



AMBADI ENTERPRISES LTD

Weaving Memories, Creating Comfort



murugappa



ANNUAL REPORT 2022-23

TEN YEAR FINANCIAL HIGHLIGHTS

₹ Lakhs

OPERATING RESULTS	Year Ended 31st March									
	2014	2015	2016	2017	2018	2019	2020	2021	2022	2023
Sales	9752.51	10749.33	8892.21	8218.01	7950.24	8489.65	7996.51	8038.11	10384.91	9391.32
Export Incentives	834.56	863.48	791.15	785.04	749.86	685.37	734.92	522.04	442.25	373.76
Other Income	731.69	442.22	575.02	1178.97	446.61	373.66	542.57	53.83	1156.94	1611.68
Total Income	11318.76	12055.03	10258.38	10182.02	9146.71	9548.68	9274.00	8613.98	11984.10	11376.76
Profit before Depreciation	1360.06	932.12	963.62	1183.77	365.27	478.44	600.01	361.77	1167.10	2034.79
Profit before Tax	1238.15	811.27	863.46	1083.60	265.56	374.00	488.53	244.85	1019.61	1901.13
Profit After Tax	972.36	592.46	601.27	834.07	240.94	338.73	355.73	160.04	549.76	1520.31
Dividend	504.00	234.00	168.00	278.40	48.00	67.20	67.20	-	48.00	48.00
Sources of Funds										
Paid up Share Capital	48.00	48.00	48.00	48.00	48.00	48.00	48.00	48.00	48.00	48.00
Reserves	4177.44	4577.92	5151.59	5769.93	5649.84	6084.66	6157.42	6458.32	7020.54	8317.29
Loan Funds	1030.84	1129.32	1070.93	860.00	1288.80	1390.07	1305.53	678.43	921.45	2.57
Total	5256.28	5755.24	6270.52	6677.93	6986.64	7522.73	7510.95	7184.75	7989.99	8367.86
Application of Funds										
Fixed Assets	1781.51	1727.18	1807.29	2374.67	2470.91	2403.58	2392.02	2333.69	2527.51	2487.58
Investments	1338.93	1274.14	2015.27	1905.41	2266.67	2561.71	2694.37	2632.59	1854.68	2243.06
Net Current Assets	2135.84	2753.92	2447.96	2397.85	2249.06	2557.44	2424.56	2218.47	3607.80	3637.22
Total	5256.28	5755.24	6270.52	6677.93	6986.64	7522.73	7510.95	7184.75	7989.99	8367.86

DIRECTORS - A BRIEF PROFILE

Mr. ARUN ALAGAPPAN
Non -Executive Chairman

Mr. Arun Alagappan is the Non -Executive Chairman of the Company. He has done his Graduation in Commerce from the University of Madras and completed the 'Owner President/Management Program' from Harvard Business School at Boston, USA. Further, he has over 20 years of experience and has held senior management positions in various units of the group viz., Parryware, Tube products of India, President of TI Cycles and was the Managing Director of Cholamandalam Investment and Finance Company Limited. He is currently the Executive Vice Chairman and Whole Time Director of Coromandel International Limited and is also on the Boards of Thirumalai Chemicals Limited, Lakshmi Machine Works Limited, Roca Bathroom Products Private Limited, Yanmar Coromandel Agrisolutions Private Limited, Dare Ventures Limited, M A Alagappan Holdings Private Limited, Parry Murray & Company Limited, UK, Southern India Chamber of Commerce & Industry and Madras Race Club.



Mr. A. VENKATACHALAM
Non -Executive Director



Mr. A. Venkatachalam is a graduate from Gallaudet University, Washington, D.C, U.S.A. He is currently a Director of Parry Enterprises India Limited, Murugappa Water Technology and Solutions Private Limited, Ambadi Enterprises Limited and Murugappa Educational and Medical Foundation. He has rich experience in the industry.

Mr. RAMESH K. B. MENON
Non -Executive Director

Mr. Ramesh K. B. Menon is a Director of the Company. He is an alumnus of XLRI, Jamshedpur.

Mr. Menon led the Group's HR function and was actively involved in the development of business strategy, supervision for business results and governance as Executive Director-HR in the Murugappa Corporate Advisory Board (MCAB). He also served as Lead Director of the Diversified Businesses of the Murugappa Group and had been the Member of MCAB for seven years. Mr. Menon earlier worked as the Director-HR of Coats, South Asia, with a career spanning 26 years in key HR leadership assignments across regions before joining the Murugappa Group. He is currently on the Boards of E.I.D Parry (India) Limited, Parry Agro Industries Limited, Kan and More Private Limited and Parry Murray & Company Limited, UK.



Mr. ARUNACHALAM VELLAYAN
Non -Executive Director



Mr. Arunachalam Vellayan joined EID- Parry (India) Limited in April 2008 as Assistant General Manager and was involved in creating a distribution network for sales of retail sugar. He then moved to Cholamandalam Investment and Finance as Assistant Vice President and was involved in building and creating a portfolio of home equity loan book. In April 2013, he had moved to Cholamandalam MS General Insurance as Deputy Chief Investment Officer. In October 2020 he had moved to Coromandel International Limited as Head - CSPD. Prior to joining the Murugappa Group, Mr. Vellayan has worked in DBS Asset Management, Singapore. He was responsible for analysing companies and sectors in their Asia equity fund. He has also worked with Karma Capital Advisors Private Limited wherein he was responsible for investment of the fund in various companies. Mr. Vellayan has done his Bachelors in Commerce from Loyala College. He has done his MSc in Accounting and Finance from Lancaster University, UK specializing in financial analysis and liquidity evaluation. He is also on the Board of New Ambadi Estates Private Limited, Parry Murray & Company Limited, UK and Dare Ventures Limited.

Ms. DEEPALI PANT JOSHI
Non -Executive Director

Ms. Deepali Pant Joshi has had a Career as central banker with the Reserve Bank of India (1981-2017) for 36 years and superannuated as an Executive Director a position she held for five years. She holds a Doctoral degree from the University of Allahabad as also from Law (University of Lucknow) and Management degrees. She is also a fellow of the Harvard University Asia Centre and had served as a banking ombudsman for the State of Andhra Pradesh, Regional Director, RBI Jaipur and as a Nominee Director on the Board of Institute of Banking personnel, RBI Nominee on NABARD Board of Supervision over Co-operative Banks (both Rural and Urban).



Mr. FAIZAL YUNUS JALIWALA
Non -Executive Director



Mr. Faizal Yunus Jaliwala, an alumnus of the Harvard Business School is presently the Chief Executive Officer of MAF Clothing Private Limited. He started his professional career, at the tender age of 17, straight from Class 12 into an organization, where he spent the next 17 years of his life, schooling in the business of garment manufacturing & exporting. In 2009, he moved to Bangalore, where he set up MAF Clothing along with his brother, a textile garment manufacturing company. MAF has four divisions wovens, knits, Medical and Lingerie. He is also an Independent Director in Empire Aviation- the largest private charter company in the Middle East. He is also the founding member of Zenith Foundation.

Corporate Information

Board of Directors : Mr. Arun Alagappan
Mr. A Venkatachalam
Mr. Ramesh K B Menon
Mr. Arunachalam Vellayan
Dr. Deepali Pant Joshi
Mr. Faizal Yunus Jaliwala

Bankers : HDFC Bank Limited

Auditors : M/s. Shanker Giri & Prabhakar
Chartered Accountants

Registered Office : Parry House, 5th Floor,
No. 43, Moore Street,
Chennai – 600001

NOTICE OF THE EIGHTY SECOND ANNUAL GENERAL MEETING

NOTICE is hereby given that the Eighty Second Annual General Meeting (AGM) of AMBADI ENTERPRISES LIMITED will be held on Wednesday, the 26th July 2023 at 10:00 A.M. IST by way of Video Conferencing (VC) through Microsoft Teams application to transact the following business:

ORDINARY BUSINESS

Item No.1 – Adoption of Standalone Financial Statements.

To consider and if deemed fit, to pass the following resolution, with or without modification, as an Ordinary Resolution:

“RESOLVED THAT the Audited Standalone financial statements of the Company for the financial year ended 31st March, 2023 and the Reports of the Board of Directors and the Auditors thereon be and are hereby considered, approved and adopted.”

Item No.2 – Adoption of Consolidated Financial Statements.

To consider and if deemed fit, to pass the following resolution, with or without modification, as an Ordinary Resolution:

“RESOLVED THAT the Audited Consolidated financial statements for the financial year ended 31st March, 2023 and the Auditors Report thereon be and are hereby considered, approved and adopted.”

Item No. 3- Declaration of Dividend.

To consider and if deemed fit, to pass the following resolution, with or without modification, as an Ordinary Resolution:

“RESOLVED THAT a dividend of Rs.10/- per equity share (100%) of Rs. 10/- each be declared for the financial year ended 31st March, 2023 and that the same be paid out of the profits of the Company to those shareholders whose names appear in the Register of Members as on 26th July, 2023 in case the shares are held in physical form and to the beneficial holders of the dematerialized shares as on 26th July, 2023 as per the details provided by National Securities Depository Limited in case the shares are held in electronic form.”

Item No.4 - Re-appointment of Mr. Arunachalam Vellayan, Director (DIN: 08011680) retiring by rotation, being eligible offers himself for re-appointment.

To consider and if deemed fit, to pass the following resolution, with or without modification, as an Ordinary Resolution:

“RESOLVED THAT pursuant to Section 152(6) of the Companies Act, 2013 and Article 17.25 of the Articles of Association of the Company, Mr. Arunachalam Vellayan, Director (DIN: 08011680) who retires by rotation in this Annual General Meeting and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

SPECIAL BUSINESS

Item No.5 – Appointment of Mr. Faizal Yunus Jaliwala (DIN: 02397025) as an Independent Director of the company.

To consider and if deemed fit, to pass the following resolution, with or without modification, as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013 (the Act) (including any statutory modification or reenactment thereof for the time being in force), the Companies (Appointment and Qualifications of Directors) Rules, 2014, read with Schedule IV to the Act as amended from time to time, Mr. Faizal Yunus Jaliwala (DIN: 02397025), who was appointed as an Additional Director of the company designated as an Independent Director with effect from 14th February, 2023, by the Board pursuant to Section 161(1) of the Act and who holds office up to the date of this Annual General Meeting, who meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder, who has submitted a declaration and consent to that effect and in respect of whom the company has received a notice in writing from a member under Section 160 of the Act proposing his candidature for office of Director, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation to hold office for a term of five consecutive years with effect from 14th February, 2023 till 13th February, 2028 (both days inclusive).

Item No.6 – Re-designation of Dr. Deepali Pant Joshi (DIN: 07139051) as an Independent Director of the company.

To consider and if deemed fit, to pass the following resolution, with or without modification, as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013 (including any statutory modification or reenactment thereof for the time being in force), the Companies (Appointment and Qualifications of Directors) Rules, 2014, read with Schedule IV to the Act as amended from time to time, Dr. Deepali Pant Joshi (DIN: 07139051), Non-Executive Director, who meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder, who has submitted a declaration and consent to that effect and in respect of whom the company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing her candidature for the office of an Independent Director be and is hereby re-designated as an Independent Director not liable to retire by rotation for a term of 5 consecutive years commencing from 14th February, 2023 till 13th February, 2028 (both days inclusive).

On behalf of the Board



ARUN ALAGAPPAN
Chairman
DIN: 00291361

Chennai

Date: 7th June, 2023

Registered office:

Parry House, 5th Floor, No. 43, Moore Street, Chennai – 600001

CIN: U65991TN1941PLC001437

Email ID: prasantakumarpatro@ambadi.murugappa.com

NOTES

The relevant details pursuant to Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India, in respect of the Directors seeking appointment/re-appointment at this AGM is annexed herewith.

1. The 82nd Annual General meeting (AGM) of the company will be held over video conferencing (“VC”) in compliance with framework issued by the Ministry of Corporate Affairs vide its circular nos.02/2022 dated 05th May, 2022 read with Circular no. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020 and Circular No. 10/2022 dated 28th December, 2022.
2. In compliance with the aforesaid MCA Circulars, Notice of the AGM along with the Annual Report for the financial year 2022-23 is being sent only through electronic mode to those Members whose email addresses are registered with the Company.
3. Members who have not registered or who wish to update their E-Mail address, postal address, telephone/mobile numbers, Permanent Account Numbers, bank account details are requested to register/intimate the same to the company.
4. Since the AGM is being held over video conferencing where physical attendance of members in any case has been dispensed with, a member entitled to attend and vote at the meeting will not be eligible to appoint proxies to attend the meeting instead of him/her. Accordingly, the proxy form, route map and attendance slip are not attached to this notice and the resultant requirement for submission of proxy forms does not arise.
5. Notice is hereby given pursuant to Section 91 of the Companies Act, 2013, the Registrar of Members and the Share Transfer Books of the Company shall remain closed from 19th July 2023 to 26th July 2023 (both days inclusive).
6. The register of Directors’ and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the register of contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the notice will be available for inspection in electronic mode. Members can send an email for this purpose to ael.agm@ambadi.murugappa.com

Instructions for members for attending the AGM by way of Video Conferencing through Microsoft Teams are as under:

1. Members may attend the meeting by way of Video Conferencing through Microsoft Teams application.
2. Members will receive an email with a link to participate in the 82nd AGM from the company in due course.
3. Members intending to participate in the meeting are required to click on the link available in the mail at the scheduled time of the meeting to join the meeting.
4. The facility for joining the meeting shall open from 9.45 A.M i.e. 15 minutes before the scheduled time of the meeting.

