounting records and timely preparation of reliable financial information and the same is reviewed at regular intervals depending upon situation of business of Company and in particular the Internal Auditors ensure that the company as in all material aspects, laid down Internal Financial Controls including operational controls and that such controls are adequate and operating efficiently.

#### **HUMAN RESOURCES DEVELOPMENT/INDUSTRIAL REALTIONS**

The Company focuses on enhancing the potential and overall wellbeing of its employees. Employee care and well-being is a top priority. It focuses on building a moral network embellished by fair business practices. The Company provides an engaging workplace environment, growth opportunities and incentives. Your company has sufficient pool of talents in various operational fields. The Human Resource environment has been very smooth throughout the year under review. The total number of employees on the rolls of the Company at various locations as on 31st March, 2023 was 61 as compared number 20 of previous year as on 31st March, 2022.

# CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)

Industrial relations during the year FY 2022-23 remained cordial.

## QUALITY AND SAFETY

The Company's top priorities are quality and safety. It ensures that the quality control measures are in place and that the products go through rigorous quality inspections. The Company offers a variety of products across various market segments and the goods are produced in accordance with strict industry standards ensuring quality, safety and nutrition. The Company has been awarded as A+ by Food Safety & Standards Authority of India (FSSAI).

## PACKAGING AND PLASTIC WASTE MANAGEMENT

Plastic is essential in securing product safety and preventing leakage. As a responsible organisation, the Company recognises the impact its business operations on the natural ecosystem. Therefore, it is dedicated to shape a greener future by actively engaging in plastic recycling.

## SUSTAINABLE MODEL

The Company aims to conserve the environment and develop a sustainable business model. It prioritises energy conservation and ensures optimal energy use in all areas of operations. The Company strongly believe in the concept of minimal wastage and use of eco-friendly equipment's.

## RELATED PARTY DISCLOSURE

Related party transactions have been disclosed in the notes forming part of the financial statements.

## FINANCIAL PERFORMANCE

Financial performance of the Company has been disclosed in the Directors' Report.

## SEGMENT WISE PERFORMANCE

The Company has three reportable segments such as Packaged Food Products, Granite Division and Other Operations.

Summary of the operating Segment for the year is given herein below: (₹ in Thousands)

Particulars	Packaged Food Products	Granite Division	Other Operations	Total
Segmental Revenue	21872.32	1940.00	30491.71	54304.03
Segment Result (before interest and tax)	(19240.55)	(8595.40)	414.00	(27421.95)
Unallocated Corporate Expenses (net of unallocable income)		-	-	8955.00
Operating Profit/(Loss)		-	-	(18466.95)
Interest Income		-	-	12201.31
Less: Interest Expenses		-	-	4336.00
<b>Net Profit / (Loss) before Tax</b>		-	-	<b>(10601.64)</b>
<b>Other Information</b>				
<b>Capital Employed</b>				
Net Segment Assets	103489.59	-	991.02	104480.61
Unallocated Assets / (Liabilities)		-	-	156578.82
Net Capital Employed		-	-	261059.43
Capital Expenditure	173921.25	-	73.71	173994.96
Depreciation	4069.73	-	370.27	4440.00

The segment reporting of every quarter for financial year under review is available at the website of the Company at <https://ceeta.com/quarterly-report/>

## KEY FINANCIAL RATIOS

As stipulated in the Regulation 34(3) of SEBI (LODR) Regulations, 2015, the Company reports key financial ratios as follows:

- a) Details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in key financial ratios or sector specific ratios, along with detailed explanations therefor:

# CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)

Sl.	Key Financial Ratios	2022-2023	2021-2022	Variance (in %)
(i)	Trade Receivable Turnover Ratio (in times)	20.38	2.23	813.93
(ii)	Trade Payable Turnover Ratio (in times)	3.45	3.83	-10.03
(iii)	Inventory Turnover Ratio (in times)	2.02	1.97	2.80
(iv)	Current Ratio (in times)	1.75	11.73	-85.12
(v)	Debt Equity Ratio (in times)	0.44	0.00	100.00
(vi)	Debt Service Coverage Ratio (in times)	-0.27	0.83	-131.94
(vii)	Net Capital Turnover Ratio (in times)	0.62	0.08	675.06
(viii)	Operating Profit Margin (%)*	-11.54	19.30	-159.80
(ix)	Net Profit Margin (%)	-31.90	57.75	-155.24
(x)	Return on Capital employed (in %)	-1.90	2.43	-178.17
(xi)	Return on Investment (in %)	0.39	6.59	-94.05

\*Previous Years ratio has been revised due to change in calculation method in the current year.

**Notes on significant changes in financial ratios where change is > 25%:**

- Trade Receivable Turnover Ratio: It has increased by 813.93% because almost 5 times increase in revenue from operation during the current period and low trade receivable in previous year.
  - Current Ratio: It has decreased by 85.12 % during the current year mainly due to current loans borrowed were utilised in capital expenditure of the company.
  - Debt Equity Ratio: It has increased by 100% during the current financial year as there was no outstanding debt as on 31st March, 2022
  - Debt Service Coverage Ratio: It has decreased by 131.94 % during the current financial year as the company started new line of operation in the current year and incurred loss.
  - Net Capital Turnover Ratio: It has decreased by 675.06 % mainly due to increase in revenue from operation by approx 5 times from previous year.
  - Operating Profit Margin (%): It has decreased by 159.80% due to commencement of new business and fixed running cost is higher in comparison to revenue.
  - Net profit Margin (%): It has decreased by 155.24% during the current year as the company started new line of operation in the current FY and the total revenue could not cover the all fixed cost.
  - Return on Capital Employed: It has decreased by 178.17% during the current year as the company started new line of operation in the current FY and incurred loss.
  - Return on investment: It has t decreased by 94.05 % mainly due to effect of the higher amount of opening investments kept for short period and given low return at the time of maturity.
- b) Details of any change in Return on Net Worth as compared to the immediately previous financial year along with a detailed explanation thereof

Key Financial Ratios	2022-2023	2021-2022	Variance (in %)	Explanations
Return on Net Worth (%)	-4.91	1.76	-379.59	Reduced due to commencement of new business and fixed running cost is higher in comparison to revenue.

**CAUTIONARY STATEMENT**

Statements detailing the Company's objectives, projections, estimates, expectations or predictions are "forward-looking statements" within the meaning of applicable laws and regulations. Actual results could differ materially from those expressed or implied. Significant factors that could make a difference to the Company's operations include demand-supply conditions, finished goods prices, stock availability and prices, cyclical demand and pricing in the Company's principal markets, changes in Government regulations, tax regimes, political or economic developments and other internal factors. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events.



**FORM NO MR-3  
SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023**

*[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration to Managerial Personnel) Rules, 2014]*

To,

The Members,

Ceeta Industries Limited,

Plot No - 34 - 38, Sathyamangala, KIADB Industrial Area,

Tumkur- 572 104, Karnataka.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s Ceeta Industries Limited (hereinafter called the Company having **CIN: L15100KA1984PLC021494**). 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 books, papers, minute books, forms, returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2023 complied with the statutory provisions listed hereunder and also the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2023 according to the provisions of:

- I. The Companies Act, 2013 (the Act) and the rules made there under;
- II. The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the rules made there under and the circulars, guidelines issued there under by the SEBI from time to time;
- III. The Depository Act, 1996 and the regulations and bye-laws framed thereunder;
- IV Foreign Exchange Management Act (FEMA), 1999 and the rules and regulations made thereunder;
- V The following Regulations (as amended from time to time) and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - (a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding Companies Act and dealing with Clients

**The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') are not applicable to the Company for the financial year ended 31-03-2023, as the Company did not carry any activities under the said Regulations:-**

- (a) SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (b) SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- (c) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
- (d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (e) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

VI Other Acts and Regulations as may be applicable to the Company as per Annexure A

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

- i) Secretarial Standards (SS1 & SS2) issued by The Institute of Company Secretaries of India in relation to holding of Member's meeting, Committee Meeting and Board meeting,
- ii) The Listing Regulation entered into by the Company with stock exchange (BSE Ltd) as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

**I further report that**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Women Directors and Independent Directors. No changes in the composition of the Board of Directors and various Committee took place during the period under review.

Adequate notice is given to all Directors to schedule the Board Meetings, 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 process 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 that there was no other specific events/actions having a major bearing on the Company's affairs in pursuance of the above referred laws, regulations, guidelines, standards etc. referred to above.

**Events taken place after the close of the financial year but before signing of this report:**

The Company has received show cause notices from the office of Registrar of Companies (Karnataka) for violation of Sections 129, 134 and 383A of the Companies Act 2013 for irregularities in disclosure of relevant informations in financial statement for FY ended 31-03-2018, 31-03-2019 and 31-03-2020 and also received show cause notice for violation of Rule 2 of the Companies (Acceptance of Deposits) Rules 2014 for the year ended 31-03-2019.

The Company has not filed Audited Financial Results under Regulation 33 of the SEBI (LODR) 2015 for the quarter and year ended 31st March, 2023 within time limit due to disruption of operations at the Head office of the Company as major fire incident occurred on 10-05-2023. The company has informed the exchange and SEBI in details about the incident and intimated the exchange vide corporate announcements 11-05-2023 and requested the exchange and SEBI vide corporate announcements 20-05-2023 for granting extension of timeline for submission of audited financial statement/results and also disclosed the reasons for anticipated delay in financial results in advance to the exchange and SEBI complying the requirement of SEBI circular no. CIR/CFD/CMD-1/142/2018 dated 19 November 2018 informing reason for delay in submission of financial results. The Company filed the Audited Financial Results under Regulation 33 of the SEBI (LODR) 2015 for the quarter and year ended 31st March, 2023 on 30-06-2023.

**Place: Kolkata**

**Date:20/07/2023**

**Peer review registration : 1928/2022**

**(PRAVIN KUMAR DROLIA)**

**Company Secretary in whole time practice**

**FCS No :2366**

**C.P. No :1362**

**UDIN: F002366E000686192**

- (i) Central Goods and Services Tax Act, 2017 and the Rules made thereunder;
- (ii) Integrated Goods and Services Tax Act, 2017 and the Rules made thereunder;
- (iii) Income Tax Act, 1961 and the Rules made thereunder;
- (iv) The Micro, Small and Medium Enterprises Development Act, 2006
- (v) Employees Provident Fund and Miscellaneous Provisions Act, 1952
- (vi) Karnataka Tax and Profession, Trade, Callings and Employment Act, 1976
- (vii) Employees State Insurance Act, 1948
- (viii) Payment of Bonus Act, 1965 and rules made thereunder
- (ix) Payment of Gratuity Act, 1972
- (x) Equal Remuneration Act, 1976
- (xi) Payment of Wages Act, 1936, and rules made thereunder
- (xii) Minimum Wages Act, 1948 and rules made thereunder
- (xiii) West Bengal Minimum Wages Rules, 1951
- (xiv) Karnataka Minimum Wages Rules, 1958
- (xv) Karnataka Labour Welfare Fund Act, 1965
- (xvi) Factories Act, 1948
- (xvii) Karnataka Factories Rules, 1969
- (xviii) Industrial Dispute Act, 1947
- (xix) Environment Protection Act, 1986 and rules made thereunder
- (xx) Water (Prevention & Control of Pollution) Act, 1974 and rules made thereunder
- (xxi) Air (Prevention and Control of Pollution) Act, 1981 and rules made thereunder
- (xxii) Hazardous Wastes (Management and Handling) Rules, 1989 and Amendment Rule, 2003
- (xxiii) Plastic Waste Management Rules, 2016,
- (xxiv) Plastic Waste Management (Second Amendment) Rules, 2022
- (xxv) Guidelines on Extended Producer Responsibility for Plastic Packaging
- (xxvi) Maternity Benefits Act, 1961
- (xxvii) Food Safety and Standards Act, 2006 and the Rules made thereunder;
- (xxviii) The Sexual Harassment of Women at Workplace (Prevention, Prohibition And Redressal) Act, 2013
- (xxix) The Contract Labour (Regulation & Abolition) Act, 1978
- (xxx) Contract Labour (Regulation & Abolition) Act, 1970 rules and regulations thereunder;
- (xxxi) Child Labour (Prohibition and Regulation) Act, 1986
- (xxxii) Contract Labour (Regulation and Abolition) Karnataka Rules, 1974
- (xxxiii) Employee's Compensation Act, 1976
- (xxxiv) Legal Metrology Act, 2009, rules and regulations thereunder;

**Note:**

**This report is to be read with our letter of even date which is annexed as Annexure B and forms an integral part of this report.**

**UDIN: F002366E000686192**

To,

The Members

Ceeta Industries Limited

Plot No - 34 - 38, Sathyamangalam, KIADB Industrial Area,

Tumakur - 572 104, Karnataka

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on our audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, we followed provide a reasonable basis of my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules, and regulations and happenings of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**Place: Kolkata**

**Date:20/07/2023**

**Peer review registration : 1928/2022**

**For Parvin Kumar Drolia**

**(PRAVIN KUMAR DROLIA)**

**Company Secretary in whole time practice**

**FCS No :2366**

**C.P.No:1362**

**UDIN: F002366E000686192**

**INDEPENDENT AUDITOR'S REPORT****To The Members Of Ceeta Industries Ltd.****Report on the Financial Statements**

We have audited the accompanying (Standalone) financial statements of **Ceeta Industries Ltd.** ("the company") which comprise the Balance Sheet as at 31st March, 2023, the statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity, Cash Flow Statement for the year ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

**Basis for 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.

**Key Audit Matters**

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

<b>Key Audit Matter</b>	<b>Auditor Response</b>
<b>Evaluation of uncertain tax positions</b> The Company has material uncertain tax positions which involve significant judgment to determine the possible outcome.	<b><u>Principal Audit Procedures</u></b> Obtained details of completed tax assessments and demands till the year ended March 31, 2023 from management. We involved our internal experts to challenge the management's underlying assumptions in estimating the tax provision and the possible outcome of the disputes. Our internal experts also considered legal precedence and other rulings in evaluating management's position on these uncertain tax positions. Additionally, we considered the effect of new information in respect of uncertain tax positions as at April 1, 2022 to evaluate whether any change was required to management's position on these uncertainties.

