



# **38<sup>th</sup> ANNUAL REPORT 2022-2023**

## **CORPORATE INFORMATION**

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### **Board of Directors**

Mr. Ankit Jalan - Executive Director

Mr. Suraj Narayan Jaiswal - Director

Mrs. Mohini Agarwal – Director

Mr. Malay Chakrabarty – Executive Director

Mr. Umesh Kumar Dhanuka - Director

### **Key Managerial Personnel**

Mr. Ankit Jalan – CEO

Mrs. Rashmi Ranjan Debata – CFO

Manish Bhoot – Company Secretary

### **Statutory Auditors**

M/s. Baid Agarwal  
Singhi & Co Chartered  
Accountants

6, Lyons Range, Gate  
No. 2, 1<sup>st</sup> Floor  
Kolkata - 700 0001

### **Secretarial Auditor**

Pooja Bansal.

Company Secretaries  
Andul Halderpara  
Podrah Howrah-  
711109

### **Bankers**

AllahabadBank

Axis Bank

State Bank of India

### **Registrar & Transfer Agent**

Maheshwari Datamatics Pvt.  
Ltd. 6 Mangoe Lane, Kolkata -  
700 001 Ph.: (033) 2243  
5809/5029

### **Registered Office**

Agio Paper & Industries Ltd.  
41A, AJC Bose Road  
Suite No. 505 Diamond  
Prestige, Kolkata - 700 017  
Phone: +91-33-66044834  
E-mail: ho@agiopaper.com

### **Mill**

Village: Dhenka, P.O:  
Darrighat Masturi, Bilaspur -  
495 551 Chhattisgarh  
Ph.: +91-7752-257 010  
Fax: +91-7752-257 3

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## NOTICE

NOTICE is hereby given that the Thirty Eighth Annual General Meeting of the Members of Agio Paper & Industries Ltd. (CIN L21090WB1984PLC037968) will be held at **505, Diamond Prestige, 41A, AJC Bose Road, Kolkata - 700 017** on Friday the 29<sup>th</sup> September, 2023 at 10:30 A. M. to transact the following Business:

### Ordinary Business

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2023 together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mr. Ankit Jalan (DIN: 02577501), who retires by rotation and being eligible offers himself for re- appointment.

Date: 5<sup>th</sup> September, 2023

**Registered Office:**

41A, AJC Bose Road Suite No.  
505 Kolkata – 700 017

**CIN:** L21090WB1984PLC037968

**Phone:** (033) 66286654,

**Email:** ho@agiopaper.com,

**Website:** www.agiopaper.com

By Order of the Board  
**For Agio Paper & Industries Limited**

Malay Chakraborty  
Whole Time Director  
DIN: 03106149



**Notes:**

1. A member entitled to attend and vote at the Meeting is entitled to appoint a proxy and the proxy need not be a member of the Company.
2. The Proxy form must be deposited at the registered office of the Company not less than 48 hours before the scheduled hour of commencement of the meeting i.e. by 10:30 A. M. on 29<sup>th</sup> September, 2023.
3. Members/Proxies should bring their attendance slips duly filled in for attending the meeting.
4. Members are requested to bring their copy of the Annual Report with them at the Annual General Meeting, as the copies of the report will not be circulated at the meeting.
5. The Register of Members and Share Transfer Registers of the Company will remain closed from 21<sup>st</sup> September, 2023 to 29<sup>th</sup> September, 2023 (both days inclusive).
6. Members who hold shares in dematerialized form are requested to bring their Depository ID Number and Client ID Number for easier identification of attendance at the Annual General Meeting.
7. In terms of the provisions of Section 152 of the Act, Mr. Ankit Jalan retires by rotation at the Meeting. Save and except the above, none of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Business set out under Item Nos. 1 to 2 of the Notice.
8. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
9. A Member desirous of getting any information on the accounts or operations of the Company is requested to forward his request to the Company at least 10 days prior to the Meeting so that the required information can be made available at the Meeting.
10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company/ Registrar M/s Maheshwari Datamatics Pvt. Ltd., 23, R.N Mukherjee Road, 5th Floor, Kolkata - 700 001, Phone: 033 2243 5029/ 2248 2248, Fax: 033 2248 4787, E-mail: mdpldc@yahoo.com.
11. In compliance with the MCA Circulars and SEBI Circulars, the Notice of the 38<sup>th</sup> Annual General Meeting of the Company, interalia, indicating the process and manner of electronic voting ('e-voting') along with Attendance Slip, Proxy Form and Route Map and the Annual Report 2022-2023 are being sent only through electronic mode to all the members whose email IDs are registered with the Company/ Depository Participants(s) for communication purposes. Members who have not yet registered their email addresses are requested to register the same with their Depository Participants ("DPs").

12. In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has engaged the service of National Securities Depository Limited (NSDL) to provide the facility of electronic voting (e-voting) in respect of the Resolutions proposed at this Annual General Meeting. The Board of Directors has appointed Ms. Pooja Bansal Practicing Company Secretaries, as the Scrutinizer for this purpose.

In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard-2 on General Meeting (SS2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide member's facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL). The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

The remote e-voting period commences on 26<sup>th</sup> September, 2023 (9:00 AM) and ends on 28<sup>th</sup> September, 2023 (5:00 PM). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 22<sup>nd</sup> September, 2023, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter at 5.00 p.m. on 26<sup>th</sup> September, 2023. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

The process and manner for remote e-voting are as under:

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:





Step 1: Access to NSDL e-Voting system

**A) Login method for e-Voting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<p>1. If you are already registered for <b>NSDL IDeAS facility</b>, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com/">https://eservices.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the <b>“Beneficial Owner”</b> icon under <b>“Login”</b> which is available under <b>“IDeAS”</b> section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on <b>“Access to e-Voting”</b> under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or <b>e-Voting service provider - NSDL</b> and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period.</p> <p>2. If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select <b>“Register Online for IDeAS”</b> Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon <b>“Login”</b> which is available under <b>‘Shareholder/Member’</b> section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page.</p> <p>Click on options available against company name or <b>e-Voting service provider - NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>

	<p>3. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p><b>NSDL Mobile App is available on</b></p> <p>  App Store          Google Play       </p> <div style="display: flex; justify-content: space-around;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<p>1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</p> <p>2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com">https://web.cdslindia.com</a>.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL</p>

	Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
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**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

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

**B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

4. Your User ID details are given below:

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who holds shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The pdf file contains your 'User ID' and your 'initial password'.
  - ii. If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:

- a) Click on **“Forgot User Details / Password?”** (If you are holding shares in

- your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- b) **“Physical User Reset Password?”** you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number / folio number, your PAN, your name and your registered address.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e- Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
  8. Now, you will have to click on “Login” button.
  9. After you click on the “Login” button, Home page of e-Voting Will open.

**Step 2 Cast your vote electronically on NSDL e-Voting system**  
**How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter, etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [kirti.sharma2593@yahoo.com](mailto:kirti.sharma2593@yahoo.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is sent through e-mail and holding shares as of the cut-off date i.e. 22.09.2023, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” or “Physical User Reset Password” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no. 1800 1020 990 and 1800 22 44 30. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e 22.09.2023 may follow steps mentioned in the Notice of the AGM under Step 1 :“Access to NSDL e-Voting system”(Above).
3. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an



event, you will need to go through the [“Forgot User Details / Password?”](#) or [“Physical User Reset Password?”](#) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.

4. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to (Company email id).
2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account

statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to (Company email id). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**

3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**Date: 5th, September 2023**

**By the Order of the Board**

**For Agio Paper & Industries Limited**

**Sd/-**

**Registered Office:  
41A, AJC Bose Road  
Suite No. 505 Kolkata – 700 017**

**Malay Chakraborty  
Whole Time Director  
DIN: 03106149**

**ANNEXURE A**  
**Details of Directors seeking appointment/ re-appointment at the**  
**38<sup>th</sup> Annual General Meeting scheduled to be held on September 29, 2023**

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

Name of Director	Mr. Ankit Jalan
DIN	0257701
Date of Birth	December 22, 1983
Date of Appointment	04th May, 2016
Qualification	Bachelors of Science in Business Administration
Nature of Expertise	He has experience in the financial sector
Directorships held in other Indian public companies (other than Section 8 companies)	Bengal Orion Financial Hub Limited
Memberships / Chairmanships of Committees in other Company	None
Number of Equity Shares held in the Company	115468

## BOARD'S REPORT & MANAGEMENT DISCUSSION AND ANALYSIS

**Dear Shareholders,**

Your directors have pleasure in presenting the 38<sup>th</sup> Annual Report together with the Audited Statement of Accounts of Agio Paper & Industries Limited for the year ended March 31, 2023.

### 1. SUMMARISED FINANCIAL HIGHLIGHTS

**(Rs)**

	Current Year	Previous Year
Gross Turnover and other receipts	1,13,414	88,642
Profit / (Loss) before Exceptional Items and Depreciation	(1,34,35,744)	(1,19,89,798)
Less: Exceptional Items	-	-
Profit/(Loss) Before Depreciation	(1,34,35,744)	(1,19,89,798)
Less: Depreciation	8,06,544	8,06,544
Profit /(Loss) Before Tax	(1,42,42,288)	(1,27,96,342)
Less: Provision for taxation	-	6,41,088
Profit /(Loss) After Tax	(1,42,42,288)	(1,34,37,430)
Less: Other Comprehensive Income		
(i) Items that will not be reclassified to Profit or Loss	(1,34,030)	(1,27,923)
Profit /(Loss) Net Tax and Comprehensive Income	(1,41,08,258)	(1,33,09,507)

### 2. BUSINESS PERFORMANCE

The Operation of paper factory at Bilaspur is under suspension since 6th October, 2010 because of pollution control issues. Efforts are being made to comply with the norms and alternate means are also explored to start the factory along with new paper mill and power plant. In view of future plans and valuation of fixed Assets of the company, no impairment of fixed assets is envisaged by the management.

### 3. FUTURE OUTLOOK

Being restricted by the Central Pollution Control Board's order the option of exploring other areas of business has always been in the mind of management till the restrictions are lifted. The company is constantly envisaging the avenues related to generation of energy from renewable resources.

### 4. DIVIDEND

In absence of any production activities no operational profit was generated for recommendation of dividend for the financial year ended 31<sup>st</sup> March, 2023.

## 5. SHARE CAPITAL

The paid-up Equity Share Capital as on March 31, 2023 was Rs.16.12 crores and Preference Share Capital has increased from Rs. 327,860,500 to Rs. 331,060,500. During the year ended 31st March, 2023 the company has issued 34500 Preference Shares.

Date of Allotment	No. of Preference Shares Allotted
12-05-2022	15,000
19-08-2022	13,000
11-01-2023	4,000
<b>Total</b>	<b>32,000</b>

The company has passed a board resolution for issue of 2500 of 10% Non-cumulative Redeemable Preference Shares having par value of Rs. 100 each per share on 6th February 2023 but the filing of forms for allotment of such shares has not been done as on the date of balance sheet and therefore the effect of the same has not been considered here.

## 6. CREDIT FACILITIES

The company is debt free with no debts existing to Banks or Financial Institutions.

## 7. PAPER INDUSTRY OUTLOOK AND OPPORTUNITIES

The paper industry in India has become more promising as the domestic demand is on the rise. Increasing population and literacy rate, growth in GDP, improvement in manufacturing sector and lifestyle of individuals are expected to account for the growth in the paper industry of India.

## 8. CORPORATE SOCIAL RESPONSIBILITY

Even though the provisions of Companies Act, 2013 regarding Corporate Social Responsibility are not attracted to the company yet the Company has been, over the years, pursuing as part of its corporate philosophy, an unwritten CSR policy voluntarily which goes much beyond mere philanthropic gestures and integrates interest, welfare and aspirations of the community with those of the Company itself in an environment of partnership for inclusive development.

## 9. HUMAN RESOURCES

The well-disciplined workforce who has served the company for three decades lies at the very foundation of the company's major achievements and this trend is set to continue. The management has always carried out systematic appraisal of performance and imparted training at periodic intervals. The company has always recognized talent and has judiciously followed the principal of rewarding performance.

## **10. BUSINESS RISK MANAGEMENT**

The prudent principles of risk minimization no longer are an option but have become a compulsion these days.

In keeping with these norms, the board took a well-informed decision to initiate the procedure and thereafter formally adopted steps for framing, implementing and monitoring the risk management plan for the company.

The objective of this policy is ensuring stability of business and its sound growth and also to promote a pro- active approach in reporting, evaluating and resolving risks associated with the business. In order to achieve the key objective, the policy establishes a structured and disciplined approach to Risk Management, in order to guide decisions on risk related issues.

In today's challenging and competitive environment, strategies for mitigating inherent risks in accomplishing the growth plans of the Company are imperative. The common risks inter alia are: Regulations, competition, Business risk, Technology obsolescence, Investments, retention of talent and expansion of facilities. Business risk, inter-alia, further includes financial risk, political risk, fidelity risk, legal risk. As a matter of policy, these risks are assessed and steps as appropriate are taken to mitigate the same.

## **12. INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY**

The system of internal control as well as Internal Financial Controls over Financials which are established are commensurate with the size and nature of business. Detailed procedures are in place to ensure all assets are safeguarded and protected against loss and all transactions are authorized, recorded and reported properly. The internal control system are monitored and evaluated by internal auditors and their reports are reviewed by the audit committee. Even through this non-production period the Company continues to ensure proper and adequate systems and procedures commensurate with its size and nature of its business.

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

Pursuant to Section 177 of the Companies Act, 2013 the Company has complied with the laws and the codes of conduct applicable to it and has ensured that the business is conducted with integrity and accordingly the Company has adopted a vigil mechanism policy. This policy is explained in corporate governance report and also Posted on the website of company.

## **14. SEXUAL HARASSMENT POLICY**

The Company has also framed a policy on prevention of Sexual Harassment of Women at Workplace which commits to provide a workplace that is free from all forms of discrimination, including sexual harassment.

As per the Policy, any complaint received shall be forwarded to an Internal Complaint Committee ("ICC") formed under the Policy for redressal. The investigation shall be carried out by ICC constituted for this purpose. There was no such complaint during the year.

A	Number of Complaints Filed during the FY	0
B	Number of Complaints Disposed of during the FY	0
C	Number of Complaints pending as on the end of the FY	0

## 15. DIRECTORS & COMMITTEES

During the year under review, there was no change in composition of the Board of Directors. The composition of the Board and KMPs as on March 31, 2023 are given below:

Sl. No.	DIN/PAN	NAME	DESIGNATION	CATEGORY
1.	02577501	ANK IT JALAN	Managing Director	Executive Director/ Key Managerial Person
2.	AIAPJ5967D	ANKIT JALAN	CEO(KMP)	Key Managerial Person
3.	ALSPD3810E	RASHMI RANJAN DEBATA	CFO	Key Managerial Person
4.	07632857	MOHINI AGARWAL	Director	Non-Executive & Independent Director
5.	03106149	MALAY CHAKRABARTY	Whole Time Director	Executive Director/ Key Managerial Person
6.	01666884	UMESH KUMAR DHANUKA	Director	Non-Executive & Independent Director
7.	08535572	SURAJ NARAYAN JAISWAL	Director	Non-Executive & Independent Director
8.	AMBPA1229N	RAHUL AGARWAL	Company Secretary	Key Managerial Person

## 16. BOARD EVALUATION

Pursuant to the provisions of companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015, the Board has carried out annual performance evaluation of its own performance, the directors individually as well the evaluation of the working of its Audit, Nomination & Remuneration and Stakeholder committee. The manner in which the evaluation has been carried out has been explained in Corporate Governance Report.

## 17. REMUNERATION POLICY

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their Remuneration. The Remuneration Policy is stated in the Corporate Governance Report.

## 18. MEETINGS

During the year Eight Board Meetings and two Independent Directors' meeting was held. The Details of which are given in Corporate Governance Report. The provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, as amended from time to time were adhered to while considering the time gap between two meetings.

## 19. AUDIT COMMITTEE

The company is having an audit committee comprising of the following directors:

Name	Status	Category
Mr. Suraj Narayan Jaiswal	Chairperson	Non Executive & Independent Director
Mr. Ankit Jalan	Member	Executive Director
Mrs. Mohini Agarwal	Member	Non Executive & Independent Director

## 20. NOMINATION AND REMUNERATION COMMITTEE

The company is having a Nomination and Remuneration committee comprising of the following directors:

Name	Status	Category
Mr. Suraj Narayan Jaiswal	Chairperson	Non Executive & Independent Director
Mr. Umesh Kumar Dhanuka	Member	Non Executive & Independent Director
Mrs. Mohini Agarwal	Member	Non Executive & Independent Director

## 21. STAKEHOLDERS RELATIONSHIP COMMITTEE

The company is having a Stakeholders Relationship Committee comprising of the following directors:

Name	Status	Category
Mrs. Mohini Agarwal	Chairperson	Non Executive & Independent Director
Mr. Malay Chakrabarty	Member	Executive Director
Mr. Ankit Jalan	Member	Executive Director

## 22. DIRECTORS' RESPONSIBILITY STATEMENT

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134(3)(c) of the Companies Act, 2013:

- that in the preparation of the annual financial statements for the year ended March 31, 2023, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- that such accounting policies as mentioned in Notes to the Financial Statements have been selected and applied consistently and judgment and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2023 and of the profit of the Company for the year ended on that date;
- that 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;
- that the annual financial statements have been prepared on a going concern basis;
- that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively.
- that systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

## 23. RELATED PARTY TRANSACTIONS

There were no material contracts or arrangements entered into by the company in accordance with provisions of section 188 of the Companies Act, 2013. All Related party Transactions in usual course were placed before the Audit Committee as also the Board



for approval. The policy on Related Party Transactions as approved by the Board is uploaded on the Company's website.