5. The Link for participating in the meeting shall expire on the conclusion of the meeting.
6. The designated email address for any correspondence in relation to the AGM is ael.agm@ambadi.murugappa.com
7. The voting at the Meeting shall take place by way of show of hands. In the AGM, if any item is to be transacted by a poll, the members are required to cast their votes by sending their response on the item to the above designated email address at the time of voting in the AGM.
8. Members may contact Mr. Sisinti Prasanta Kumar Patra, Head - Finance at his mobile number 9350978266 / 9312991646 for any assistance required in joining the meeting, before or during the meeting.

On behalf of the Board


ARUN ALAGAPPAN
Chairman
DIN: 00291361

Chennai
Date: 7th June, 2023

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No.5 Appointment of Mr. Faizal Yunus Jaliwala (DIN: 02397025) as an Independent Director of the Company.

Mr. Faizal Yunus Jaliwala, an alumnus of the Harvard Business School is presently the Chief Executive Officer of MAF Clothing Private Limited. He started his professional career, at the tender age of 17. Straight from Class 12 into an organization, where he spent the next 17 years of his life, schooling in the business of garment manufacturing & exporting. In 2009, he moved to Bangalore, where he set up MAF Clothing along with his brother, a textile garment manufacturing company. MAF has four divisions wovens, knits, Medical and Lingerie. He is also an Independent Director in Empire Aviation- the largest private charter company in the Middle East. He is also the founding member of Zenith Foundation.

The Board at its meeting held on 14th February, 2023, considering the expertise and experience of Mr. Faizal Yunus Jaliwala (DIN: 02397025) approved his appointment as an Independent Director for a term of 5 (five) Consecutive years from 14th February, 2023 till 13th February, 2028, subject to the approval of Shareholders at this Annual General Meeting.

The Company has received from Mr. Faizal Yunus Jaliwala (DIN: 02397025) (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014, (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014 to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013.

The Company has received declarations from Mr. Faizal Yunus Jaliwala that he meets the criteria of Independence prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Rules framed thereunder, read with Schedule IV of the Companies Act, 2013, as amended from time to time. Mr. Faizal Yunus Jaliwala has confirmed that he has registered himself in the databank maintained by the Indian Institute of Corporate Affairs.

The Company has received a notice in writing under Section 160 of the Companies Act, 2013, from a Member proposing the candidature of Mr. Faizal Yunus Jaliwala for the office of Director of the Company.

The Board considers that his association would be of immense benefit to the Company and it is desirable to avail the services of Mr. Faizal Yunus Jaliwala as an Independent Director.

Memorandum of Interest

Except Mr. Faizal Yunus Jaliwala being the appointee, none of the Directors or their relatives is concerned or interested, financially or otherwise in the resolution set out under Item No.5 of the Notice.

The Board recommends the resolution set forth in Item No. 5 for the approval of Members as an Ordinary Resolution.

The information as required under the Secretarial Standards is annexed.

Item No. 6 – Re-designation of Dr. Deepali Pant Joshi (DIN: 07139051) as an Independent Director of the Company.

Dr. Deepali Pant Joshi has been holding office as a Non-Executive Non-Independent Director on the Board of the Company since July 27, 2021.

Dr. Deepali Pant Joshi has had a Career as a central banker with the Reserve Bank of India (1981-2017) for 36 years and superannuated as an Executive Director a position she held for five years. She holds a PHD degree from the University of Allahabad as also from Law (University of Lucknow) and Management (IGNOU) degrees. She is also a fellow of the Harvard University Asia center and had served as a banking ombudsman for the State of Andhra Pradesh, Regional Director, RBI Jaipur and as a Nominee Director on the Board of Institute of Banking personnel, RBI Nominee on NABARD Board of Supervision over Co-operative Banks (both Rural and Urban).

Dr. Deepali Pant Joshi meets with the criteria of Independence as stipulated by Section 149(6) of the Companies Act, 2013 and hence the Board at its meeting held on 14th February, 2023, considering the expertise and experience of Dr. Deepali Pant Joshi (DIN: 07139051) approved her re-designation as an Independent Director for a term of 5 (five) consecutive years from 14th February, 2023 till 13th February, 2028, subject to the approval of the Shareholders at this Annual General Meeting.

The Company has received declarations from Dr. Deepali Pant Joshi that she meets the criteria of Independence prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Rules framed thereunder, read with Schedule IV of the Companies Act, 2013, as amended from time to time. Dr. Deepali Pant Joshi has confirmed that she has registered herself in the databank maintained by the Indian Institute of Corporate Affairs.

The Company has received a notice in writing under Section 160 of the Companies Act, 2013, from a Member proposing the candidature of Dr. Deepali Pant Joshi for the office of Director of the Company.

The Board considers that her association would be of immense benefit to the Company and it is desirable to avail the services of Dr. Deepali Pant Joshi as an Independent Director.

Memorandum of Interest

Except Dr. Deepali Pant Joshi being the appointee, none of the Directors or their relatives is concerned or interested, financially or otherwise in the resolution set out under Item No.6 of the Notice.

The Board recommends the resolution set forth in Item No. 6 for the approval of Members as an Ordinary Resolution.

The information as required under the Secretarial Standards is annexed.

DETAILS AS REQUIRED UNDER SECRETARIAL STANDARDS

Particulars	Arunachalam Vellayan	Faizal Yunus Jaliwala	Deepali Pant Joshi
DIN	08011680	02397025	07139051
Date of Birth	20/06/1981	15/12/1974	12/12/1957
Date of First appointment the on Board	18/01/2021	14/02/2023	27/07/2021
Shareholding in the Company as on March 31,2023	8,786	NIL	NIL
Relationship with other Director/KMP	NIL	NIL	NIL

Particulars	Arunachalam Vellayan	Faizal Yunus Jaliwala	Deepali Pant Joshi
Qualifications	Mr. Arunachalam Vellayan has done his Bachelors in Commerce from Loyola College. He has done his M. Sc in Accounting and Finance from Lancaster University, United Kingdom specializing in financial analysis and liquidity evaluation.	Mr. Faizal Yunus Jaliwala is an alumnus of the Harvard Business School	Dr. Deepali Pant Joshi holds a PHD degree from the University of Allahabad as also from Law (University of Lucknow) and Management degrees (IGNOU).
Number of Meetings attended during the year	5(5)	1(2)	5(5)
Directorship in other Companies as on March 31, 2023	1. New Ambadi Estates Private Limited	1. Nano Tech Polymers Private Limited 2. YZ Sons Private Limited 3. MAF Clothing Private Limited 4. MBH Reality Private Limited 5. MAF Agro Private Limited 6. Empire Aircraft Management Services Private Limited	1. Coromandel International Limited 2. Kan and More Private Limited 3. Pahal Financial Services Private Limited 4. Satya Microcapital Limited 5. Nabfins Limited
Membership/ Chairmanship of committees of other Board	NIL	NIL	Coromandel International Limited (i) Audit Committee – Member (ii) Nomination & Remuneration Committee – Member (iii) Corporate Social Responsibility Committee – Member

BOARD'S REPORT

Your Directors have pleasure in presenting the 82nd Annual Report of the Company together with the Audited Financial Statements for the year ended 31st March, 2023.

The performance highlights of the Company for the year are summarized below:

FINANCIAL RESULTS / OPERATIONS, STATE OF AFFAIRS

The Directors hereby inform you about the operations of the Company during the twelve months period under review. A comparative statement showing the performance of the company during the years 2022-2023 and 2021-2022 is furnished below:

	₹in lakhs	
Particulars	2022-2023	2021-2022
Sales Turnover	9351.32	10384.91
Gross Income	10654.19	11983.41
Profit Before Interest and Depreciation	2062.00	1196.81
Finance Charges	27.21	29.69
Provision for Depreciation	133.66	147.49
Net Profit Before Tax	1901.13	1019.61
Provision for Tax	380.82	469.85
Net Profit After Tax	1520.31	549.76
Balance of Profit brought forward	4118.65	3568.89
Dividend paid for last year	48.00	-
Transfer to General Reserve for last year	54.98	-
Balance available for appropriation	5535.98	4118.65
Proposed Dividend on Equity shares	48.00	48.00
Proposed Transfer to General Reserve	152.03	54.98
Surplus carried over	5335.95	4015.67

OPERATIONS AND PERFORMANCE

Your Company achieved a Sales Turnover of Rs. 9,351.32 lakhs during the year ended 31st March 2023 as against Rs. 10,384.91 lakhs in the previous year.

The Profit before tax was Rs. 1901.13 lakhs compared to Rs. 1019.61 lakhs in the previous year, helped by executing the sale of property at Kannur.

The Floor coverings business had a tough year with a negative growth of 18.5% in revenue Y-O-Y. The drop was precipitated by the slowdown in the western economies facing high inflation and suppressed demand due to the ongoing war in Ukraine. The business continued its efforts in new product developments portfolio from Bhadohi & Panipat to cater to the Hospitality, Retail segment and online retailers. The business has posted an EBITDA of 9.1% a drop by 1.9% mainly due to drop in revenues compared to Last Year. Key RM prices have also gone up by up to 7% during the year, which was mitigated through price increases and operational efficiencies. The Europe market remains sluggish, and the company intends to turn its focus to the large US market. The business showcased its products at IGHF Delhi and through individual customer presentations at its showroom. The Home furnishings business was merged with the Rugs business and the main production center was shifted

to Panipat. The Business expects to derive synergies in customer and product development and grow this category exponentially.

The textiles business was able to maintain its share of business amongst all PM suppliers which has resulted in a robust revenue growth of 9.5% over Last Year. With improved Contribution of 32.5% (PY 32.1%), the EBITDA grew to 11.8% (PY 11.3%)

FUTURE OUTLOOK

The Major Global markets of EU, UK and US are yet to recover, and we see a possible scenario of stagnation in for the first half of the year. The business is focused on pursuing its long-term plans and will take the necessary steps for them. There would be continued focus on managing overall costs as the market conditions continue to remain volatile.

The Business would focus on growing its markets in the US and UK with plans of new customer acquisitions. There would be renewed focus on new product development with development of new portfolio of products in the semi mechanized portfolio. The Home Furnishing business has been integrated with the Floor Coverings business so that we can bring in synergy amongst the businesses and present the Company as a complete home solution provider to customers. The Textiles business has added capacities in weaving, printing and development of new products at regional centers.

The businesses are also faced with headwinds in reduction of Government of India export incentives which continues to affect overall gross margins. The business would be taking all necessary steps to maintain the planned margins, Cost, PBT and ROCE for the year.

CONSOLIDATED FINANCIAL STATEMENTS

Consolidated Financial Statements incorporating the operations of the Company and its Subsidiary is appended. As required under the provisions of the Companies Act 2013, a statement showing the salient features of the financial statements of the subsidiaries in Form AOC-1 is enclosed to this Report.

SUBSIDIARY COMPANY

Parry Murray & Company Limited, UK achieved a turnover of GBP 72,80,949 for the financial year ended 31st March, 2023 as against a turnover of GBP 66,24,256 in the previous year and recorded an operating profit of GBP 7,56,343 for FY 2022-23 compared to a Profit of GBP 6,31,190 in the previous year.

The company recorded appreciation in the Fair Value of investments as on 31st March 2023 of GBP 16,61,299 (PY – an appreciation of GBP 18,22,154 in the Fair Value of investments as on 31st March 2022).

The net profit before tax after the exceptional item is GBP 25,33,590 for the year ended 31st March 2023 as against GBP 25,50,340 in the previous year.

The Consolidated financial statements (financial results of the Company) have been provided in the Annual report.

The Company had incorporated Kan and More Private Limited, a Wholly Owned Subsidiary of the Company on 06th May, 2022. Kan and More has launched a range of masstige textile products at Heimtex 2023.

DIVIDEND

Your directors are pleased to recommend a final dividend of Rs. 10/- per equity share (100 %) of Rs. 10/- each for the financial year ended 31st March 2023.

The outgo towards final dividend for the current year amounts to Rs. 48,00,000/- (Rupees forty-eight lakhs only) as against Rs. 48,00,000/- in the previous year.

TRANSFER TO GENERAL RESERVE

The Company has transferred a sum of Rs.54,98,000/- (Rupees fifty-four lakhs ninety-eight thousand only), 10% of the PAT of LY to the General Reserve of the Company. The Company has proposed a sum of Rs. 1,52,03,000/- (Rupees one crore fifty-two lakhs and three thousand only), 10 % of the PAT for the year ended on 31st March, 2023 to be transferred to General Reserve.

SHARE CAPITAL

The paid-up Equity share capital of the Company as on 31.03.2023 was Rs.48,00,000/-. During the year under review, the company has not issued shares with differential voting rights or granted stock options or issued sweat equity shares.

DETAILS OF DEPOSITS

The Company has not accepted Deposits covered under Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

PARTICULARS OF LOANS/GUARANTEES/INVESTMENTS

There are no loans and investments covered under the provisions of Section 186 of the Companies Act, 2013, during the year.

The particulars of investments are mentioned in Note No. 9 of the Financial Statements.

RELATED PARTY TRANSACTIONS

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There were no materially significant related party transactions made by the Company with promoters or Directors which may have a potential conflict with the interest of the Company at large. There are no contracts or arrangements entered into with Related Parties during the year to be disclosed under Sections 188(1) and 134(h) of the Companies Act, 2013 in form AOC-2. Form AOC-2 is enclosed.