**Information other than the financial statements and auditors’ report thereon**

The Company’s board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board’s Report including Annexures to Board’s Report, Business Responsibility Report but does not include the financial statements and our auditor’s report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is no 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 (Standalone) Financial Statements**

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

**Auditor’s Responsibility**

Our responsibility is to express an opinion on these (standalone) financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with the ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. 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. In making those risk assessments, the auditor considers internal financial control relevant to the Company’s preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over

financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the (Standalone) financial statements

**Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid (Standalone) financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, its Profit and its Cash Flow for the year ended on that date.

**Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), as amended, 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.
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 it appears from our examination of those books;
  - c. the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account
  - d. in our opinion, the aforesaid (Standalone) financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e. On the basis of written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
  - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**".
  - g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended: In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
  - h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company has pending litigations with tax authorities; however that will not impact its financial position significantly.
  - 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 or paid any dividend during the year.

For and on behalf of

**Ruwatia & Associates.**

Chartered Accountants

Firm Regn.No.324276E

**Mukesh Kumar Ruwatia**

Proprietor

Membership number: 060231

Place: Kolkata

Date:30/06/2023

UDIN:23060231BGWOMD6059



**“Annexure A” to the Independent Auditors’ Report**

The Annexure referred to in our report to the members of **Ceeta Industries Ltd.** (“the Company”) for the year ended 31st March, 2023. We Further 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 intangible assets.
- (b) The Property, Plant and Equipment have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the Property, Plant and Equipment has been physically verified by the management during the year and no material discrepancies between the books records and the physical Property, Plant and Equipment have been noticed.
- (c) The title deeds of immovable properties 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, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- 2) (a) The Company has inventory during the period under audit. Physical verification of inventory has been conducted at reasonable intervals by the management and the coverage and procedure of such verification is appropriate. No discrepancies of more than 10% in the aggregate were noticed in between the maintained books relating to inventory and the stock taking results.
- (b) The Company has not been sanctioned working capital limits in excess of ₹ 5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets.
- 3) The Company has made investments in, companies, and granted unsecured loans to other parties, during the year, in respect of which:
  - (a) The Company has not provided loans or advances in the nature of loans to other entity (not being subsidiaries, associates and joint ventures) during the year however company has existing loans outstanding as on reporting date, details are below:

Particulars	Loan given during the year	Balance outstanding
JGI ventures India pvt.ltd	NIL	3,11,98,348
Arka Eduserve pvt. ltd.	NIL	50,00,000
PLS Developers pvt. ltd.	NIL	50,68,609

Note-above figures includes interest accrued.

- (b) In our opinion, the investments made and the terms and conditions of the grant of loans, during the year are, prima facie, not prejudicial to the Company’s interest.
- (c) In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts and receipts of interest are generally been regular as per stipulation.
- (d) In respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.
- (e) No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

**CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)**

(f) The Company has not granted loans in the nature of loans repayable on demand to other entity (not being subsidiaries, associates, joint ventures). However company has existing loan outstanding which is repayable on demand Details are below:

Particulars	Loan given during the year	Balance outstanding
Forum projects pvt ltd.	NIL	3,09,98,630

Note-above figures includes interest accrued.

- 4) In our opinion and according to the information and explanations 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 and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- 6) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
- 7) (a) In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities. There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2023 for a period of more than six months from the date they became payable.
- (b) The company has disputed the demands raised by the Sales Tax Department and the details of the same are given below:

Year of Dispute	Forum	Amount (Rs.)
1988-89	Orissa Sales Tax Tribunal, Cuttack	20,49,049/-
1998-99	Rajasthan Tax Board, Ajmer	7,93,521/-
2016-17	Addl. Commissioner GR-2(Appeal)-1, Gorakhpur, UP	5,33,716/-
2017-18	Addl. Commissioner GR-2(Appeal)-1, Gorakhpur, UP	9,96,967/-

- 8) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- 9) (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- (b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has taken term loan during the year and there are no outstanding term loans at the beginning of the year. However such term loans are applied for the purpose for which the loans were obtained.
- (d) On an overall examination of the financial statements 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) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
- (f) The Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or Associates Company, And hence reporting on clause 3(ix)(f) of the Order is not applicable.
- 10) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- 11) (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- (c) No whistle blower complaints received by the Company during the year (and upto the date of this report), while determining the nature, timing and extent of our audit procedures.
- 12) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- 13) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- 14) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- 15) In our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors, hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- 16) (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
- (b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- 17) The Company has incurred cash losses of Rs. 5,719.07 thousands during the financial year covered by our audit and not incurred any cash losses during the immediately preceding financial year.
- 18) There has been no resignation of the statutory auditors of the Company during the year.
- 19) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and

based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

20) Corporate Social Responsibility (CSR) provisions are not applicable on the company as per section 135 of the Companies Act, 2013, so clause3 (xx) is not applicable.

For and behalf of

**Ruwatia & Associates.**

Chartered Accountants

Firm Regn.No.324276E

**Mukesh Kumar Ruwatia**

Proprietor

Membership number: 060231

Place: Kolkata

Date: 30/06/2023

UDIN:23060231BGWOMD6059

**“Annexure B” to the Independent Auditor’s Report**

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

We have audited the internal financial controls over financial reporting of **Ceeta Industries Ltd.** (“The Company”) as of March 31, 2023 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

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

The Company’s management is responsible for establishing and maintaining internal financial controls based on “the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India”. 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

## CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)

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

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

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

### **Opinion**

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

For and on behalf of

**Ruwatia & Associates.**

Chartered Accountants

Firm Regn.No.324276E

**Mukesh Kumar Ruwatia**

Proprietor

Membership number: 060231

Place: Kolkata

Date: 30/06/2023

UDIN:23060231BGWOMD6059

# CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)

## Balance Sheet as at 31st March 2023

(₹ in Thousand)

	Particulars	Note No.	2022-23 Amount	2021-22 Amount
<b>I.</b>	<b>ASSETS</b>			
	<b>Non Current Assets</b>			
	(a) (i) Property, Plant and Equipment	3 (i)	179661.60	10931.47
	(ii) Capital Work-in-Progress	3(ii)	-	13014.68
	(iii) Intangible Assets	3 (iii)	403.11	55.65
	(b) Financial Assets			
	(i) Investments	4	2719.73	7476.78
	(ii) Loans	5	88678.59	130478.60
	(iii) Other Financial Assets	6	13550.84	13435.84
	(c) Deferred Tax Asset (net)	7	6742.46	8947.34
	(d) Other Non-Current assets	9	2292.73	2324.66
	<b>Sub Total- Non- current Assets</b>		<b>294049.06</b>	<b>186665.03</b>
<b>2</b>	<b>Current assets</b>			
	(a) Inventories	10	16387.35	14.82
	(b) Financial Assets			
	(i) Investments	8	4109.25	33922.12
	(ii) Trade Receivables	11	2650.20	1293.07
	(iii) Cash and cash equivalent	12	7851.60	22537.56
	(iv) Bank balances other than (iii) above	12	24.35	-
	(v) Loans	5	30000.00	-
	(vi) Other Financial Assets	6	3136.78	5558.92
	(c) Current Tax Assets (Net)	13	3913.52	1142.46
	(d) Other Current Assets	14	32619.89	30219.63
	<b>Sub Total- current Assets</b>		<b>100692.96</b>	<b>94688.59</b>
	<b>TOTAL</b>		<b>394742.02</b>	<b>281353.62</b>
<b>II.</b>	<b>EQUITY AND LIABILITIES</b>			
<b>1</b>	<b>Equity</b>			
	(a) Equity Share Capital	15	14502.40	14502.40
	(b) Other equity	16	246556.76	258779.79
			<b>261059.16</b>	<b>273282.19</b>
<b>2</b>	<b>Non-Current liabilities</b>			
	(a) Financial Liabilities			
	(i) Borrowings	17	75985.00	-
	(b) Deferred Tax Liability (net)	7	-	-
			<b>75985.00</b>	<b>-</b>
<b>3</b>	<b>Current liabilities</b>			
	(a) Financial Liabilities			
	(i) Borrowings	17	39978.21	-
	(ii) Trade Payables:-			
	(A) total outstanding dues of micro enterprises and small enterprises; and	33	6227.14	-
	(B) total outstanding dues of creditors other than micro enterprises and small enterprises	33	3806.78	1355.90
	(iii) Other Financial Liabilities	18	1212.20	2682.21
	(b) Other Current Liabilities	19	1883.25	1267.79
	(c) Provisions	20	4590.28	2765.53
			<b>57697.86</b>	<b>8071.43</b>
	<b>TOTAL</b>		<b>394742.02</b>	<b>281353.63</b>
	<b>Notes to standalone Financial Statements</b>	<b>1-44</b>		

The notes referred to above form an integral part of the Balance Sheet.

This is the Balance sheet referred to in our Report of even date.

**For Ruwatia & Associates**

**Chartered Accountants**

**Firm Registration No.- 324276E**

**Mukesh Kumar Ruwatia**

**Proprietor**

**Membership No. 060231**

**UDIN : 23060231BGWOMD6059**

**Place : Kolkata**

**Dated: 30-06-2023**

**Anubhav Poddar**  
**Chief Financial Officer**

**Smally Agarwal**  
**Company Secretary**  
**Mem. No.- A56522**

(45)

**On behalf of the Board**

**Krishna Murari Poddar**  
**Managing Director**  
**DIN : 00028012**

**Arabinda De**  
**Director**  
**DIN : 00028093**

# CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)

## Statement of Profit and Loss for the year ended 31st March 2023

(₹ in Thousand)

	Particulars	Note No.	2022-23 Amount	2021-22 Amount
I.	Revenue from operations	21	40183.09	8310.13
II.	Other income	22	14120.94	24935.66
III.	<b>Total Income (I + II)</b>		<b>54304.03</b>	<b>33245.79</b>
IV.	<b>Expenses:</b>			
	Cost of materials consumed	23	12663.85	-
	Purchase of Stock-in Trade	24	-	3970.20
	Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	25	(6132.96)	1697.25
	Employee benefits expense	26	15425.89	6993.62
	Finance costs	27	4440.00	267.74
	Depreciation and amortization expense	3	4882.93	1288.87
	Other expenses	28	33626.42	12879.94
	<b>Total expenses</b>		<b>64906.13</b>	<b>27097.63</b>
V.	<b>Profit/ (Loss) before exceptional items and tax (III-IV)</b>		(10602.10)	6148.16
VI.	Exceptional Items		-	-
VII.	<b>Profit / (Loss) before tax (V- VI)</b>		<b>(10602.10)</b>	<b>6148.16</b>
VIII.	<b>Tax Expenses:</b>			
	(1) Current Tax	34	-	1706.39
	(2) Deferred Tax	34	2190.27	(357.10)
	(3) Income Tax for earlier year		<b>24.91</b>	-
IX.	<b>Profit/ (Loss) for the Period (VII-VIII)</b>		<b>(12817.28)</b>	<b>4798.87</b>
X.	<b>Other Comprehensive Income</b>			
(A)	(i) Items that will not be reclassified to Profit and Loss		-	-
	(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
(B)	(i) Items that will be reclassified subsequently to Profit or Loss			
	(a) Investments through Other Comprehensive Income		<b>608.87</b>	<b>2804.93</b>
	(ii) Income tax relating to items that will be reclassified to profit or loss		<b>(104.18)</b>	<b>(500.31)</b>
XI.	<b>Total Comprehensive income for the period (IX+X)</b>		<b>(12312.59)</b>	<b>7103.49</b>
XII.	<b>Earnings per equity share (of Re.1/- each) in rupees :</b>	29		
	(1) Basic		(0.88)	0.33
	(2) Diluted		(0.88)	0.33
	Notes to Balance Sheet and Statement of Profit and Loss	1-44		

The notes referred to above form an integral part of the statement of Profit & Loss.