## **24. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS**

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.

## **25. AUDITORS**

### **STATUTORY AUDITORS**

As per section 139(8) of the Companies Act, 2013, M/s Baid Agarwal Singhi & Co, Chartered Accountants, (FRN: 328671E), were appointed as statutory Auditors of the Company in the Annual General Meeting held on 25.09.2021 for a period of five years till the conclusion of Annual General Meeting to be held in the year 2026.

### **SECRETARIAL AUDITORS**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Miss Pooja Bansal (CP No.: 18524, Membership No.: 50458), Company Secretaries to undertake the secretarial audit of the company. The Secretarial Audit Report is annexed herewith as '**Annexure 1**'.

### **INTERNAL AUDITORS**

M/s VSNB & Associates, (Firm Registration No.- 330017E) Chartered Accountants performs the duties of internal auditors of the company and their report is reviewed by the audit committee from time to time.

### **COST AUDITORS**

Appointment of Cost Auditors and maintenance of Cost Records is not applicable to the Company.

## **26. CORPORATE GOVERNANCE**

As per SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 as amended from time to time of the Listing Agreement with the Stock Exchanges, a separate section on corporate governance practices followed by the Company, together with a certificate from the Company's Secretarial Auditor confirming compliance forms an integral part of this Report.

## **27. ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule, 8 of The Companies (Accounts) Rules, 2014, is annexed herewith as "Annexure 2".

## **28. ANNUAL RETURN**

A copy of the annual return as provided under sub-section (3) of section 92 of the Companies Act, 2013 ('the Act'), in the prescribed form, which will be filed with Registrar of Companies/MCA, is hosted on the Company's website and can be accessed at <http://agiopaper.co.in>

## **29. PARTICULARS OF EMPLOYEES**

The particulars of the employees who are covered by the provisions contained in Rule 5(2) and rule 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended are:

- a) Employed throughout the year Nil
- b) Employed for part of the year Nil

The remuneration paid to all Key management Personnel was in accordance with remuneration policy adopted by the company.

## **30. IMPAIRMENT OF ASSETS & CAPITAL WORK-IN-PROGRESS**

The paper plant was closed on 6<sup>th</sup> October, 2010 to fulfill certain pollution control measures. The management of the Company has disposed off its entire plant & machinery and substantial portion of CWIP during the last year. The management of the company is considering various alternative business plans to utilize the remaining PPE of the company. Further, the management does not for see any impairment in the remaining PPE of the company.

## **31. FINANCIAL VIABILITY OF COMPANY**

The financial viability of the company is totally dependent on the ability of the company to infuse funds into the company.

## **32. ACKNOWLEDGEMENTS**

The company has been very well supported from all quarters and therefore your directors wish to place on record their sincere appreciation for the support and co-operation received from Employees, Dealers, Suppliers, Central and State Governments, Bankers and others associated with the Company.

Your Directors wish to thank the banks, financial institutions, shareholders and business associates for their continued support and cooperation.

We look forward to receiving the continued patronage from all quarters to become a better and stronger Company.

### **33. CAUTIONARY STATEMENT**

The statements contained in the Board's Report and Management Discussion and Analysis contain certain statements relating to the future and therefore are forward looking within the meaning of applicable securities, laws and regulations.

Various factors such as economic conditions, changes in government regulations, tax regime, other statutes, market forces and other associated and incidental factors may however lead to variation in actual results.

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

Kolkata

ANKIT JALAN

MALAY CHAKRABORTY

Date: 23.05.2023

(Executive Director)

(Executive Director)

**DIN: 02577501**

**DIN: 03106149**



**POOJA BANSAL**  
Practicing Company Secretary  
Membership No. 50458  
COP No. 18524

Flat No. F1, 5th floor, Respect Home,  
Andul Road, Halderpara, Podrah,  
Howrah - 711109  
Email Id- [pujab35@gmail.com](mailto:pujab35@gmail.com)  
Contact No. 9038589527

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SECRETARIAL AUDIT REPORT  
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023

[Pursuant to section 204(1) of the Companies Act, 2013 and rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,  
The Members  
**AGIO PAPER & INDUSTRIES LIMITED**

CIN: L21090WB1984PLC037968

505 Diamond Prestige 41A AJC Bose Road,  
Kolkata-700017

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

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31 March 2023 ('Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

- (iv) Foreign Exchange Management Act, 1999, and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018
  - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 – **No events / actions occurred during the Audit Period in pursuance of this regulation;**
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 – **No events / actions occurred during the Audit Period in pursuance of this regulation;**
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 – **No events / actions occurred during the Audit Period in pursuance of this regulation;**
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 – **No events / actions occurred during the Audit Period in pursuance of this regulation;** and
  - (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015; and
- (vi) Other specifically applicable laws to the Company.

I report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with all the laws applicable specifically to the Company.

I have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India.

I have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company.

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

I further report that:

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors including Woman Director. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notice is given to all directors for the Board Meetings, including Committees thereof, along with agenda and detailed notes on agenda at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting by the directors.
- All decisions at Board Meetings and Committee Meetings are carried out unanimously and recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

I further report that the compliance by the Company of applicable financial laws such as direct and indirect tax laws and maintenance of financial records and books of accounts have not been reviewed in this audit since the same have been subject to review by the statutory financial auditors, tax auditors and other designated professionals.

I further report that as per the explanations given to me and the representation made by the Management and relied upon by me, there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period, there was no other event/action having major bearing on the Company's affairs.

**Pooja Bansal**  
**Practicing Company Secretary**  
**ACS No.: 50458**  
**CP No.: 18524**  
**Peer Review No. 1725/2022**  
  
**UDIN: A050458E000363221**

Date : May 23, 2023  
Place : Kolkata

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



**POOJA BANSAL**  
**Practicing Company Secretary**  
**Membership No. 50458**  
**COP No. 18524**

**Flat No. F1, 5th floor, Respect Home,**  
**Andul Road, Halderpara, Podrah,**  
**Howrah - 711109**  
**Email Id- [pujab35@gmail.com](mailto:pujab35@gmail.com)**  
**Contact No. 9038589527**

**‘ANNEXURE A’**

To,  
The Members  
**AGIO PAPER & INDUSTRIES LIMITED**

CIN: L21090WB1984PLC037968

505 Diamond Prestige 41A AJC Bose Road,  
Kolkata-700017

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, I followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards 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.

**Pooja Bansal**  
**Practicing Company Secretary**  
**ACS No.: 50458**  
**CP No.: 18524**  
**Peer Review No. 1725/2022**  
**UDIN: A050458E000363221**

Date : May 23, 2023  
Place : Kolkata



**POOJA BANSAL**  
Practicing Company Secretary  
Membership No. 50458  
COP No. 18524

Flat No. F1, 5th floor, Respect Home,  
Andul Road, Halderpara, Podrah,  
Howrah - 711109  
Email Id- [pujab35@gmail.com](mailto:pujab35@gmail.com)  
Contact No. 9038589527

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**  
(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,  
The Members

**AGIO PAPER & INDUSTRIES LIMITED**

CIN: L21090WB1984PLC037968

505 Diamond Prestige 41A AJC Bose Road,  
Kolkata-700017

I have examined the relevant registers, records, forms, returns and the disclosures received from the Directors of AGIO PAPER & INDUSTRIES LIMITED, having CIN L21090WB1984PLC037968, and registered office at 505 Diamond Prestige, 41A AJC Bose Road, Kolkata - 700017 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2023, have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority:

Sr. No.	Name of Director	DIN	Date of appointment in Company
1.	Mr. Umesh Kumar Dhanuka	01666884	01/02/2019
2.	Mr. Ankit Jalan	02577501	13/02/2021
3.	Mr. Malay Chakrabarty	03106149	10/09/2018
4.	Ms. Mohini Agarwal	07632857	12/11/2016
5.	Mr. Suraj Narayan Jaiswal	08535572	18/10/2019

Ensuring the eligibility of the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification.

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

**Pooja Bansal**  
**Practicing Company Secretary**  
**ACS No.: 50458**  
**CP No.: 18524**  
**Peer Review No. 1725/2022**  
**UDIN: A050458E000363210**

Date : May 23, 2023

Place : Kolkata



## ANNEXURE 2

### A. CONSERVATION OF

#### ENERGY POWER:

**a) Efforts made for conservation of energy: -**

- (i) By controlling process parameters.
- (ii) Replacement of high capacity motor.
- (iii) Installation of energy saving lamps wherever possible in plant and colony.
- (iv) Replacing old pumps & motors by high efficiency Pumps & low power consumption motors.
- (v) By changing process pipe line system.

**b) Additional investment and proposal, if any:**

- (i) Self-power generation unit to overcome power tripping and breakdown in supply from Chhattisgarh State Electricity Board (CSEB).
- (ii) For better efficiency of Boiler and pollution free emission we are installing Electro Static Precipitator (ESP) in power plant.

**c) Impact of above measures on consumption of energy: -**

Saving in consumption of electricity & steam.

**d) Capital investment on energy conservation equipments**

Capital investments were incurred previously but nothing during the previous year.

**e) Power & Fuel Consumption:**

Refer Form 'A' attached

### B. TECHNOLOGY ABSORPTION

Refer Form 'B' attached.

### C. FOREIGN EXCHANGE EARNING AND OUTGO

(Rs. In Lacs)

	2022 – 23	2021 – 22
Earning: Export	Nil	Nil
Outgo: Imports	Nil	Nil
Outgo on repayment of unsecured loan	Nil	Nil

**FORM A**

	2022 – 23	2021 – 22
<b>A. POWER &amp; FUEL CONSUMPTION</b>		
<b>1. ELECTRICITY:</b>		
<b>a) Chhattisgarh State Electricity Board</b>		
Units (KWH in lacs)	0.05	0.06
Total Amount (Rs. in Lacs)	0.49	0.66
Rate/KWH (In Rs.)	11.15	11.15
<b>b) Own Generation</b>		
i) Through Diesel (KWH in Lacs)	NIL	NIL
ii) Through Steam Turbine Generator	NIL	NIL
<b>2. Coal:</b>		
<b>a) Grade E (ROM)</b>		
Quantity (MT) Total	NIL	NIL
Cost (Rs. In Lacs)	NIL	NIL
Average rate	NIL	NIL
<b>b) ROM (Washery)</b>		
Quantity (MT)	NIL	NIL
Total Cost (Rs. in Lacs)	NIL	NIL
Average rate	NIL	NIL
<b>3. RICE HUSK</b>		
Quantity (MT)	NIL	NIL
Total Cost (Rs. In Lacs)	NIL	NIL
Average rate	NIL	NIL
<b>4. CONSUMPTION PER UNIT OF PRODUCTION</b>		
Electricity (KWH/MT)	NIL	NIL
Coal/Husk (MT/MT)	NIL	NIL

## FORM B

### TECHNOLOGY ABSORPTION: -

#### I. RESEARCH AND DEVELOPMENT (R & D)

##### Specific areas in which the Company carried out R & D:

In the current year the company has not undertaken any Research & Development Work as the plant is shut down as a result of orders from relevant authority.

##### Future Plan of action:

- a) Installation of ESP in power plant boiler-reduce the Air pollution load in ambient.
- b) Minimum use of fresh water and recycling of such water.

##### Expenses on R & D:

a) Capital	The development work is carried by the concerned department on an ongoing basis. The expenses and the cost of assets are grouped the respective heads.
b) Recurring	
c) Total	
d) Total R & D expenditure under As a % of total turnover	

#### II. Technology absorption, adaptation and innovation :

NIL

## CORPORATE GOVERNANCE

### COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

#### The company

Corporate Governance is to put in place a system of checks and balances for the benefit of all stakeholders. It rests on the four cornerstones of fairness, transparency, accountability and responsibility. It extends beyond corporate law and encompasses the entire spectrum of functioning of a Company. The Corporate Governance is about commitment to values and integrity in directing the affairs of the Company and it is a collective responsibility of each of the three pillars of an enterprise - the board of directors, shareholders and management. The Company believes and is committed to and always strives for excellence through adoptions of good corporate governance which are founded upon the core values of adherence to the ethical business practices, delegations, responsibilities and accountabilities, honesty and transparency, empowerment, independent monitoring and environmental consciousness in the functioning of the management and the Board; true, complete and timely disclosures and compliance of law, ultimately resulting in maximizing shareholders' value and protecting the interest of the other stakeholders.

### BOARD COMPOSITION

#### Size and Composition of Board of Directors Board of Directors

- i The Company has 5 Directors of which 2 are Executive Directors and 3 are Non-Executive and Independent Directors and also a woman director who falls in the category of Non-Executive and independent director. The composition of the Board is in conformity with regulation 17 of the SEBI (Listing Obligations and Disclosures) Regulations, 2015 requirements.
- ii The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year and the number of Directorships and Committee Chairmanship /Memberships held by them in other companies is given below. Other directorships do not include alternate directorships, directorships of Private Limited Companies, section 8 companies, and of companies incorporated outside India. Chairmanship / Membership of Board Committees include only Audit committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee.

Name of the Director	Category	Attendance Particulars		No. of Directorship and other committee Membership/Chairmanship			No. of shares held in the Company as on 31.03.2023
		Board Meeting	Last AGM	Directorship	Committee Membership	Chairmanship	
Mr. Ankit Jalan	Executive Director, CEO	13	Yes	1	2	Nil	1,15,468
Mr. Suraj Narayan Jaiswal	Independent Director	13	Yes	1	2	2	Nil
Mrs. Mohini Agarwal	Independent Director	13	Yes	1	3	1	Nil
Mr. Malay Chakrabarty	Executive Director	13	Yes	1	1	Nil	Nil
Mr. Umesh Kumar Dhanuka	Independent Director	13	Yes	1	1	Nil	Nil

None of the present directors are "Relative" of each other as defined in section 2 (77) of companies act, 2013 and Rule 4 of the companies (Specification of definitions details) Rule 2014.

Eight Board Meetings were held during the year and the gap between two meetings did not exceed four months. The dates on which the Board Meetings were held are as follow:

- 29<sup>th</sup> April, 2022
- 12<sup>th</sup> May, 2022
- 23<sup>rd</sup> June, 2022
- 11<sup>th</sup> August, 2022
- 19<sup>th</sup> August, 2022
- 3<sup>rd</sup> September 2022
- 28<sup>th</sup> September 2022
- 15<sup>th</sup> October, 2022
- 14<sup>th</sup> November, 2022
- 11<sup>th</sup> January, 2023
- 14<sup>th</sup> February 2023
- 16<sup>th</sup> February, 2023
- 28<sup>th</sup> March, 2023

During the year, information as mentioned in part A of schedule II of SEBI (Listing Obligations and Disclosures) Regulations, 2015 requirements has been placed before the Board for its consideration.

The company issued formal letters of appointment to Independent directors in the manner as provided in the Companies Act, 2013. The terms and conditions of appointment are disclosed on the website of the company. The company has formulated a policy to familiarize the independent directors with the company, their roles, rights, responsibilities in the company, nature of the industry in which the company operates, business model of the company, etc., through various programmes. The details of such familiarization programmes are disclosed in the website of the company at the following link <http://www.agiopaper.com/Compliance.html>.

## Code of Conduct for Board members and Senior Management:

The Board of Directors has laid down the code of conduct for all the Board members and members of the Senior Management of the Company. Additionally, all independent directors of the company shall be bound by duties of independent directors as set out in the Companies Act, 2013 read with the Schedules and Rules thereunder. All the Board members and Senior Management personnel have affirmed compliance with the code of conduct. The Code of Conduct is available on the website of the company.

## BOARD COMMITTEES

The terms of reference of Board Committees are determined by the Board from time to time. Presently the Company has three committees i.e Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee. All the decisions pertaining to the constitution of the Committees, appointment of members, and fixing of terms of reference for committee members are taken by the Board of Directors. Details on the role and composition of these committees, including the number of meetings held during the financial year and the related attendance, are provided below:

## AUDIT COMMITTEE

The audit committee is constituted in accordance with the provisions of Companies Act, 2013 and the SEBI (Listing Obligations and Disclosures) Regulations, 2015 as amended from time to time and it continues to perform its tasks under the companies Act, 2013 as well as SEBI (Listing Obligations and Disclosures) Regulations, 2015. The major tasks performed by the audit committee may be grouped under the following heads:

### Statutory audit, internal audit, reporting and other aspects

- i. The Audit Committee of the Company is entrusted with the responsibility to supervise the Company's internal controls and financial reporting process. The Committee acts as a link between the Management, Auditors and the Board of Directors of the Company and has full access to the financial Information.
- ii. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible and ensuring timely submission to statutory authorities.
- iii. Reviewing the Management Discussion & Analysis of financial and operational performance.
- iv. Reviewing, with the management, the quarterly financial statements and annual financial statements and auditor's report thereon before submission to the board for approval.
- v. Review the adequacy and effectiveness of the company's system and internal control.
- vi. Evaluation of internal financial controls and risk management systems.
- vii. To review the functioning of the Whistle Blower mechanism.