DIRECTORS

Mr. Arunachalam Vellayan, Director (DIN: 08011680) retires by rotation pursuant to Section 152(6) of the Companies Act, 2013 and Article 17.25 of the Articles of Association of the Company at the forth coming Annual General Meeting and being eligible, has offered himself for re-appointment. The necessary resolution for the re-appointment of Mr. Arunachalam Vellayan (DIN: 08011680) as a Director of the Company is included in the Notice of the Eighty Second Annual General Meeting.

Mr. Faizal Yunus Jaliwala, Director (DIN: 02397025) was appointed as an Additional (Independent) Director of the Company by the Board and he shall hold office up to the ensuing Annual General

Meeting. The Company has received necessary declarations from him under Section 149(7) of the Companies Act, 2013, that he meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013. Mr. Faizal Yunus Jaliwala has confirmed that he has registered himself in the databank maintained by the Indian Institute of Corporate Affairs. The necessary resolution with explanatory statement for the appointment of said Independent Director of the Company for a term of 5 consecutive years w.e.f 14th February, 2023 till 13th February, 2028, not liable to retire by rotation is included in the Notice of the Eighty Second Annual General Meeting.

Dr. Deepali Pant Joshi has been holding office as a Non-Executive Non-Independent Director on the Board of the Company since July 27, 2021. Dr. Deepali Pant Joshi, Director (DIN: 07139051) was re-designated as an Independent Director of the Company by the Board. The Company has received necessary declarations from her under Section 149(7) of the Companies Act, 2013, that she meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013. Dr. Deepali Pant Joshi has confirmed that she has registered herself in the databank maintained by the Indian Institute of Corporate Affairs. The necessary resolutions with explanatory statement for the appointment of the said Independent Director of the Company for a term of 5 consecutive years w.e.f 14th February 2023 till 13th February, 2028, not liable to retire by rotation are included in the Notice of the Eighty Second Annual General Meeting.

NUMBER OF THE MEETINGS OF THE BOARD

The Board met 5 (Five) times during the financial year ended 31st March 2023. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

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:

- (a) that in the preparation of the annual financial statements for the year ended 31st March, 2023, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- (b) that the directors had selected such accounting policies as mentioned in Note No. 26 of the Financial Statements and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at 31st March, 2023 and of the profit of the company for the year ended on that date;
- (c) that the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) that the Directors had prepared the annual accounts on a going concern basis; and
- (e) that the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

MATERIAL CHANGES BETWEEN THE END OF FINANCIAL YEAR AND THE DATE OF THE BOARDS' REPORT

There are no material changes or commitments affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of this report.

RISK MANAGEMENT POLICY

The Company periodically evaluates the risk management system by its operational executives in a strategic setting, which enables management to identify potential risk events that may affect the entity and provide a framework to manage risk within the organization's risk appetite to provide reasonable assurance regarding the achievement of the organization's objectives.

CONSTITUTION OF AUDIT COMMITTEE

During the year, pursuant to Section 177 of the Companies Act, 2013, the Board had constituted the Audit Committee w.e.f 14th February 2023, consisting of the following members:

Dr. Deepali Pant Joshi	- Chairperson
Mr. Faizal Yunus Jaliwala	- Member
Mr. Ramesh K B Menon	- Member

CONSTITUTION OF NOMINATION AND REMUNERATION COMMITTEE

During the year, pursuant to Section 178 of the Companies Act, 2013, the Board had constituted the Nomination and Remuneration Committee w.e.f 14th February, 2023, consisting of the following members:

Dr. Deepali Pant Joshi	- Chairperson
Mr. Faizal Yunus Jaliwala	- Member
Mr. Arunachalam Vellayan	- Member

CONSTITUTION OF STAKEHOLDERS RELATIONSHIP COMMITTEE

The Company is not required to constitute a Stakeholders Relationship Committee under Section 178(5) of Companies Act, 2013.

DECLARATION BY INDEPENDENT DIRECTORS

The Company has received necessary declaration from each Independent Director of the Company under Section 149(7) of the Companies Act, 2013 (Act) stating that the Independent Directors of the Company meet with the criteria of Independence and have registered themselves in the databank maintained by the Indian Institute of Corporate Affairs as laid down in Section 149(6) of the Act. In the opinion of the Board, the Independent Directors fulfill the conditions specified in the Act and the rules made there under for appointment as Independent Director and confirm that they are independent of the management. Pursuant to the provisions of Schedule IV of the Companies Act, 2013 (the Act) the Independent Directors of the company had a separate meeting during the financial year without the attendance of non-independent Directors and members of management.

PERFORMANCE EVALUATION

Pursuant to the provisions of Schedule IV of the Companies Act, 2013 (the Act) the performance evaluation of the independent directors was carried out by the entire Board of Directors, excluding the Director being evaluated.

CORPORATE SOCIAL RESPONSIBILITY

The Board had formulated the CSR policy as required under Section 135 of the Companies Act, 2013. This policy will apply to all projects/programs undertaken as part of the Company's Corporate Social Responsibility initiative and will be developed, reviewed and updated periodically with reference to relevant changes in corporate governance, international standards and sustainable and innovative practices. The policy will maintain compliance and alignment with the activities listed in Schedule VII and Section 135 of the Companies Act, 2013 and the rules framed there under.

The Company had undertaken CSR project/programs approved by the Board of Directors in line with the CSR Policy.

Pursuant to Section 135(9) of the Companies Act, 2013, as the amount to be spent under CSR policy does not exceed fifty lakhs, the requirement for constitution of Corporate Social Responsibility committee shall not be applicable and the functions of the committee provided under this section are discharged by the Board of Directors of the company.

CSR Reporting

CSR reporting is appended to this report.

CHANGE IN THE NATURE OF BUSINESS

There is no change in the nature of the business of the company.

SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

The company has not received any significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

DETAILS OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS

The Company has an Internal Financial Control System, commensurate with the size, scale and complexity of its operations. The scope and authority of the Internal Audit function is defined in the Internal Audit Plan. To maintain its objectivity and independence, the Internal Auditors report to the Chairman of the Board. The internal auditors monitor and evaluate the efficacy and adequacy of the internal financial control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company. Based on the report of the internal audit, process heads undertake corrective action in their respective areas and thereby strengthen the controls.

EXPLANATION AND COMMENTS

The report of statutory auditors is self-explanatory and has no adverse comments.

STATUTORY AUDITORS

Shanker Giri & Prabhakar, Chartered Accountants, Chennai bearing Firm Registration No. 003761S were appointed as statutory auditors of the Company for a term of five years to hold office from the conclusion of 78th Annual General Meeting till the conclusion of the 83rd Annual General Meeting.

The auditors have confirmed their eligibility under Section 141 of the Companies Act, 2013 and the rules framed there under.

INTERNAL AUDITORS

In pursuance of Section 138 of the Companies Act, 2013, the Company was not required to appoint an Internal Auditor. However, as a matter of good governance, P.K.F Sridhar and Santhanam LLP, Chartered Accountants, Chennai was appointed as internal auditors for the financial year 2022-23.

COST AUDITOR

Pursuant to Rule 3 of the Companies (Cost Records and Audit) Rules, 2014, the Company is covered under this rule in Item B – Non-Regulated Sector, in Serial No.29 and the cost records for Textiles are included in the books of account of the Company.

Further, pursuant to rule 4 of the Companies (Cost Records and Audit) Rules, 2014, as the turnover of the company does not exceed the threshold as mentioned in the said Rules, the cost records maintained are not required to be audited.

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

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the workplace (Prevention, Prohibition & Redressal) Act, 2013.

Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

The following is a summary of sexual harassment complaints received and disposed off during the year ended March 31, 2023.

No. of complaints received – Nil

No. of complaints disposed off – Not Applicable

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

No application made and no proceeding is pending under the Insolvency and Bankruptcy Code, 2016 during the year.

DETAILS OF ONE TIME SETTLEMENT

There is no one time settlement made during the financial year 2022-23.

COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARD AND GENERAL MEETINGS

The company has complied with Secretarial Standards issued by the Institute of Company Secretaries of India in respect of Board Meetings and Annual General Meeting held during the year.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUTGO

The Company has no commercial activities calling for conservation of energy and/or technology absorption attracting disclosure in pursuance of Rule 8(3) of the Companies (Accounts) Rules, 2014. During the year, the Company had dealings in foreign exchange earnings and outgo.

Foreign Exchange Earnings Rs. 8,860.82 Lakhs

Foreign Exchange Outgo Rs. 125.98 Lakhs

ANNUAL RETURN

The details forming part of the annual return in the prescribed form MGT – 7 is available at the website of the company <http://www.ambadiindia.com/>.

ACKNOWLEDGEMENT

The Board wishes to place on record their sincere thanks to the employees at all levels for their continued contribution to the performance of the company. The Board also wishes to place on record its appreciation for the co-operation and support received from customers, shareholders, suppliers, government departments and banks.

On behalf of the Board



ARUN ALAGAPPAN
Chairman
DIN: 00291361

Chennai
Date: 7th June, 2023

FORM NO. AOC.1

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

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

Part "A": Subsidiaries

Name of the subsidiary	:	PARRY MURRAY & CO LTD	KAN AND MORE PRIVATE LIMITED
The date since when subsidiary was acquired	:	8 th April, 1994	6 th May, 2022
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	:	No	No
Reporting currency and Exchange rate as on the Last date of the relevant financial year in the case of foreign subsidiaries	:	Currency: Pound Sterling Exch. Rate: Rs. 101.87	NA
Share capital	:	Rs. 101.87 lakhs	Rs. 1.00 lakh
Reserves & Surplus	:	Rs. 12,913.66 lakhs	Rs. (1.01) lakh
Total assets	:	Rs. 16,030.63 lakhs	Rs. 2.21 lakh
Total Liabilities	:	Rs. 16,030.63 lakhs	Rs. 2.21 lakh
Investments	:	Rs. 11,729.26 lakhs	NIL
Total Income	:	Rs. 7,192.10 lakhs	NIL
Profit before taxation	:	Rs. 2,451.77 lakhs	Rs. (1.01) lakh
Provision for taxation	:	Rs. 528.70 lakhs	NIL
Profit after taxation	:	Rs. 1,923.07 lakhs	Rs. (1.01) lakh
Proposed Dividend	:	NIL	NIL
Extent of shareholding (in percentage)	:	80%	100%

1. Names of subsidiaries which are yet to commence operations – NIL

2. Names of subsidiaries which have been liquidated or sold during the year – NIL

Part “B”: Associates and Joint Ventures – Not Applicable

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

Name of Associates/Joint Ventures	
1. Latest audited Balance Sheet Date	NA
2. Date on which the Associate or Joint Venture was associated or acquired	NA
3. Shares of Associate or Joint Ventures held by the company on the year end	NA
No.	NA
Amount of Investment in Associates/ Joint Venture	NA
Extend of Holding (in percentage)	NA
4. Description of how there is significant influence	NA
5. Reason why the associate/Joint venture is not consolidated.	NA
6. Net worth attributable to shareholding as per latest audited Balance Sheet	NA
7. Profit or Loss for the year	NA
i. Considered in Consolidation	NA
ii. Not Considered in Consolidation	NA

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

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

On behalf of the Board



A Venkatachalam
Director
DIN: 00115568



Arun Alagappan
Chairman
DIN: 00291361

Place: Chennai
Date: 7th June, 2023

FORM NO. AOC.2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

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

1. Details of contracts or arrangements or transactions not at arm's length basis - NIL

- (a) Name(s) of the related party and nature of relationship
- (b) Nature of contracts/arrangements/transactions
- (c) Duration of the contracts/arrangements/transactions
- (d) Salient terms of the contracts or arrangements or transactions including the value if any
- (e) Justification for entering into such contracts or arrangements or transactions
- (f) Date of approval by the Board
- (g) Amount paid as advances, if any
- (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188

2. Details of material contracts or arrangement or transactions at arm's length basis - NIL

- (a) Name(s) of the related party and nature of relationship
- (b) Nature of contracts/arrangements/transactions
- (c) Duration of the contracts/arrangements/transactions
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any
- (e) Date(s) of approval by the Board, if any
- (f) Amount paid as advances, if any

On behalf of the Board



ARUN ALAGAPPAN
Chairman
DIN: 00291361

Chennai
Date: 7th June, 2023

**Annual Report on CSR Activities to be included in the Boards' Report for
Financial Year ended 31st March, 2023**

1. Brief outline on CSR Policy of the Company.

Ambadi Enterprises Limited Corporate Social Responsibility Purpose Statement:

The Company shall seek to impact the lives of the disadvantaged by supporting and engaging in activities that aim to improve their wellbeing. We are dedicated to the cause of empowering people, educating them and in improving their quality of life. While we will undertake programmes based on the identified needs of the community, education and healthcare shall remain our priority. Across the different programme areas identified by the company, it would be our endeavour to reach the disadvantaged and the marginalised sections of the society to make a meaningful impact in their lives.

We are committed to identifying and supporting programmes aimed at:

- Empowerment of the disadvantaged sections of the society through education, access to and awareness about financial services and the like;
- Provision of access to basic necessities like healthcare, drinking water & sanitation and the like to the under privileged;
- Work towards eradicating hunger and poverty, through livelihood generation and skill development;
- Supporting environmental and ecological balance through afforestation, soil conservation, rain water harvesting, conservation of flora & fauna, and similar programme;
- Promotion of rural sports, nationally recognized sports, paralympic sports and Olympic sports through training of sportspersons;
- Undertake rural development projects;
- Any other programme that falls under our CSR purpose including those listed in schedule VII of the Companies Act, 2013 as may be amended from time to time and is aimed at the empowerment of disadvantaged sections of the society;
- The CSR policy was approved in July, 2022, and the same was put up on the website of the company. The web link to the company's CSR policy: <https://www.ambadiindia.com/>

2. Composition of CSR Committee: Not Applicable as the CSR Expenditure is below Rupees Fifty Lakhs

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
NIL				

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company – <https://www.ambadiindia.com/>.