This is the Profit and Loss Statement as per our Report of even date

For Ruwatia & Associates  
Chartered Accountants  
Firm Registration No.- 324276E

Mukesh Kumar Ruwatia  
Proprietor  
Membership No. 060231  
UDIN : 23060231BGWOMD6059  
Place : Kolkata  
Dated: 30-06-2023

Anubhav Poddar  
Chief Financial Officer

Smally Agarwal  
Company Secretary  
Mem. No.- A56522

On behalf of the Board

Krishana Murari Poddar  
Managing Director  
DIN : 00028012

Arabinda De  
Director  
DIN : 00028093



Statement of Changes in Equity as at 31st March 2023

**A. Equity Share Capital**

**(1) Current reporting period**

(₹ in Thousand)

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
14502.40	-	14502.40	-	14502.40

**(2) Previous reporting period**

(₹ in Thousand)

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
14502.40	-	14502.40	-	14502.40

**B. Other Equity**

**(1) Current reporting period**

(₹ in Thousand)

	Reserve and Surplus				Retained Earning	Other Comprehensive income Investment Revaluation Reserve	Total Equity
	Capital Reserves	Capital Redemption Reserve	Capital Reserve on Forfeiture of Shares	Capital Reserve			
<b>Balance as at 01-04-2022</b>	132995.44	13300.00	-	-	110179.73	2304.62	258779.79
Profit for the Year	-	-	-	-	(12817.28)	-	-12817.28
Other comprehensive income	-	-	-	-	574.15	504.69	1078.84
<b>Total Comprehensive Income</b>	132995.44	13300.00	-	-	97936.61	2809.30	247041.35
Less: Dividend	-	-	-	-	-	-	-
Less: Transfer to Retained Earning	-	-	-	-	-	484.59	484.59
<b>Balance as at 31-03-2023</b>	132995.44	13300.00	-	-	97936.61	2324.71	246556.77

# CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)

## Statement of Changes in Equity as at 31st March 2023

(2) Previous reporting period	Reserve and Surplus			Other Comprehensive Income		
	Capital Reserves	Capital Redemption Reserve	Capital Reserve on Forfeiture of Shares	Retained Earning	Investment Revaluation Reserve	Total Equity
<b>Balance as at 01-04-2021</b>	132995.44	13300.00	91.00	95611.68	-	241998.13
Profit for the Year	-	-	-	4798.87	-	4798.87
Other comprehensive income	-	-	-	-	2304.62	2304.62
MAT Credit Entitlement Recognised Transfer from Capital Reserve on Forfeiture of Shares	-	-	-	9678.18	-	9678.18
<b>Total Comprehensive Income</b>	132995.44	13300.00	91.00	110179.73	2304.62	258870.79
Less: Dividend	-	-	-	-	-	-
Less: Transfer to Retained Earning	-	-	91.00	-	-	91.00
<b>Balance as at 31-03-2022</b>	132995.44	13300.00	-	110179.73	2304.62	258779.79

### Nature and purpose of reserves :

- Capital Reserve** - This Reserve represents the restructuring of debts of the company on One Time Settlements with banks under BIFR Scheme.
- Capital Redemption Reserve**- This reserve was created for redemption of preference shares of the company. A sum equal to the nominal value of the preference shares so purchased is transferred from free reserves or securities premium to capital redemption reserve . The reserve was utilised in accordance with the provisions of the Companies Act, 1956.
- Capital reserve on Forfeiture of Shares** -This reserve was created for forfeiture of partly paid equity shares of the company which remain unpaid after final call money. As there is no future requirement of this reserve, management decided to transfer this reserve to retained earning in the current year.
- Retained Earnings** -This reserve represents undistributed accumulated earnings of the Group as on the balance sheet date.
- Investment Revaluation Reserve**- This reserve represents the cumulative gains and losses arising on the revaluation of equity and mutual funds instruments on the balance sheet date measured at fair value through other comprehensive income. The reserves accumulated will be reclassified to retained earnings , when such instruments are disposed.

### For Ruwatia & Associates

Chartered Accountants  
Firm Registration No.- 324276E

### On behalf of the Board

Anubhav Poddar  
Chief Financial Officer

Krishana Murari Poddar  
Managing Director  
DIN : 00028012

Mukesh Kumar Ruwatia  
Proprietor

Membership No. 060231  
UDIN : 23060231BGWOWD6059

Place : Kolkata

Dated: 30-06-2023

Smally Agarwal  
Company Secretary  
Mem. No.- A56522

Arabinda De  
Director  
DIN : 00028093

# CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)

## Cash Flow Statement for the year ended 31st March, 2023

(₹ in Thousand)

Particulars	2022-23 Amount	2021-22 Amount
<b>A. CASH FLOW FROM OPERATING ACTIVITIES:</b>		
Net profit before tax	(10602.10)	6148.16
Adjustment for:		
Income from Investment	(94.52)	(3953.29)
Loss / (Profit) on Sale of Fixed Assets	(1400.00)	(4275.37)
Non- Cash Expenditure	639.22	614.06
Depreciation	4882.93	1288.87
Dividend Received	-	(74.35)
Interest Paid and other Borrowing Cost	4440.00	267.74
Interest received	(12201.31)	(16228.64)
Operating profit before working capital changes	(14335.79)	(16212.82)
Adjustments for Increase/ decrease in :		
Trade Receivables	(1971.18)	4264.77
Inventories	(16372.53)	1697.25
Trade Payables	8678.02	638.27
Other Bank Balances	(24.35)	-
Other Non-Current and Current Financial Assets	2307.14	1062.38
Non-Current and Current Loans	11800.01	11700.19
Other Non-Current and Current Assets	(2368.33)	(27666.87)
Other Non-Current and Current Financial Liabilities	(1470.01)	2528.26
Other Current Liabilities and Provisions	2440.21	422.94
Cash Generated from Operation	(11316.82)	(21565.63)
Less: Direct Tax Paid (Net of refund, if any)	2783.15	194.86
Cash Flow before extraordinary items	(14099.97)	(21760.49)
Extraordinary items	-	-
Net cash flow from operating activities(A)	<b>(14099.97)</b>	<b>(21760.49)</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of fixed assets including Capital W.I.P.	(160980.28)	(17799.30)
Net Sale /(Purchase) of non-current and current Investments	34601.10	42160.13
Redemption/ (Investment) of Fixed deposits	-	-
Sale of fixed assets	1400.00	4455.00
Dividend Received	-	74.35
Profit / (Loss) on sale of investment	668.68	3953.29
Interest Received	12201.31	16228.64
Net cash used in investing activities (B)	<b>(112109.20)</b>	<b>49072.11</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Interest Paid and other Borrowing Cost	(4440.00)	(267.74)
Proceeds from non-current and current borrowings	115963.21	(7500.00)
Net Cash Flow from Financing Activities(c)	<b>111523.21</b>	<b>(7767.74)</b>
Net Increase in cash and Cash equivalent(A+B+C)	(14685.95)	19543.89
Cash and Cash equivalent as at beginning of the year	22537.56	2993.67
<b>Cash and Cash equivalent as at end of the year</b>	<b>7851.61</b>	<b>22537.56</b>

Note: - Figures in brackets represent cash outflows

For Ruwatia & Associates  
Chartered Accountants  
Firm Registration No.- 324276E

On behalf of the Board

Mukesh Kumar Ruwatia  
Proprietor  
Membership No. 060231  
UDIN : 23060231BGWOMD6059  
Place : Kolkata  
Dated: 30/06/2023

Anubhav Poddar  
Chief Financial Officer

Krishana Murari Poddar  
Managing Director  
DIN : 00028012

Smally Agarwal  
Company Secretary  
Mem. No.- A56522

Arabinda De  
Director  
DIN : 00028093

**NOTE 1****Corporate information**

Ceeta Industries Limited (CIL), is a domestic public limited company incorporated under the provisions of the Indian Companies Act, 1956, as extended to Companies Act, 2013 and having its' registered office at Plot No.- 34-38, KIADB Industrial Area, Sathyamangala, Tumkur - 572104. The equity shares of the company are listed at BSE Ltd

During the year under review i.e. 2022-23, the Company entered into FMCG line for manufacturing of packaged food products, i.e., different varieties and flavor of ready to eat snacks. The company is also engaged in the job work of the same business line. Additionally, the company also generates revenue from its' surplus funds by financing, investment and some other activities.

**NOTE 2****Statement of compliance and Significant Accounting Policies****a. Basis of preparation and Presentation IND AS Financial Statement**

These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention instruments which are measured at fair values, the provisions of the Companies Act, 2013. The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015, Companies (Indian Accounting Standards) Amendment Rules, 2016 and Companies (Indian Accounting Standards) Amendment Rules, 2017. The Company has adopted all the Ind AS standards as applicable. The transition was carried out from Indian Accounting Principles generally accepted in India as prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (IGAAP), which was the previous GAAP.

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.

**b. Change in accounting policy**

Presentation and disclosure of financial statements:

The company has followed Schedule III as notified under the Companies Act 2013 for the preparation and presentation of its financial statements. Further, the company has followed the Schedule II of the Companies Act, 2013 for charging depreciation of the current financial year and reclassified the previous year figures in accordance with the requirements applicable in the current year.

**c. Use of estimates and Judgments**

The preparation of financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

**d. Property, Plant and Equipment (PPE)**

Under the previous Indian GAAP, property, plant and equipment were carried in the balance sheet on the basis of historical cost. On transition to IND AS, the company has adopted optional exception under IND AS 101 and has regarded historical cost as carrying value in IND AS complied financials.

# CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)

## NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

Property, plant and Equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition of the items. Assets are depreciated to the residual value as on 01/06/2003 and subsequent capital expenditure i.e.; addition to fixed assets, on a straight-line basis over the useful life prescribed in Schedule II to the Companies Act, 2013.

The gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in the statement of Profit and Loss on the date of disposal or retirement.

### e. Depreciation and Amortization

Depreciation on PPE except as stated below, is provided as per Schedule II of the Companies Act, 2013 on straight-line method in respect of all tangible and intangible Property, Plants and Equipments assets at all location of the Company. Depreciation on upgradation of Property, Plant and Equipment is provided over the remaining useful life of the mother plant / fixed assets.

Leasehold Land held, if any, under finance lease including leasehold land are depreciated over their expected lease terms. No depreciation is charged on Freehold land. Assets costing rupees five thousand or less are being depreciated fully in the year of addition/acquisition.

Depreciation on Property, Plant and Equipments commences when the assets are ready for their intended use. Based on above, the useful lives as estimated for other assets considered for depreciation are as follows:

Category	Useful life
<b>Buildings</b>	
Non-Factory Building (RCC Frame Structure)	60 Years
Factory Building	30 Years
<b>Roads</b>	
Carpeted Roads-RCC	10 Years
Carpeted Roads-other than RCC	5 Years
Non-Carpeted Roads	3 Years
<b>Plant and machinery</b>	
Continuous Process Plant	25 Years
Other than Continuous Process Plant	15 Years
<b>Computer equipment</b>	
Desktop, Laptop and accessories	3 Years
Servers and networks	6 Years
Furniture and Fixtures	10 Years
Electrical Installations and Equipment	10 Years
Office equipment	5 Years
<b>Vehicles</b>	
Motor cycles, scooters and other mopeds	10 Years
Others (Not for running them on Hire)	8 Years

Depreciation methods, useful lives, residual values are reviewed and adjusted as appropriate, at each reporting date.

### f. Intangible Assets

Identifiable intangible assets are recognized when – a) the company controls the asset, b) it is probable that future economic benefits attributed to the asset will flow to the Company and c) the cost of the asset can be reliably measures.

Computer software are capitalized at the amounts paid to acquire the respective license for use and are amortized over the useful life prescribed in Schedule II to the Companies Act, 2013 on straight line basis.

The useful life of intangible assets is as mentioned below:

Category	Useful life
Software	3 Years
Technical Knowhow	3 Years

**Research and development costs**

Research costs are expensed as incurred. Development expenditure on projects is recognised as an intangible asset when the company can demonstrate:

- The technical feasibility of completing the intangible asset so that the asset will be available for use or sale.
- Its intention and ability to complete and to use or sell the asset.
- How the asset will generate future economic benefits.
- The availability of adequate resources to complete the asset.
- The ability to measure reliably the expenditure incurred during development.

Development expenditure that does not meet the above criteria is expensed as incurred.

During the period of development, the asset is tested for impairment annually.

**g. Derecognition of Tangible and Intangible assets**

An item of PPE is de-recognised upon disposal or when no future economic benefits are expected to arise from its use or disposal gain or loss arising on the disposal or retirement of an item of PPE is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss.

**h. Impairment of Tangible and Intangible Assets**

Tangible and Intangible assets are reviewed at each balance sheet date for impairment. In case events and circumstances indicate any impairment, recoverable amount of assets is determined. An impairment loss is recognized in the statement of profit and loss, whenever the carrying amount of assets either belonging to Cash Generating Unit (CGU) or otherwise exceeds recoverable amount. The recoverable amount is the higher of assets' fair value less cost of disposal and its value in use. In assessing value in use, the estimated future cash flows from the use of the assets are discounted to their present value at appropriate rate.

Impairment losses recognized earlier may no longer exist or may have come down. Based on such assessment at each reporting period the impairment loss is reversed and recognized in the Statement of Profit and Loss. In such cases the carrying amount of the asset is increased to the lower of its recoverable amount and the carrying amount that have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years.

**i. Financial Instruments****Recognition and initial measurement**

Financial assets and financial liabilities (financial instruments) are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of Profit and Loss.

The financial assets and financial liabilities are classified as current if they are expected to be realised or settled within operating cycle of the company or otherwise these are classified as non-current.

The classification of financial instruments whether to be measured at Amortized Cost, at Fair Value through Profit and Loss (FVTPL) or at Fair Value through Other Comprehensive Income (FVTOCI) depends on the objective and contractual terms to which they relate. Classification of financial instruments are determined on initial recognition.

**Financial Assets and Liabilities:****(I) Cash and cash equivalents**

All highly liquid financial instruments, which are readily convertible into determinable

amounts of cash and which are subject to an insignificant risk of change in value and are having original maturities of three months or less from the date of purchase, are considered as cash equivalents. Cash and cash equivalents includes balances with banks which are unrestricted for withdrawal and usage.

**(ii) Financial Assets and Financial Liabilities measured at amortised cost**

Financial Assets held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding are measured at amortized cost.

The above Financial Assets and Financial Liabilities subsequent to initial recognition are measured at amortized cost using Effective Interest Rate (EIR) method.

The effective interest rate is the rate that discounts estimated future cash payments or receipts (including all fees and points paid or received, transaction costs and other premiums or discounts) through the expected life of the Financial Asset or Financial Liability to the gross carrying amount of the financial asset or to the amortised cost of financial liability, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

**(iii) Financial Asset at Fair Value through Other Comprehensive Income (FVTOCI)**

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Subsequent to initial recognition, they are measured at fair value and changes therein are recognised directly in other comprehensive income.

**(iv)** For the purpose of para (ii) and (iii) above, principal is the fair value of the financial asset at initial recognition and interest consists of consideration for the time value of money and associated credit risk.

**(v) Financial Assets or Liabilities at Fair value through profit or loss**

Financial Instruments which does not meet the criteria of amortised cost or fair value through other comprehensive income are classified as Fair Value through Profit or loss. These are recognised at fair value and changes therein are recognized in the statement of profit and loss.