## Audit & other duties

- i. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- ii. Discussion with internal auditors of any significant findings and follow up there on.
- iii. Review and recommend to the Board the appointment/re-appointment of the Statutory Auditors and internal Auditors considering their independence and effectiveness and their replacement and removal.
- iv. To recommend to the Board the remuneration of the Statutory Auditors and internal auditors.
- v. To grant approval for related party transactions which are in the ordinary course of business and on an arm's length pricing basis and to review and approve such transactions subject to the approval of the Board.

**Composition of Audit Committee and attendance of each Director during the meetings held in financial year 2022-23 are given below:**

Name	Status	Category	No of Meetings Attended during the year 2022-23
Mr. Satya Narayan Jaiswal	Chairman	Non-Executive & Independent Director	12
Mr. Ankit Jalan	Member	Executive Director	12
Mrs. Mohini Agarwal*	Member	Non-Executive & Independent Director	12

Three Audit Committee meetings were held during the year and the gap between two meetings never exceeded four months. The dates on which such meetings were held are as follows:

29.04.2022, 12.05.2022, 23.06.2022, 11.08.2022, 19.08.2022, 03.09.2022, 28.09.2022, 15.10.2022, 14.11.2022, 11.01.2023, 14.02.2023 and 16.02.2023

The company secretary acts as the secretary to the committee.

## NOMINATION AND REMUNERATION COMMITTEE

The remuneration committee was renamed and reconstituted as Nomination and Remuneration Committee at a board meeting held on 26.09.2014. The committee continues to perform its tasks under the companies Act, 2013 as well as SEBI (Listing Obligations and Disclosures) Regulations, 2015. The major tasks performed by the audit committee may be grouped under the following heads:

The terms of reference of the committee are as follows:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
2. Formulation of criteria for evaluation of Independent Directors and the Board;
3. Devising a policy on Board diversity;
4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.

The remuneration policy as adopted by the company envisages payment of remuneration according to qualification, experience and performance at different levels of the organization. The workers at the factory as well as those rendering clerical, administrative and professional services are suitably remunerated according to the industry norms.

Although no remuneration is paid to any director at present the company retains the option to do so in future. As and when it is done it shall be revealed in the report.

During the year one (one) committee meetings were held which were chaired during the year by Mr. Suraj Narayan Jaiswal who has been appointed as chairman.

The dates on which such meetings were held are as follows:

29.04.2022, 11.08.2022 and 14.02.2023

**The details of the composition of the Nomination and Remuneration Committee are as under:**

Name	Status	Category	No. of meeting during the year 2022-23	
			Held	Attended
Mr. Satya Narayan Jaiswal	Chairman	Non-Executive & Independent Director	3	3
Mr. Umesh Kumar Dhanuka	Member	Non-Executive & Independent Director	3	3
Mrs. Mohini Agarwal	Member	Non-Executive & Independent Director	3	3

## STAKEHOLDERS RELATIONSHIP COMMITTEE

The Shareholders / Investors Grievance committee was renamed and reconstituted as Stakeholders Relationship Committee at a board meeting held on 26.09.2014. The committee continues to perform its tasks under the companies Act, 2013 as well as the SEBI (Listing Obligations and Disclosures) Regulations, 2015. The major tasks performed by the audit committee may be grouped under the following heads:

The Committee performs following functions:

- Transfer/Transmission of shares
- Issue of Duplicate Share Certificates.



- Review of Share dematerialization and re-materialization.
- Monitoring the expeditious Redressal of Investor Grievances.
- Monitoring the performance of company's Registrar & Transfer Agent.
- All other matters related to the shares.

During the year 1 (One) committee meeting was held which was chaired by Mrs. Mohini Agarwal, who has been appointed as chairman. The dates on which such meetings were held are as follows:

29.04.2022, 11.08.2022 and 14.02.2023

The details of the composition of the Stakeholders Relationship Committee are as under:  
The details of composition of the Committee are as under:

Name	Status	Category	No. of meeting during the year 2022-23	
			Held	Attended
Ankit Jalan	Member	Executive Director	3	3
Mohini Agarwal	Chairperson	Non-Executive & Independent Director	3	3
Malay Chakrabarty	Member	Executive Director	3	3

Mr. Rahul Agarwal, Former Company Secretary was the Compliance Officer during the year under review. He performed the functions of monitoring the complaints received vis-à-vis share transfer and other related processes and reported them to the Board. He also carried out his responsibility as liaison officer with the investors and regulatory authorities, such as SEBI, Stock Exchanges, Registrar of Companies, R.B.I in respect of implementing laws rules and regulations, and directives of such authorities concerning investor service and complaints.

No complaints were received from the shareholders during the year.

## INDEPENDENT DIRECTORS' MEETING

During the year under review, the Independent Directors met on February 14<sup>th</sup> 2023 and March 31, 2023, inter alia to discuss:

- review the performance of non-independent directors and the Board as a whole;
- review the performance of the Chairperson of the company, taking into account the views of executive directors and non-executive directors;
- assess 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.

## **FORMULATION OF POLICY FOR SELECTION AND APPOINTMENT OF DIRECTORS AND THEIR REMUNERATION**

The Nomination and Remuneration Committee discussed and thereafter decided upon the policy for selection of appointment of directors and their remuneration. The highlights of this policy are as follows:

### **1. Criteria of selection of Non-Executive Directors**

- a. The Non-Executive Directors shall be of high integrity with relevant expertise and experience so as to have a diverse Board with Directors having expertise in the fields of manufacturing, marketing, finance, taxation, law, governance and general management.
- b. In case of appointment of Independent Directors, the Committee shall satisfy itself with regard to the independent nature of the Directors vis-à-vis the Company so as to enable the Board to discharge its function and duties effectively.
- c. The Board hereby confirms that the Independent Directors on the Board of the Company fulfil all the desired requirements and are independent of the Management.
- d. The Committee shall ensure that the candidate identified for appointment as a Director is not disqualified for appointment under Section 164 of the Companies Act, 2013.
- e. The Committee shall consider the following attributes / criteria, whilst recommending to the Board the candidature for appointment as Director.
  - i. Qualification, expertise and experience of the Directors in their respective fields;
  - ii. Personal, Professional or business standing;
  - iii. Diversity of the Board.
- f. In case of re-appointment of Non-Executive Directors, the Board shall take into consideration the performance evaluation of the Director and his engagement level.

### **2. Remuneration**

The Non-Executive Directors shall be entitled to receive remuneration by way of sitting fees for participation in the Board / Committee meetings and commission as detailed hereunder:

A Non-Executive Director shall be entitled to receive sitting fees for each meeting of the Board or Committee meeting attended by him/her at his/her discretion of such sum as may be approved by the Board of Directors within the overall limits prescribed under the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014;

- i. The Committee may recommend to the Board, the payment of commission on uniform basis, to reinforce the principles of collective responsibility of the Board.
- ii. The payment of such commission would be at the discretion of board only and shall not exceed 1% of the net profit of the Company;
- iii. The Independent Directors of the Company shall not be entitled to participate in the Stock Option Scheme of the Company, if any, introduced by the Company.

### **3. Managing Director & Whole Time Director - Criteria for selection / appointment**

For the purpose of selection of the Managing Director or Whole Time Director the Committee shall identify persons of integrity who possess relevant expertise, experience and leadership qualities required for the position and shall take into consideration recommendation, if any, received from any member of the Board.

The Committee will also ensure that the incumbent fulfills such other criteria with regard to age and other qualifications as laid down under the Companies Act, 2013 or other applicable laws.

Remuneration for the Managing Director or Whole Time Director

- i. At the time of appointment or re-appointment, the Managing Director or Whole Time Director may be paid such remuneration as may be mutually agreed between the Company (which includes the nomination & Remuneration Committee and the Board of Directors) and the Managing Director or Whole Time Director within the overall limits prescribed under the Companies Act, 2013.
- ii. The remuneration shall be subject to the approval of the Members of the Company in General Meeting.
- iii. The remuneration of the Managing Director or Whole Time Director may be broadly divided into fixed and variable components. The fixed component shall comprise salary, allowances, perquisites, amenities and retire benefits. The variable component shall comprise performance bonus.
- iv. In determining the remuneration (including the fixed increment and performance bonus) the Committee shall ensure / consider the following:
  - a. The relationship of remuneration and performance benchmarks is clear;
  - b. Balance between fixed and incentive pay reflecting short- and long-term performance objectives, appropriate to the working of the Company and its goals;
  - c. Responsibility required to be shouldered by the Managing Director or Whole Time Director, the industry benchmarks and the current trends.

### **REMUNERATION POLICY FOR THE SENIOR MANAGEMENT EMPLOYEES**

- i. In determining the remuneration of the Senior Management Employees (i.e. KMPs and senior officers just below the board level) the Committee shall ensure / consider the following:
  - i. the relationship of remuneration and performance benchmark is clear;
  - ii. the balance between fixed and incentive pay reflecting short and long term performance objectives, appropriate to the working of the Company and its goals;
  - iii. the remuneration is divided into two components viz. fixed component comprising salaries, perquisites and retirement benefits and a variable component comprising performance bonus;

- ii. The remuneration including annual increment and performance bonus is decided based on the criticality of the roles and responsibilities, the Company's performance vis-à-vis the annual budget achievement, Individuals performance and current compensation trends in the market.
- iii. The Managing Director or Whole Time Director will carry out the individual performance review based on the standard appraisal matrix and shall take into account the appraisal score card and other factors and thereafter shall recommend the annual increment and performance incentive to the Committee for its review and approval.

### **SKILLS / EXPERTISE / COMPETENCIES OF THE BOARD OF DIRECTORS**

The Board of Directors of the Company comprise of members who have the adequate knowledge about the running of the company and its market conditions.

In compliance with the Listing Regulations, the Board of Directors of the Company has identified the list of core skills / expertise / competencies of the Board of Directors in the context of the Company's business and its sector for effective functioning, which are currently available with the Board:

Marketing and Branding	Experience of accomplishing sales, understanding of market & consumers and contemporary marketing strategy.
Finance and Accounts	Leadership experience in handling financial management. Experience in manufacturing sector accounting.
Product Knowledge, Business Strategies and Planning	Knowledge of product, understanding of diverse business environment, changing socio-economic conditions and regulatory framework.
Regulatory Compliance, Governance and Stakeholders Management	Experience in developing governance practices, protecting and managing all stakeholders' interests in the Company.

### **UTILIZATION OF FUNDS**

During the year the company has raised funds through Private Placement mode. The full amount is utilized towards working capital expenses and meeting other Legal and regulatory costs of the company.

### **PAYMENT TO AUDITORS**

During the period under Review the Auditors of the Company have been paid the following remuneration:

Statutory Audit Fees	1,25,000
Certification of Quarterly Limited Review Report	1,00,000

## **CERTIFICATE FROM A PRACTICING COMPANY SECRETARY**

A certificate in the prescribed format pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been received from the Practicing Company Secretary in relation to the fact that none of the Directors on the Board of Directors of the Company are Disqualified/Debarred for re-appointment or continuing as Directors of the Company.

## **PERFORMANCE EVALUATION**

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, a separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board who were evaluated on parameters such as level of engagement and contribution and independence of judgment thereby safeguarding the interest of the Company.

The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors. The board also carried out annual performance evaluation of the working of its Audit, Nomination and Remuneration as well as stakeholder relationship committee. The Directors expressed their satisfaction with the evaluation process.

## **RELATED PARTY TRANSACTIONS**

There were no material contracts or arrangements entered into by the company in accordance with provisions of section 188 of the Companies Act, 2013.

All Related Party Transactions whenever it occurs are placed before the Audit Committee as also the Board for approval.

Suitable disclosure as required by the Accounting Standards (AS18) has been made in the notes to the Financial Statements. The Board has approved a policy for related party transactions which has been uploaded on the Company's website.

## **POLICY FOR PRESERVATION OF DOCUMENTS**

In accordance with regulation 9 of SEBI (Listing Obligations and Disclosures) Regulations, 2015 the board has during the year adopted a policy for preservation of documents which has been uploaded on the website of the company.

## **POLICY FOR DETERMINATION OF MATERIALITY OF THE DISCLOSURE OF EVENTS & INFORMATION**

In accordance with regulation 30 (4) of SEBI (Listing Obligations and Disclosures Regulations, 2015) a policy has been adopted regarding disclosures of any events or information which, in the opinion of the Board of directors is material and the same is also available on the website of the company.

## **ARCHIVAL POLICY**

In accordance with regulation 30 (8) of SEBI (Listing Obligations and Disclosures Regulations, 2015) an archival policy has been adopted which has also been uploaded on the website of the company.

## **WHISTLE BLOWER POLICY**

The company had earlier in accordance with requirement of Companies Act, 2013 and erstwhile clause 49 of listing agreement with stock exchange drafted and adopted a whistle blower policy and which is available in the website of the company. Further in accordance with requirement of Para C 10 (c) of SEBI (Listing Obligations and Disclosures) Regulations, 2015 affirmation is also given that no personnel have been denied access to audit committee.

## **Disclosures**

The company has always ensured fair code of conduct and maintained transparency. There were no instances of non-compliance by the company, penalties, strictures imposed on the company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years.

The company has ensured compliance with requirements specified in regulation 17 and 27 and clauses

(b) to (i) of sub regulation (2) of regulation 46 of SEBI (Listing Obligations and Disclosures) Regulations, 2015.

Compliances, rules & regulations as laid down by various statutory authorities has always been observed by the company since such change over both in letter as well as in spirit.

The Board has obtained certificates/disclosures from key management personnel confirming they do not have any material financial and commercial interest in transactions with the company at large.

## **Compliance with Accounting Standards**

In the preparation of the financial statements, the Company has followed the Accounting Standards notified pursuant to the Company (Accounts) Rules, 2014 as amended from time to time and the relevant provision of the Companies Act, 2013 read with relevant Ind AS as issued by the Institute of Chartered Accountants of India and notified by the Ministry of

Corporate Affairs. The significant accounting policies which are consistently applied have been set out in the Notes to the Financial Statements.

## GENERAL BODY MEETING

The details of last three Annual General Meeting of the Company held are given below:

Financial Year	Location of the Meeting	Date	Time
2019-2020	505 Diamond Prestige 41A AJC Bose Road Kolkata WB 700017	29.09.2020	10.00 A.M.
2020-2021	505 Diamond Prestige 41A AJC Bose Road Kolkata WB 700017	25.09.2021	10.30 A.M.
2021-2022	505 Diamond Prestige 41A AJC Bose Road Kolkata WB 700017	28.09.2022	10.30 A.M.

## CEO/CFO CERTIFICATION

As required under regulation 17(8) read with schedule II of part B of SEBI (Listing Obligations and Disclosures ) Regulations, 2015 Mr. Ankit Jalan, Executive Director as well as CEO and Mr. Rashmi Ranjan Debata -CFO certify to the Board that:

- a) The financial statements and the Cash Flow Statement for the year have been reviewed and to the best of their knowledge and belief:
  - (i) these statements do not contain any untrue statement of material fact, have not omitted any material fact and do not contain any statement that is misleading;
  - (ii) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards applicable laws and regulations.
- b) To the best of their knowledge and belief no transactions entered into by the company during the year are fraudulent, illegal or violate the Company's code of conduct.
- c) They accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting.
- d) They have indicated to the auditors and the Audit Committee:
  - i) Significant changes in the internal control over financial reporting during the year
  - ii) Significant changes in accounting policies during the year and that the same has been disclosed in the notes to the financial statements; and
  - iii) There have been no instances of significant fraud either by the management or an employee having a significant role in the Company's internal control system of financial reporting.

## MEANS OF COMMUNICATION

29. Annual Reports in respect of each financial year are mailed to all shareholders in August of each calendar year. Each Report contains the annual accounts of the company in respect of the financial year with the Directors' and Auditors' Reports. Also included in each Annual Report is the Notice convening the annual general meeting, the financial year's Corporate Governance Report and the cash flow statement together with the corresponding reports of the Auditors.

The financial results of the company were officially released or would be released in accordance with the following schedule:

Financial Calendar (Financial year of the Company is from April to March)

Sl no	Financial Calendar	Tentative Dates
1	Quarterly Un-audited Financial Statements (1st Quarter 2022-23)	By Mid August 2022
2	Half – yearly Un-audited Financial Statements (2nd Quarter 2022-23)	By Mid November 2022
3	Quarterly Un-audited Financial Statements (3rd Quarter 2022-23)	By Mid February 2023
4	Annual Audited Financial Results for the financial year 2022-23	By Mid April 2023

The quarterly, half-yearly and annual financial results were/will be published in eminent daily newspapers like *Financial Express* and *Ekdin* and also displayed on Company's website [www.agiopaper.com](http://www.agiopaper.com).