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

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any. NOT Applicable

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be set-off for the financial year, if any (in Rs)
NIL			

6. Average net profit of the company as per Section 135(5) – Rs. 784.33 Lakhs

7. (a) Two percent of average net profit of the company as per section 135(5) - Rs. 15.69 Lakhs

(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years. - NIL

(c) Amount required to be set off for the financial year, if any- NIL

(d) Total CSR obligation for the financial year (7a+7b-7c)-Rs. 15.69 Lakhs

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
18,08,975	-	-	-	-	-

(b) Details of CSR amount spent against ongoing projects for the financial year: NOT APPLICABLE

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project		Project duration	Amount allocated for the project (in Rs.)	Amount spent in the current financial Year (in Rs.)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number
NIL												

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/No)	Location of the project.		Amount spent for the project (in Rs.)	Mode of implementation - Direct (Yes/No)	Mode of implementation - Through implementing agency	
				State	District			Name	CSR registration number
1.	Classroom building at Care and Fair Girls High School	Education	YES		Chakshikhari, Kawal, Bhadohi	9,90,000	No	Care and Fair (India)	CSR00025630

2.	Strengthening Child Friendly Communities	Rural development	YES	7 communities in Panipat, Haryana	6,24,225	No	Manav Sansadhan Evam Mahila Vikas Sansthan	CSR00040916
3.	Supplementary Nutrition program for girl children	Eradicating hunger, poverty and malnutrition	YES	DLF Phase-1, Gurugram, Haryana	1,20,000	No	Sarvam Foundation	CSR00025581
4.	Support for dance education for girl children	Enhancing vocation skills	YES	Sangeet Kala Academy, Ward No. 3, Mehrauli, New Delhi	74,750	No	Sarvam Foundation	CSR00025581
				TOTAL	18,08,975			

(d) Amount spent in Administrative Overheads - NIL

(e) Amount spent on Impact Assessment, if applicable – NOT APPLICABLE

(f) Total amount spent for the Financial Year (8b+8c+8d+8e) – Rs. 18,08,975/-

(g) Excess amount for set off, if any – Rs. 2,39,975/-

Sl.No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	15,69,000
(ii)	Total amount spent for the Financial Year	18,08,975
(iii)	Excess amount spent for the financial year [(ii)-(i)]	2,39,975
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NIL
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	2,39,975

9. (a) Details of Unspent CSR amount for the preceding three financial years: - NOT APPLICABLE

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (in Rs.).	Date of transfer.	
NIL							

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): - NOT APPLICABLE

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID.	Name of the Project.	Financial Year in which the project was commenced.	Project duration.	Total amount allocated for the project (in Rs.).	Amount spent on the project in the reporting Financial Year (in Rs.).	Cumulative amount spent at the end of reporting Financial Year. (in Rs.)	Status of the project - Completed / Ongoing.
NIL								

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year – NOT APPLICABLE

(asset-wise details).

- (a) Date of creation or acquisition of the capital asset(s).
- (b) Amount of CSR spent for creation or acquisition of capital asset.
- (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.
- (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).

11. Specify the reason(s) if the company has failed to spend two per cent of the average net profit as per section 135(5). – NOT APPLICABLE

On behalf of the Board



ARUN ALAGAPPAN

Chairman

DIN: 00291361

Chennai

Date: 7th June, 2023

AMBADI ENTERPRISES LIMITED

**Standalone Financial Statements
For the year ended 31st March 2023**



**Shanker Giri & Prabhakar
Chartered Accountants**



INDEPENDENT AUDITOR'S REPORT

To The Members of AMBADI ENTERPRISES LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of AMBADI ENTERPRISES LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March 2023, the Statement of Profit and Loss and Statement of Cash Flow for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

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

Basis for Opinion

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

Other Information [or another title if appropriate, such as "Information Other than the Financial Statements and Auditor's Report Thereon"]

The Company's Board of Directors is responsible for the other information. The other information comprises the board's report, annexures to Annual return included in the Annual report but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. 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 design, implementation and maintenance of adequate internal financial controls, that are operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view





and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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





Report on Other Legal and Regulatory Requirements

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 Companies Act, 2013, we give in Annexure 'A' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

As required by Section 143(3) of the Act, we report that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief are necessary for the purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- (c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors as on 31st March 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- (g) In our opinion, the managerial remuneration for the year ended 31st March 2023, has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us
 - i. The Company does not have any pending litigation which would have impact on its financial statements.
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
 - iii. There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company

For Shankar Giri & Prabhakar
Chartered Accountants
FRN: 003761S



S. Shanker

S.Shanker
Partner

Membership No. : 018326
UDIN : 23018326BGYZY9481

Place: Chennai
Date: 7th June, 2023



ANNEXURE 'A'

The Annexure referred to in paragraph 1 of the Our Report of even date to the members of AMBADI ENTERPRISES LIMITED on the financial statements of the company for the year ended 31st March 2023.

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of our audit, we report that:

i. Property, Plant & Equipment

- (a) The company has maintained proper records showing full particulars including quantitative details and the situation of Property, Plant & Equipment.
- (b) As explained to us, Property, Plant & Equipment have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification.
- (c) The Company does not have any immovable property included in the Property, Plant & Equipment register.
- (d) The Company has not revalued its Property, Plant & Equipment, or Intangible Assets or both during the year.
- (e) No Proceedings have been initiated against the company for holding benami property under The Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

ii. Inventory

The Company's business does not involve goods and, accordingly, the requirement of reporting under Clause 2(i) & 2(ii) of the order are not applicable to the Company.

- iii. The Company has not granted any loans, secured or unsecured, to Companies, firms, Limited Liability partnerships or any other parties covered in the register maintained under Section 189 of the Companies Act, 2013.
- iv. In respect of loans given and investments made by the company, the company has complied with Section 186 of the Companies Act, 2013. The Company has not given any guarantees or security to any party.
- v. The company has not accepted any deposits from the public in terms of Section 73 to Section 76 or any other relevant provisions of the Companies Act, 2013 during the year. Hence Clause 5 of the Order is not applicable.
- vi. To the best of our knowledge and as explained, the Central Government has not specified the maintenance of Cost Records under sub-section (1) of section 148 of the Companies Act, 2013 for the products and services of the Company.
- vii. (a) According to the information and explanations given to us, and records of the Company examined by us, in our opinion, the Company is regular in depositing the undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess, goods and services tax and any other statutory dues as applicable, with the appropriate authorities. There are no arrears of undisputed statutory dues outstanding as at





31st March 2023 for a period of more than six months from the date they become payable which has been withheld pending disposal of litigation except the following :

Nature of dues	Pending before	2022-23	2021-22
		Rs. Lakhs	Rs. Lakhs
Income tax	CIT – Appeals	322.24*	322.24*
Service Tax	Customs, Excise & Service Tax Appellate Tribunal – Chandigarh Serommissioner	2.41	2.41

* Note: Out of which Rs. 168.77 lakhs are already paid/ adjusted by department.

- (b) According to the information and explanations given to us, and the records of the Company examined by us, there are no dues of income tax or sales tax or wealth tax or service tax or duty of customs or duty of excise or value added tax or cess or goods and services tax which have not been deposited on account of any dispute.
- viii. There are no transactions that are not recorded in the books of account to be surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961
- ix. a. According to the information and explanations given to us, and the records of the Company examined by us, the Company has not defaulted in repayment of borrowings from banks. The Company has not taken any loans or borrowed from any other financial institutions, Government and has not issued any debentures.
- b. The Company has not been declared as a wilful defaulter by any bank or financial institution or other lender.
- c. The Company has not availed Term Loans during the year. Hence Clause 9(iii) of the order is not applicable.
- d. The funds raised on short term basis have not been utilised for long term purposes.
- e. The Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- f. The Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- x. a. The Company has not raised monies by way of initial public offer or further public offer (including debt instruments) and term loans.
- b. The Company has not made any preferential allotment or private placement of shares / debentures during the year.
- xi. a. During the course of our examination of the Books and Records of the Company carried out in accordance with the Generally Accepted Auditing Practices in India and according to the information and explanations given to us, we report that no fraud on or by officers or employees have been noticed or reported during the year.
- b. Report under sub section (12) of Section 143 of the Companies Act by the Auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules 2014 with the Central Government as per Clause 11(ii) of the order is not applicable.





- c. The Company has not received whistle Blower complaints during the year. Hence Clause 11(iii) of the order is not applicable.
- xii. The Company is not a Nidhi Company and therefore the provisions of clause (xii) of the order are not applicable.
- xiii. The Transactions entered into with the related parties are in compliance with Section 177 & 188 of the Companies Act, 2013 and the details have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv. a. The Company has an Internal Audit System commensurate with the size and nature of its business.
- xv. The Company has not entered into non-cash transactions with directors or persons connected with him/her during the year.
- xvi. According to the information and explanations given to us, the Company is not required to be registered under section 45- IA of the Reserve Bank of India Act, 1934.
- xvii. The Company has not incurred cash losses in the Financial Year and in the immediately preceding Financial Year.
- xviii. There has not been any resignation of the Statutory Auditors during the year.
- 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, the auditor's knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of 1 year from the balance sheet date, will get discharged by the company as and when they fall due.
- xx. a. According to the information and explanations given to us, the company has spent on transactions referred to in Schedule VII to the Companies Act.
- b. According to the information and explanations given to us, the company has spent on transactions referred to in sub section (5) of Section 135 of the Companies Act.
- xxi. There are no qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the consolidated financial statements.

For Shankar Giri & Prabhakar
Chartered Accountants
FRN: 003761S



S. Shanker

S. Shanker
Partner

Membership No. : 018326
UDIN : 23018326BGYZY9481

Place: Chennai
Date: 7th June, 2023



ANNEXURE 'B'

ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF AMBADI ENTERPRISES LIMITED

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

We have audited the internal financial controls over financial reporting of AMBADI ENTERPRISES LIMITED ("the Company") as of March 31, 2023 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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





Meaning of Internal Financial Controls Over Financial Reporting

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

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

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

For Shankar Giri & Prabhakar
Chartered Accountants
FRN: 003761S



S. Shanker
Partner

Membership No. : 018326
UDIN : 23018326BGYZY9481

Place: Chennai
Date: 7th June, 2023

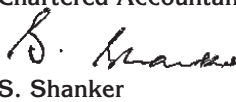
AMBADI ENTERPRISES LIMITED
BALANCE SHEET AS AT MARCH 31, 2023

₹ in Lakhs

Particulars	Note No.	As at		As at	
		March 31, 2023		March 31, 2022	
I EQUITY AND LIABILITIES					
(1) Shareholders' Funds					
(a) Share Capital	1	48.00		48.00	
(b) Reserves and Surplus	2	8,317.29	8,365.29	7,020.54	7,068.54
(2) Non Current Liabilities					
(a) Deferred Tax Liabilities (Net)	10	99.33		88.51	
(b) Long Term Provisions	3	84.21		69.26	
			183.54		157.77
(3) Current Liabilities					
(a) Short Term borrowings	4	2.57		921.45	
(b) Trade Payables	5				
(A) total outstanding dues of micro enterprises and small enterprises		232.64		146.52	
(B) total outstanding dues of creditors other than micro enterprises and small enterprises		662.59		929.31	
(c) Other Current Liabilities	6	103.78		308.03	
(d) Short Term provisions	7	557.17	1,558.75	703.05	3,008.36
Total			10,107.58		10,234.67
II ASSETS					
(1) Non-Current Assets					
(a) Property, Plant & Equipments & Intangible Assets	8				
(i) Property, Plant & Equipment		2,485.57		2,248.01	
(ii) Intangible Assets		2.01		2.54	
(iii) Capital work in progress		-		276.96	
		2,487.58		2,527.51	
(b) Non Current Investments	9	1,493.36		1,088.73	
(c) Long Term Loans and Advances	11	95.59		104.21	
(d) Other Non Current Assets	12	27.96		41.31	
			4,104.49		3,761.76
(2) Current Assets					
(a) Current Investments	13	749.69		765.95	
(b) Inventories	14	1,185.44		1,680.30	
(c) Trade receivables	15	1,417.70		1,684.34	
(d) Cash and Cash equivalents	16	1,896.09		1,310.22	
(e) Short term loans and advances	17	648.65		673.95	
(f) Other Current Assets	18	105.52	6,003.09	358.15	6,472.91
Total			10,107.58		10,234.67
See Accompanying Notes to Financial statements	26				

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

For Shanker Giri & Prabhakar
Firm Registration Number - 003761S
Chartered Accountants

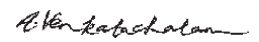

S. Shanker
Partner
Membership No. 018326



Place : Chennai
Date : 7th June, 2023

On Behalf of the Board


ARUN ALAGAPPAN
Chairman
DIN 00291361


A. VENKATACHALAM
Director
DIN 00115568

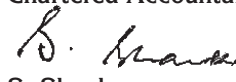
AMBADI ENTERPRISES LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2023

₹ in Lakhs

Particulars	Note No.	Year	
		2022-2023	2021-2022
I Revenue from operations	19	9,725.08	10,827.16
II Other Income	20	1,611.68	1,156.94
III Total Income		11,336.76	11,984.10
IV Expenses			
Cost of Materials Consumed	21	924.58	1,873.39
Purchases of Stock-in-Trade	21	2,657.78	2,301.85
Changes in inventories	21	334.88	3.76
Employee benefit expense	22	1,485.26	1,470.76
Finance Cost	23	27.21	29.69
Depreciation	8	133.66	147.51
Other Expenses	24	3,872.26	4,511.70
Total Expenses		9,435.63	10,338.66
V Profit before Exceptional and Extraordinary items and Tax		1,901.13	1,645.44
VI Extraordinary Items	25	-	625.83
VII Profit before Tax		1,901.13	1,019.61
VIII Tax Expense			
1 Current Tax		370.00	410.00
2 Deferred Tax		10.82	59.85
		380.82	469.85
IX Net Profit for the year		1,520.31	549.76
X Earnings per equity share			
Basic - Rs.		316.73	114.53
Diluted - Rs.		316.73	114.53
XI See Accompanying Notes to Financial statements	26		

This is the Profit and Loss Account referred to in our Report of even date.