**(vi) Equity Instruments measured at FVTOCI and FVTPL**

Equity instruments which are, held for trading are classified as at FVTPL are measured at Fair Value as per Ind AS 109. For all other equity instruments, the company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The company makes such election on an instrument-by instrument basis. The classification is made on initial recognition and is irrevocable. In case the company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to Profit and Loss, even on sale of investment.

**(vii) Impairment of financial assets**

A financial asset is assessed for impairment at each balance sheet date. A financial asset is considered to be impaired if objective evidence indicates that one or more events have had a negative effect on the estimated future cash flows of that asset.

The company measures the loss allowance for a financial asset at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not

increased significantly since initial recognition, the company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses.

However, for trade receivables or contract assets that result in relation to revenue from contracts with customers, the company measures the loss allowance at an amount equal to lifetime expected credit losses.

**(viii) Derecognition of financial instruments**

The Company derecognizes a financial asset or a group of financial assets when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

On derecognition of a financial asset (except for equity instruments designated as FVTOCI), the difference between the asset's carrying amount and the sum of the consideration received and receivable are recognized in statement of profit and loss.

On derecognition of assets measured at FVTOCI the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss as a reclassification adjustment.

Financial liabilities are derecognized if the Company's obligations specified in the contract expire or are discharged or cancelled. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in Statement of Profit and Loss.

**(ix) Fair Value Measurement**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions. The Company categorizes financial instruments measurement at fair value into one of three levels depending on the ability to observe inputs employed for such measurement:

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

Level 2: Inputs other than quoted prices included within level 1 that are observable either directly or indirectly for the asset or liability.

The fair value of financial instruments that are not traded in active market is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity specific estimates. If significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

Level 3: Inputs for the asset or liability which are not based on observable market data (unobservable inputs).

If one or more of the significant inputs is not based on observable market data, the fair value is determined using generally accepted pricing models based on a discounted cash flow analysis, with the most significant inputs being the discount rate that reflects the credit risk of counterparty. This is the case with listed instruments where market is not liquid and for unlisted instruments.

The company has an established control framework with respect to the measurement of fair values. This includes a finance team that has overall responsibility for overseeing all significant fair value measurements who regularly review significant unobservable inputs, valuation adjustments and fair value hierarchy under which the valuation should be classified.

**j. Investments**

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.



On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties. If an investment is acquired, or partly acquired, by the issue of shares or other securities, the acquisition cost is the fair value of the securities issued.

Current investments and Long-term investments are carried in the financial statements at cost. On disposal of an investment, the difference between carrying amount and net disposal proceeds is charged or credited under the head "capital gain" to the statement of profit and loss.

**k. Inventories**

Raw materials, components, Work-in Progress, Stores and Spares, Finished Goods and Stock-in-trade are stated at lower of cost and net realizable value. Cost comprises all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs necessary to make the sale. Cost formulae used are 'FIFO Method' or 'Weighted Average Cost Method' as applicable.

**l. Revenue recognition and other Income**

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognized:

**Sale of goods:**

Revenue from sale of goods is recognized when all the significant risks and rewards of ownership of the goods have been passed to the buyer, usually on delivery of the goods. The company collects Goods and Service Tax (GST) on behalf of the government and, therefore, these are not economic benefits flowing to the company. Hence, they are excluded from revenue. Excise duty deducted from revenue (gross) is the amount that is included in the revenue (gross).

**Interest:**

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "other income" in the statement of profit and loss.

**Investments:**

Revenue from sale of equity/ bonds / mutual funds are recognized when all the significant risks and rewards of ownership of the instruments have been passed to the buyer, usually on delivery of the instruments. Income from Investments are included under the head "other income" in the statement of profit and loss.

**m. Foreign currency transactions****Functional and presentation currency**

The financial statements are presented in Indian rupee (INR), which is Company's functional and presentation currency.

**Transactions and balances**

- (i) Sale: Direct exports are undertaken in terms of the currency of the country of export and accounted for at the rate prevailing on the date of shipment. The difference in exchange on the date of realization of debts is taken in revenue. Third party exports are undertaken at rupee value.
- (ii) Expenses: The actual expenses in terms of rupees on the date of transaction/ remittance for purchase (import) of goods and expenses are taken into accounts.
- (iii) Capital Goods: No capital goods were acquired out of foreign exchange involvement since 01-06-2003.
- (iv) Borrowings: No foreign currency borrowings were made during the current financial year and no outstanding foreign currency borrowings were at the beginning of the year.

**n. Retirement and other employee benefits:****Short-term obligations**

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled

wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

**Post-employment obligations**

The Company operates the following post-employment schemes:

(a) defined benefit plans such as gratuity; and (b) defined contribution plans such as provident fund.

**Gratuity obligations**

The liability or asset recognized in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method. The retirement benefits of the employees in the form of gratuity is provided on accrual basis taking into account the actuarial valuation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the Statement of Profit and Loss.

**Defined Contribution Plans**

Retirement benefit in the form of provident fund is a defined contribution scheme. The contributions to the provident fund are charged to the statement of profit and loss for the year when the contributions are due. The company has no obligation, other than the contribution payable to the provident fund.

**o. Income tax**

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

Deferred income tax is provided in full, using the liability method on temporary differences arising between the tax bases of assets and liabilities and their carrying amount in the financial statement. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax assets is realised or the deferred income tax liability is settled. Deferred tax assets are recognized for all deductible temporary differences and unused tax losses, only if, it is probable that future taxable amounts will be available to utilize those temporary differences and losses.

As the company is having deferred tax asset by concept of prudence, no provisions has been made in the books.

Current tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively

Minimum Alternate Tax credit is recognized as deferred tax asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Company will pay normal income tax during the specified period.

**p. Segment reporting**

The accounting policies adopted for segment reporting are in line with the accounting policies of the company. Segment revenues and expenses are directly attributed to the related segment. Revenue and expenses like dividend, interest, rent, profit/ loss on sale of assets and investments etc., which relate to the enterprise as a whole and are not allocable to segment on a reasonable basis, have not been included therein.

The Company has three segments viz. Packaged food products, granite division engaged in manufacturing/trading granite products and other operations which comprise trading

transactions including brokerage, commission, transportation, interest income on short term lending and miscellaneous services.

Segment result includes revenue less operating expenses and provision, if any, for that segment. Segment capital employed represents the net assets in particular segments. Head office income and expenses are considered as unallocable corporate expenditure net of unallocable income.

**q. Equity Share Capital**

An equity instrument is a contract that evidences residual interest in the assets of the company after deducting all of its liabilities. Par value of the equity shares is recorded as share capital and the amount received in excess of par value is classified as Securities Premium.

Costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity, net of any tax effects.

**r. Earnings Per Share**

The company reports basic and diluted earnings per equity share in accordance with Ind AS -33 (Earnings Per Share). Basic earnings per equity share has been computed by dividing net profit or loss by the weighted average number of equity shares outstanding for the period. Diluted earnings per equity share, has been computed using the weighted average number of equity shares and dilutive potential equity shares outstanding during the period.

**s. Inter Corporate Loans**

The Company follows the KYC norms before providing inter-corporate loans of its surplus fund. The Company also covers reasonable securities against loan before / at the time of providing loans. Loans are segregated into secured and unsecured depending upon the securities taken against the loan.

**t. Current versus non-current**

The Company presents assets and liabilities in statement of financial position based on current / non-current classification.

The Company has presented non-current assets and current assets before equity, non-current liabilities and current liabilities in accordance with Schedule III, Division II of the Companies act, 2013 notified by MCA

**As asset is classified as current when it is -**

- a) Expected to be realized or intended to be sold or consumed in normal operating cycle, b) Held primarily for the purpose of trading, c) Expected to be realized within twelve months after the reporting period, or d) 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 classified as current when**

- a) Expected to be settled in normal operating cycle, b) Held primarily for the purpose of trading, c) Due to be settled within twelve months after the reporting period, or d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

**All other liabilities are classified as as non-current.**

The operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents.

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

**u. Provisions, Contingent Liabilities and Contingent Assets**

Provisions involving substantial degree of estimation in measurement are recognized when there is a legal or constructive obligation as a result of past events and it is probable that there will be an outflow of resources and a reliable estimate can be made of the amount of obligation. Provisions are not recognised for future operating losses. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

Contingent liabilities are not recognized and are disclosed by way of notes to the financial statements when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or when there is a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the same or a reliable estimate of the amount in this respect cannot be made.

Contingent assets are not recognised but disclosed in the Financial Statements by way of notes to accounts when an inflow of economic benefits is probable.

**v. Statement of Cash Flow**

Cash flows are reported using the 'indirect method', whereby profit for the year is adjusted for the effect of transactions of a non-cash nature, any deferrals or accruals of past and future opening cash receipts or payments and item of income and expenses associated with investing or financing cash flow. The cash flow from operating, investing and financing activities of the company are segregated. The company considers all high liquid investments that are readily convertible to known accounts of cash to be cash equivalents.

**Note 3  
(i) Property, Plant and Equipments**

(₹ in Thousand)

Particulars	Land		Building		Plant and equipments	Furniture and Fixtures	Electricalt Installation & equipments	Vehicles	Office equip-ments	Computer & Acces-sories	Total
	Freehold	Lease hold	Factory	Non-Factory							
<b>GROSS BLOCK (at Cost):</b>											
As at 01. 04. 2021	2263.10	44.90	8662.50	1541.81	4930.96	691.86	251.55	2398.67	722.19	743.19	22250.73
Additions	-	-	-	-	-	21.79	-	4328.72	580.49	371.71	5302.71
Disposals	-	-	-	-	4930.96	338.52	251.55	60.17	209.19	21.00	5811.39
As at 31. 03. 2022	2263.10	44.90	8662.50	1541.81	-	375.13	-	6667.21	1093.50	1093.89	21742.04
Additions	-	-	4892.23	6390.95	143282.56	2025.50	12660.86	-	4151.48	426.61	173830.18
Disposals	-	-	-	-	-	-	-	34.45	289.84	-	324.29
As at 31. 03. 2023	2263.10	44.90	13554.73	7932.77	143282.56	2400.62	12660.86	6632.77	4955.14	1520.50	195247.93
<b>DEPRECIATION :</b>											
As at 01. 04. 2021	-	-	6494.73	422.27	4826.51	482.72	238.80	1645.01	566.52	481.61	15158.15
Charge for the Year	-	-	423.54	34.40	-	32.78	-	545.99	90.08	157.38	1284.17
Disposals	-	-	-	-	4826.51	321.60	238.80	26.19	198.72	19.95	5631.76
As at 31. 03. 2022	-	-	6918.27	456.67	0.00	193.90	0.00	2164.82	457.88	619.04	10810.57
Charge for the Year	-	-	485.57	103.07	2215.95	103.66	510.97	743.59	351.78	261.19	4775.76
Disposals	-	-	-	-	-	-	36.43	-	-	-	-
As at 31. 03. 2023	-	-	7403.85	559.74	2215.95	297.55	547.39	2908.40	846.09	880.23	15586.33
<b>NET BLOCK:</b>											
As at 31. 03. 2022	2263.10	44.90	1744.23	1085.15	0.00	181.23	0.00	4502.40	635.62	474.85	10931.47
As at 31. 03. 2023	2263.10	44.90	6150.89	7373.03	141066.61	2103.07	12113.46	3724.36	4109.05	640.27	179661.60

(₹ in Thousand)

**(ii) Capital Work-in-Progress**

Particulars	Land		Building		Plant and equipments	Furniture and Fixtures	Electrical and Installation & equipments	Vehicles	Office equip-ments	Computer & Acces-sories	Total
	Freehold	Lease hold	Factory	Non-Factory							
As at 31. 03. 2021	-	-	218.59	310.49	18.30	-	-	-	28.20	-	575.58
Additions	-	-	175.34	1121.06	4563.37	246.95	6252.47	-	79.91	-	12439.10
Disposals	-	-	-	-	-	-	-	-	-	-	-
As at 31. 03. 2022	-	-	393.93	1431.55	4581.68	246.95	6252.47	-	108.11	-	13014.68
Additions	-	-	393.93	1431.55	-	-	-	-	-	-	-
Disposals/ Transfer	-	-	393.93	1431.55	4581.68	246.95	6252.47	-	108.11	-	13014.68
As at 31. 03. 2023	-	-	-	-	-	-	-	-	-	-	-

Particulars	Brands or trademarks	publishing titles	Copyright potents	Receipts formula models and designs	Licences and franchises	Computer Softwares	Total
<b>GROSS BLOCK (at Cost):</b>							
As at 01. 04. 2021	-	-	-	-	-	57.17	57.17
Additions	-	-	-	-	-	57.50	57.50
As at 31. 03. 2022	-	-	-	-	-	114.67	114.67
Additions	-	-	-	-	-	454.62	454.62
As at 31. 03. 2023	-	-	-	-	-	569.29	569.29
<b>DEPRECIATION :</b>							
As at 01. 04. 2021	-	-	-	-	-	54.32	54.32
Charge for the Year	-	-	-	-	-	4.70	4.70
As at 31. 03. 2022	-	-	-	-	-	59.02	59.02
Charge for the Year	-	-	-	-	-	107.16	107.16
As at 31. 03. 2023	-	-	-	-	-	166.18	166.18
<b>NET BLOCK:</b>							
As at 31. 03. 2022	-	-	-	-	-	55.65	55.65
As at 31. 03. 2023	-	-	-	-	-	403.11	403.11

**Foot Notes :**

- Straight Line Method is used for depreciation of Assets and is calculated from the date of put to use of Assets. Further, Food processing Plant and Equipments are continuous process Plant and useful life of the same is considered as 25 years.
- Company does not observe any change in useful life and residual value of fixed assets held as on 31-03-2023
- Capital- work-in- progress of previous year was fully capitalised on 02-11-2022.
- The Company has not revalued its Property, Plant & Equipment and Intangible Assets during the year.
- The company mortgaged, hypothecated and created charge on all PPE in favour of the Canara Bank, SME Kumbalagodu Branch, Bengaluru, Karnataka by way of first charge as security against due repayment of all the sums borrowed or otherwise due and payable against Term Loan of ₹ 9.25 crore and OCC/ODBD loan of ₹ 3.00 crore.