## SHAREHOLDER INFORMATION

### Registered Office

41A, AJC Bose Road

Suite No. 505, Kolkata - 700

017 Telephone No. – (033)

66044834

Email: [ho@agiopaper.com](mailto:ho@agiopaper.com) Email: [redressal@agiopaper.com](mailto:redressal@agiopaper.com)



## PARTICULARS OF DIRECTORS APPOINTED / REAPPOINTED

As required under of SEBI (Listing Obligations and Disclosures) Regulations, 2015 as amended from time to time, the details of membership of the Director and other relevant details in respect of Directors who are being recommended for reappointment are given hereunder:

Name of the Director	Age	Qualification	Experience	Directorship in other Public Limited Companies
-	-	-	-	-

### Registrar and Transfer Agent

Shareholders may contact the Company's Registrar and Share Transfer Agent (for both physical and demat segments) at the following address for any assistance regarding dematerialization of shares, share transfers, transmission, change of address, non-receipt of annual report and any other query relating to the shares of the Company:

Maheshwari Datamatics Private  
Limited 23, R. N. Mukherjee Road, 5th  
Floor, Kolkata– 700 001 Telephone No:  
(033) 2243-5809 / 2248-2248

E Mail: mdpldc@yahoo.com

Shareholders holding shares in electronic mode should address all their correspondence to their respective Depository Participant.

### Plant Location

Village – Dhenka

Post - Darrighat, Masturi  
District – Bilaspur Chhattisgarh  
– 495 551 Telephone: +91 7752  
257010

### Compliances

#### *Mandatory Requirements*

The Company has fully complied with the applicable mandatory requirements of SEBI (Listing Obligations and Disclosures) Regulations, 2015. As required by the Securities & Exchange Board of India (SEBI) quarterly audit of the Company's share capital is being carried out by M/S A.K Labh & Co. (CP No.:3238, FCS: 4848) Company Secretaries with a view to reconcile the total share capital admitted with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and held in

physical form, with the issued and listed capital. The Auditors' Certificate in regard to the same is submitted to BSE Limited.

A secretarial audit report for the year 2022-23 carried out by Ms. Pooja Bansal, (CP No.: 18524, ACS: 50458), Company Secretaries is annexed to the Directors Report and forms a part of the Annual Report.

***Adoption of non-mandatory requirements under Listing Agreement The Board:***

Since the company does not have a non-executive chairman it does not maintain such office.

***Shareholders Rights:***

The quarterly and half-yearly financial results are published in widely circulated dailies and also displayed on Company's website [www.agiopaper.com](http://www.agiopaper.com) Hence, half yearly performance including summary of the significant events are not individually sent to the Shareholders.

***Audit Qualification:***

No Audit Qualifications are given by the Auditors in their Auditors Report. ***Separate posts of Chairman and CEO:***

There are no separate posts for Chairman and CEO.

***Reporting of Internal Auditor:***

The internal auditor reports to audit committee.

**General Shareholders Information Annual General Meeting**

- ◆ Date: 29<sup>th</sup> September, 2023
- ◆ Day: Friday
- ◆ Time: 10:30 A.M.
- ◆ Venue: 41A, AJC Bose Road Suite No. 505

**Book Closure**

The dates of book closure are from 22<sup>nd</sup> September, 2023 to 29<sup>th</sup> September, 2023 (inclusive of both days). No dividend recommended considering the closure of the factory of the company.

## Listing

At present, the equity shares of the company are listed on the Bombay Stock Exchange Limited (BSE) and the Calcutta Stock Exchange Limited (CSE). The company has already applied for delisting for shares from the Calcutta Stock Exchange Limited. The company is regular in paying listing fees to Bombay Stock Exchange Ltd.

Stock Exchanges	Stock Code
<b>Bombay Stock Exchange Ltd.</b> 25th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001	Demat Segment – 516020
<b>The Calcutta Stock Exchange Ltd.</b> 7, Lyons Range, Kolkata 700 001	Demat Segment – 21021

## SHARE TRANSFER SYSTEM

The Company's shares are in demat mode. The shares received for transfer in physical mode are registered and returned within a period of 15 days from the date of receipt, if the documents are clear in all respect.

## Stock Market Data

*Bombay Stock Exchange Limited*

### Market Price Data as compared to closing Sensex during 2022-2023:

Month	Open Price	High Price	Low Price	Close Price	No. of Shares	No. of Trades
Apr-22	4.31	5.74	4.31	5.46	52632	182
May-22	5.19	5.19	4.94	4.94	90	2
Jun-22	-	-	-	-	-	-
Jul-22	4.7	4.8	3.49	4.29	103743	409
Aug-22	4.4	4.73	3.66	4.55	134444	564
Sep-22	4.5	5.77	4.12	5.1	141308	748
Oct-22	4.85	4.85	2.85	3.00	20,702	70
Nov-22	3.00	5.34	2.52	5.08	89,094	375
Dec-22	5.32	5.50	3.90	5.00	1,60,851	891
Jan-23	4.90	5.56	3.43	3.43	69,270	361
Feb-23	3.26	4.64	3.05	4.13	59,602	250
Mar-23	3.94	4.33	3.56	3.74	38,188	424

### Distribution of Shareholding as on 31<sup>st</sup> March, 2023

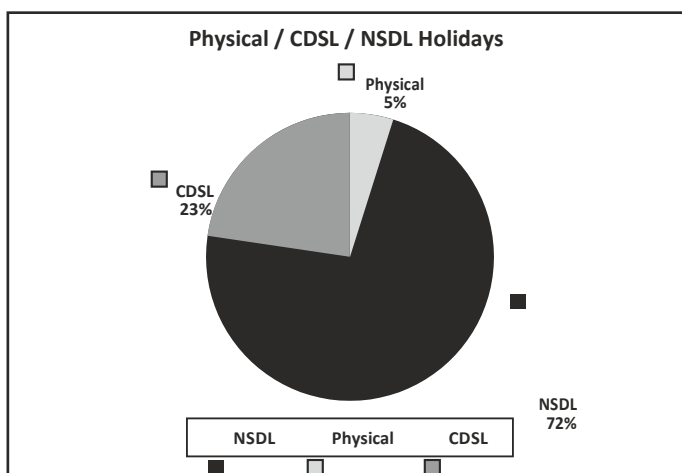
Shareholding	Holders	Percentage %	No of shares	Percentage %
Upto 500	7546	92.3397	1028082	6.3755
501 to 1000	313	3.8302	257709	1.5982
1001 to 2000	154	1.8845	238620	1.4798
2001 to 3000	53	0.6486	139793	0.8669
3001 to 4000	21	0.2570	77531	0.4808
4001 to 5000	21	0.2570	97372	0.6038
5001 to 10,000	32	0.3916	229826	1.4252
10001 and above	32	0.3916	14056467	87.1697
<b>Grand Total</b>	<b>8172</b>	<b>100.0000</b>	<b>16125400</b>	<b>100.0000</b>

### Shareholding pattern as on 31<sup>st</sup> March, 2023

Category Code	Category	Total Shares	% of Share Capital
A	<b>Shareholding of Promoter &amp; Promoter Group</b>		
	1. Indian Promoters	3053662	18.94
	2. Foreign Promoters	7195868	44.62
	<b>Sub – Total</b>	<b>10249530</b>	<b>63.56</b>
B	<b>Public Shareholding</b>		
	<b>1. Institutions</b>		
	a. Mutual Funds / UTI	6,600	0.04
	b. Financial Institutions / Banks	300	0.00
	c. Central Govt. / State Govt.	Nil	Nil
	d. F.I.I	Nil	Nil
	<b>2 Non Institutions</b>		
	a. Bodies Corporate	210493	1.31
	b. Individual Holding		
	i. Nominal Share Capital up to Rs 2 Lakhs	2137711	13.26
	ii. Nominal Share Capital in excess of Rs. 2Lakh	3380721	20.97
	Non Resident Individual	12853	0.08
	Trusts	39905	0.25
	Resident Individual (HUF)	81564	0.51
	Clearing Member	5723	0.04
	<b>Sub Total</b>	<b>5875870</b>	<b>36.44</b>
	<b>Grand Total</b>	<b>16007358</b>	<b>99.51</b>

# Physical/NSDL/CDSL/Summary Report as on 31st March, 2023

PARTICULARS	HOLDERS	SHARES	PERCENTAGE (%)
PHYSICAL	4692	776502	4.80
NSDL	1683	11267016	69.87
CDSL	1957	4083782	25.33
<b>TOTAL</b>	<b>8332</b>	<b>16125400</b>	<b>100.0000</b>



## ADDRESS OF CORRESPONDENCE

Shareholders may contact:

**Mr. Malay Chakrabarty**

(Executive Director)

## **Agio Paper & Industries Ltd.**

41A, AJC Bose Road Suite No. 505

Kolkata – 700 017

E-mail: ho@agiopaper.com

E-mail: redressal@agiopaper.com

**TO WHOMSOEVER IT MAY CONCERN**

I, Malay Chakraborty, the Executive Whole Time Director of the Company, do hereby declare that all the Board Members and Senior Management Personnel of the Company have affirmed their compliance on an annual basis with the Code of Conduct as laid down by the Company pursuant to the requirements of para D of Schedule V of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Place: Kolkata

**Malay Chakraborty**

Date: 22.05.2023  
Executive Director

DIN: 03106149

**SECRETARIAL AUDITORS CERTIFICATE OF COMPLIANCES WITH THE CORPORATE GOVERNANCE REQUIREMENT UNDER PART-E OF SCHEDULE-V [Read with Regulations 34(3) and 53(f)] OF SEBI (LODR) REGULATIONS, 2015**

**TO THE MEMBERS OF**

**AGIO PAPER & INDUSTRIES LIMITED**

I have examined the compliance of conditions of Corporate Governance by Agio Paper & Industries Limited ("the Company"), for the year ended on March 31, 2023, as stipulated in:

Regulations 17 to 27, Clauses (b) to (i) of sub-regulation (2) of Regulation 46 and para C of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations).

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

In my opinion and to the best of my information and according to my examination of the relevant records and the explanations given to me and the representations made by the Management, I certify that the Company has complied in all material respects, with the conditions of Corporate Governance as stipulated in above mentioned Listing Agreements and the Listing Regulations as applicable.

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

**For POOJA BANSAL**  
**Company Secretaries**

**Membership No. 50458**

**C.P. - 18524**



## INDEPENDENT AUDITOR'S REPORT

To the Members of AGIO PAPER & INDUSTRIES LIMITED

### Report on the Audit of the Financial Statements

#### Opinion

We have audited the accompanying financial statements of Agio Paper & Industries Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit & Loss (including the Statement of Other Comprehensive Income), the Statement of Cash Flow and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the 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 and loss (including other comprehensive income), its cash flows and changes in equity 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 Act. 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 (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

#### Emphasis of Matters

Attention is drawn to the note no. 34 of the financial statement regarding suspension of the operation at the factory due to reasons mentioned in the note and disposal of substantial portion of the plant & machinery and capital work in progress. These conditions indicate material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. However, the statement has been prepared on a going concern basis for the reasons stated in the above mentioned note. The appropriateness of the said basis is inter alia dependent on the Company's ability to infuse requisite funds for meeting its obligations, and resuming operations. Our opinion is not modified in respect of this matter.

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the financial year ended March 31, 2023. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a

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

### **Information other than the Financial Statements and Auditor's 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 Annual Report, but does not include financial statements and our auditors' report thereon. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained 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 a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Those charged with governance are also responsible for overseeing the Company's financial reporting process.

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

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

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

- a. Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from

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fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- b. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- c. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- d. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- e. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements for the financial year ended March 31, 2023 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### Report on Other Legal and Regulatory Requirements

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

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Email : baid.agarwal.singhi@gmail.com  
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2) As required by section 143(3) of the Act, we report that:

- i. We have sought and obtained all the information and explanations which to the best of our knowledge and belief are necessary for the purpose of our audit.
- ii. 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.
- iii. The Balance Sheet, Statement of Profit & Loss (including other comprehensive income), Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
- iv. In our opinion, the aforesaid financial statements comply with the accounting standards specified under section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time.
- v. 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.
- vi. With respect to the adequacy of the internal financial controls with reference to the financial statement of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- vii. 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. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

- viii. 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 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
  - i) The Company has disclosed the impact of pending litigation as on March 31, 2023 on its financial position in its financial statement – refer note no. 32
  - 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 during the year.
  - iv) a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
    - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or
    - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
  - b) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:

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• directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or

• provide any guarantee, security or the like from or on behalf of the ultimate Beneficiaries; and

c) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under subclause (iv) (a) and (iv) (b) contain any material mis-statement.

v) There was no dividend declared or paid during the year by the company.

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

**For Baid Agarwal Singhi & Co.,**  
Chartered Accountants  
Firm Registration No : 328671E

**Dhruv Narayan Agarwal**  
(Partner)  
Membership No : 306940

**UDIN: 23306940BGTUIE4205**

**Place :- Kolkata**  
**Date:- 22<sup>nd</sup> Day of May, 2023**

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## ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Agio Paper & Industries Limited of even date)

### i. In respect of the Company's fixed assets:

- a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant & equipments.
- b) *According to the explanation provided to us by the management, due to non-operation of factory during the whole year, physical verification of the property, plant and equipments could not be carried out.*
- c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company as at the balance sheet date.
- d) According to the information and explanations given to us and on the basis of our examination of the records the Company has not revalued any of its property, plant and equipment (including Right of use assets) and intangible assets during the year.
- e) No proceeding have been initiated during the year or are pending against the Company as at 31 March 2023 for holding any benami property under the Benami Transaction (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii. According to the information and explanation given to us, the company has either disposed off or written off the entire inventory and accordingly paragraph 3(ii) of the Order is not applicable to the Company.
- iii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided any guarantee or security or granted any advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnership or any other parties during the year. The Company has not made investments in companies and granted secured and unsecured loans to companies and other parties. The Company has not made any investments in or granted any loans, secured or unsecured, to firms and limited liability partnership. Accordingly, clause 3 (iii) of the Order is not applicable to the Company.
- iv. According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has not provided any guarantee or security or investment and loan made as specified under Sections 185 and 186 of the Act. Hence said clause of Order is not applicable to the Company.

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- v. According to information and explanations given to us, the Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable to the Company.
- vi. According to the information and explanations given to us, the maintenance of cost records under section 148(1) of the Act has not been prescribed and as such, paragraph 3(vi) of the Order is not applicable to the Company.
- vii. According to the information and explanations given to us and on the basis of our examination of the books of account:
- a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues have been subsumed into Goods and Services Tax.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Services Tax, Provident fund, Employees' State Insurance, Income-Tax, Duty of Customs, Cess and other statutory dues have been regularly deposited by the Company with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-Tax, Duty of Customs, Cess and other statutory dues were in arrears as at 31 March 2023 for a period of more than six months from the date they became payable.

- b) According to the information and explanation given to us, the details of disputed dues of income tax, sales tax, service tax, duty of customs, duty of excise & value added tax, which have not been deposited and the forum where the dispute is pending as on March 31, 2023 are as under:-

Name of the Statute	Nature of the Dues	Amount in Rs.	Period to which the amount relates	Forum where dispute is pending
The Central Excise Act, 1944	CENVAT Claims	320,192	1991-92 to 1992-93	Central Excise & Service Tax Appellate Tribunal, New Delhi

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

- ix. According to the information and explanations given to us and:

- a. On the basis of our examination of the records of the Company, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

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- b. On the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.
- c. On the basis of our examination of the records of the Company, the Company has not raised Term Loan during the year.
- d. On the basis of our examination of the records of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- e. 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 subsidiary or joint venture.
- f. The Company has not raised loans during the year on the pledge of securities held in its subsidiary or joint venture.
- x. a. According to the information and explanations given to us and on the basis of our examination of the records of the Company, The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable to the Company.
- b. The company has made preferential allotment of shares during the year and the requirements of section 42 and section 62 of the Companies Act, 2013, wherever applicable, has been complied. Also, the funds have been used for the purposes for which the funds were raised.
- xi. To the best of our knowledge:
- a. No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- b. To the best of our knowledge, no report under subsection (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. As represented to us by the Management, there were no whistle blower complaints received by the Company during the year and upto the date of this report.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- xiii. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.
- xiv. In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business. We have considered, the internal audit reports issued to the Company during the year and covering the period upto 31st March, 2023.
- xv. In our opinion during the year the Company has not entered into any non-cash transactions with any of its directors or directors of it's holding company, subsidiary company, or persons connected with such directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause (xvi)(a), (b), (c) & (d) of the Order is not applicable.
- xvii. The company has incurred cash losses of Rs. 45.96 lakhs and Rs. 47.15 lakhs during the current financial year and during the preceding financial year respectively.