For Shanker Giri & Prabhakar
Firm Registration Number - 003761S
Chartered Accountants

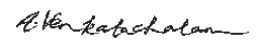

S. Shanker
Partner
Membership No. 018326



Place : Chennai
Date : 7th June, 2023

On Behalf of the Board


ARUN ALAGAPPAN
Chairman
DIN 00291361


A.VENKATACHALAM
Director
DIN 00115568

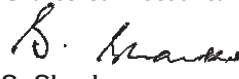
AMBADI ENTERPRISES LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2023

₹ in Lakhs

	Year ended March 31, 2023	Year ended March 31, 2022
A. Cash flow from Operating Activities :		
Net Profit before Tax	1,901.13	1,019.61
Adjusted for :		
Depreciation	133.66	147.51
Interest Expenses (Net)	(79.17)	9.44
Investment Income	(325.63)	(552.76)
Excess Provision for diminution in value of investment W/back	-	(15.00)
Excess Provision for Bad & Doubtful Debts W/back	(20.61)	(10.30)
Provision for diminuton in value of Investments	-	600.00
Provision for prior year items - Duty Drawback	-	25.83
Loss on disposal of Investments	-	4.62
(Profit)/Loss on Sale of Fixed Assets (Net)	(679.16)	(0.64)
	(970.91)	208.69
Operating Profit before working capital changes	930.22	1,228.31
Adjustments for (Increase)/Decrease in :		
Trade and Other Receivables	426.56	(330.06)
Inventories	494.85	14.42
Current Liabilities	(513.63)	100.73
	407.78	(214.91)
Cash Generated from Operations	1,338.00	1,013.39
Direct Taxes paid (net)	(370.00)	(410.00)
Net Cash Flow from Operating Activities	968.00	603.39
B. Cash flow from Investing Activities :		
Purchase of Fixed Assets	(121.73)	(346.15)
Proceeds on sale of Fixed Assets	705.36	1.55
Purchase of Investments	(415.65)	-
Sale of Investments	12.00	15.33
Investment Income	325.63	552.76
Interest received	106.38	20.25
	611.99	243.74
C. Cash flow from Financing Activities :		
Changes in Working Capital Finance	(918.88)	244.41
Interest paid	(27.24)	(29.71)
Dividend paid including Dividend Tax	(48.00)	-
	(994.12)	214.71
Net Increase/(Decrease) in Cash and Cash equivalents	585.87	1,061.83
Cash and Cash equivalents as at 1st April , 2022	1,310.22	248.39
Cash and Cash equivalents as at 31st March, 2023	1,896.09	1,310.22

This is the Cash Flow Statement referred to in our Report of even date.

For Shanker Giri & Prabhakar
Firm Registration Number - 003761S
Chartered Accountants

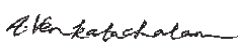

S. Shanker
Partner
Membership No. 018326



Place : Chennai
Date : 7th June, 2023

On Behalf of the Board


ARUN ALAGAPPAN
Chairman
DIN 00291361


A. VENKATACHALAM
Director
DIN 00115568

AMBADI ENTERPRISES LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS

₹ in Lakhs

	As at	As at
	March 31, 2023	March 31, 2022
Note 1		
Share Capital		
Authorised		
Equity Shares		
75,00,000 (Previous Year 75,00,000) of Rs.10 each	750.00	750.00
	750.00	750.00
Issued, Subscribed and Paid Up		
Equity Shares		
4,80,000 (Previous Year 4.80,000) of Rs.10 each fully paid	48.00	48.00
	48.00	48.00

Notes:

1 Shareholders holding more than 5% of the Shares

	Name of the Shareholder	2022-2023		2021-2022	
		No. of Shares	%	No. of Shares	%
1	M A M Arunachalam	51926	10.82%	51926	10.82%
2	Arun Alagappan	39782	8.29%	39782	8.29%
3	M M Venkatachalam (M V Muthiah Family Trust)	38485	8.02%	38485	8.02%
4	M M Venkatachalam (M V Subramanian Family Trust)	38485	8.02%	38485	8.02%
5	M M Murugappan	37436	7.80%	37436	7.80%
6	S Vellayan	26354	5.49%	26354	5.49%
7	A Venkatachalam	25658	5.35%	25658	5.35%
8	M V Murugappan HUF	24958	5.20%	24958	5.20%
9	M V Subbiah	24958	5.20%	24958	5.20%

2 Shareholding Pattern of Promoters

S.No	Name of the Shareholders Details of shares held by Promoters	2022-23			2021-22	
		No. of Shares	%	% Change during the year	No. of Shares	%
1	M A Alagappan	19,892	4.14%		19,892	4.14%
2	V Arunachalam	8,786	1.83%		8,786	1.83%
3	M V Subbiah	13,180	2.75%		13,180	2.75%
4	S Vellayan	26,354	5.49%		26,354	5.49%
5	A Venkatachalam	25,658	5.35%		25,658	5.35%
6	M M Murugappan	19,770	4.12%		19,770	4.12%
7	M M Muthiah	19,768	4.12%		19,768	4.12%
8	M M Murugappan	17,666	3.68%		17,666	3.68%
9	A Vellayan	8,088	1.69%		8,088	1.69%
10	M A M Arunachalam	51,926	10.82%		51,926	10.82%
11	V Narayanan	8,784	1.83%		8,784	1.83%
12	M V Subbiah	11,778	2.45%		11,778	2.45%
13	Arun Alagappan	39,782	8.29%		39,782	8.29%
14	M V Murugappan HUF	24,958	5.20%		24,958	5.20%
15	M M Veerappan	19,768	4.12%		19,768	4.12%
	Total	3,16,158	65.87%		3,16,158	65.87%



AMBADI ENTERPRISES LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS

₹ in Lakhs

Name of the Shareholders		2022-23			2021-22	
S.No	Details of shares held by Promoter Group	No. of Shares	%	% Change during the year	No. of Shares	%
1	Vellachi Murugappan	13,879	2.89%		13,879	2.89%
2	Valli Arunachalam	13,879	2.89%		13,879	2.89%
3	M V AR Meenakshi	1,400	0.29%		1,400	0.29%
4	M A M Arunachalam Huf	19,892	4.14%		19,892	4.14%
5	A A Alagammai	4,200	0.88%		4,200	0.88%
6	M V Seetha Subbiah	1,736	0.36%		1,736	0.36%
7	Meenakshi Murugappan	2,100	0.44%		2,100	0.44%
8	M M Venkatachalam (Lakshmi Venkatachalam Family Trust)	2,100	0.44%		2,100	0.44%
9	M M Venkatachalam (M V Muthiah Family Trust)	38,485	8.02%		38,485	8.02%
10	M M Venkatachalam (M V Subramanian Family Trust)	38,485	8.02%		38,485	8.02%
11	M A Alagappan (Kadamane Estates & Co)	480	0.10%		480	0.10%
12	M A Alagappan (Murugappan Arunachalam Children Trust)	7,750	1.61%		7,750	1.61%
13	M A Alagappan Huf	15,692	3.27%		15,692	3.27%
	Total	1,60,078	33.35%		1,60,078	33.35%

3 Movement during the year

	2022-2023		2021-2022	
	No. of Shares	Rs. Lakhs	No. of Shares	Rs. Lakhs
Balance as at the beginning of the year	480000	48.00	480000	48.00
Issued, subscribed and paid up during the year	-	-	-	-
Balance as at the end of the year	480000	48.00	480000	48.00

4 Equity Shares of the Company having par value of Rs 10/- per share rank pari passu in all respects including voting rights and entitlement to dividend.



AMBADI ENTERPRISES LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS

₹ in Lakhs

		As at March 31, 2023	As at March 31, 2022
Note 2			
Reserves and Surplus			
Capital Reserve - As per last Balance Sheet	A	24.06	24.06
Hedging Reserve			
As Per last Balance Sheet		151.92	139.46
Add : Additions during the year		(23.64)	151.92
Less : Utilised during the year		(151.92)	(139.46)
Closing balance	B	(23.64)	151.92
General Reserve			
As Per last Balance Sheet		2,725.91	2,725.91
Add : Transfer from Profit and Loss Account		54.98	-
	C	2,780.89	2,725.91
Surplus in Statement of Profit and Loss			
As Per last Balance Sheet		4,118.65	3,568.89
Add : Net Profit after tax for the year		1,520.31	549.76
Balance available for Appropriation		5,638.96	4,118.65
Appropriations :			
Dividend		(48.00)	-
Transfer to General Reserve		(54.98)	-
	D	5,535.98	4,118.65
	A+B+C+D	8,317.29	7,020.54
Note 3			
Long Term Provisions			
Provision for Employee benefits		84.21	69.26
		84.21	69.26



AMBADI ENTERPRISES LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS

₹ in Lakhs

	As at March 31, 2023	As at March 31, 2022
Note 4		
Short Term Borrowings		
Secured		
From Banks		
- Short Term Working Capital Borrowings from Bank (Packing and Post shipment credit)	2.57	921.45
Security : Refer Point 2 of Note No. 26		
Terms of repayment : Facilities from bank are repayable on demand unless otherwise renewed. Post shipment credit consisting of bill discounting is repayable withing the due dates of the respective bills.		
Defaults in repayments - Nil		
	2.57	921.45
Note 5		
Trade Payables		
Sundry Creditors		
Purchase	879.43	1,059.19
Expenses	15.80	16.64
	895.23	1,075.83

Trade Payables due for Payment:-

Trade Payables Ageing Schedule

As on 31st March 2023

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 Yr	1-2 yrs	2-3 yrs	More than 3 yrs	Total
(i) MSME	232.64				232.64
(ii) Others	662.59				662.59
(iii) Disputed Dues - MSME					-
(iv) Disputed Dues - Others					-

As on 31st March 2022

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 Yr	1-2 yrs	2-3 yrs	More than 3 yrs	Total
(i) MSME	146.52				146.52
(ii) Others	928.64	0.64	0.03		929.31
(iii) Disputed Dues - MSME					-
(iv) Disputed Dues - Others					-



AMBADI ENTERPRISES LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS

₹ in Lakhs

	As at March 31, 2023	As at March 31, 2022
Note 6		
Other Current Liabilities		
Other Payables		
Advance from Subsidiary	11.85	213.15
Advances from Customers - Others	60.21	82.93
Interest accrued but not due	-	1.09
Dues to Directors	6.41	1.25
Others	25.31	9.61
	103.78	308.03
Note 7		
Short Term Provisions		
Provision for employee benefits	179.45	233.08
Statutory Dues Payable	32.33	34.00
Others	345.39	435.97
	557.17	703.05



AMBADI ENTERPRISES LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS
PROPERTY, PLANT & EQUIPMENTS & INTANGIBLE ASSETS

NOTE : 8
PROPERTY, PLANT & EQUIPMENTS

₹ in Lakhs

DESCRIPTION	C O S T				DEPRECIATION RESERVE				WRITTEN DOWN VALUE	
	As at 31-03-2022	2022 - 2023 Additions	Deletions	As at 31-03-2023	As at 31-03-2022	2022 - 2023 Additions	Deletions	As at 31-03-2023	As at 31-03-2022	As at 31-03-2022
	Land - Free Hold	801.52	14.80	786.72					786.72	801.52
Land - Lease Hold	12.96		12.96		2.01	0.15		10.80	10.95	
Building	1,755.64	267.59	1,922.70		643.83	60.12	93.99	1,312.74	1,111.81	
Motor-vehicles	40.83	14.32	44.88		10.59	8.84	7.75	33.20	30.24	
Off-Equipments	72.69	26.44	95.47		46.42	12.67	3.31	39.69	26.27	
Electrical-Fittings	168.85	21.40	187.28		159.72	3.90	2.85	26.51	9.13	
Furniture & Fittings	156.25	16.76	168.40		129.19	11.60	4.46	32.07	27.06	
Plant & Machinery	551.81	49.74	580.59		344.05	23.23	17.50	230.81	207.76	
Computers	69.26	0.67	68.59		45.99	10.20	0.63	13.03	23.27	
Total	3,629.81	396.25	3,867.59		1,381.80	130.71	130.49	2,485.57	2,248.01	
Previous Year	3,613.08	69.19	3,629.81		1,284.42	145.01	47.63	2,248.01	2,328.66	