**Note 4  
Non-Current Investments**

(₹ in Thousand)

Particulars	2022-23		2021-22	
	Fair Value	Carrying Amount	Fair Value	Carrying Amount
(a) Investment in Equity Instruments	2719.73	2473.28	-	5003.51
(b) Investments in Debentures or Bonds	-	-	2719.73	7476.78
(c) Investments in Mutual Funds	-	-	-	-
Total (A)	2719.73	7476.78	2719.73	7476.78
Less : Provision for diminution in the value of Investments	-	-	-	-
<b>Total</b>	<b>2719.73</b>	<b>7476.78</b>	<b>2719.73</b>	<b>7476.78</b>

(₹ in Thousand)

**Details of Non-Current investments**

Sr. No.	Name of the Body Corporate	Subsidiary / Associate / Controlled Entity / Other	No. of Shares / Units		Quoted / Unquoted	Partly Paid / Fully paid	Extent of Holding (%)		Amount		Basis of Valuation		
			2022-23	2021-22			2022-23	2021-22	2022-23	2021-22			
			(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)	(14)
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)	(14)
(a)	<b>Investment in Equity Instruments</b>												
	Himalaya Granite Ltd.	N.A.	-	100	Quoted	Fully Paid	N.A.	N.A.	-	-	3.54	3.54	Fair Value
	Kingstone Krystals Ltd.	Others*	13000	13000	Unquoted	Fully Paid	19.26	19.26	130.49	2719.73	130.49	2469.74	Fair Value
(b)	<b>Investments in Debentures or Bonds</b>												
	Unity Small Finance Bank Ltd. (NCD)	Others	-	50	Unquoted	Fully Paid	N.A.	N.A.	-	-	5003.51	5003.51	Fair Value
(c)	<b>Investments in Mutual Funds</b>												
	Total								130.49	2719.73	5137.53	7476.78	

\*The Companies is under the same Management and having common control.

# CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

## Note 5

### Loans

(₹ in Thousand)

Particulars	2022-23	2021-22
	Amount	Amount
<b>Non- Current</b>		
a. Loans to related parties - Repayable on Demand		
Unsecured, considered good	-	-
	-	-
b. Loans to other parties - Repayable on Demand		
Secured, considered good (Secured by Charge taken on Immovable property )	48250.00	48250.00
Unsecured, considered good	40428.59	82228.60
	88678.59	130478.60
<b>Total</b>	<b>88678.59</b>	<b>130478.60</b>
<b>Current</b>		
a. Loans to related parties - Repayable on Demand		
Unsecured, considered good	-	-
	-	-
b. Loans to other parties - Repayable on Demand		
Unsecured, considered good	30000.00	-
	30000.00	-
<b>Total</b>	<b>30000.00</b>	<b>-</b>

## Note 6

### Other Financial Assets

(₹ in Thousand)

Particulars	2022-23	2021-22
	Amount	Amount
<b>Non-Current</b>		
Security Deposits	2694.59	2579.59
Interst accrued and due (Secured)	10856.25	10856.25
Others	-	-
<b>Total</b>	<b>13550.84</b>	<b>13435.84</b>
<b>Current</b>		
Interst accrued	3136.78	5558.92
<b>Total</b>	<b>3136.78</b>	<b>5558.92</b>

## Note 7

### Deffered Tax Assets/(Liabilities)- (Net)

(₹ in Thousand)

Particulars	2022-23	2021-22
	Amount	Amount
<b>Deffered Tax Assets/(Liabilities) in relation to</b>		
Property, Plant and Equipments and Intangible assets	(2137.15)	207.67
Provison for Doubtful Debts on Receivables	463.63	309.09
Unrealised Gain on Securities carried at fair value through OCI	(514.93)	(500.31)
MAT Credit Entitlement	8930.90	8930.90
<b>Net Deffered Tax Asset/ (Liabilities)</b>	<b>6742.46</b>	<b>8947.34</b>

### Foot Note:

- Deferred tax on account of difference in depreciation as per Companies Act and as per Income Tax Act on Property, Plant & Equipments and Intangible assets determined at the rate of 25.168 %
- Deferred tax on account of difference in expenses related to provision for doubtful debts as per books and income tax determined at the rate of 25.168 %
- Deferred tax on account of unrealised gain on unlisted equities carried at fair value through OCI determined at the rate of 20.80% and on mutual fund at the rate of 15.60 %.



**Note 8**  
**Current investments**  
(₹ in Thousand)

Particulars	2022-23 Fair Value	2021-22 Carrying Amount .
(a) Investment in Equity instruments	-	-
(b) Investments in Debentures or Bonds	-	-
(c) Investments in Mutual Funds	4109.25	33922.12
Total (A)	4109.25	33922.12
Less : Provision for diminution in the value of investments		
Total	4109.25	33922.12

Particulars	2022-23 Fair Value	2021-22 Carrying Amount
Aggregate amount of quoted investments	4109.25	33922.12
Aggregate amount of unquoted investments	-	-

(₹ in Thousand)

**Details of Current Investments**

Sr. No.	Name of the Body Corporate	Subsidiary / Associate / Controlled Entity / Other	No. of Shares / Units		Quoted / Unquoted	Partly Paid / Fully paid	Extent of Holding (%)		Amount		Basis of Valuation		
			2022-23	2021-22			2022-23 Carrying Amount	2022-23 Fair Value	2021-22 Carrying Amount	2021-22 Fair Value			
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)	(14)
(a)	Investment in Equity Instruments												
(b)	Investments in Debentures or Bonds												
(c)	Investments in Mutual Funds												
	HDFC Low Duration Fund- Regular Plan-Growth	Others	-	1,39,159.70	Quoted	Fully Paid	N.A.	N.A.	-	-	6441.01	6514.72	Fair Value
	Kotak Low Duration Fund- Regular Plan- Growth	Others	-	5,531.75	Quoted	Fully Paid	N.A.	N.A.	-	-	15023.16	15092.19	Fair Value
	ICICI Prudential Ultra Short Term Fund- Growth	Others	70,777.833	4,46,269.803	Quoted	Fully Paid	N.A.	N.A.	1558.85	1671.24	9692.28	10005.46	Fair Value
	ICICI Prudential Floating Interest Fund- Growth	Others	6,847.082	6,847.08	Quoted	Fully Paid	N.A.	N.A.	2300.00	2438.02	2300.00	2309.75	Fair Value
	<b>Total</b>										<b>4109.25</b>	<b>33456.45</b>	<b>33922.12</b>

# CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

## Note 9

### Other Non-Current Assets

(₹ in Thousand)

Particulars	2022-23	2021-22
	Amount	Amount
Gratuity Fund- LIC of India Ltd.	2292.73	2324.66
Advance to Govt. Authority	-	-
Other Advance	-	-
<b>Total</b>	<b>2292.73</b>	<b>2324.66</b>

## Note 10

### Inventories

(₹ in Thousand)

Particulars	2022-23	2021-22
	Amount	Amount
a. Raw Materials and components (Valued at Cost)	6959.35	-
b. Finished goods (Valued at Cost)	6147.78	14.82
c. Packing Materials (Valued at Cost)	477.24	-
d. Other Stores and Spares (Valued at Cost)	2802.97	-
<b>Total</b>	<b>16387.35</b>	<b>14.82</b>

## Note 11

### Trade Receivables

(₹ in Thousand)

Particulars	2022-23	2021-22
	Amount	Amount
A. Trade Receivables considered good- Unsecured	2036.15	64.97
B. Trade receivables which have significant increase in credit risk	2456.21	2456.21
Less: Allowance for Doubtful debts	1842.16	1228.11
	614.05	1228.10
<b>Total Trade receivables</b>	<b>2650.20</b>	<b>1293.07</b>

The movement for allowance for doubtful debts during the year in respect of trade receivables containing significant credit risk are as follows:

(₹ in Thousand)

Particulars	2022-23	2021-22
	Amount	Amount
Opening balances	1228.11	614.05
Impairment loss recognised	614.05	614.05
Less: Allowances provided earlier written off as bad debts	-	-
<b>Closing balance</b>	<b>1842.16</b>	<b>1228.11</b>

**Foot Note- Ageing Schedules of Trade Receivables given in Note No.31**

## Note 12

### Cash and cash equivalents

(₹ in Thousand)

Particulars	2022-23	2021-22
	Amount	Amount
<b>Cash and Cash equivalents</b>		
Balance With Bank		
-On Current Account	7605.86	22279.47
Cash- in -hand	245.75	258.09
<b>Total</b>	<b>7851.60</b>	<b>22537.56</b>
<b>Other Bank Balances</b>		
Margin Money	-	-
Demand Draft in Hand	24.35	-
<b>Total</b>	<b>24.35</b>	<b>-</b>

# CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

## Note 13

### Current Tax Assets / (Liabilities) -(net)

(₹ in Thousand)

Particulars	2022-23	2021-22
	Amount	Amount
Advance Taxes and TDS	4872.64	2935.85
Less :Provision for Income Tax	959.11	1793.39
<b>Total</b>	<b>3913.52</b>	<b>1142.46</b>

## Note 14

### Other Current Assets

(₹ in Thousand)

Particulars	2022-23	2021-22
	Amount	Amount
Pre- Operative Expenses	-	500.00
Advance agaist Purchase	1898.81	25651.49
Prepaid Expenses	1546.46	258.57
Advance to Govt. Authority (GST Input and others)	28573.23	3620.29
Advance Against Expenses	60.27	158.88
Other Receivables	541.11	30.40
<b>Total</b>	<b>32619.89</b>	<b>30219.63</b>

## Note 15

### Share capital

(₹ in Thousand)

Particulars	2022-23	2021-22
	Amount	Amount
<b>a) Authorised</b>		
150000 - 15% Non Cumulative Redeemable Preference Shares of Rs. 100/- each	15000.00	15000.00
75000000 Equity Shares of Re.1/- each	75000.00	75000.00
	90000.00	90000.00
<b>b) Issued</b>		
14502400 Equity Shares of Re. 1/- each	14502.40	14502.40
<b>c) Subscribed &amp; Paid up</b>		
14502400 Equity Shares of Re. 1/- each	14502.40	14502.40
<b>Total</b>	<b>14502.40</b>	<b>14502.40</b>

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

Particulars	2022-23	2021-22
	Number	Number
Shares outstanding at the beginning of the year	1,45,02,400	1,45,02,400
Shares Issued during the year	-	-
Shares bought back during the year	-	-
Shares outstanding at the end of the year	<b>1,45,02,400</b>	<b>1,45,02,400</b>

### e) Terms/rights attached to equity shares:

The company has only one class of equity shares having a par value of Re.1/- per share. Each holder of equity shares is entitled to one vote per share. No dividend proposed by the Board of Directors for the year ended 31st March, 2023. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders

# CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

## f) Shares in the company held by each shareholder holding more than 5 percent shares-

Name of Shareholder	2022-23		2021-22	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
1) Coronation Refrigeration Industries Ltd.	2250000	15.515	2250000	15.515
2) Likhani Trading & Mfg. Co. Ltd.	2888000	19.910	2888000	19.910
3) Nouveau Metal Industries Ltd.	1177500	8.119	1177500	8.119
4) Rashmi Properties & Investments Ltd.	2889000	19.920	2889000	19.920

## g) Shares held by Promoters/ promoters group at the end of the year

Name of Promoters	No. of Shares held	% of Total Holding	% of change during the year
1) Anubhav Poddar	100	0.001	-
2) Coronation Refrigeration Industries limited	2250000	15.515	-
3) Krishna Murari Poddar	150000	1.034	-
4) Likhani Trading and Manufacturing Company Ltd.	2888000	19.914	-
5) Nouveau Metal Industries Ltd.	1177500	8.119	-
6) Rashmi Properties & Investments Ltd.	2889000	19.921	-
7) Tetron Capital Limited	420700	2.901	-
8) Vaibhav Heavy Vehicles Limited	654000	4.510	-
9) Vrinda Poddar	100	0.001	-
<b>Total</b>	<b>1,04,29,300</b>	<b>71.914</b>	<b>-</b>

h) The Company does not have any Holding Company.

i) The Company has not reserved Equity Shares for issue under the Employee Stock Option Scheme.

j) None of the securities are convertible into shares at the end of the reporting period.

k) The Company has not forfeited any shares during the year.