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xviii. There has been resignation of the statutory auditors during the year and there were no issues, objections or concerns raised by the outgoing auditors.

xix. On the basis of the financial ratios, ageing and expected dates of realization 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.

xx. Based on information and explanations provided to us and our audit procedures, the company does not have any obligation under 135 of the Act and hence, the requirements of Clause 3(xx) of the Order are not applicable to the company.

xxi. According to the information and explanations given to us and on the basis of our examination of the records of the Company, The company is not required to prepare consolidated financial statements as The company is not a holding company of any other company and hence, the requirements of Clause 3(xxi) of the Order are not applicable to the company.

**For Baid Agarwal Singhi & Co.,**  
Chartered Accountants  
Firm Registration No : 328671E

**Dhruv Narayan Agarwal**  
(Partner)  
Membership No : 306940

**UDIN: 23306940BGTUIE4205**

**Place :- Kolkata**  
**Date:- 22<sup>nd</sup> Day of May, 2023**

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**ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT**

(Referred to in paragraph 2 (vi) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Agio Paper & Industries Ltd. of even date)

**Report on the Internal Financial Controls with reference to financial statement under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls with reference to financial statement of Agio Paper & Industries Ltd. ("the Company") as of March 31, 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

The Board of Directors of the company is responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statement 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 (Guidance Note) issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditor's Responsibility**

Our responsibility is to express an opinion on the internal financial controls with reference to financial statement based on our audit. We conducted our audit in accordance with the Guidance Note issued by ICAI and the Standards on auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statement 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 with reference to financial statement and their operating effectiveness. Our audit of internal financial controls with reference to financial statement included obtaining an understanding of internal financial controls with reference to financial statement, 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 with reference to financial statement.

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### Meaning of Internal Financial Controls with reference to Financial Statement

A company's internal financial control with reference to financial statement is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statement includes those policies and procedures that pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (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.

### Limitations of Internal Financial Controls with reference to Financial Statement

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

### Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statement and such internal financial controls with reference to financial statement were operating effectively as at March 31, 2023, based on the internal control with reference to financial statement criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by ICAI.

**For Baid Agarwal Singhi & Co.,**  
Chartered Accountants  
Firm Registration No : 328671E

**Dhruv Narayan Agarwal**  
(Partner)  
Membership No : 306940

UDIN: 23306940BGTUIE4205

Place :- Kolkata  
Date:- 22<sup>nd</sup> Day of May, 2023

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**AGIO PAPER & INDUSTRIES LIMITED**  
**CIN No.: L21090WB1984PLC037968**  
**BALANCE SHEET as at 31st March, 2023**

		(Rs. In Lakhs)	
	Note	As at	As at
	No.	31st March, 2023	31st March, 2022
<b>ASSETS</b>			
<b>NON-CURRENT ASSETS</b>			
Property, Plant and Equipment	5	106.61	114.67
Capital Work-In-Progress	5A	2,170.05	2,170.05
Financial Assets			
Trade Receivables	6	-	-
Loans	7	6.76	5.86
Other Financial Assets	8	3.84	3.65
Deferred Tax Assets (net)	9	-	-
Other Non-Current Assets	10	71.79	71.79
<b>CURRENT ASSETS</b>			
Inventories	11	-	-
Financial Assets			
Cash and Cash Equivalents	12	0.61	4.44
Bank balances other than Note 12	13	2.50	2.50
Other Financial Assets	8	0.15	0.15
Other Current Assets	10	19.66	18.39
Current Tax Assets(net)	14	0.36	0.36
<b>Total Assets</b>		<b>2,382.33</b>	<b>2,391.87</b>
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
Equity Share Capital	15	1,612.74	1,612.74
Other Equity	16	(1,222.01)	(1,099.46)
<b>LIABILITIES</b>			
<b>NON-CURRENT LIABILITIES</b>			
Financial Liabilities			
Borrowings	17	883.61	786.79
Other Financial Liabilities	18	16.62	16.62
Provisions	19	38.54	40.35
<b>CURRENT LIABILITIES</b>			
Financial Liabilities			
Borrowings	20	378.85	580.85
Trade Payables	21		
- total outstanding dues of micro and small enterprises		-	-
- total outstanding dues of creditors other than micro and small enterprises		34.02	33.75
Other Financial Liabilities	18	5.72	3.96
Provisions	19	0.19	0.19
Other Liabilities	22	634.05	416.08
Current Tax Liabilities ( Net)	23	-	-
<b>Total Equity and Liabilities</b>		<b>2,382.33</b>	<b>2,391.87</b>
Basis of Accounting	2		
Significant Accounting Policies	3		
Significant Judgements & Estimates	4		
The accompanying notes are an integral part of the Financial Statements			
As per our Report annexed of even date		-	-
<b>For BAID AGARWAL SINGHI &amp; CO</b>		<b>For and on Behalf of the Board</b>	
Chartered Accountants			
Firm Registration No. 328671E			

**DHRUV NARAYAN AGARWAL**  
Partner  
Membership No. 306940  
Kolkata

The 22nd day of May, 2023

**M Chakrabarty**  
Director  
DIN:03106149

**Ankit Jalan**  
Executive Director  
DIN:02577501

**R R Debata**  
Chief Financial Officer

**Rahul Agarwal**  
Company Secretary

**AGIO PAPER & INDUSTRIES LIMITED**  
**CIN No.: L21090WB1984PLC037968**  
**STATEMENT OF PROFIT & LOSS for the year ended 31st March, 2023**

			(Rs. In Lakhs except EPS)
	Note No.	For the year ended 31st March, 2023	For the year ended 31st March, 2022
<b>INCOME</b>			
Other Income	24	1.13	0.89
<b>Total Income</b>		<b>1.13</b>	<b>0.89</b>
<b>EXPENSES</b>			
Employee Benefits Expense	25	27.67	25.55
Finance Costs	26	83.35	73.93
Depreciation and Amortisation Expense	27	8.07	8.07
Other Expenses	28	24.47	21.30
<b>Total Expenses</b>		<b>143.56</b>	<b>128.85</b>
<b>Profit before Exceptional Items and Tax</b>		<b>(142.42)</b>	<b>(127.96)</b>
Exceptional Items	29	-	-
<b>Profit before Tax</b>		<b>(142.42)</b>	<b>(127.96)</b>
Tax Expense:	30		
Current Tax		-	-
Deferred Tax		-	-
Income Tax for earlier years		-	6.41
<b>Profit for the year</b>		<b>(142.42)</b>	<b>(134.37)</b>
<b>Other Comprehensive Income</b>	31		
i. Items that will not be reclassified to profit or loss		1.34	1.28
ii. Income tax relating to these items		-	-
<b>Total Other Comprehensive Income for the Year (Net of Tax)</b>		<b>1.34</b>	<b>1.28</b>
<b>Total Comprehensive Income for the period</b>		<b>(141.08)</b>	<b>(133.10)</b>
<b>Earnings Per Share</b>			
Nominal Value of Shares (Rs. 10)			
Weighted Average Number of Ordinary Shares outstanding during the year		1,61,25,400	1,61,25,400
Basic & Diluted Earnings Per Share		(0.87)	(0.83)

Basis of Accounting 2  
Significant Accounting Policies 3  
Significant Judgements & Estimates 4  
The accompanying notes are an integral part of the Financial Statements

As per our Report annexed of even date

**For BAID AGARWAL SINGHI & CO**

*Chartered Accountants*

Firm Registration No. 328671E

**For and on Behalf of the Board**

**DHRUV NARAYAN AGARWAL**

Partner

Membership No. 306940

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**M Chakrabarty**

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*Company Secretary*

The 22nd day of May, 2023

**AGIO PAPER & INDUSTRIES LIMITED**  
**CIN No.: L21090WB1984PLC037968**  
**Cash Flow Statement for the year ended 31st March, 2023**

	(Rs. In Lakhs)	
	Year Ended	
	31.03.2023	31.03.2022
<b>(A) Cash flow from operating activities:</b>		
Net Profit before tax	(142.42)	(127.96)
<b>Adjustments for:</b>		
Depreciation and Amortisation Expenses	8.07	8.07
Sundry Balances/ Liabilities no longer required written back	0.91	0.64
Provision for non moving items of Inventory	-	-
Interest Expenses	83.35	73.93
Interest Income	(0.22)	(0.25)
<b>Operating Profit before working capital changes</b>	<b>(50.32)</b>	<b>(45.57)</b>
<b>Adjustments for:</b>		
(Increase)/Decrease in Trade Receivable & Other Assets	(2.16)	(2.77)
Increase/(Decrease) in Trade Payable & Other Liabilities	0.62	(3.86)
<b>Cash generation from/(used in) operations</b>	<b>(51.86)</b>	<b>(52.20)</b>
Direct Taxes (paid )/refund	-	-
<b>Net cash flow from/(used in) operating activities</b>	<b>(51.86)</b>	<b>(52.20)</b>
<b>(B) CASH FLOW FROM INVESTING ACTIVITIES :</b>		
Interest Received	0.04	0.05
	<b>0.04</b>	<b>0.05</b>
<b>( C ) CASH FLOW FROM FINANCING ACTIVITIES :</b>		
Proceeds from Issuance of Preference Shares	32.00	-
Repayment of Short Term Borrowings (Net)	(202.00)	(24.00)
Advance Received against Issue Of Preference Shares	218.00	76.50
	<b>48.00</b>	<b>52.50</b>
Net Increase/(Decrease) in Cash and Cash equivalents	<b>(3.83)</b>	<b>0.35</b>
<b>Cash and Cash equivalents as at 1st April</b>	<b>4.44</b>	<b>2.53</b>
<b>Cash and Cash equivalents as at 31st March</b>	<b>0.61</b>	<b>2.88</b>

Note:

- 1 Cash and cash equivalent at the year end represents cash in hand and bank balance with schedule banks as reflected in note 12 and are available for use in the ordinary course of business.
- 2 The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Ind AS 7 on 'Statement of Cash Flow'.

**For BAID AGARWAL SINGHI & CO**

*Chartered Accountants*

Firm Registration No. 328671E

**For and on Behalf of the Board**

**M Chakrabarty**

**Ankit Jalan**

*Director*

*Executive Director*

DIN:03106149

DIN:02577501

**DHRUV NARAYAN AGARWAL**

*Partner*

Membership No. 306940

Kolkata

**R R Debata**

*Chief Financial Officer*

**Rahul Agarwal**

*Company Secretary*

The 22nd day of May, 2023

**AGIO PAPER & INDUSTRIES LIMITED**  
**CIN No.: L21090WB1984PLC037968**  
**Statement of Change in Equity for the year ended 31st March, 2023**

<b>a Equity Share Capital</b>	<b>No. of Shares</b>	<b>Amount in Rs.</b>
Balance as at 31st March 2021*	1,61,25,400	16,12,73,500
Add/(Less): Changes in Equity Share Capital due to prior period items during the year 2021-22	-	-
Add/(Less): Restated Balance at the beginning of 01-04-2021	-	-
Add: Changes in Equity Share Capital during the year	-	-
Balance as at 31st March 2022*	1,61,25,400	16,12,73,500
Add/(Less): Changes in Equity Share Capital due to prior period items during the year 2022-23	-	-
Add/(Less): Restated Balance at the beginning of 01-04-2022	-	-
Add: Changes in Equity Share Capital during the year	-	-
Balance as at 31st March 2023*	<b>1,61,25,400</b>	<b>16,12,73,500</b>

\* Includes amount Rs. 19,500 received on forfeited shares (FY 1994-95)

**b Other Equity**

(Rs. In Lakhs)					
	Reserves & Surplus				Total
	Capital Redemption Reserve	Equity Component of Preference Shares	Security Premium	Retained Earnings	
Balance as at 31st March, 2021	0.10	2,812.20	506.27	(4,298)	(979.60)
Profit/(Loss) for the Year				(134.37)	(134.37)
Equity component of Preference Shares		13.23			13.23
Remeasurement Gain/(Loss)				1.28	1.28
Impact of Tax				-	-
<b>Total Comprehensive Income</b>	0.10	2,825.43	506.27	(4,431.27)	(1,099.46)
<b>Balance as at 31st March, 2022</b>	<b>0.10</b>	<b>2,825.43</b>	<b>506.27</b>	<b>(4,431.27)</b>	<b>(1,099.46)</b>

(Rs. In Lakhs)					
	Reserves & Surplus				Total
	Capital Redemption Reserve	Equity Component of Preference Shares	Security Premium	Retained Earnings	
Balance as at 31st March, 2022	0.10	2,825.43	506.27	(4,431.27)	(1,099.46)
Profit/(Loss) for the Year				(142.42)	(142.42)
Equity Component of Preference Shares		19			18.54
Remeasurement Gain/(Loss)				1.34	1.34
Impact of Tax				-	-
<b>Total Comprehensive Income</b>	0.10	2,843.97	506.27	(4,572.35)	(1,222.01)
<b>Balance as at 31st March, 2023</b>	<b>0.10</b>	<b>2,843.97</b>	<b>506.27</b>	<b>(4,572.35)</b>	<b>(1,222.01)</b>

The accompanying notes are an integral part of the Financial Statements

As per our Report annexed of even date

**For BAID AGARWAL SINGHI & CO**

Chartered Accountants

Firm Registration No. 328671E

**For and on Behalf of the Board**

**DHRUV NARAYAN AGARWAL**

Partner

Membership No. 306940

Kolkata

The 22nd day of May, 2023

**M Chakrabarty**

Director

DIN:03106149

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DIN:02577501

**R R Debata**

Chief Financial Officer

**Rahul Agarwal**

Company Secretary

**AGIO PAPER & INDUSTRIES LIMITED**  
**CIN No.: L21090WB1984PLC037968**  
**Notes to Financial Statements for the year ended 31st March, 2023**

**1 Corporate Information**

Agio Paper & Industries (the Company) is a public Company domiciled in India and incorporated under the provisions of the Companies Act, 1956, having its registered office at 505, Diamond Prestige, 41 AJC Bose Road, Kolkata- 700 017 . Its shares are listed on BSE Limited. The Company is primarily engaged in manufacturing of Writing & Printing Paper. The Company presently has manufacturing facilities in Bilaspur, Chhattisgarh.

**2 Basis of Accounting**

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards ("Ind AS") as issued by the Ministry of Corporate Affairs ("MCA").

For all periods up to and including the year ended 31st March, 2017, the Company had prepared its financial statements in accordance with accounting standards notified under the section 133 of the Companies Act 2013, read together with Rule 7 of the Companies (Accounts) Rules, 2014 [Indian GAAP].

These financial statements for the year ended 31st March, 2017 are the first financial statements, the Company has prepared in accordance with Indian Accounting Standards ("Ind AS") consequent to the notification of The Companies (Indian Accounting Standards) Rules, 2015 (the Rules) issued by the MCA. Further, in accordance with the Rules, the Company has restated its Balance Sheet as at 1st April, 2016 and financial statements for the year ended and as at 31st March, 2017 also as per Ind AS. For preparation of opening balance sheet under Ind AS as at 1st April, 2016, the Company has availed exemptions and first time adoption policies in accordance with Ind AS 101 "First-time Adoption of Indian Accounting Standards", the details of which have been explained thereof in Note 38.

The financial statements have been prepared on a historical cost basis, except for certain financial assets measured at fair value as described in accounting policies regarding financial instruments.

**3 Significant Accounting Policies**

**a Current versus Non-Current Classification**

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

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

All other assets are classified as non-current

A liability is current when it is:

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

The Company classifies all other liabilities as non-current.

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

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.



**AGIO PAPER & INDUSTRIES LIMITED**  
**CIN No.: L21090WB1984PLC037968**  
**Notes to Financial Statements for the year ended 31st March, 2023**

**b Revenue Recognition**

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government

Sales revenue is recognised on transfer of the significant risks and rewards of ownership of the goods to the buyer and is stated at net of trade discount, rebates and return.

Other income and expenditure are accounted for on accrual basis.

**c Taxes**

Tax expense is the aggregate amount included in determination of profit or loss for the period in respect of current tax & deferred tax.

**Current Tax**

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity).

**Deferred Tax**

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

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits (MAT Credit Entitlement) and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

**d Property, Plant & Equipment**

Property, Plant and Equipment is stated at cost including expenses incurred up to the date of their installation/commissioning, net of accumulated depreciation and accumulated impairment losses, if any. Capital Work in Progress is also stated at cost.

Depreciation on property, plant and equipment is provided on depreciable value of assets using straight-line method on the basis of useful life specified in Schedule II to the Companies Act, 2013.

The estimated useful life of the Property Plant and Equipment is given below:-

Asset Group	Useful Life(In Years)
Buildings	30
Plant and Machinery	8-15
Furniture and Fittings	10
Motor Vehicles	8-
Office Equipments	5
Computers & Data Processing Units	3-6

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

**e Borrowing Costs**

Borrowing cost that is attributable to the acquisition or construction of qualifying assets is capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to set ready for its intended use. All other borrowing costs are charged to revenue.

**f Leases**

Effective April 1, 2019, the Company has applied Ind AS 116 'Leases' which establishes the criteria to determine the contracts having lease component within them. Ind AS 116 replaces Ind AS 17 'Leases'.

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of lease requires significant judgement. The company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate.

The company determines the lease term as non-cancellable period of a lease, together with both the periods covered by an option to extend the lease if the company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the company is certain not to exercise that option. In assessing whether the company is reasonably certain to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The company revises the lease term if there is a change in the non-cancellable period of a lease.