INTANGIBLE ASSETS

DESCRIPTION	C O S T				DEPRECIATION RESERVE				WRITTEN DOWN VALUE	
	As at 31-03-2022	2022 - 2023 Additions	Deletions	As at 31-03-2023	As at 31-03-2022	2022 - 2023 Additions	Deletions	As at 31-03-2023	As at 31-03-2022	As at 31-03-2022
	Computer Software	183.74	2.44	162.86		181.20	2.95	23.30	160.85	2.01
Total	183.74	2.44	162.86		181.20	2.95	23.30	160.85	2.01	2.54
Previous Year	231.72		183.74		226.68	2.48	47.96	181.20	2.54	5.04



AMBADI ENTERPRISES LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS

Note 9
Non Current Investments

	Face	As at		As at	
	value	March 31, 2023		March 31, 2022	
NON TRADE - At Cost	Rs	Nos.	Rs. Lakhs	Nos.	Rs. Lakhs
In Fully paid Equity Shares					
A. Quoted					
EID Parry (India) Ltd	1	40,30,000	283.14	40,30,000	283.14
Carborundum Universal Ltd	1	3,84,700	7.39	3,84,700	7.39
Cholamandalam Investment & Finance Co Ltd	2	2,91,380	44.26	2,91,380	44.26
Tube Investments of India Ltd	1	10,58,200	26.40	10,58,200	26.40
Cholamandalam Financial Holdings Limited	1	10,58,200	26.40	10,58,200	26.40
Coromandel Engineering Co Ltd	10	10,00,100	200.25	10,00,100	200.25
			587.84		587.84
B. Unquoted					
i) Equity Shares in Subsidiary					
Parry Murray & Company Ltd. UK	PDS 1	80,000	409.92	80,000	409.92
			409.92		409.92
ii) Equity Shares in Others Companies					
Cholamandalam MS Risk Services Ltd	10	1	0.00	1	0.00
Cholamandalam MS General Insurance Co.Ltd	10	112	0.02	112	0.02
Chola Business Services Ltd	10	6,999	0.70	6,999	0.70
Murugappa Management Services Pvt. Ltd	100	7,701	19.47	7,701	19.47
Ambadi Investments Ltd	10	800	1.18	800	1.18
Parry Agro Industries Ltd	10	1,600	1.18	1,600	1.18
Kan and More Pvt. Ltd.	10	10,000	1.00		-
Murugappa Water Technology and Solutions Private Ltd	10	12,510	3.38	12,510	3.38
			26.93		25.93
iii) Preference Shares					
7% CNPRPS - Coromandel Engineering Co Ltd	100	6,00,000	600.00		600.00
Less : Provision for diminution in value - Refer Note 26 (31)			-600.00		-600.00
			-		-
iv) Others Investments - Public/ Private Sector Bonds/ Debentures					
IDBI Bank Limited 9.4 BD Perpetual Bond	10,00,000			1	10.00
Cholamandalam Invest & Fin Co Ltd SR-SD52 8.8 NCD	10,00,000	2	19.96	2	19.96
Cholamandalam Invest & Fin Co Ltd SR-56 9.05 NCD	10,00,000	1	9.97	1	9.97
CHOLAMANDALAM INVESTMENT AND FIN. CO. LTD SR PDI20 10.88 NCD PERPETUAL FVRS5LAC Debenture	5,00,000	20	107.82		-
CHOLAMANDALAM INVESTMENT AND FIN. CO. LTD SR PDI22 10.75 NCD PERPETUAL FVRS5LAC Debenture	5,00,000	20	107.59		-
CHOLAMANDALAM INVESTMENT AND FIN. CO. LTD SR PDI29 9.20 NCD PERPETUAL FVRS1CR Debenture	1,00,00,000	2	200.24		-
PIRAMAL CAPITAL & HOUSING FINANCE LIMITED 6.75 LOA 26SP31 FVRS975 Debenture	925	29	0.27	29.00	0.28
Reliance Capital Ltd SR-FB-NCD-367-1 8.85 NCD	10,00,000	3	14.99	3	14.99
02011 GOI 2022 8.35 FV RS 100 Government Securities - IN0020020072	100			2,000	2.00
02015 GOI 2032 7.95 FV RS 100 Government Securities - IN0020020106	100	3,000	3.00	3,000	3.00
CENTRAL GOVERNMENT LOAN 07004 GOI 15FB27 8.24 FV RS 100 Government Securities - IN0020060078	100	10,000	9.90	10,000	9.90
CENTRAL GOVERNMENT LOAN 07009 GOI 02AG27 8.26 FV RS 100 Government Securities - IN0020070036	100	10,000	9.93	10,000	9.93
			483.66		80.03
Less : Provision for diminution in value			14.99		14.99
			468.67		65.04
Total			1,493.36		1,088.73
Quoted Investments					
Cost			587.83		587.83
Market value of quoted investments			57,901.04		48,530.41



AMBADI ENTERPRISES LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS

₹ in Lakhs

	As at March 31, 2023	As at March 31, 2022
Note 10		
Deferred Tax Asset / Liability		
Difference in Written Down Value of assets	129.88	96.84
Provisions	(30.55)	(185.35)
	99.33	88.51
Note 11		
Long Term Loans and Advances		
Unsecured and considered good		
Loans - Refer Point 8 of Notes No. 26	95.59	104.21
	95.59	104.21
Note 12		
Other Non Current Assets		
Security Deposits and Advances	27.96	41.31
	27.96	41.31
Note 13		
Current Investments		
Non Trade - At Cost		
Investments in Mutual Funds - at cost		
HDFC Liquid Fund - Growth - 6043.465 Units at Rs. 4,131.6457 each (2021-22 - 18969.041 Units at Rs. 4,011.8722 each)	249.69	761.01
Franklin India Ultra Short Bond Fund - Super Institutional Plan - NIL (2021-22 - 18681.42 Units at Rs. 26.4223 each)	-	4.94
ICICI Prudential Liquid Fund - Growth - 76747.385 Units at Rs. 325.7439977 each (2021-22 - NIL)	250.00	-
Kotak Liquid Regular Plan Growth - 5616.891 Units at Rs. 4,450.8609 each (2021-22 - NIL)	250.00	-
	749.69	765.95
Note 14		
Inventories		
Raw Materials at cost	413.73	575.15
Work-in-Progress at cost	404.07	448.43
Finished Goods at the lower of cost and realisable value	364.20	654.74
Stores and Spares at cost	3.44	1.98
	1,185.44	1,680.30
Note 15		
Trade Receivables		
Unsecured		
Debts outstanding for a period exceeding six months		
Considered Good	148.83	-
Considered Doubtful	30.78	57.11
	179.61	57.11
Less: Provision for Bad and Doubtful debts	30.78	57.11
	148.83	-
Others debts - Considered good		
Due from Subsidiary company	23.61	141.64
Due from others	1,245.26	1,542.70
	1,417.70	1,684.34



AMBADI ENTERPRISES LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS

₹ in Lakhs

Trade Receivables Ageing Schedule
As on 31st March 2023

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 yr	1-2 yrs	2-3 yrs	More than 3 yrs	Total
(i) Undisputed Trade Receivables - considered good	1,268.87	118.04				1,386.92
(ii) Undisputed Trade Receivables - considered doubtful		30.78				30.78
(iii) Disputed Trade Receivables - considered good	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered doubtful	-	-	-	-	-	-

As on 31st March 2022

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 yr	1-2 yrs	2-3 yrs	More than 3 yrs	Total
(i) Undisputed Trade Receivable considered good	1,627.23					1,627.23
(ii) Undisputed Trade Receivable considered doubtful		57.11				57.11
(iii) Disputed Trade Receivable considered good	-	-	-	-	-	-
(iv) Disputed Trade Receivable considered doubtful	-	-	-	-	-	-

	As at March 31, 2023	As at March 31, 2022
Note 16		
Cash and Cash Equivalents		
Cash on hand	1.80	2.73
Foreign Currency on hand	6.21	-
Balances with Banks		
Current Accounts	82.85	153.58
Fixed Deposit A/cs		
Bank Deposits - Maturity of less than 3 months	100.00	350.00
Other Bank Balances / Deposits		
Bank Deposits - Maturity between 3 months to 12 months	315.23	14.91
Bank Deposits - Maturity of more than 12 months	890.00	589.00
Other Deposits		
Deposits with Financial Institutions - Maturity between 3 months to 12 months	200.00	200.00
Deposits with Financial Institutions - Maturity of more than 12 months	300.00	-
	1,896.09	1,310.22



AMBADI ENTERPRISES LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS

₹ in Lakhs

	As at March 31, 2023	As at March 31, 2022
Note 17		
Short Term Loans and Advances		
Unsecured and considered good		
Advance Tax (Net of provision FY 22-23 Rs.370 Lakhs, PY Rs. 410 Lakhs)	163.55	160.91
GST Input credits / VAT receivable	258.25	333.77
Capital Advances	-	1.61
Interest Accrued but not due	23.79	1.82
Other Advances recoverable	203.06	175.84
	648.65	673.95
Note 18		
Other Current Assets		
Unsecured and considered good		
Export Incentives Receivables	105.52	206.23
Others	-	151.92
	105.52	358.15

		Year Ended March 31, 2023	Year Ended March 31, 2022
Note 19			
Revenue from Operations			
Sale of Products		9,346.53	10,379.09
Sale of Services		4.79	5.82
Export Incentives		373.76	442.25
		9,725.08	10,827.16
Note 20			
Other Income			
Interest Income		106.38	20.25
Mutual Fund Income		40.27	47.05
Dividend Income		285.36	505.70
Other Non Operating Income		27.02	46.27
Profit on Sale of Asset		682.57	0.68
Sample Charges Recovery		85.50	87.14
Air/ Ocean Freight Recovery		190.79	143.80
Exchange Gains		173.18	238.75
Excess Provision for diminution in value of investment W/back		-	15.00
Excess Provision for Bad & Doubtful Debts W/back		20.61	10.30
Excess Provision no longer required, W/back		-	42.00
		1,611.68	1,156.94
Note 21			
Cost of Materials consumed			
Raw Materials Consumed	A	924.58	1,873.39
Traded stock Consumed	B	2,657.78	2,301.85
Changes in inventories			
Opening stock of			
Finished goods		654.73	646.47
Work-in-progress		448.43	460.45
		1,103.15	1,106.92
Closing stock of			
Finished goods		364.20	654.73
Work-in-progress		404.07	448.43
		768.27	1,103.16
(Increase)/ Decrease	C	334.88	3.76
	A+B+C	3,917.24	4,179.00



AMBADI ENTERPRISES LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS

₹ in Lakhs

	Year Ended March 31, 2023	Year Ended March 31, 2022
Note 22		
Employee Benefits Expenses		
Salaries, wages and bonus	1,256.93	1,272.15
Contribution to provident and other funds	121.20	102.50
Staff welfare expenses	107.13	96.11
	1,485.26	1,470.76
Note 23		
Finance Cost		
Interest expense	17.14	16.23
Bank charges	10.07	13.46
	27.21	29.69
Note 24		
Other Expenses		
Consumption of Stores and Spares & Packing Materials	275.92	375.98
Power and fuel	117.27	122.52
Rent	90.02	106.89
Repairs and maintenance		
- Buildings	8.33	46.31
- Plant and Machinery	16.46	21.33
- Others	72.48	63.51
Insurance	9.27	27.11
Rates and taxes	3.51	8.26
Sub contracting expenses	1,917.11	2,587.01
Freight and handling charges	399.50	370.47
Advertisement and Sales Promotion expenses	64.72	28.61
Sampling expenses	334.83	281.94
Commission to selling agents	20.07	31.23
Rebates and discounts	23.40	31.34
Professional and consultancy charges	103.71	107.31
Auditors' remuneration		
- Statutory audit	5.45	4.95
- Tax audit	0.75	0.50
- Other services	1.57	1.53
Directors' commission & sitting Fees	10.73	3.82
Travelling expenses	207.22	120.94
Telephone and Courier expenses	72.92	77.11
Loss on Sale of Assets (Net)	3.40	2.13
Fixed Assets scrapped / discarded	1.53	0.79
Loss on Disposal of Investments	-	4.62
Corporate Social Responsibility Exp.	18.09	-
Miscellaneous expenses	93.97	85.49
	3,872.23	4,511.70
Note 25		
Extraordinary Items		
a. Prior year Duty Drawback refund along with interest	-	25.83
b. Provision for Diminution in the value of Investments	-	600.00
	-	625.83



AMBADI ENTERPRISES LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS

NOTE NO: 26

ACCOMPANYING NOTES TO FINANCIAL STATEMENTS:

CORPORATE OVERVIEW:

Ambadi Enterprises Limited (referred to as “Ambadi” or “The Company”) exports mainly design led textiles floor & home furnishing products. The Company is a public limited company incorporated and domiciled in India. The address of its corporate office is 5th Floor, Parry House, 43, Moore Street, Chennai - 600001.