## Note 16

### Other Equity

(₹ in Thousand)

Particulars	2022-23	2021-22
	Amount	Amount
<b>a. Capital Reserves- Restructuring of Debt.</b>		
Opening Balance	132995.44	132995.44
(+) Current Year Transfer / (-) Written Back in Current Year	-	-
Closing Balance	<b>132995.44</b>	<b>132995.44</b>
<b>b. Capital Redemption Reserve</b>		
Opening Balance	13300.00	13300.00
(+) Current Year Transfer / (-) Written Back in Current Year	-	-
Closing Balance	<b>13300.00</b>	<b>13300.00</b>
<b>c. Other Reserves (Capital Reserve on Forfeiture of Shares )</b>		
Opening Balance	0.00	91.00
(+) Current Year Transfer / (-) Written Back in Current Year	0.00	91.00
Closing Balance	-	-
<b>d. Retained Earning</b>		
Opening balance	110179.73	95611.68
Add: Net Profit/(Loss) For the current year	(12817.28)	4798.87
(+) MAT Credit Entitlement Recognised in books	-	9678.18
(+) Transfer from Capital Reserve on Forfeiture of shares	-	91.00
(+) Transfer from OCI and Deferred Tax Liability	574.15	-
Closing Balance	<b>97936.61</b>	<b>110179.73</b>
<b>e. Other Comprehensive income :</b>		
Opening Balance	2304.62	-
Add: Investments carried at FVTOCI	504.69	2304.62
Less: Transferred to Retained Earning	484.59	-
Closing Balance	<b>2324.71</b>	<b>2304.62</b>
<b>Total</b>	<b>246556.76</b>	<b>258779.79</b>

**CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)**

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

**Note 17****Borrowings****(₹ in Thousand)**

Particulars	2022-23	2021-22
	Amount	Amount
<b>Non- Current</b>		
<b>Secured :</b>		
<b>Unsecured :</b>		
Term Loan - from Bank	75985.00	-
Unsecured : from Related parties	-	-
<b>Total</b>	<b>75985.00</b>	<b>-</b>
<b>Current</b>		
<b>Secured :</b>		
Current Maturity of Long Term Borrowings - from Bank	13212.00	-
Bank Overdraft (OD)- Repayable on demand	21766.21	-
<b>Unsecured :</b>		
from Related parties - Repayable on Demand (to be paid within 30th Sept.2023)	5000.00	-
<b>Total</b>	<b>39978.21</b>	<b>-</b>

**Foot Note :**

- i) The company mortgaged, hypothecated and created charge in favour of the Canara Bank, SME Kumbalagodu Branch, Bengaluru, Karnataka by way of first charge as security against due repayment of all the sums borrowed or otherwise due and payable as detailed hereunder against Term Loan of ₹9.25 crore and OCC/ODBD loan of ₹3.00 crore-
- freehold lands at Tumkur plant by deposit of Title deeds of the lands to the lender.
  - all stocks of goods such as raw materials, goods in process, finished and manufactured goods and other items of stock in trade and stores, spares, components, machinery, vehicles, furniture and fixtures and all other movable goods and properties of every description of the company wherever situated whether at the Borrower's factories, places of business, residence (if applicable) , godowns or in transit or in the custody of processors, warehouse agents or others or wherever else the same may be situated, lying or being including any such raw materials, articles or goods, stores, spares, components, stock in trade and all description of moveable property in the course of delivery to the Borrower; and
  - all of the Borrower's present and future book debts, outstanding moneys, bills receivable, claims, bills, contracts, securities, investments, cash, gold, silver, jewellery, rights and assets and rights relating to or in moveable properties of whatsoever nature to which the Borrower is entitled to during the continuance of the Agreement. "
- ii) No personal guarantee given by the Directors of the the company. However, Corporate Guarantee given by one of the group company namely Tetron Commercial Ltd. to the extent of ₹12.25 crores.
- iii) Term Loan of ₹ 9.25 crores is repayable in 92 equal instalments on monthly basis of ₹ 11.01 lakhs and Bank Overdraft is repayable on demand
- iv) Unsecured loan borrowed from a group company which is reapyable on demand (to be paid within 30th Sept.,2023)
- v) There is no default in repayment of borrowings and interest as on the balance sheet date.

**CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)**

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

**Note 18****Other Current Financial Liabilities**

(₹ in Thousand)

Particulars	2022-23	2021-22
	Amount	Amount
Advance from Buyers	-	-
Interest accrued on borrowing	18.12	-
Other payables	1194.08	2682.21
<b>Total</b>	<b>1212.20</b>	<b>2682.21</b>

**Note 19****Other Current Liabilities**

(₹ in Thousand)

Particulars	2022-23	2021-22
	Amount	Amount
TDS Payable	195.19	146.40
Statutory Liabilities payable	116.18	40.83
Liability for Expenses	1564.19	989.87
Other liabilities Payable	7.69	90.69
<b>Total</b>	<b>1883.25</b>	<b>1267.79</b>

**Note 20****Provisions**

(₹ in Thousand)

Particulars	2022-23	2021-22
	Amount	Amount
<b>(a) Provision for employee benefits</b>		
Salary & Reimbursements	2160.90	377.69
Contribution to PF	92.42	42.18
Gratuity (Funded)	2336.96	2345.66
	<b>4590.28</b>	<b>2765.53</b>
<b>(b) Others</b>	-	-
<b>Total</b>	<b>4590.28</b>	<b>2765.53</b>

**Note 21****Revenue from operations**

(₹ in Thousand)

Particulars	2022-23	2021-22
	Amount	Amount
Sale of products	13606.15	8020.73
Sale of service	25489.82	-
Other operating revenues	1087.13	289.40
<b>Total</b>	<b>40183.09</b>	<b>8310.13</b>

**Note 22****Other income**

(₹ in Thousand)

Particulars	2022-23	2021-22
	Amount	Amount
a) Interest Income	12201.31	16228.64
b) Net gain/loss on sale of investments	94.52	3953.29
c) Dividend Income	-	74.35
d) Other non-operating income (net of expenses )	27.18	32.28
e) Net Profit on Sale of Fixed Assets	1400.00	4275.37
f) Net gain/loss on foreign currency translation and transaction (other than considered as finance cost)	-	67.73
g) Duty Drawback	74.00	-
h) Rent Income	315.67	304.00
i) Income of Earlier Year	8.25	-
<b>Total</b>	<b>14120.94</b>	<b>24935.66</b>

**CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)**

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

**Note 23****Cost of Materials Consumed**

(₹ in Thousand)

Particulars	2022-23	2021-22
	Amount	Amount
Opening Stock	-	-
Add: Purchase	19623.21	-
Less: Closing Stock	6959.35	-
<b>Total</b>	<b>12663.85</b>	<b>-</b>

**Note 24****Purchase of Stock-in-Trade**

(₹ in Thousand)

Particulars	2022-23	2021-22
	Amount	Amount
Purchase of Tradeable Items	-	3970.20
<b>Total</b>	<b>-</b>	<b>3970.20</b>

**Note 25****Changes in inventories of finished goods, work-in-progress and Stock-in-Trade**

(₹ in Thousand)

Particulars	2022-23	2021-22
	Amount	Amount
<b>Opening Stock :</b>		
Finished Goods	14.82	1712.07
Traded Items	-	-
	<b>14.82</b>	<b>1712.07</b>
<b>Closing Stock :</b>		
Finished Goods	6147.78	14.82
Traded Items	-	-
	6147.78	14.82
<b>Net Decrease / (increase) in Finished Goods</b>	<b>(6132.96)</b>	<b>1697.25</b>

**Note 26****Employee Benefits Expense**

(₹ in Thousand)

Particulars	2022-23	2021-22
	Amount	Amount
(a) Salaries and incentives	13513.98	6083.04
(b) Contributions to Provident fund	887.61	472.12
(c) Gratuity Fund Contributions	175.92	172.45
(d) Social security and other benefit plans	49.62	26.12
(e) Staff welfare expenses	798.76	239.90
<b>Total</b>	<b>15425.89</b>	<b>6993.62</b>

**Note 27****Finance costs**

(₹ in Thousand)

Particulars	2022-23	2021-22
	Amount	Amount
Interest expense	4335.50	267.74
Other Borrowing Cost	104.50	-
<b>Total</b>	<b>4440.00</b>	<b>267.74</b>

# CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

## Note 28

### Other expenses

(₹ in Thousand)

Particulars	2022-23	2021-22
	Amount	Amount
Power & Fuel Charges- Factory	3156.70	-
Contract Labour Wages- Production	5144.95	-
Stores and Consumables	1267.01	-
Freight Inward	433.93	-
Other Direct Operating Expenses	38.61	-
Advertisement and Publicity	244.14	149.61
Bank Transaction Charges	129.68	10.34
Conveyance Expenses	109.53	73.61
Electricity Charges	487.84	614.61
Insurance	253.53	120.90
Legal & Professional Charges	1013.33	448.58
Managerial Remuneration	1067.52	896.15
Marketing and Research Expenses	669.04	291.42
Other Service Charges	139.73	278.20
Postage & Courier Charges	131.15	245.08
Printing & Stationary	319.12	367.59
Rates and taxes (including Excise, Service Tax, VAT and GST)	2570.72	491.72
Rent (Office & Transit House)	1189.50	1189.50
Repairs & Maintenance - Factory	3162.49	2500.13
Repairs and Maintenance - Office & others	673.39	682.93
Security Service Charges	2138.11	1049.55
Selling and Distribution Expenses	3890.03	938.50
Stock Exchange Listing Fee	300.00	300.00
Telephone & Internet Expenses	197.00	195.41
Production Trail- run Expenses	787.58	-
Transportation Charges	238.86	-
Travelling Expenses	1740.84	412.41
Vehicle Running and Maintenance Expenses	856.56	521.43
Miscellaneous Expenditure	603.49	423.88
<b>Payments to the auditor as</b>		
a. Statutory Audit fees	48.00	48.00
b. for Tax Audit and other taxation matters	-	-
c. for GST and internal Audits	10.00	10.00
Sundry balance written off	-	6.36
Provision for Doubtful Debts	614.05	614.05
<b>Total</b>	<b>33626.42</b>	<b>12879.94</b>

## Note 29

### Earning Per Share

(₹ in Thousand)

Particulars	2022-23	2021-22
	Amount	Amount
Profit After Tax	(12817.28)	4798.87
No of Equity Shares	14502.40	14502.40
Basic and diluted earning per equity share (in rupees)	(0.88)	0.33



# CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

## Note 30

(₹ in Thousand)

### a) Contingent liabilities and commitments (to the extent not provided for)

Particulars	2022-23	2021-22
	Amount	Amount
<b>Contingent Liabilities</b>		
(a) Claims against the company not acknowledged as debt		
(i) Sales Tax Demand for 1988-89 is under dispute and pending with Orissa Sales Tax Tribunal, Cuttack	2049.05	2049.05
(ii) Sales Tax Demand for 1998-99 is under dispute and pending with appellate authority of Rajasthan Tax Board, Ajmer. (Rajasthan State Tax Rs.791025/-and Rs.2496/- as Central Sales Tax)	793.52	793.52
(iii) Sales Tax Demand for 2016-17 is under dispute and an appeal filed on 08-09-20 before Addl. Commissioner GR-2 (Appeal)-I, Gorakhpur,UP (under UP VAT Rs. 46979/- and CST Rs. 486737/-)	533.72	533.72
(iv) Sales Tax Demand for 2017-18 is under dispute and an appeal filed on 27-04-22 before Addl. Commissioner GR-2 (Appeal)-I, Gorakhpur,UP.(under UP VAT Rs. 623939/- and CST Rs. 373028/-)	996.97	996.97
	4373.25	4373.25
<b>Commitments</b>	-	-
	<b>4373.25</b>	<b>4373.25</b>

b) In the opinion of the Board, all assets other than fixed assets and non current investments, have a realisable value in the ordinary course of business which is not different from the amount at which it is stated except those specifically mentioned in the notes on financial statement.

## Note 31

Ageing for Trade Receivables – current outstanding as at March 31, 2023 is as follows:

(₹ in Thousand)

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months -1 year	1 - 2 years	2 - 3years years	More than 3 years	
<b>Trade receivables - Billed</b>							
Undisputed trade receivables –	-	2036.15	-	-	-	-	2036.15
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	-	-	-	-	-	2456.21	2456.21
Disputed trade receivables – credit impaired	-	-	-	-	-	-	-
<b>TOTAL</b>	-	<b>2036.15</b>	-	-	-	<b>2456.21</b>	<b>4492.36</b>
Less: Allowance for doubtful trade receivables - Billed	-	-	-	-	-	1842.16	1842.16
<b>Net Trade Receivable- Billed</b>	-	<b>2036.15</b>	-	-	-	<b>614.05</b>	<b>2650.20</b>
<b>Trade receivables - Unbilled</b>							
<b>Total Trade Receivable</b>	-	<b>2036.15</b>	-	-	-	<b>614.05</b>	<b>2650.20</b>

# CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)

## NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

Ageing for Trade Receivables – current outstanding as at March 31, 2022 is as follows:

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months -1 year	1 - 2 years	2 - 3years years	More than 3 years	
<b>Trade receivables - Billed</b>							
Undisputed trade receivables – considered good	-	-	-	64.97	-	-	64.97
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	-	-	-	-	-	2456.21	2456.21
Disputed trade receivables – credit impaired	-	-	-	-	-	-	-
<b>TOTAL</b>	-	-	-	<b>64.97</b>	-	<b>2456.21</b>	<b>2521.18</b>
Less: Allowance for doubtful trade receivables - Billed	-	-	-	-	-	1228.11	1228.11
<b>Net Trade Receivable- Billed</b>	-	-	-	-	-	-	<b>1293.07</b>
<b>Trade receivables - Unbilled</b>							
<b>Total Trade Receivable</b>	-	-	-	<b>64.97</b>	-	<b>1228.10</b>	<b>1293.07</b>

Note 32

Ageing for Capital work-in-progress as at March 31, 2023 is as follows:

Particulars	(₹ in Thousand)				
	Less than 1 year	1 - 2years	2 - 3years	More than3 years	Total
<b>Capital work- in- progress</b>					
Projects in progress	-	-	-	-	-
<b>TOTAL</b>	-	-	-	-	-

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

Particulars					
	Less than 1 year	1 - 2years	2 - 3years	More than3 years	Total
<b>Capital work- in- progress</b>					
Projects in progress	12439.10	575.58	-	-	13014.68
<b>TOTAL</b>	<b>12439.10</b>	<b>575.58</b>	-	-	<b>13014.68</b>

# CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)

## NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

### Note 33

Ageing for Trade Payable – current outstanding as at March 31, 2023 is as follows:

(₹ in Thousand)

Particulars	Unbilled	Not Due	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
Trade Payable							
MSME	-	-	6227.14	-	-	-	6227.14
Others	318.90	-	3193.99	-	293.90	-	3806.79
Disputed Dues- MSME	-	-	-	-	-	-	-
Disputed Dues- Others	-	-	-	-	-	-	-

Ageing for Trade Payable – current outstanding as at March 31, 2022 is as follows:

(₹ in Thousand)

Particulars	Unbilled	Not Due	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
Trade Payable							
MSME	-	-	-	-	-	-	-
Others	-	-	1062.00	293.90	-	-	1355.90
Disputed Dues- MSME	-	-	-	-	-	-	-
Disputed Dues- Others	-	-	-	-	-	-	-

33.1 Disclosure of Trade payables as required under section 22 of Micro, Small and Medium Enterprises Development (MSMED) Act, 2006, based on the confirmation and information received by the company from the suppliers regarding the status under the Act.