**g Inventories**

- Finished Goods (including goods in transit) and work-in-process are valued at cost or net realizable value, whichever is lower.
- Raw material and stores are valued at cost or net realizable value, whichever is lower.
- Cost comprises of all cost of purchase, cost of conversion and other cost incurred in bringing the inventories to their present location and conditions. Cost formula used is weighted average cost.
- Net realizable value is the estimated selling price in ordinary course of business less estimated cost of completion and estimated cost necessary to make the sale.
- Materials and other items held for use in the production of Inventories are not written down below the costs of the finished products in which they will be incorporated are expected to be sold at or above cost.
- Provision is made for obsolete and slow moving stocks where necessary.

**h Impairment of Non-Financial Assets**

An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. An impairment loss is charged to the Statement of Profit & Loss of the year in which an asset is identified as impaired. The impairment loss recognized in prior accounting periods is adjusted if there has been a change in the estimate of the recoverable amount.

**i Retirement and other Benefits**

**Short Term Employees Benefits:**

The undiscounted amount of short term employee benefit expected to be paid in exchange for the services rendered by the employee is recognized during the period when the employee renders the service. This benefit includes salary, wages, short term compensation and payment under VRS.

**Long Term Employee Benefits:**

**Defined Contribution Scheme:** The benefit includes contribution to provident fund schemes and ESIC (Employee State Insurance Corporation). The contribution is recognized during the period in which the employee renders service.

**Defined Benefit Scheme:** For defined benefit scheme the cost of providing benefit is determined using the projected unit credit method with actuarial valuation being carried out at each balance sheet date. The retirement benefit obligation recognized in the balance sheet represents value of defined benefit obligation. Actuarial gains and losses are recognized in Other Comprehensive Income during the period in which they occur.

**Other Long Term Benefit:** Long term compensated absence is provided for on the basis of actuarial valuation, using the projected unit credit method as at the date of balance sheet.

**j Foreign Currency Translation**

Foreign currency transactions are recorded on the basis of exchange rate prevailing at the date of the transactions. Any gain or loss on settlement of monetary items denominated in foreign currencies transactions during the year or at the time of translation at the year end rates is recognized in the statement of profit & loss.

Exchange difference arising on long term foreign currency monetary items has been accounted in accordance with option granted vide notification no. GSR 225(E) dated 31.03.2009 issued by the Ministry of Corporate affairs wherein exchange difference arising on restatement of long term foreign currency monetary items (other than for acquisition of depreciable capital assets) have been recognized over the shorter of the maturity period of monetary items or 31st March 2011. The unrecognized amount is reflected as foreign currency translation reserve as part of reserve and surplus.

**k Financial Asset**

A Financial Instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

At initial recognition, all financial assets are measured at fair value. Such financial assets are subsequently classified under following three categories according to the purpose for which they are held. The classification is reviewed at the end of each reporting period

• **Financial Assets at Amortised Cost**

At the date of initial recognition, are held to collect contractual cash flows of principal and interest on principal amount outstanding on specified dates. These financial assets are intended to be held until maturity. Therefore, they are subsequently measured at amortised cost by applying the Effective Interest Rate (EIR) method to the gross carrying amount of the financial asset. The EIR amortisation is included as interest income in the profit or loss. The losses arising from impairment are recognised in the profit or loss.

• **Financial Assets at Fair value through Other Comprehensive Income**

At the date of initial recognition, are held to collect contractual cash flows of principal and interest on principal amount outstanding on specified dates, as well as held for selling. Therefore, they are subsequently measured at each reporting date at fair value, with all fair value movements recognised in Other Comprehensive Income (OCI). Interest income calculated using the effective interest rate (EIR) method, impairment gain or loss and foreign exchange gain or loss are recognised in the Statement of Profit and Loss. On derecognition of the asset, cumulative gain or loss previously recognised in Other Comprehensive Income is reclassified from the OCI to Statement of Profit and Loss

• **Financial Assets at Fair value through Profit or Loss**

At the date of initial recognition, Financial assets are held for trading, or which are measured neither at Amortised Cost nor at Fair Value through OCI. Therefore, they are subsequently measured at each reporting date at fair value, with all fair value movements recognised in the Statement of Profit and Loss.

**Trade Receivables**

A Receivable is classified as a 'trade receivable' if it is in respect to the amount due from customers on account of goods sold or services rendered in the ordinary course of business. Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment

**De-recognition**

A financial asset (or, where applicable, a part of a financial asset) is primarily derecognised (i.e. removed from the Company's balance sheet) when the rights to receive cash flows from the asset have expired.

**l Financial Liabilities**

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, and derivative financial instruments.

**Subsequent Measurement**

The measurement of financial liabilities depends on their classification, as described below:

• **Financial Liabilities at Fair Value through Profit or Loss**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading. The Company has not designated any financial liabilities upon initial measurement recognition at fair value through profit or loss. Financial liabilities at fair value through profit or loss are at each reporting date with all the changes recognized in the Statement of Profit and Loss.

• **Financial Liabilities measured at Amortised Cost**

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the effective interest rate method ("EIR") except for those designated in an effective hedging relationship. The carrying value of borrowings that are designated as hedged items in fair value hedges that would otherwise be carried at amortised cost are adjusted to record changes in fair values attributable to the risks that are hedged in effective hedging relationship. Amortised cost is calculated by taking into account any discount or premium on acquisition and fee or costs that are an integral part of the EIR. The EIR amortisation is included in finance costs in the Statement of Profit and Loss.

**Loans and Borrowings**

After initial recognition, interest-bearing borrowings are subsequently measured at amortised cost using the effective interest rate method. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down.

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

**Trade and Other Payables**

A payable is classified as 'trade payable' if it is in respect of the amount due on account of goods purchased or services received in the normal course of business. These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

**De-recognition**

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

**m Earning Per Share**

Basic earning per share is calculated by dividing the net profit / Loss for the year attributable to Equity Shareholders by the weighted average number of equity shares outstanding during the year.

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

**n Provisions, Contingent Liabilities and Contingent Assets**

A Provision is recognized when there is a present obligation as a result of amount of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. Disclosure for contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. No provision is recognized or disclosure for contingent liability is made when there is a possible obligation or a present obligation and the likelihood of outflow of resources is remote. Contingent Assets is neither recognized nor disclosed in the financial statements.

**4 Significant Judgement, Estimates & Assumptions**

In the process of applying the Company's accounting policies, management has made the following estimates, assumptions and judgements which have significant effect on the amounts recognized in the financial statement:

**a Income taxes**

Judgment of the Management is required for the calculation of provision for income taxes and deferred tax assets and liabilities. The company reviews at each balance sheet date the carrying amount of deferred tax assets. The factors used in estimates may differ from actual outcome which could lead to significant adjustment to the amounts reported in the financial statements.

**b Contingencies**

Judgment of the Management is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/ litigations against the company as it is not possible to predict the outcome of pending matters with accuracy

**c Allowance for uncollected accounts receivable and advances**

Trade receivables do not carry any interest and are stated at their normal value as reduced by appropriate allowances for estimated irrecoverable amounts. Individual trade receivables are written off when management deems them not collectible.

**d Defined Benefit Plans**

The cost of the defined benefit plan and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in future. These Includes the determination of the discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

**AGIO PAPER & INDUSTRIES LIMITED**  
**CIN No.: L21090WB1984PLC037968**  
**Notes to Financial Statements for the year ended 31st March, 2023**

**5 PROPERTY, PLANT AND EQUIPMENT**

(Rs. In Lakhs)

Particulars	Year Ended 31st March, 2023								
	Gross Block				Accumulated Depreciation				Net Carrying Amount
	As at 1st April 2022	Additions	Disposals	As at 31st March 2023	As at 1st April 2022	For the Year	Deductions	As at 31st March 2023	
Land & Land Development	9.58			9.58	-	-		-	9.58
Buildings	132.11			132.11	36.47	5.51		41.98	90.13
Plant and Machinery	1.14			1.14	0.48	0.15		0.63	0.51
Furniture and Fittings	26.70			26.70	21.15	2.38		23.52	3.17
Motor Vehicles	0.92			0.92	0.54	0.02	-	0.56	0.36
Office Equipments	1.75			1.75	-	-		-	1.75
Computers & Data Processing Units	1.09			1.09	-	-		-	1.09
<b>Total</b>	<b>173.30</b>	<b>-</b>	<b>-</b>	<b>173.30</b>	<b>58.63</b>	<b>8.07</b>	<b>-</b>	<b>66.70</b>	<b>106.61</b>

Particulars	Year Ended 31st March, 2022								
	Gross Block				Accumulated Depreciation				Net Carrying Amount
	As at 1st April 2021	Additions	Disposals	As at 31st March 2022	As at 1st April 2021	For the Period	Deductions	As at 31st March 2022	
Land & Land Development	9.58			9.58	-			-	9.58
Buildings	132.11			132.11	30.95	5.51		36.47	95.65
Plant and Machinery	1.14	-	-	1.14	0.33	0.15	-	0.48	0.66
Furniture and Fittings	26.70			26.70	18.77	2.38		21.15	5.55
Motor Vehicles	0.92			0.92	0.51	0.02	-	0.54	0.39
Office Equipments	1.75			1.75	-	-		-	1.75
Computers & Data Processing Units	1.09			1.09	-	-		-	1.09
<b>Total</b>	<b>173.30</b>	<b>-</b>	<b>-</b>	<b>173.30</b>	<b>50.56</b>	<b>8.07</b>	<b>-</b>	<b>58.63</b>	<b>114.67</b>

**5A CAPITAL WORK IN PROGRESS**

Particulars	Year Ended 31st March, 2023								
	Gross Block				Accumulated Depreciation				Net Carrying Amount
	As at 31st March 2022	Additions	Disposals	As at 31st March 2023	As at 31st March 2022	For the Year	Deductions	As at 31st March 2023	
Capital work in progress	2,170.05			2,170.05	-			-	2,170.05

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

Capital work-in-progress	Amount in capital work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	-	-	-	2,170.05	2,170.05
<b>Total</b>					

Particulars	Year Ended 31st March, 2022								Net Carrying Amount
	Gross Block				Accumulated Depreciation				
	As at 31st March 2021	Additions	Disposals	As at 31st March 2022	As at 31st March 2021	For the Period	Deductions	As at 31st March 2022	
Capital work in progress	2,170.05			2,170.05	-			-	2,170.05

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

Capital work-in-progress	Amount in capital work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	-	-	-	2,170.05	2,170.05
<b>Total</b>					

(Rs. in Lakhs)

	Refer Note No.	As at 31st March, 2023	As at 31st March, 2022
<b>6 TRADE RECEIVABLES</b>			
Trade Receivables-Credit Impaired	6.1 & 6.2	29.83	29.83
Less: Provision for doubtful receivables		29.83	29.83
<b>Total Trade Receivables</b>		-	-

- 6.1 Trade receivables are non-interest bearing.
- 6.2 No trade or other receivables are due from directors or other officers of the company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.
- 6.3 Ageing for Trade Receivables - Current Outstandings as at 31st March, 2023 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	2-3 years	More than 3 years	
Undisputed trade receivable-considerd good							
Undisputed trade receivable-Which have significant increase in credit risk							
Undisputed trade receivable-credit impaired						29.83	29.83
Disputed trade receivable-Considered good							
Disputed trade receivable-Which have significant increase in credit risk							
Disputed trade receivable-credit impaired							
<b>Total</b>	-	-	-	-	-	29.83	29.83
<b>Less: Allowances for doubtful trade receivabel-Billed</b>						29.83	29.83
<b>Grand Total</b>	-	-	-	-	-	-	-

Ageing for Trade Receivables - Current Outstandings as at 31st March, 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	2-3 years	More than 3 years	
Undisputed trade receivable-considerd good							
Undisputed trade receivable-Which have significant increase in credit risk							
Undisputed trade receivable-credit impaired						29.83	29.83
Disputed trade receivable-Considered good							
Disputed trade receivable-Which have significant increase in credit risk							
Disputed trade receivable-credit impaired							
<b>Total</b>	-	-	-	-	-	29.83	29.83
<b>Less: Allowances for doubtful trade receivabel-Billed</b>						29.83	29.83
<b>Grand Total</b>	-	-	-	-	-	-	-

## 7 LOANS

### Other Loans and Advances

Advance to Employees, unsecured, considered good	6.76	5.86
Advance to Employees, unsecured, considered doubtful	0.06	0.06
Less: Provision for Doubtful Advance	(0.06)	(0.06)
<b>Total Loans</b>	<b>6.76</b>	<b>5.86</b>

- 7.1 No Loans are due from directors or other officers of the company either severally or jointly with any other person. Nor any loan are due from firms or private companies respectively in which any director is a partner, a director or a member.

## 8 OTHERS FINANCIAL ASSETS

	Refer Note No.	Long Term As at 31st March, 2023	As at 31st March, 2022	Short Term As at 31st March, 2023	As at 31st March, 2022
Security & Other Deposits		0.83	0.83	0.15	0.15
Interest Accrued on Deposits		3.01	2.82	-	-
		<b>3.84</b>	<b>3.65</b>	<b>0.15</b>	<b>0.15</b>

## 9 DEFERRED TAX ASSETS (NET)

	Refer Note No.	As at 31st March, 2023	As at 31st March, 2022
<b>Deferred Tax Liabilities</b>			
Arising on account of:			
Property, Plant & Equipment		(6.22)	(5.38)
<b>Less: Deferred Tax Assets</b>			
Arising on account of:			
Section 43B of Income-tax Act		0.94	1.40
Provision for doubtful debts		11.87	11.87
Brought Forward Losses and Unabsorbed Depreciation		477.70	442.81
Provision for Obsolescence		45.56	45.56
		<b>536.07</b>	<b>501.63</b>
<b>Deferred Tax Assets (Net)</b>		<b>542.29</b>	<b>507.01</b>

- 9.1 The company has not recognized deferred tax in the Statement of Profit & Loss on account of prudence and accordingly no movement has been disclosed.
- 9.2 Deferred tax assets and deferred tax liabilities have been offset wherever the Company has a legally enforceable right to set off current tax assets against current tax liabilities and where the deferred tax assets and deferred tax liabilities relate to income tax levied by the same taxation authority.



		Long Term		Short Term	
	Refer Note No.	As at 31st March, 2023	As at 31st March, 2022	As at 31st March, 2023	As at 31st March, 2022
10	OTHER ASSETS				
	Capital Advances	61.59	61.59	-	-
	Less : Provision for Doubtful Advances	(12.73)	(12.73)	-	-
	Advances other than Capital Advances			-	-
	Advance against supply of Goods & Services	4.56	4.56	2.53	2.55
	Less : Provision for Doubtful Advances	(4.56)	(4.56)	-	-
	Prepaid Expenses	-	-	0.36	0.37
	Amount Paid Under Protest	22.93	22.93	-	-
	Balances with Government & Statutory Authorities	-	-	12.81	11.06
	Other Receivables	-	-	3.96	4.41
	Total Other Assets	71.79	71.79	19.66	18.39

	Refer Note No.	As at 31st March, 2023	As at 31st March, 2022
11	INVENTORIES (As valued and certified by the Management)		
	Stores and Spares etc.	181.00	181.00
	Provision for Obsolescence	(181.00)	(181.00)
		-	-

11.1 Refer note no. 28 for information in relation to the amount of inventories recognized as expenses.

12	CASH AND CASH EQUIVALENTS		
	Balances With Banks :		
	In Current/Cash Credit Account	0.56	4.42
	Cash in Hand	0.05	0.02
		0.61	4.44

(Rs. In Lakhs)

<b>13</b>	<b>BANK BALANCES (OTHER THAN NOTE: 12)</b>			
	Deposits held as margin money/ security	13.1	2.50	2.50
			<b>2.50</b>	<b>2.50</b>
<b>13.1</b>	Includes deposits marked lien in favour of Govt. Authorities			
<b>14</b>	<b>CURRENT TAX ASSETS</b>			
	Advance Taxes (including TDS)		0.36	0.36
			<b>0.36</b>	<b>0.36</b>

	Refer Note No.	As at 31st March, 2023		As at 31st March, 2022	
		No. of Shares	Amount in Rs.	No. of Shares	Amount in Rs.
<b>15</b>	<b>EQUITY SHARE CAPITAL</b>				
<b>15.1</b>	<b>Authorised Share Capital</b>				
	Ordinary Shares of Rs. 10/- each	165.00	1,650.00	165.00	1,650.00
	Preference Shares of Rs. 100/- each	49.50	4,950.00	49.50	4,950.00
		<b>214.50</b>	<b>6,600.00</b>	<b>214.50</b>	<b>6,600.00</b>
<b>15.2</b>	<b>Issued Share Capital</b>				
	Ordinary Shares of Rs. 10/- each	161.25	1,612.54	161.25	1,612.54
	Add: Equity Shares forfeited (Paid Up)	0.04	0.20	0.04	0.20
		<b>161.29</b>	<b>1,612.74</b>	<b>161.29</b>	<b>1,612.74</b>
<b>15.3</b>	<b>Subscribed and Paid-up Share Capital</b>				
	Ordinary Shares of Rs. 10/- each fully paid-up	161.25	1,612.54	161.25	1,612.54
	Add: Equity Shares forfeited (Paid Up)	-	0.20	-	0.20
		<b>161.25</b>	<b>1,612.74</b>	<b>161.25</b>	<b>1,612.74</b>

**15.4 Reconciliation of the number of shares at the beginning and at the end of the year**

There has been no change/ movements in number of shares outstanding at the beginning and at the end of the year.