1 SIGNIFICANT ACCOUNTING POLICIES:

The accounting policies set out below have been applied consistently to the periods presented in the financial statements.

a) Basis of preparation of Financial Statements

These financial Statements are prepared in accordance with Generally Accepted Accounting Principles (GAAP) in India under the historical cost convention on the accrual basis. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified) and other pronouncements of Institute of Chartered Accountants of India. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

The Company is a Small and Medium Sized Company (SMC) as defined in the general instructions in respect of Accounting Standards notified under the Companies Act, 2013. Accordingly, the Company has complied with the Accounting Standards as applicable to a Small and Medium Sized Company. The Company has prepared and presented Cash Flow Statement in accordance with the requirements of the Companies Act, 2013.

b) Current and Non-Current Classification:

All assets and liabilities have been classified into current or non-current as per the normal operating cycle of the Company and other criteria as set out in Schedule III to the Companies Act, 2013. Based on the nature of the services and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of current and non-current classification of assets and liabilities

c) Use of Estimates:

The preparation of the financial statements in conformity with the generally accepted accounting principles requires the management to make estimates and assumptions that affect the reported amount of assets and liabilities, the disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses for the year. The estimates and assumptions used in the accompanying financial statements are based upon the management's evaluation of relevant facts and circumstances as of the date of the financial statements. Actual amounts could differ from these estimates. Any revision to accounting estimates is recognized prospectively in current & future periods.

d) Property, Plant & Equipment:

Property, Plant & Equipment are stated at Cost. Cost includes related taxes, duties, freight, insurance etc. attributable to acquisition and installation of assets and borrowing costs incurred up to the date of commencing operations. Government Grants (Subsidy) received in respect of Property, Plant & Equipment are reckoned as a reduction from the cost of the respective Property, Plant & Equipment. An impairment loss is recognized, where applicable, when the carrying value of Property, Plant & Equipment of a cash generating unit exceeds its market value or the value in use whichever is higher.

Subsequent expenditures relating to Property, Plant & Equipment are capitalized only when it is probable that future economic benefits associated with them will flow to the company and the cost of the expenditure can be measured reliably. Repairs & maintenance cost are recognized in the Statement of Profit & Loss when they are incurred.

e) Depreciation:

Depreciation on Property, Plant & Equipment has been provided on the straight-line method as per the useful life prescribed in Schedule II of the Companies Act, 2013. In respect of additions and deletions during the year, depreciation charge is provided on pro-rata basis. Intangible assets are amortised over their estimated useful life on straight-line method. Leasehold Land is amortised over the balance lease period.



The schedule of useful lives adopted by the company for categories of assets is as follows :

- Land – NIL
- Building – 30 years
- Motor Vehicle – 5 years
- Office Equipment – 5 years
- Electrical Fittings – 5 years
- Furniture & Fittings – 5 years
- Plant & Machinery – 10 years
- Computers – 3 years
- Intangible Assets – 3 years

f) Impairment of Assets:

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

g) Investments:

Investments are stated at cost and provision for diminution in value is made where such diminution is of permanent nature.

h) Operating Leases:

Leases where the lessor effectively retains substantially all the risks and benefits of ownership are classified as Operating Leases. Operating lease payments are recognized as expenses as per the lease terms.

i) Inventories:

Raw Materials, Consumables, Stores and Spares have been valued at cost, ascertained on moving weighted average basis generally. In the case of materials bought for execution of specific orders raw materials are valued at acquisition cost. Cost includes taxes. Finished Goods and Work -in -progress have been valued at the lower of cost and net realizable value.

j) Foreign Currency Transactions:

Foreign currency transactions are recorded at the rate of exchange prevailing on the date of the transaction. At the year end, all monetary assets and liabilities denominated in Foreign Currency are restated at the closing exchange rates. Exchange differences arising on actual payment / realization and from the year end restatement referred to above are adjusted to Profit and Loss Account.

k) Derivative Instruments and Hedge Accounting:

The Company uses foreign currency forward contracts to hedge its risks associated with foreign currency fluctuations relating to certain firm commitments and highly probable forecast transactions. The Company does not hold derivative financial instruments for speculative purposes. The Company has applied to such contracts, the hedge accounting principles set out in Accounting Standard 30 'Financial Instruments: Recognition and Measurement' by marking them to market at each reporting date in the fair value of the contracts that are designated and effective as hedges of future cash flows are recognized directly in Hedging Reserve Account and the ineffective portion is recognised in the Statement of Profit and Loss of the year.

l) Revenue Recognition:

Revenue from Export and Local Sales are recognized when risks and rewards of ownership are transferred to the buyer under the terms of the contract. Dividend income is recognised when the right to receive such dividend is established.



m) Employee Benefits

i) Short Term

Short Term employee benefits, including accumulated compensated absences, are recognized as an expense as per the Company's Scheme, based on expected obligations on undiscounted basis.

ii) Long Term

Long Term employee benefits comprise of leave encashment which is provided for based on the actuarial valuation using the projected unit credit method.

iii) Retirement Benefits:

A. Defined Contribution Plans:

(1) Provident Fund:

The Company contributes to the Public provident Fund authorities. The Company also contributes to a Government administered pension fund on behalf of its employees.

(2) Superannuation:

This is a defined contribution plan. The Company contributes a sum equivalent to 15% of eligible employees' salary to a Superannuation Fund administered by trustees and managed by Life Insurance Corporation of India. The Company has no liability for future Superannuation Fund benefits other than its annual contribution and recognizes such contributions as an expense as and when due. In respect of employees joining the company after 1st March 2019, employees in certain specified grades are given the option to contribution to the defined contribution plan or receive the contribution as part of allowance every month.

B. Defined Benefit Plans:

(3) Gratuity:

This is a defined benefit plan. The Company makes annual contribution to a Gratuity Fund administered by trustees and managed by Life Insurance Corporation of India (LIC). Gratuity liability is charged to the statement of profit and loss based on actuarial valuation carried out at the Balance Sheet date using projected unit credit method. Actuarial gains and losses comprising of experience adjustments and the effects of changes in actuarial assumptions, are recognised immediately in the statement of profit and loss as income or expense.

n) Taxation:

Income-tax expense comprise of current tax (i.e. amount of tax for the period determined in accordance with the income-tax law) and deferred tax charge or credit (reflecting the tax effects of timing differences between accounting income and taxable income for the period).

Current tax is measured at the amount expected to be paid to (recovered from) the taxation authorities, using the applicable tax rates and laws. Deferred tax is recognised in respect of timing differences between taxable income and accounting income i.e. differences that originate in one period and are capable of reversal in one or more subsequent periods. The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognised using the tax rates that have been enacted or substantively enacted by the balance sheet date. Deferred tax assets are recognised only to the extent there is a reasonable certainty that the assets can be realised in future; however, where there is unabsorbed depreciation or carried forward business loss under taxation laws, deferred tax assets are recognised only if there is a virtual certainty of realisation of such assets. Deferred tax assets are reviewed as at the balance sheet date and written down or written up to reflect the amount that is reasonably/virtually certain (as the case may be) to be realised. Current tax and deferred tax assets and liabilities are offset to the extent to which the Company has a legally enforceable right to set off and they relate to taxes on income levied by the same governing taxation laws.

The Company has adopted the tax alternative under Section 115BAA of the Income Tax Act, 1961 and therefore is not eligible for the Minimum Alternate tax (MAT) under the provision of the Income tax Act, 1961.

o) Provisions, Contingent Liabilities and Contingent Assets:

Provisions are recognized only when there is a present obligation as a result of past events and when a reasonable estimate of the amount of obligation can be made. Contingent liability is disclosed for possible obligation which will be confirmed only by future events not wholly within the control of the company or for present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made. Contingent assets are neither recognized nor disclosed in the financial statements



p) Segment Reporting:

The generally accepted accounting principles used in the preparation of the financial statements are applied to record revenue and expenditure in individual segments. Expenses that are directly identifiable to segments are considered for determining the segment result. Expenses which relate to the company as a whole and are not allocable to segments are included under unallocated corporate expenses. Segment assets and liabilities include those directly identifiable with the respective segments. Unallocated Corporate Assets and Liabilities represent the Assets and Liabilities that relate to the Company as a whole.

2 Security Particulars

Export credit from bank is secured by hypothecation of Stocks & Book Debts both present and future and by first charge on all current assets.

3 Contingent Liability not provided for:

₹ in lakhs

	2022-23	2021-22
a.Demand from HSIIDC, Panipat for Land Enhancement Cost (without interest component)	69.12*	69.12*

* Note: Total demand is Rs. 138.23 lakhs, out of which Rs. 69.11 lakhs already paid towards availing stay from court. Balance provided for contingent liability.

4 Disputed Statutory Dues Contingent Liability

₹ in lakhs

Nature of dues	Pending before	2022-23	2021-22
Income tax	CIT – Appeals	322.24*	322.24*
Service Tax	Customs, Excise & Service Tax Appellate Tribunal – Chandigarh Serommissioner	2.41	2.41

* Note: Out of which Rs. 168.77 lakhs are already paid/ adjusted by department.

5 Other Financial information:

₹ in lakhs

	2022-23	2021-22
Estimated amount of contracts remaining to be executed on capital account and not provided for.	26.03	9.19

6 Sundry Creditors:

a) Sundry Creditors in Note 5 includes Rs 232.64 lakhs (2021-22 - Rs. 146.52 lakhs) due to Small Scale Industrial Undertakings as per information available with the Company. Based on the information available with the company there are no dues outstanding to Micro & Small Enterprises as defined under Micro, Small & Medium Enterprises Development Act, 2006 for more than 45 days as on 31st March 2023.

b) The Company has not received any memorandum as required to be filed by the Suppliers with the notified authority under the Micro, Small and Medium Enterprises Development Act 2006, claiming their status as Micro, Small or Medium Enterprises.

7 Deferred Tax:

Deferred Tax particulars are as tabulated below.

₹ in lakhs

	Deferred Tax (Liability)/Asset	
	2022-23	2021-22
(a) Difference in WDV	(129.87)	(96.84)
(b). Provisions	30.55	185.34
Deferred Tax (Liabilities) / Asset	(99.31)	(88.50)

8 Loans given:

Unsecured loan given to a party to construct a factory and lease the same to the company. The loan is interest bearing @ 7% p.a. and is repayable in 180 Equated monthly instalments commencing from April 2016.



9 Segment Reporting:

The Company operations are organized into two major divisions viz., Floor Coverings and Textiles. Accordingly, the divisions comprise the primary basis of Segmental information. Secondary segmental information is done based on the Geographical location of the customers. The segmental details are given in Annexure A.

10 Particulars of Purchases, Sales and Inventory

₹ in lakhs

	Purchases	Sales	Closing Stock	Opening stock
Manufactured goods				
Carpets & Dhurries		4156.69	161.24	319.45
Cotton Furnishing Fabrics & Madeups.		3265.51	89.78	141.77
Traded goods				
Carpets & Dhurries	1150.43	1782.80	110.15	186.63
Cotton Furnishing Fabrics & Madeups.	155.74	141.54	3.03	6.88

11 Particulars of Consumption of Raw Materials

₹ in lakhs

	2022-23	2021-22
Cotton, Woollen & other Yarns / Fabrics	862.29	1804.43
Others	62.29	68.96
Total	924.58	1873.39

12 Consumption of Raw Materials, Spare parts & Components:

₹ in lakhs

		2022-23	2021-22
Imported	Value	15.22	21.23
	%	1.65%	1.13%
Indigenous	Value	909.36	1852.16
	%	98.35%	98.87%

13 Value of Imports on CIF basis

₹ in lakhs

	2022-23	2021-22
Raw Materials & Fabrics	15.89	24.36
Stores and Spares	0.00	0.86

14 Expenditure in Foreign currency

₹ in lakhs

	2022-23	2021-22
Travel	49.62	15.53
Exhibition	8.18	0.00
Claims	35.73	8.75
Sales Promotion	2.88	0.00
Foreign Commission	13.68	16.11
Testing Charges	-	1.59

15 Earnings in Foreign currency

₹ in lakhs

	2022-23	2021-22
FOB Value of Exports	8860.82	10132.34



16 Employee Benefits as per AS – 15 (Revised)

a) Details of Actuarial Valuation of Gratuity

i) Change in Present Value of Benefit Obligation

₹ in lakhs

Sl. No	Particulars	2022-23	2021-22
1	Present Value of obligation as at the beginning of the year	277.44	237.44
2	Current Service Cost	19.47	19.78
3	Interest Cost	18.78	16.51
4	Actuarial Loss / (Gain)	(6.41)	17.36
5	Benefits paid	(27.35)	(13.65)
6	Present Value of obligation as at the end of the year	281.93	277.44

ii) Change in Fair Value of Plan Assets

1	Fair Value of plan assets as at the beginning of the year	322.45	292.69
2	Expected return on plan assets	22.82	20.65
3	Contributions	23.64	5.18
4	Benefits paid	(27.35)	(13.65)
5	Actuarial gain / (loss) on plan assets	(20.16)	17.57
6	Fair Value of plan assets as at the end of the year	321.40	322.44

iii) Amounts recognized in the Balance Sheet

1	Projected benefit obligation at the end of the period	281.93	277.44
2	Fair Value of plan Assets at the end of the year	321.40	322.44
3	Funded Status of the Plan – (Asset) / Liability	(39.47)	(45.00)
4	(Asset) / Liability recognized in the Balance Sheet	(39.47)	(45.00)

iv) Amount recognized in the Statement of Profit and Loss

1	Current Service Cost	19.47	19.78
2	Interest Cost	18.78	16.51
3	Expected return of Plan Assets	(22.82)	(20.65)
4	Net Actuarial (Gain) / Loss recognized in the year	13.75	(0.21)
5	Past Service Cost	-	-
6	Net Cost	29.18	15.43

v) Principal Actuarial Assumptions

Sl. No	Particulars	2022-23	2021-22
		%	%
1	Discount Rate	7.32	7.12
2	Estimated Rate of Return on Plan Assets	7.12	7.16
3	Expected Rate of Salary increase	7.00	7.00
4	Any other material actuarial assumptions - Attrition	5.00	5.00

b) Details of Actuarial Assumptions for Leave Encashment

Sl. No	Particulars	2022-23	2021-22
		%	%
1	Discount Rate	7.32	7.12
2	Salary Escalation	7.00	7.00
3	Attrition Rate	5.00	5.00



17 Related Party Disclosures

a) List of Related Parties where control exists:

Subsidiary Companies	Others
Parry Murray & Co Ltd – UK	Murugappa Water Technology and Solutions Private Ltd
Thomas Dare Ltd – UK	Parry Agro Industries Ltd
Kan and More Pvt. Ltd.	Parry Enterprises India Ltd
	Ambadi Investments Ltd
	Coromandel International Limited
	EID Parry (India) Ltd.
	Mr. Arun Alagappan (Director)
	Mr. A. Venkatachalam (Director)
	Mr. Ramesh KB Menon (Director)
	Mr. Arunachalam Vellayan (Director)
	Dr. Deepali Pant Joshi (Director)
	Mr. Faizal Yunus Jaliwala (Director)

The above information regarding related parties have been determined to the extent such parties have been identified on the basis of information available with the Company.