(₹ in Thousand)

Particulars	As at March 31, 2023	As at March 31, 2022
a) Principal & Interest amount remaining unpaid as on year end	6227.14	Nil
b) Interest paid by the Company in terms of Section 16 of Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during the year	Nil	Nil
c) Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006	Nil	Nil
d) Interest accrued and remaining unpaid as at year end	5.73	Nil
e) Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise	Nil	Nil

33.2 Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the management. This has been relied upon by the auditors.

### Note 34

#### Tax Expenses and Reconciliation (As per Ind-AS 12)

##### a) Income Tax expenses recognised

(₹ in Thousand)

Particulars	Year ended 31st March, 2023	Year ended 31st March, 2022
Current Tax (Net of MAT Credit)	-	959.11
MAT credit utilized/ (Entitlement)	-	747.28
Deferred Tax Liability / (Assets)- Net	2190.27	(357.10)
Income Tax for earlier Year	24.91	-
<b>Total</b>	<b>2215.18</b>	<b>1349.29</b>

# CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)

## NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

### b) Reconciliation of estimated Income Tax expense at Indian statutory tax rates to Income tax expenses reported in statement of profit and loss

(₹ in Thousand)		
Particulars	Year ended 31st March, 2023	Year ended 31st March, 2022
Income before Tax	(10602.10)	6148.16
Applicable Tax Rate	26.00%	26.00%
<b>Estimated income Tax Expenses</b>	-	<b>1598.52</b>
Tax effect of adjustments to reconcile expected Income Tax Expense to reported Income Tax Expenses		
Effect of difference in Deferred tax rate on Provision on Bad Debts	(154.54)	10.21
Effect of Deferred tax provision on closing value of Fixed Assets	-	(207.66)
Effect of Unrealized Gain on Fixed Assets	-	38.91
Additional Allowance of Depreciation for Tax Purpose	2344.81	(90.69)
Income Tax paid for Earlier Year	24.91	
<b>Total Tax</b>	<b>2215.18</b>	<b>1349.29</b>
<b>Effective Tax Rate</b>	<b>- 20.89 %</b>	<b>21.95 %</b>

\*\* During the year ended 31st March, 2022 and 2023 the company has elected to exercise the option of tax rate of 25% plus cess to avail MAT credit available and not opted section 115BAA of the income tax Act, 1961.

#### Note 35

#### FINANCIAL RISK MANAGEMENT (As per Ind- AS 107)

##### Financial risk factors

The Company's activities expose it to a variety of financial risks: market risk, foreign currency risk, liquidity risk and credit risk.

##### a) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risks: Currency risk, interest rate risk and others price risk. Financial instruments affected by market risk include borrowings, investments, trade payables, trade receivables, loans, and derivative financial instruments.

##### i) Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. Presently, the Company has no exposure to the risk of changes in foreign exchange rates relates primarily to the Company's foreign currency denominated borrowings, trade receivables and trade or other payables. Hence, the Company has no need to adopt a comprehensive risk management review system wherein it has to actively hedge its foreign exchange exposures within defined parameters through use of hedging instruments such as forward contracts, options and swaps.

##### ii) Interest Rate Risk

The company's exposure in market risk relating to change in interest rate primarily arises from floating rate borrowing with banks and financial institutions. Borrowings at fixed interest rate exposes the company to the fair value interest rate risk. The company maintains a portfolio mix of fixed and floating rate borrowings. As at March 31, 2023, approximately 95.69 % (March 31, 2022: NIL) of the company's borrowings become floating rate interest borrowing. Further there is no any deposit with bank and hence no exposer to interest rate risk.

With all other variables held constant, the following table demonstrates the impact of the borrowing cost on floating rate portion of loans and borrowings and excluding loans on which interest rate swaps are taken.

(₹ in Thousand)

Nature of Borrowing	Increase in basis points	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Rupee Term Loan	2.50	1916.49	-
Rupee OCC/ ODBD Loan	2.50	120.23	-

##### iii) Others Price Risk

The Company's equity exposure in Subsidiaries, Associates and group companies are carried at book value of last audited financial results of that company and these are subject to impairment testing as per the policy followed in this respect. The company's current investments are fair valued through profit and loss. The company invest in mutual fund schemes of leading fund houses. Such investments are susceptible to market price risk that

# CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)

## NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

arise mainly from changes in interest rate which may impact return and value of such investments. The Company's exposure to equity securities and mutual funds, price risk from movement in market price of related securities classified either as fair value through OCI or as fair value through Statement of Profit and Loss.

### b) Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables). The management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis. The Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends and ageing of accounts receivable. Individual risk limits are set accordingly and the company takes necessary steps to minimize the risk.

The carrying amount of respective financial assets recognized in the financial statements, (net of impairment losses) represents the Company's maximum exposure to credit risk. The concentration of credit risk is limited due to the customer base being large and unrelated. Of the trade receivables balance at the end of the year (other than subsidiaries), there are no single customer accounted for more than 10% of the revenue as at March 31, 2023.

The Company extends credit to customers as per the internal credit policy. Any deviation are approved by appropriate authorities, after due consideration of the customers credentials and financial capacity, trade practices and prevailing business and economic conditions. The Company's historical experience of collecting receivables and the level of default indicate that credit risk is low and generally uniform across markets; consequently, trade receivables are considered to be a single class of financial assets. All overdue customer balances are evaluated taking into account the age of the dues, specific credit circumstances, the track record of the customers etc.

The maximum exposure of financial asset to credit risk are as follows: **(₹ in Thousand)**

Particulars	As on 31st March, 2023	As on 31st March, 2022
Investments	6828.98	41398.90
Cash and Cash Equivalents	7851.60	22537.56
Loans	118678.59	130478.60
Trade receivables	2650.20	1293.07
Other Financial Assets	16687.62	18994.76

#### Financial assets that are neither past due nor impaired

Cash and cash equivalents, investment and deposits with banks are neither past due nor impaired. Cash and cash equivalents with banks are held with reputed and credit worthy banking institutions.

#### Financial assets that are past due but not impaired

Trade receivables amounts that are past due at the end of the reporting period against which no credit losses have been expected to arise.

#### Financial assets that are past due but impaired

Trade receivables amounts that are past due and against which credit loss is expected, reasonable provision made in books for impairment at the end of the reporting period.

### c) Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price. The Company's objective is to maintain optimum level of liquidity to meet its cash and collateral requirements at all times. The Company relies on borrowings and internal accruals to meet its long term and short-term funds requirement. The current committed line of credit are sufficient to meet its short to medium term funds requirement.

#### Liquidity and interest risk tables:

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows as at balance sheet date:

# CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

## Interest rate and currency of borrowings:

(₹ in Thousand)

Particulars	Year Ended 31st March, 2023	Year Ended 31st March, 2022
Total Borrowings	115963.21	-
Floating rate borrowings	110963.21	-
Fixed rate borrowings	5000.00	-
Weighted average Interest Rate (%)	7.76 %	-

## Maturity Analysis of Financial Liabilities:

As at March 31, 2023

(₹ in Thousand)

Particulars	Carrying Amount	On Demand	Less Than 6 months	6 to 12 months	>1 year	Total
Interest Bearing Borrowings	115963.21	26766.21	6606.00	6606.00	75985.00	115963.21
Interest on borrowings	18.12	18.12	-	-	-	18.12
Trade Payable	10033.92	10033.02	-	-	-	10033.02
Other Financial Liabilities	1194.08	1194.08	-	-	-	1194.08

As at March 31, 2022

(₹ in Thousand)

Particulars	Carrying Amount	On Demand	Less Than 6 months	6 to 12 months	>1 year	Total
Interest Bearing Borrowings	-	-	-	-	-	-
Interest on borrowings	-	-	-	-	-	-
Trade Payable	1355.90	1355.90	-	-	-	1355.90
Other Financial Liabilities	2682.21	2682.21	-	-	-	2682.21

## Note 36

### CAPITAL MANAGEMENT

For the purpose of managing capital, Capital includes issued equity share capital and reserves attributable to the equity shareholders.

The objectives of the company's capital management are to: i) Safeguard their ability to continue as going concern so that they can continue to provide benefits to their shareholders. ii) Maximize the wealth of the shareholder. iii) Maintain optimum capital structure to reduce the cost of the capital.

The Company manages its capital structure and makes adjustment in light of changes in economic conditions and requirement of financial covenants. In order to maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares.

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the loans and borrowings that define capital structure requirements. There have been no breaches in the financial covenants of any loans and borrowing in the current period.

### The gearing ratio are as follows:

(₹ in Thousand)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Borrowings (LTD+ STD+ Bank Overdrafts)	115963.21	-
Shareholders' Equity	261059.16	-
Gearing Ratio (in %)	44.42	-

## Note 37

### DISCLOSURES IN ACCORDANCE WITH IND AS 19 (2015) ON "EMPLOYEES BENEFITS":

#### a) Defined Contribution Plans

Company made contributions towards Provident Fund, a defined contribution retirement benefit plan for qualifying employees. The Provident Fund Plan is operated by the Regional Provident Fund Commissioner. The contribution payable to these plans by the company are at rates specified in the rules of the scheme.

# CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

## Expenses recognised for Defined Contribution Plan (₹ in Thousand)

Particulars	Year Ended 31st March, 2023	Year Ended 31st March, 2022
Employer's Contribution to Provident and Pension Fund	887.61	472.12

### b) Defined Benefit Plans

#### a. Gratuity

The Group provides for gratuity, a defined benefit retirement plan ('the Gratuity Plan') covering eligible employees. The Gratuity Plan provides a lumpsum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment with the Group. Liabilities with regard to the Gratuity Plan are determined by actuarial valuation, performed by an independent actuary, at each Balance Sheet date using the projected unit credit method. The Company contributes all ascertained liabilities to the Gratuity Fund maintained with Life Insurance Corporation of India Ltd. (earlier gratuity fund was maintained with TATAAIG).

The Company recognize the net obligation of a defined benefit plan in its Balance Sheet as a liability and accordingly makes contribution to recognized gratuity fund maintained with LIC of India and recognized in balance sheet as an asset. Gains and losses through remeasurements of the net defined benefit liability/(asset) are recognised in other comprehensive income and are not reclassified to profit or loss in subsequent periods. The actual return of the portfolio of plan assets, in excess of the yields computed by applying the discount rate used to measure the defined benefit obligation is recognised in other comprehensive income. The effect of any plan amendments is recognised in net profit in the profit or loss.

#### Change in present value of defined benefit obligation (₹ in Thousand)

Particulars	Year Ended 31st March, 2023	Year Ended 31st March, 2022
Defined benefit obligation at the beginning of the year	2345.66	2248.67
Current Service Cost**	175.92	172.45
Benefit payments from plan assets	(184.62)	(75.46)
Remeasurements Gain / (loss)	-	-
Defined benefit obligation at the end of the year	2336.96	2345.66

\*\* Included impact on change in remuneration structure

#### Change in fair value of plan assets (₹ in Thousand)

Particulars	Year Ended 31st March, 2023	Year Ended 31st March, 2022
Fair value of plan assets at the beginning of the year	2324.66	2187.91
Return on assets (interest)	128.51	136.75
Contribution by employer	52.10	-
Expenses on switch to new policy	(27.92)	-
Actual benefits paid/ matured	(184.62)	-
<b>Fair value of plan assets at the end of the year</b>	<b>2292.73</b>	<b>2324.66</b>

#### Net Assets/ Liability recognised in the balance sheet (₹ in Thousand)

Particulars	Year Ended 31st March, 2023	Year Ended 31st March, 2022
Defined benefit obligation	2336.96	2345.66
Fair value of plan assets	2292.73	2324.66
Net defined benefit liability/(asset)	44.23	21.00

#### Note 38

Ind AS 7 Cash flow statements requires the entities to provide disclosure that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet of liabilities arising from financing activities, to meet the disclosure requirements.

# CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

## Reconciliation of Liabilities arising from Financing Activities (₹ in Thousand)

Particulars	As at 31-03-2022	Cash Flow	Non-Cash Changes	As at 31-03-2023
Borrowings	-	115963.21	-	115963.21
Finance Cost	-	(4440.00)	-	(4440.00)
<b>Total</b>	<b>-</b>	<b>111523.21</b>		<b>111523.21</b>

Figures in bracket are outflow and total outflow on account of finance cost during the year.

### Note 39

- In the absence of any realization of interest on the loan of Rs.482.50 lakh since October, 2013, the interest for the year has not been considered. However, the amount is secured by charge on immovable property against the above said loan and interest due before October, 2013.
- The Company has made additional provision for doubtful debts of Rs.6,14,052/-, equivalent to 25% of total amount outstanding from one party for more than 36 months. Total provision made for doubtful debts till 31st March, 2023 is 75% of the total outstanding amount with that party. Suit has been filed against the party and the matter is still pending with Add. Judge Court, Bangalore, Karnataka.
- The company has made additional provision for deferred tax assets of Rs.1,54,545/- equivalent to temporary differential future tax arising due to reversal of the provision for doubtful debts on computation of taxable income tax of the company.

### Note 40

#### Segment Reporting

The Company has three segments – Packaged Food Products, Granite Division and Other Operations.