**15.5 Terms/ Rights attached to Equity Shares :**

The Company has only one class of Ordinary shares having a face value of Rs. 10 per share and each holder of Ordinary shares is entitled to one vote per share. The Company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors (except interim dividend) is subject to the approval of the shareholders in the Annual General Meetings. The claim of Ordinary Shareholders on earnings and on assets in the event of liquidation, follows all others, in proportion to their shareholding.

**15.6 Shareholding Pattern with respect of Holding or Ultimate Holding Company**

The Company does not have any Holding Company or Ultimate Holding Company.

**15.7 Details of Equity Shareholders holding more than 5% shares in the Company**

	As at 31st March, 2023		As at 31st March, 2022	
	No. of Shares	% Holding	No. of Shares	% Holding
<b>Ordinary Shares of Rs. 10/- each fully paid</b>				
Murari Lal Jain	71,95,868	44.62%	71,95,868	44.62%
Arrow Syntex Private Limited	29,38,194	18.22%	29,38,194	18.22%
Anand Purohit	15,00,000	9.30%	15,00,000	9.30%
Bharat Mekani	15,00,000	9.30%	15,00,000	9.30%

**15.8** No ordinary shares have been reserved for issue under options and contracts/ commitments for the sale of shares/ disinvestment as at the Balance Sheet date.

**15.9** The Company has not allotted any equity shares against consideration other than cash nor has allotted any shares as fully paid up by way of bonus shares nor has bought back any shares during the period of five years immediately preceding the date at which the Balance Sheet is prepared.

**15.10** No securities convertible into Equity/ Preference shares have been issued by the Company during the year.

**15.11** No calls are unpaid by any Director or Officer of the Company during the year.

**15.12** Disclosure of shareholding of promoters

	As at 31st March, 2023		% change during the year		As at 31st March, 2022		% change during the year	
	No. of Shares	% Holding			No. of Shares	% Holding		
<b>Ordinary Shares of Rs. 10/- each fully paid</b>								
Murari Lal Jalan	71,95,868	44.62%	-		71,95,868	44.62%	-	
Arrow Syntex Private Limited	29,38,194	18.22%	-		29,38,194	18.22%	-	
Ankit Jalan	1,15,468	0.72%	-		1,15,468	0.72%	-	

**16 OTHER EQUITY**

	Refer Note No.	As at 31st March, 2023	As at 31st March, 2022
Capital Redemption Reserve		0.10	0.10
Equity Component of Preference Shares		2,843.97	2,825.43
Security Premium		506.27	506.27
Retained Earnings		(4,572.35)	(4,431.27)
		<b>(1,222.01)</b>	<b>(1,099.46)</b>

**The Description of the nature and purpose of each reserve within equity is as follows:**

- a **Capital Redemption Reserve:** Capital Redemption reserve can be used as per the guidelines provided under Companies Act, 2013.
- b **Equity Component of Preference Shares:** This represents the equity component of the preference shares calculated based on the guidelines provided under Ind AS 32.
- c **Security Premium:** The amount received in excess of face value of equity shares is recognized in Securities Premium.
- d **Retained Earnings:** Retained earnings are the profits that the company has earned till date less any transfers to any reserves or dividend or distribution to shareholders.

**17 BORROWINGS**

	Refer Note No.	Non-Current Portion		Current Maturities	
		As at 31st March, 2023	As at 31st March, 2022	As at 31st March, 2023	As at 31st March, 2022
<b>17.1 Non-Cumulative Redeemable Preference Shares</b>	<b>17.3</b>				
(Face Value of Rs. 100/- each)					
Preference Shares of Rs. 100 each		883.61	786.79	-	-
		<b>883.61</b>	<b>786.79</b>	-	-
<b>Total</b>		883.61	786.79	-	-
Amount disclosed under the head "Other Financial Liability"		-	-	-	-
		<b>883.61</b>	<b>786.79</b>	-	-
<b>Break Up of Security Details</b>					
Secured		-	-	-	-
Unsecured		883.61	786.79	-	-
		<b>883.61</b>	<b>786.79</b>	-	-

(Rs. In Lakhs)

**17.3 Rights, Preferences and Restrictions attached to Non Cumulative Redeemable Preference Shares**

- a The Company has issued total 32,000 10% Non-cumulative Redeemable Preference Shares having par value of Rs. 100 each per share during the year. The entire preference shares have been issued on private placement basis to M/s Bengal Orion Financial Hub Limited in order to increase and strengthen the capital base of the company and to meet working capital requirement and general corporate purpose.  
The company has passed a board resolution for issue of 2500 nos of 10% Non-cumulative Redeemable Preference Shares having par value of Rs. 100 each per share on 6th Feb 2023 but the filing of forms for allotment of such shares has not been done as on the date of balance sheet and therefore the effect of the same has not been considered here.

**b Non Cumulative Redeemable Preference Shares held by each shareholder holding more than 5% shares**

	As at 31st March, 2023		As at 31st March, 2022	
	No. of Shares	% Holding	No. of Shares	% Holding
<b>10% Non Cumulative Redeemable Preference Shares</b>				
Bengal Orion Financial Hub Limited	33,10,605	100.00%	32,78,605	100.00%

Refer Note No.	Long-term		Short-term	
	As at 31st March, 2023	As at 31st March, 2022	As at 31st March, 2023	As at 31st March, 2022

**18 OTHER FINANCIAL LIABILITIES**

Trade & Security Deposits (Unsecured)	16.62	16.62	-	-
Employees related Liabilities	-	-	3.57	1.81
Amount payable for Capital Goods	-	-	2.15	2.15
	<b>16.62</b>	<b>16.62</b>	<b>5.72</b>	<b>3.96</b>

**19 PROVISIONS**

	Long-term		Short-term	
	As at 31st March, 2023	As at 31st March, 2022	As at 31st March, 2023	As at 31st March, 2022
Provision for Employee Benefits	3.55	5.36	0.19	0.19
Other Provisions	-	-	-	-
Provision for Contingency	3.55	5.36	0.19	0.19
	<b>34.99</b>	<b>34.99</b>	<b>-</b>	<b>-</b>
	<b>38.54</b>	<b>40.35</b>	<b>0.19</b>	<b>0.19</b>

**20 SHORT TERM BORROWINGS**

	Refer Note no.	As at 31st March, 2023	As at 31st March, 2022
<b>Loan Repayable on Demand</b>			
<b>Other Loans from Related Parties</b>			
From Director		-	-
From Other Body Corporates	20.1	378.85	580.85
		<b>378.85</b>	<b>580.85</b>

**20.1 The above amount includes**

Secured Borrowings	-	-
Unsecured Borrowings	378.85	580.85
	<b>378.85</b>	<b>580.85</b>

**20.2 Terms and conditions of Short Term Borrowings**

The loan From Other Body Corporates is unsecured, interest free and repayable on demand.

**21 TRADE PAYABLES**

Dues to Micro and Small Enterprises	21.2	-	-
Dues to Creditors other than Micro & Small Enterprises			
For Goods		34.02	33.75
		<b>34.02</b>	<b>33.75</b>

**21.1 Trade payables ageing schedule**

Ageing for Trade payables outstanding as at 31st March 2022 is as follows:

Particulars	Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
i. MSME						
ii. Others	-	4.96	0.33	3.24	25.49	34.02
iii. Disputed Dues - MSME						
iii. Disputed Dues - Others						
Total	-	4.96	0.33	3.24	25.49	34.02

Ageing for Trade payables outstanding as at 31st March 2022 is as follows:

Particulars	Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
i. MSME						
ii. Others	0.29	3.90	4.06	0.01	25.49	33.75
iii. Disputed Dues - MSME						
iii. Disputed Dues - Others						
Total	0.29	3.90	4.06	0.01	25.49	33.75

- 21.2** Disclosure as required under the Micro, Small and Medium Enterprises Development Act, 2006, to the extent ascertained, and as per notification number GSR 679 (E) dated 4th September, 2015. The Company has compiled this information based on intimation received from the suppliers of their status as Micro or Small Enterprises and/or its registration with appropriate authority under the Micro, Small and Medium Enterprises Act, 2006 ("MSMED Act").

Sl. No.	Particulars	As at 31st March, 2023	As at 31st March, 2022
i	The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each financial year.	-	-
ii	The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
iii	The amount of interest due and payable for the period of delay in making payment but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	-	-
iv	The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
v	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

**22 OTHER LIABILITIES**

	Refer Note No.	As at 31st March, 2023	As at 31st March, 2022
Advances Received		600.50	382.50
Statutory Dues		33.56	33.58
		<b>634.06</b>	<b>416.08</b>

**23 CURRENT TAX LIABILITIES (NET)**

Provision for Taxation (Net)			
Less: Taxes paid			
Closing balance		-	-

(Rs. In Lakhs)

		Refer Note No.	For the year ended 31st March 2023	For the year ended 31st March 2022
			-	-
<b>24</b>	<b>OTHER INCOME</b>			
	Interest Income			
	On Banks Deposits		0.19	0.20
	On Other Deposits, etc		0.04	0.05
	Other Non Operating Income		-	-
	Excess Provision/ Liabilities written back		0.91	0.64
	Insurance and Other Claims (Net)		-	-
			<b>1.13</b>	<b>0.89</b>
<b>25</b>	<b>EMPLOYEE BENEFITS EXPENSE</b>			
	Salaries & Wages		26.59	24.43
	Contribution to Provident and Other Funds		1.03	1.13
	Staff Welfare Expenses		0.05	-
			<b>27.67</b>	<b>25.55</b>
<b>26</b>	<b>FINANCE COST</b>			
	Interest Expenses			
	On Unsecured Loan & Others		-	-
	Dividend on Preference Share Capital		83.35	73.93
			<b>83.35</b>	<b>73.93</b>
<b>27</b>	<b>DEPRECIATION AND AMORTIZATION EXPENSES</b>			
	On Tangible Assets		8.07	8.07
			<b>8.07</b>	<b>8.07</b>
<b>28</b>	<b>OTHER EXPENSES</b>			
	Stores, Spare Parts & Packing Materials Consumed		-	-
	Power & Fuel		4.44	3.28
	Repairs to Buildings		0.49	0.66
	Repairs to Machinery		0.25	-
	Repairs to Other Assets		0.54	0.32
	Auditors' Remuneration	28.1	2.25	2.25
	Rent, Rates & Taxes		0.58	0.56
	Insurance		0.04	0.04
	Bad debt & Advances written off		-	-
	Legal and Professional Charges		4.78	5.76
	Security Services		-	-
	Commission		-	-
	Travelling & Conveyance Expenses		0.19	0.31
	Listing & Filing Fees		6.92	6.29
	Other Expenses		1.97	1.83
			<b>22.47</b>	<b>21.30</b>
<b>28.1</b>	<b>Auditors' Remuneration</b>			
<b>a</b>	Statutory Auditors			
	Audit Fees		1.25	1.25
	Issue of Certificates		1.00	1.00
			<b>2.25</b>	<b>2.25</b>
<b>29</b>	<b>EXCEPTIONAL ITEM</b>			
	Loss on Sale/ Discard of Property, Plant & Equipment/Capital Work in Progress (Net)		-	-
			-	-
<b>30</b>	<b>TAX EXPENSE</b>			
	Current Tax		-	-
	Deferred Tax		-	-
			-	-
<b>30.1</b>	<b>Reconciliation of estimated Income tax expense at Indian statutory Income tax rate to income tax expense reported in statement of profit &amp; loss</b>			
	Income before Income Taxes		(142.42)	(127.96)
	Indian Statutory Income Tax Rate		25.17%	25.17%
	Estimated income Tax Expenses		<b>(35.85)</b>	<b>(32.21)</b>
	<b>Tax effect of adjustments to reconcile expected Income tax expense to reported Income Tax Expenses</b>			
	Exempt Income		-	-
	Tax Payable at different rate		-	-
	Expenses not allowed under Income Tax		0.90	0.47
	Deferred Tax not recognized on unabsorbed losses		34.95	31.74
	Others		-	-
			<b>35.85</b>	<b>32.21</b>
	Income Tax Expenses as per Statment of Profit & Loss		(0.00)	-
<b>30.2</b>	Applicable Indian Statutory Income Tax rate for Fiscal Year 2023 & 2022 is 25.17% & 25.17% respectively.			
<b>31</b>	<b>OTHER COMPREHENSIVE INCOME</b>			
	Items that will not be reclassified to profit or loss			
	Remeasurement of the defined benefit plans		1.34	1.28
	Less: Tax expense on the above		-	-
			<b>1.34</b>	<b>1.28</b>
			-	-
			<b>1.34</b>	<b>1.28</b>
	<b>Total</b>		<b>1.34</b>	<b>1.28</b>

**32 Contingent Liabilities**

**32.1 Claims/Disputes/Demands not acknowledged as debts -**

Sl. No.	Particulars	As at 31 <sup>st</sup> March 2023	As at 31 <sup>st</sup> March 2022
a	Disallowance of Modvat Credit on input items Felts & etc from November, 1991 to May, 1992	3.20	3.20
b	Income Tax demand for the assessment year 2010-11	-	-

**32.2 Civil Cases Pending**

Sl. No.	Party	Before the Court	Nature	Brief Description	As at 31 <sup>st</sup> March 2023	As at 31 <sup>st</sup> March 2022
a	Rajlakshmi Chemical Industries	Learned Civil Judge (Sr Division)-Pune	Against Supply of Material	Suit claiming a decree with interest from the date of suit till completion	2.41	2.41

**32.3** In respect of the matters in note no. 32.1 & 32.2, future cash outflows are determinable only on receipt of judgements/decisions pending at various forums/authorities. Furthermore, there is no possibilities of any reimbursements to be made to the company from any third party.

**33 Operating Leases**

The Factory land at Bilaspur is obtained on operating lease. The lease terms are for 99 years and are renewable for further period either mutually or at the option of the Company. There are neither any restrictions imposed nor any escalation clause in lease arrangements. There are no subleases. The leases are cancellable.

Particulars	2022-23	2021-22
Lease Payment made for the Year	0.10	0.10

**The Minimum Rentals Payable under Operating Leases for non-cancellable arrangements are as follows:**

Particulars	2022-23	2021-22
Within One Year	0.10	0.10
After one Year but not more than Five Years	0.43	0.43
More than Five Years	5.75	5.86

**34** The paper factory remains under shut down w.e.f. 6th October, 2010 to fulfil certain pollution control measures as laid down by Central Pollution Control Board. The company has disposed off its entire plant & machinery and substantial portion of CWIP during the previous years. The management of the company is considering various alternative business plans to utilize the remaining PPE of the company. In view of the same and on the basis of comfort letter received from a promoter company confirming their financial support, the going concern basis is maintained. Further the management does not foresee any impairment in the remaining PPE of the company.

**35 Disclosure pursuant to Indian Accounting Standard - 19 'Employee Benefits' as notified u/s 133 of the Companies Act, 2013**

**35.1 Defined Contribution Plan:**

The Company makes contribution towards provident fund and Employee's State Insurance Corporation (ESIC) to a defined contribution retirement benefit plan for qualifying employees. The Provident Fund plan and ESIC are operated by concerned Government agencies created for the purpose. Under the said schemes the company is required to contribute a specific percentage of pay roll costs in respect of eligible employees to the Scheme to fund the benefits. The contribution payable to these plans by the company is at the rates specified in the rules of the scheme. The contributions payable to these plans by the Company are at the rates specified in the rules of the scheme.

Particulars	For the year ended 31st March 2023	For the year ended 31st March 2022
Provident Fund	0.53	0.43
Employee State Insurance Scheme	0.06	0.12

**35.2 Defined Benefit Plan:**

The following are the types of defined benefit plans:

**a Gratuity Plan**

15 days salary for every completed year of service. Vesting period is 5 years and payment is restricted to Rs. 10 lacs. The present value of defined obligation and related current cost are measured using the Projected Credit Method with actuarial valuation being carried out at each balance sheet date.

**b Risk Exposure**

Through its defined benefit plans, the company is exposed to a number of risks, the most significant of which are detailed below:

<b>Interest Rates Risk</b>	The defined benefit obligation calculated uses a discount rate based on government bonds. If bond yields fall, the defined benefit obligation will tend to increase.
<b>Salary Inflation Risk</b>	Higher than expected increases in salary will increase the defined benefit obligation.
<b>Demographic Risks</b>	This is the risk of volatility of results due to unexpected nature of decrements that include mortality attrition, disability and retirement. The effects of these decrement on the DBO depends upon the combination salary increase, discount rate, and vesting criteria and therefore not very straight forward. It is important not to overstate withdrawal rate because the cost of retirement benefit of a short caring employees will be less compared to long service employees.