Summary of operating segments of the Company area -

(₹ in Thousand)

	Packaged Food Products	Granite Division	Other Operations	Total
Segmental Revenue:	21872.32	1940.00	30491.71	54304.03
<b>TOTAL REVENUE</b>	<b>21872.32</b>	<b>1940.00</b>	<b>30491.71</b>	<b>54304.03</b>
<b>Segment Result:</b>	(19240.55)	(8595.40)	414.00	(27421.95)
(before interest and tax)				
Unallocated Corporate Expenses (net of unallocable income)		-	-	8955.00
Operating Profit/(Loss)		-	-	(18466.95)
Interest Income		-	-	12201.31
Less: Interest Expenses		-	-	4336.00
<b>Net Profit / (Loss) before Tax</b>		-	-	<b>(10601.64)</b>
<b>OTHER INFORMATION</b>				
<b>CAPITAL EMPLOYED:</b>				
Net Segment Assets	103489.59	-	991.02	104480.61
Unallocated Assets / (Liabilities)		-	-	156578.82
Net Capital Employed		-	-	261059.43
<b>Capital Expenditure</b>	<b>173921.25</b>	-	<b>73.71</b>	<b>173994.96</b>
<b>Depreciation</b>	<b>4069.73</b>	-	<b>370..27</b>	<b>4440.00</b>

### Note 41

#### Events after the Reporting Period (As per Ind AS-10)

- The Company has received show cause notices in the month of April, 2023 from the office of Registrar of Companies (Karnataka) for violation of Sections 129, 134 and 383A of the Companies Act 2013 for irregularities in disclosure of certain information in financial statement for FY ended 31-03-2018, 31-03-2019 and 31-03-2020 and also received show cause notice for violation of Rule 2 of the Companies (Acceptance of Deposits) Rules 2014 for the year ended 31-03-2019. Presently the matter is in the process of compounding before the office of the Regional Director, Ministry Of Corporate Affairs, South East Region, Hyderabad.
- The Company underwent disruption of operations at the Head office of the Company situated at Kolkata as major fire occurred on 10-05-2023 in the building known as "Saraf House" where the head office of the Company is situated on the third floor of the building. Fortunately, no office employees were injured, but due to this tragedy, the head office was extensively and severely damaged including loss of books of accounts and other records of the Company. The building was sealed and barricaded by the Police and Fire Department, Kolkata and no entry was permitted inside the building. The incident was duly informed by the company to the statutory regulators such as Income Tax, ROC, SEBI, BSE and other governmental bodies. However, the company obtained clearance permission from Fire Department, Kolkata and Hare Street Police Station, Kolkata on 22-05-2023 to enter the premises and retrieve computerized data from the servers. The Company made alternate arrangements at a temporary location nearby the head office for employees to start the operations.



### Note 42 Ratio Analysis

Ratio	Numerator	Denominator	Current Year	Previous Year	Variance (in %)
Current Ratio (in times)	Total Current Assets	Total Current Liabilities	1.75	11.73	-85.12
Debt-Equity Ratio (in times)	Total Debt (Long Term Debt + Short Term Debt + Fixed Payment Obligation)	Total Shareholder Equity	0.44	0.00	100.00
Debt Service Coverage Ratio (in times)	Net Operating Income (EBIT)	Total Debt Service = Interest and lease payment + Principle Repayment	-0.27	0.83	-131.94
Return on Equity Ratio (in %)	Net Profit for the Year	Average Shareholder's Equity	-4.80	1.81	-365.05
Inventory Turnover Ratio	Cost of goods Sold	Average Inventory	2.02	1.97	2.80
Trade Receivable Turnover Ratio (in times)	Revenue from Operations	Average Trade Receivables	20.38	2.23	813.93
Trade Payable Turnover Ratio (in times)	Net Credit Purchase	Average Trade Payable	3.45	3.83	-10.03
Net Capital Turnover Ratio (in times)	Revenue from Operations	Average Working Capital (W.Capital = Total C. Asset - Total C. Liability)	0.62	0.08	675.06
Net profit ratio (in %)	Net Profit for the Year	Revenue from Operation	-31.90	57.75	-155.24
Return on Capital employed (in %)	Earning before interest and tax	Capital Employed	-1.90	2.43	-178.17
Return on Investment (in %)	Income from Investments	Average Invested Fund	0.39	6.59	-94.05

### FootNotes-

- 1) Current Ratio decreased by 85.12 % during the current year mainly due to current loans borrowed were utilised in capital expenditure of the company.
- 2) Debt Equity Ratio increased by 100% during the current financial year as there was no outstanding debt as on 31st March, 2022
- 3) Debt Service Coverage Ratio decreased by 131.94 % during the current financial year as the company started new line of operation in the current year and incurred loss.
- 4) Return on Equity Ratio decreased by 365.05 % during the current financial year as the company started new line of operation in the current year and incurred loss.
- 5) Trade Receivable Turnover Ratio increased by 813.93% because almost 5 times increase in revenue from operation during the current period and low trade receivable in previous year.
- 6) Net Capital Turnover Ratio decreased by 675.06 % mainly due to increase in revenue from operation by approx 5 times from previous year.
- 7) Net profit ratio decreased by 155.24% during the current year as the company started new line of operation in the current FY and the total revenue could not cover the all fixed cost.
- 8) Return on Capital Employed ratio decreased by 178.17% during the current year as the company started new line of operation in the current FY and and incurred loss
- 9) Return on investment decreased by 94.05 % mainly due to effect of the higher amount of opening investments kept for short period and given low return at the time of maturity.

# CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

## Note 43

Related Party Disclosers as identified by the management in accordance with the Indian Accounting Standard (Ind AS)-24 on "Related Party Disclosers" are as follows:

### 43.1 Name of Related Parties and related parties relationship

SI. No.	Name of Party	Nature of Relationship	
1	Key Management Personnel (KMP) and close members of their family	Sri Krishna Murari Poddar	Managing Director- KMP
		Smt. Uma Poddar	Non- executive Director and wife of Sri Krishna Murari Poddar
		Sri Gautam Modi	Non- executive Director
		Sri Arabinda De	Independent Director
		Sri Avinash Kumar Khaitan	Independent Director
		Sri B. K. Bhalotia	Independent Director
		Sri Arvind Kejarawal	Independent Director
		Sri Anubhav Poddar	Chief Financial Officer- KMP
		Smt. Smally Agarwal	Company Secretary - KMP
		Sri Vaibhav Poddar	President and son of Sri Krishna Murari Poddar
		Smt. Vrinda Poddar	Wife of Sri Anubhav Poddar
		Smt. Pritee Poddar	Son's wife of Sri K M Poddar
		Sri Shridhan Poddar	Son of Sri Anubhav Poddar
Sri Shrikritt Poddar	Son of Sri Anubhav Poddar		
2	Enterprises where KMP and /or close members of the family have significant influence or control	Likhami Trading & Manufacturing Company Ltd.	Common Control
		Vaibhav Heavy Vehicles Ltd.	Common Control
		Tetron Commercial Ltd.	Common Control
		Tetron Capital Ltd.	Common Control
		Nouveau Metal Industries Ltd.	Common Control
		Rashmi Properties & Investments Ltd.	Common Control
		Shree Vidyut Ltd.	Common Control
		Impact Stoneworks Pvt. Ltd	Common Control
		Kingstone Krystals Ltd.	Common Control
		Wink Retail Pvt. Ltd.	Common Control
		Coronation Refrigeration Industries Ltd.	Common Control
		Mindstream Agrico Private Limited	Common Control
		Impact Corporate Investments Private Ltd	Common Control
Balaji Infra & Logistics Private limited	Common Control		

### 43.2 Disclosure of Significant Transactions with related parties and the status of outstanding balances

Particulars	₹ in Thousand)	
	2022-23	2021-22
<b>1. Sri Krishna Murari Poddar</b>		
Opening Balance of Loan Borrowed	-	2551.32
Additional Loan Borrowed/ (Repaid)	-	(2500.00)
Gross Interest paid/ payable on loan	-	85.69
Remuneration and Perquisites	1067.52	896.15
Director Sitting fee Paid	-	15.00
Reimbursement of Expenses paid/ payable	224.94	-
Closing Balance of Expenses to be reimbursed	1.84	-
<b>2. Smt. Uma Poddar</b>		
Opening Balance of Loan Borrowed	-	5102.64
Additional Loan Borrowed/ (Repaid)	-	(5000.00)
Gross Interest paid/ payable on loan	-	181.23
Director Sitting fee Paid	10.00	20.00
Reimbursement of Expenses received	39.98	-
Closing Balance of Expenses receivable	13.65	-
<b>3. Sri Gautam Modi</b>		
Director Sitting fee	5.00	15.00
<b>4. Sri Arabinda De</b>		
Director Sitting fee paid	20.00	35.00
<b>5. Sri Avinash Kumar Khaitan</b>		
Director Sitting fee paid	20.00	25.00

# CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

Particulars	2022-23	2021-22
<b>6. Sri B. K. Bhalotia</b>		
Director Sitting fee paid	5.00	5.00
<b>7. Sri Arvind Kejarwal</b>		
Director Sitting fee paid	5.00	5.00
<b>8. Sri Anubhav Poddar</b>		
Remuneration and Perquisites paid	970.40	920.22
<b>9. Smt. Smally Agarwal</b>		
Remuneration and Perquisites paid	386.68	386.68
<b>10. Sri Vaibhav Poddar</b>		
Remuneration and Perquisites paid	94.33	728.82
<b>11. Sri Shridhan Poddar</b>		
Remuneration and Perquisites paid	480.00	480.00
<b>12. Likhmi Trading &amp; Manufacturing Company Ltd.</b>		
Rent received with GST	28.32	28.32
Opening Balance of Loan Borrowed	-	5016.63
Loan Borrowed/ (Repaid) during the year	-	(5000.00)
Interest Paid/ payable during the year	-	11.82
Closing Balance	-	-
<b>13. Vaibhav Heavy Vehicles Ltd.</b>		
Opening Balance	-	-
Rent received with GST	28.32	28.32
Reimbursement of Expenses received	11.38	
Closing Balance	NIL	-
<b>14. Tetron Commercial Ltd.</b>		
Opening Balance of Loan	-	-
Loan Borrowed/ (Repaid) during the year	5000.00	-
Interest Paid/ payable during the year	18.12	-
Rent received with GST	28.32	28.32
Closing Balance of Loan Borrowed with interest	5018.12	-
Corporate Guarantee to Canara Bank on behalf of CIL	122500.00	122500.00
<b>15. Tetron Capital Ltd.</b>		
Rent received with GST	28.32	28.32
Opening Balance of Loan Borrowed	-	6033.07
Loan Borrowed/ (Repaid) during the year	-	(6000.00)
Interest Paid/ payable during the year	-	230.10
Closing Balance	-	-
<b>16. Nouveau Metal Industries Ltd.</b>		
Opening Balance	-	-
Rent received with GST	28.32	28.32
Closing Balance	-	-
<b>17. Rashmi Properties &amp; Investments Ltd.</b>		
Opening Balance	-	-
Rent received with GST	28.32	28.32
Closing Balance	-	-
<b>18. Shree Vidyut Ltd.</b>		
Opening Balance	-	-
Rent received with GST	-	11.80
Rent paid with GST	155.76	147.84
Closing Credit Balance	-	-
<b>19. Impact Stoneworks Pvt. Ltd.</b>		
Opening Balance	-	-
Rent received with GST	14.16	14.16
Closing Balance	-	-
<b>20. Kingstone Krystals Ltd.</b>		
Opening Balance	-	-
Rent received with GST	14.16	14.16

**CEETA INDUSTRIES LIMITED (CIN: L15100KA1984PLC021494)****NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023**

Particulars	2022-23	2021-22
Closing Balance	-	-
<b>21. Wink Retail Pvt. Ltd.</b>		
Opening Balance	-	-
Rent received with GST	7.08	7.08
Closing Balance	-	-
<b>22. Coronation Refrigeration Industries Ltd.</b>		
Opening Balance of Security Deposit	500.00	500.00
Closing Balance of Security deposit	500.00	500.00
Rent Paid	840.00	840.00
Rent received with GST	28.32	28.32
Closing Balance of Rent Payable	189.00	-

**43.3** There is no loan or advances in the nature of loans granted to Promoters, Directors, Key Managerial personal or any other related party (as per Companies Act) either severally or jointly with any other persons, during the year/ previous year.

**43.4** Details of Compensation paid to KMP during the year are as follows: (₹ in Thousand)

Particulars	For the Year ended 31st March, 2023	For the Year ended 31st March, 2022
Short-term employee benefits	2424.60	2203.05
Post-employment benefits*	-	-
Other long-term benefits*	-	-

\*Post-employment benefits and other long-term benefits is being disclosed based on actual payment made on retirement/resignation of service, but does not include provisions made on actuarial basis as the same is available for all employees together.

**43.5 Terms and Conditions of transactions with related parties**

- The transactions with related parties have been entered at an amount which are not materially different from those on normal commercial terms.
- The amounts outstanding are unsecured and will be settled in cash and cash equivalent. No guarantees have been given or received.
- The remuneration of directors is determined by the Nominations & Remuneration Committee having regard to the performance of individuals and market trends.

**43.6** In respect of the above parties, there is no provision for doubtful debts as on 31st March, 2023 and no amount has been written off or written back during the year in respect of debt due from/ to them.

**43.7** No Loans and Guarantees are given under 186(4) of the Companies Act, 2013 and details of Investments is given in note no.-4

**Note 44**

Previous year Figures re-grouped or re-arranged wherever considered necessary.

**Signature of Notes 1 to 44 as per our annexed report of even date.**

For Ruwatia & Associates  
Chartered Accountants  
Firm Registration No.- 324276E

Mukesh Kumar Ruwatia  
Proprietor  
Membership No. 060231  
UDIN : 23060231BGWOMD6059  
Place : Kolkata  
Dated: 30-06-2023

On behalf of the Board

Anubhav Poddar  
Chief Financial Officer

Smally Agarwal  
Company Secretary  
Mem. No.-A56522

Krishana Murari Poddar  
Managing Director  
DIN : 00028012

Arabinda De  
Director  
DIN : 00028093