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**(Rs. In Lakhs)**

<b>Actuarial Risk</b>	It is the risk that benefits will cost more than expected. This can arise due to one of the following reasons: <b>Adverse Salary Growth Experience:</b> Salary hikes that are higher than the assumed salary escalation will result into an increase in Obligation at a rate that is higher than expected. <b>Variability in mortality rates:</b> If actual mortality rates are higher than assumed mortality rate assumption than the Gratuity benefits will be paid earlier than expected. Since there is no condition of vesting on the death benefit, the acceleration of cash flow will lead to an actuarial loss or gain depending on the relative values of the assumed salary growth and discount rate. <b>Variability in withdrawal rates:</b> If actual withdrawal rates are higher than assumed withdrawal rate assumption than the Gratuity benefits will be paid earlier than expected. The impact of this will depend on whether the benefits are vested as at the resignation date.
<b>Liquidity Risk</b>	Employees with high salaries and long durations or those higher in hierarchy, accumulate significant level of benefits. If some of such employees resign / retire from the company there can be strain on the cash flows.

**c Reconciliation of the net defined benefit (asset)/ liability**

The following table shows a reconciliation from the opening balances to the closing balances for the net defined benefit (asset)/ liability and its components:

Particulars	Gratuity	
	2022-23	2021-22
Balance at the beginning of the year	5.55	6.25
Current Service Cost	0.15	0.20
Interest Cost on Defined Benefit Obligation	0.29	0.37
Current year Adjustments	-	-
Actuarial (Gains)/ Losses	(1.34)	(1.28)
Benefits Paid from Employer	(0.91)	-
Balance at the end of the year	3.74	5.55

**d Expenses recognized in the Statement of Profit & Loss**

Particulars	Gratuity	
	2022-23	2021-22
Current Service Cost	0.15	0.20
Interest Cost	0.29	0.37
Expenses recognized in Statement of Profit & Loss	0.44	0.58

**e Remeasurements recognized in other comprehensive income**

Particulars	Gratuity	
	2022-23	2021-22
Actuarial (gain)/ Loss on defined benefit obligation	(1.34)	(1.28)

**f Actuarial Assumptions**

Particulars	Gratuity	
	2022-23	2021-22
<b>Financial Assumptions</b>		
Discount Rate	7.32%	5.79%
Salary Escalation Rate	5%	5%
<b>Demographic Assumptions</b>		
Mortality Rate	(% of IALM 2006-08)	(% of IALM 2006-08)
Withdrawal Rate	5%	5%

**g** The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

**h Maturity Profile of Defined Benefit Obligations**

Expected benefits payment	As at 31st March, 2023	As at 31st March, 2022
Year 1	1.56	0.19
Year 2	0.15	1.34
Year 3	0.15	0.10
Year 4	1.54	0.10
Year 5	0.07	1.11
Above 5 years	1.33	2.71

**i Sensitivity Analysis**

The sensitivity analyses below have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period. Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below:

Particulars	Gratuity	
	2022-23	2021-22
Effect on DBO due to 1% increase in Discount Rate	3.63	5.43
Effect on DBO due to 1% decrease in Discount Rate	3.85	5.67
Effect on DBO due to 1% increase in Salary Escalation Rate	3.86	5.67
Effect on DBO due to 1% decrease in Salary Escalation Rate	3.62	5.42

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Effect on DBO due to 1% increase in Attrition Rate	3.74	5.54
Effect on DBO due to 1% decrease in Attrition Rate	3.74	5.55

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

- 36 Certain trade receivables ,loans & advances and creditors are subject to confirmation. In the opinion of the management, the value of trade receivables and loans & advances on realisation in the ordinary course of business, will not be less than the value at which these are stated in the balance sheet.

**37 Related Party Disclosures**

**37.1 Related parties with whom transactions have taken place during the year and previous year are:**

<b>Party having significant influence over the Company</b>	Arrow Syntax Private Limited
	Ankit Jalan (Director)
<b>Key Management Personnels</b>	Rahul Agarwal (Company Secretary)
	R R Debata (Chief Financial Officer)
	Malay Chakrabarty (Director)

**37.2 Related Party Transactions**

Particulars	2022-23		2021-22	
	Parties having significant influence over the Company	Key Management Personnel	Parties having significant influence over the Company	Key Management Personnel
<b>Unsecured Loan repaid during the year</b> Arrow Syntax Pvt Ltd	202.00	-	150.60	-
<b>Remuneration paid</b>				
Rahul Agarwal	-	2.04	-	2.04
R R Debata	-	2.64	-	2.30
Malay Chakrabarty	-	2.42	-	2.11

**37.3 Balance Outstanding as at the balance sheet date**

Particulars	As at 31 <sup>st</sup> March 2023	As at 31 <sup>st</sup> March 2022
Unsecured Loan Payable to Arrow Syntax Pvt Ltd	378.85	580.85

**37.4 Terms and Conditions of transaction with Related Parties**

The Company has taken loan from Enterprises owned/influenced by Key Management Personnel (KMP) or their relatives as well as from KMP's. The loan is unsecured, repayable on demand and interest free.

**38 Fair value of Financial Assets and Financial Liabilities**

Particulars	31st March 2023		31st March 2022	
	FVTPL	Amortized Cost	FVTPL	Amortized Cost
<b>Non-Current Financial Assets</b>				
Trade Receivables		-		-
Loans		6.76		5.86
Other Financial Assets		3.84		3.65
<b>Current Financial Assets</b>				
Trade Receivables		-		-
Cash and Cash Equivalents		0.61		4.44
Bank Balances other than above		2.50		2.50
Loans		-		-
Other Financial Assets		3.01		2.82
<b>Total Financial Assets</b>	-	6.12	-	9.76

Particulars	31st March 2023		31st March 2022	
	FVTPL	Amortized Cost	FVTPL	Amortized Cost
<b>Non-Current Financial Liabilities</b>				
Borrowings		883.61		786.79
Other Financial Liabilities		16.62		16.62
<b>Current Financial Liabilities</b>				
Borrowings		378.85		580.85
Trade Payables		34.02		33.75
Other Financial Liabilities		5.72		3.96
<b>Total Financial Liabilities</b>	-	1,318.81	-	1,421.98

**Note:**

The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

**39 Fair Values**

- 39.1** The management assessed that the fair values of cash and cash equivalents, trade receivables, trade payables, short term borrowings, and other financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

**40 Financial Risk Management**

The Company's financial liabilities comprise long term borrowings, short term borrowings, capital creditors, trade and other payables. The Company's financial assets include trade and other receivables, cash and cash equivalents and deposits.

The audit committee provides assurance to the Company's management that the Company's risk activities are governed by appropriate policies and procedures and that risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below.

**40.1 Credit Risk**

**Trade Receivables**

Ageing schedule	Not due	0-30 days past due	31-60 days past due	61-90 days past due	91-120 days past due
Gross carrying amount	-	-	-	-	29.83
Expected loss rate	-	-	-	-	100%
Expected credit losses (Loss allowance provision)	-	-	-	-	29.83
Carrying amount of trade receivables (net of impairment)	-	-	-	-	-

Reconciliation of loss allowance provision –	Trade Receivables	Loans and Deposits
Loss allowance on 31st March 2021	29.83	0.06
Changes in loss allowance	-	-
Loss allowance on 31 March 2022	29.83	0.06
Changes in loss allowance	-	-
Loss allowance on 31 March 2023	29.83	0.06

**40.2 Liquidity Risk**

- a The following are the remaining contractual maturities of financial liabilities as at 31st March 2023

Particulars	On Demand	Less than 6 months	6 months to 1 year	1 years to 5 years	More than 5 years	Total
Trade payables	34.02					34.02
Borrowings						-
Preference Shares					883.61	883.61
Rupee Term Loan	-					-
Short Term Borrowings	378.85					378.85
Other financial liabilities	5.72			16.62		22.34
<b>Total</b>	<b>418.58</b>	<b>-</b>	<b>-</b>	<b>16.62</b>	<b>883.61</b>	<b>1,318.81</b>

- b The following are the remaining contractual maturities of financial liabilities as at 31st March 2022

Particulars	On Demand	Less than 6 months	6 months to 1 year	1 years to 5 years	More than 5 years	Total
<b>Non-derivative</b>						
Trade payables	33.75					33.75
Borrowings						-
Preference Shares					786.79	786.79
Rupee Term Loan	-					-
Short Term Borrowings	580.85					580.85
Other financial liabilities	3.96			16.62		20.58
<b>Total</b>	<b>618.56</b>	<b>-</b>	<b>-</b>	<b>16.62</b>	<b>786.79</b>	<b>1,421.98</b>

**40.3 Market Risk**

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

**40.3.1 Foreign Exchange Risk**

The company does not have any exposure in foreign currency at the year end of 31st March 2023 and 31st March 2022. Hence the risk of foreign exchange fluctuation is nil.

**40.3.2 Interest Rate Risk**

The company does not have any exposure to Interest Rate risk as on 31st March 2023 and 31st March 2022

**41 Ratios**

Ratio	Current Period 2022-23	Previous Period 2021-22	Variance	% Variance	Reason for variance
Current ratio	0.0221	0.0250	0.0012	4.81%	
Debt-equity ratio	0.97	1.13	(0.0236)	-2.09%	



**AGIO PAPER & INDUSTRIES LIMITED**  
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(Rs. In Lakhs)

Debt service coverage ratio	NA	NA	NA	NA	
Return on equity ratio	(0.3151)	(0.2344)	(0.0588)	25.08%	Decrease in Shareholders Fund
Inventory turnover ratio	NA	NA	NA	NA	
Trade receivables turnover ratio	NA	NA	NA	NA	
Trade payables turnover ratio	NA	NA	NA	NA	
Net capital turnover ratio	NA	NA	NA	NA	
Net profit ratio	NA	NA	NA	NA	
Return on capital employed	(0.0444)	(0.0398)	(0.0002)	0.56%	
Return on investment	NA	NA	NA	NA	

**42 Capital Management**

For the purpose of the Company's capital management, capital includes issued equity capital, securities premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value. The Company manages its capital structure and makes adjustments in light of changes in economic conditions. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt.

**43 Segment Reporting**

The Company's business activities fall within a single primary reportable segment viz., Writing & Printing Paper. Accordingly, pursuant to Indian Accounting Standard-

**44 Other Statutory Information**

i) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017

ii) The company do not have any Benami property, where any proceeding has been initiated or pending against the company for holding any Benami Property.

iii) The company do not have any transactions with struck off companies under Section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

iv) The company do not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.

v) The company has not traded or invested in Crypto currency or Virtual currency during the financial year.

vi) The Company has not advanced or loaned or invested any fund to any person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the intermediary shall:

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

vii) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

- a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (Ultimate Beneficiaries); or
- b) provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

viii) The Company do not have any such transactions which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

ix) The Company has not been declared a wilful defaulter by any bank or financial institution or other lender (as defined under the Companies Act, 2013) or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India during the year.

**45 The previous year figures are reclassified where considered necessary to conform to this year's classification.**

The accompanying notes are an integral part of the Financial Statements

As per our Report annexed of even date

**For BAID AGARWAL SINGHI & CO**  
Chartered Accountants  
Firm Registration No. 328671E

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

**DHRUV NARAYAN AGARWAL**  
Partner  
Membership No. 306940  
Kolkata

The 22nd day of May, 2023

**M Chakrabarty**  
Director  
DIN:03106149

**R R Debata**  
Chief Financial Officer

**Ankit Jalan**  
Executive Director  
DIN:02577501

**Rahul Agarwal**  
Company Secretary

S.No.	Ratio	Calculation	2022-23	2021-22
1	Current ratio	Current Assets/ Current Liabilities	0.022111355	0.024972976
		Current Assets	2327946	2584281
		Current Liabilities	105282828	103483102
2	Debt-equity ratio	Total Debt/ Shareholder's Equity	0.969604156	1.131665064
		Total Debt	37885000	58085000
		Shareholder's Equity	39072646.04	51327024.1
3	Debt service coverage ratio	Earnings available for debt service / Debt Service	NA	NA
		Earnings available for debt service	-5100490	-4596448
		Debt Service	0	0
4	Return on equity ratio	Net Profits after taxes – Preference Dividend (if any) / Average Shareholder's Equity	-0.315096017	-0.2344268
		Net Profits after taxes	-14242288	-13437430.32
		Preference Dividend (if any)	0	0
		Average Shareholder's Equity	45199835.07	57320358.55
		Opening Shareholder's Equity	51327024.1	63313693
		Closing Shareholder's Equity	39072646.04	51327024.1
5	Inventory turnover ratio	Cost of goods sold OR sales/ Average Inventory	NA	NA
		Cost of goods sold OR sales	0	0
		Average Inventory	0	0
		Opening Inventory		
		Closing Inventory		
6	Trade receivables turnover ratio	Net Credit Sales / Average Accounts Receivable	NA	NA
		Net Credit Sales	0	0
		Average Accounts Receivable	0	0
		Opening Accounts Receivable		
		Closing Accounts Receivable		
7	Trade payables turnover ratio	Net Credit Purchases / Average Trade Payables	NA	NA
		Net Credit Purchases	0	0
		Average Trade Payables	0	0
		Opening Trade Payables		
		Closing Trade Payables		
8	Net capital turnover ratio	Net Sales/ Average Working Capital	NA	NA
		Net Sales	0	0
		Average Working Capital (i.e. Current Assets - Current Liabilities)	-101926851.5	-99403617
		Opening Working Capital	-100898821	-97908413
		Closing Working Capital	-102954882	-100898821
9	Net profit ratio	Net Profit / Net Sales	NA	NA
		Net Profit		
		Net Sales	0	0
10	Return on capital employed	Earning before interest and taxes / Capital Employed	-0.044431	-0.039815
		Earning before interest and taxes	-5907034	-5402992
		Capital Employed	132949633	135703531

## Route map to the venue of the 38<sup>th</sup> AGM of Agio Paper & Industries Ltd.



41A, AJC Bose Road 505, Diamond Prestige, Kolkata – 700 017



AGIO PAPER & INDUSTRIES LTD.

Regd. Office: 41A, AJC Bose Road 505, Diamond Prestige, Kolkata –  
700 017CIN: L21090WB1984PLC037968

Phone: (033) 66286654, Website:www.agiopaper.com, E-mail id: redressal@agiopaper.com

### ATTENDANCE SLIP

PLEASE COMPLETE THE ATTENDANCE SLIP AND HAND IT OVER AT THE MEETING HALL. PLEASE ALSO BRING YOUR COPY OF THE ENCLOSED ANNUAL REPORT.

I hereby record my presence at 38<sup>th</sup> Annual General Meeting to be held on Friday the 29<sup>th</sup> September, 2023 at 10:30 A. M **505, Diamond Prestige, 41A, AJC Bose Road, Kolkata - 700 017**

Regd. Folio No:	Name of the Share Holder/Proxy (in Block letters)	Signature
DP ID No		
Client ID No.		



AGIO PAPER & INDUSTRIES LTD.

Regd. Office: 41A, AJC Bose Road 505, Diamond Prestige, Kolkata –  
700 017CIN: L21090WB1984PLC037968

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### PROXY FORM

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19 (3) of the Companies  
(Management and Administration) Rules, 2014

Name of the member (s): \_\_\_\_\_  
Registered address: \_\_\_\_\_  
E-mail Id: \_\_\_\_\_  
Folio No/ Client Id: \_\_\_\_\_  
DP ID: \_\_\_\_\_

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

1. Name:\_\_\_\_\_ Address:\_\_\_\_\_  
E-mail Id:\_\_\_\_\_ Signature:\_\_\_\_\_or failing  
him
2. Name:\_\_\_\_\_ Address:\_\_\_\_\_  
E-mail Id:\_\_\_\_\_ Signature:\_\_\_\_\_or failing  
him
3. Name:\_\_\_\_\_ Address:\_\_\_\_\_  
E-mail Id:\_\_\_\_\_ Signature:\_\_\_\_\_or failing  
him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 38th Annual General Meeting of the company to be held on Friday the 29<sup>th</sup> September, 2023 at 10:30 A. M at **505, Diamond Prestige, 41A, AJC Bose Road, Kolkata - 700 017** and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution Proposed
	<b>Ordinary Business</b>
1	Ordinary Resolution to receive, consider and adopt the Audited Financial Statement for the year ended 31st March, 2023 and Director's Report and Auditors' Report thereon.
2	To appoint a director in place of Mr. Ankit Jalan (DIN: 02577501), who retires by rotation and being eligible offers himself for re- appointment

Signed this \_\_\_\_\_ day of \_\_\_\_\_

\_\_\_\_\_  
Signature of Shareholder \_\_\_\_\_

\_\_\_\_\_  
Signature of Proxy holder(s) \_\_\_\_\_

Affix  
Revenue  
Stamp

**Note :1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**

**2. For the text of the Resolutions, Explanatory Statement & Notes, please refer to the Notice convening the 38<sup>th</sup> Annual General Meeting dated 29<sup>th</sup> September, 2023**



Regd. Off. : Agio Paper & Industries Ltd.  
41A, AJC Bose Road Suite No. 505,  
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