Transactions with Related Parties

₹ in lakhs

Nature of Transactions	Subsidiary Companies		Others	
	2022-23	2021-22	2022-23	2021-22
Sale of Goods to PM & Co. Ltd.	3343.14	3067.96	-	-
Claims paid – PM & Co. Ltd.	19.77	5.22	-	-
Sample Cost Recovered – PM & Co. LTD	49.85	40.09	-	-
Expenses recovered – PM & Co. Ltd.	2.03	3.21	-	-
Commission Payable/ Paid	11.61	19.68	-	-
Equity Investment in Kan and More Pvt. Ltd.	1.00	-	-	-
Advance paid to Kan and More Pvt. Ltd.	2.00	-	-	-
Dividend Received – E.I.D. Parry (India) Ltd	-	-	221.65	443.30
Dividend Received – Parry Agro Industries Ltd	-	-	-	0.18
Dividend Received – Ambadi Investments Ltd.	-	-	1.56	2.00
Sales to Coromandel International Ltd.	-	-	187.15	249.95
Sales to E.I.D. Parry (India) Ltd	-	-	-	4.54
Sales to Parry Agro Industries Ltd	-	-	0.04	1.55
Expenses paid – E.I.D. Parry (India) Ltd	-	-	7.20	13.77
Expenses paid – Parry Agro Industries Ltd.	-	-	24.47	23.76
Expenses paid – Parry Enterprises India Ltd.	-	-	57.27	26.79
Arun Alagappan - Sitting Fees & Commission	-	-	2.15	0.75



Nature of Transactions	Subsidiary Companies		Others	
	2022-23	2021-22	2022-23	2021-22
A Venkatachalam - Sitting Fees & Commission	-	-	2.05	0.75
Ramesh KB Menon - Sitting Fees & Commission	-	-	2.15	0.75
Arunachalam Vellayan - Sitting Fees & Commission	-	-	1.95	0.75
Dr. Deepali Pant Joshi - Sitting Fees & Commission	-	-	2.15	0.57
Faizal Yunus Jaliwala - Sitting Fees & Commission	-	-	0.36	-
Ms. Jyotsna Belliappa - Sitting Fees & Commission	-	-	-	0.28

b) Closing Balances

₹ in lakhs

Nature of Transactions	Subsidiary Companies		Others	
	2022-23	2021-22	2022-23	2021-22
Parry Murray & Co. Ltd., UK - Debits	25.74	138.53	-	-
Parry Murray & Co. Ltd., UK - Credit (Advance & Commission Payable)	(11.38)	(221.45)	-	-
Kan and More Pvt. Ltd. – Debit (Advance)	2.00	-	-	-
Credits – Parry Agro Industries Ltd.	-	-	2.59	-
Credits – Parry Enterprises India Ltd.	-	-	2.30	0.34
Credits – E.I.D. Parry (India) Ltd.	-	-	0.15	2.31

18 Leasing Arrangements.

The Company has taken on lease a factory premises for a period of 15 years. The rental expense on such lease payable during the lease period is as under.

₹ in lakhs

	2022-23	2021-22
Not later than one year	19.60	19.60
Later than one year and not later than five years	84.29	82.33
Later than five years	71.16	92.72

19 Earnings Per Share

	March 31, 2023	March 31, 2022
Profit after Tax - Rs. Lakhs	1520.31	549.76
Number of Shares	4,80,000	4,80,000
Earnings per Share (Basic) – Rs.	316.73	114.53
Face Value per Share – Rs.	10.00	10.00

20 Some of the accounts under Trade Receivables, Trade Payables, Loans & Advances are unconfirmed.

21 In the Opinion of the Management, the Current Assets, Loans & Advances shall realise the value as shown in the Balance Sheet, if realized in the normal course of business.



22 The Company is a Small and Medium Sized Company (SMC) as defined in the General Instructions in respect of Accounting Standards notified under the Companies Act, 2013. Accordingly, the Company has complied with the Accounting Standards as applicable to a Small and Medium Sized Company.

23 Additional Regulatory Information:

- a. The Company has incurred Rs. NIL lakhs towards Capital Work-in-progress (last year Rs. 276.96 lakhs in relation to expansion of factory at Panipat, Plot No. 314, HSIIDC Industrial Estate, Refinery Road, Panipat, Haryana – 132140).

Capital Work-in-progress ageing Schedule

₹ in lakhs

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1 – 2 years	2 - 3 years	More than 3 years	
Project in Progress	-	-	-	-	-
Project temporarily suspended	-	-	-	-	-

- b. Ratios - Refer Annexure -1

24 Other Statutory Requirements:

- a. There are no transactions with struck-off companies u/s 248 or 560 of The Companies Act, 2013.
- b. The Company has availed a working capital facility for Rs. 2000 lakhs from HDFC Bank which is secured by exclusive charge on current assets of the company both present & future. The charge has been registered with the Registrar of Companies as of 31st March 2023. The Company has submitted monthly stock & receivable and quarterly financial statements on a provisional basis. Since the figures are provisional, they do not correspond to the book figures.
- c. There is no scheme of arrangements that has been approved in terms of Section 230 to 237.
- d. There are no transactions that are not recorded in the books of accounts to be surrendered or disclosed as income during the year in the tax assessments under The Income Tax Act, 1961.
- e. The Company is not covered under section 135 of The Companies Act, 2013.
- f. The Company has not traded or invested in Crypto Currency of Virtual Currency during the financial year.
- g. The company has not advanced/loaned/invested or received funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- h. No proceedings have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibitions) Act, 1988 (45 of 1988) and the Rules made thereunder.
- i. The Company is not declared as a willful defaulter by any bank or financial institution or other lender during the year.

25 Dues to micro and small enterprise

The management has identified enterprises which have provided goods and services to the Company, and which qualify under the definition of micro and small enterprises, as defined under Micro, Small and Medium Enterprises Development Act, 2006. Such determination / identification has been done on the basis of information received and available with the Company and relied upon by the auditors. Accordingly, the disclosure in respect of the amounts payable to such enterprises as at March 31, 2023 has been made in the





financials statements based on information received and available with the Company. The balances due as at March 31, 2023 to micro and small enterprises are as follows.

Particulars	As at March 31, 2023	As at March 31, 2022
(i) The amounts remaining unpaid dues to micro and small suppliers at the end of the each accounting year		
- Principal amount	232.64	146.52
- Interest due thereon	-	-
(ii) the amount of interest paid by the buyer in terms of section 16, under MSMED Act, 2006 along with the amounts 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 the payment (where the principal has been paid but interest under the MSMED Act, 2006 not paid)	-	-
(iv) The amount of interest accrued and remaining unpaid at the end of accounting year; and	-	-
(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 as a deductible expenditure under section 23	-	-

26 Previous year's figures have been regrouped / reclassified wherever necessary to correspond with current year's classification / disclosure.

SIGNATORIES TO NOTES 1 TO 26

For Shanker Giri & Prabhakar
Firm Registration Number - 003761S
Chartered Accountants





S. Shanker
Partner
Membership No. 018326

Place : Chennai
Date : 7th June, 2023

On Behalf of the Board


ARUN ALAGAPPAN
Chairman
DIN 00291361


A.VENKATACHALAM
Director
DIN 00115568

AMBADI ENTERPRISES LIMITED
ANNEXURE -A: Refer Note No. 26 (9)

₹ in Lakhs

(A) PRIMARY SEGMENT INFORMATION:							
S.No	PARTICULARS	<u>F.C. & H.F.</u>		<u>Textiles</u>		<u>Total</u>	
		2022-23	2021-22	2022-23	2021-22	2022-23	2021-22
(1)	REVENUE:						
	External Sales			3,258.28	2,942.21	9,346.54	10,379.09
	Other Operating Revenues	6,088.26	7,436.88	71.37	59.32	378.54	448.06
	Total Revenue	6,395.44	7,825.63	3,329.65	3,001.53	9,725.08	10,827.16
(2)	RESULT:						
	Operating Profit / (Loss)	726.57	938.71	456.97	375.05	1,183.54	1,313.75
	Unallocated Corporate Expenses					(336.17)	(176.59)
	Profit/(Loss) on sale of Fixed Assets-Unallocated					679.16	(1.45)
	Dividend Income - Unallocated					285.36	505.70
	Interest Income - Unallocated					106.38	20.25
	Interest Expenses					(17.14)	(16.23)
	Profit before Tax (Before extra ordinary expenses)	726.57	938.71	456.97	375.05	1,901.13	1,645.44
	Extra Ordinary Expenses					-	(625.83)
	Profit before Tax (After extra ordinary expenses)	726.57	938.71	456.97	375.05	1,901.13	1,019.61
	Income Tax					380.82	469.85
	Profit after Tax					1,520.31	549.76
(3)	OTHER INFORMATION:						
	Segment Assets	4,743.58	5,452.20	4,086.98	2,504.44	8,830.56	7,956.64
	Unallocated Corporate Assets					1,277.02	2,278.03
		4,743.58	5,452.20	4,086.98	2,504.44	10,107.58	10,234.67
	Segment Liabilities	4,743.58	5,452.20	4,086.98	2,504.44	8,830.56	7,956.64
	Unallocated Corporate Liabilities	-	-	-	-	1,277.02	2,278.03
		4,743.58	5,452.20	4,086.98	2,504.44	10,107.58	10,234.67
	Capital Expenditure	369.83	47.47	28.86	21.72	398.69	69.19
	Unallocated Capital Expenditure					-	-
	Depreciation	96.99	100.55	34.47	44.71	131.46	145.27
	Unallocated Depreciation		-		-	2.20	2.25

(B) :SECONDARY SEGMENT INFORMATION:		2022-23	2021-22
(1)	Revenue by Geographical Markets:		
	United Kingdom	3,580.18	3,337.48
	United States of America	1,129.92	1,209.88
	Rest of the World	4,150.81	5,586.11
	India	485.63	245.63
	TOTAL	9,346.54	10,379.09
(2)	Carrying Amount of Segment Assets:		
	India	10,107.58	10,234.67
	TOTAL	10,107.58	10,234.67
(3)	Addition to Fixed Assets:		
	India	398.69	69.19
	TOTAL	398.69	69.19



AMBADI ENTERPRISES LIMITED

**Consolidated Financial Statements
For the year ended 31st March 2023**



**Shanker Giri & Prabhakar
Chartered Accountants**



INDEPENDENT AUDITOR'S REPORT

To The Members of AMBADI ENTERPRISES LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of AMBADI ENTERPRISES LIMITED (hereinafter referred to as "the Holding Company"), and its subsidiaries together referred to as "the Group" which comprise the Consolidated Balance Sheet as at 31st March, 2023, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as ("the consolidated financial statements"))

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

Basis for Opinion

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

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the board's report, annexures to Annual return included in the Annual report but does not include the Financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard

Management's Responsibility for the Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Consolidated financial statements that give a true and fair view of the financial position, financial performance, of the Group in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and





detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that are operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with 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 exercised professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- 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 Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the





disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Other Matter

We did not audit the financial statements / financial information of the subsidiary and its subsidiaries whose financial statements / financial information reflect total assets of Rs.16,032.84 lakhs as at March 2023, total revenues of Rs.7192.09 lakhs, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of sub-section (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, we report that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief are necessary for the purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the books of account
- (d) In our opinion, the aforesaid Consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors of the Parent Company as on 31st March, 2023 taken on record by the Board of Directors of the Parent Company, none of the directors of the Holding Company is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Holding Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
- (g) In our opinion, the managerial remuneration for the year ended March 31, 2023 has been paid / provided by the Holding Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us





- i. The Group has disclosed the impact of all pending litigations on its financial position in its financial statements – Refer Note 26 (6) & 26 (7).
- ii. The Group has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
- iii. There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Holding Company.

For Shankar Giri & Prabhakar
Chartered Accountants
FRN: 003761S

S.Shanker
Partner

Membership No. : 018326
UDIN : 23018326BGYJAA1134

Place: Chennai
Date : 7th June, 2023





ANNEXURE 'A'

ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF AMBADI ENTERPRISES LIMITED

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

In conjunction with our audit of the consolidated financial statements of the Company as or and for the year ended March 31,2023, we have audited the internal financial controls over financial reporting of AMBADI ENTERPRISES LIMITED ("the Company") and its Subsidiary as of that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external





purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In my / our opinion to the best of our information and according to the explanations given to us, the Company and its associate have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

Our aforesaid report under Section 143(3) (i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to the subsidiary company, is based on the corresponding report of the auditor of such company.

For Shanker Giri & Prabhakar
Chartered Accountants
FRN: 003761S



S. Shanker

S. Shanker
Partner

Membership No. : 018326
UDIN : 23018326BGYJAA1134

Place: Chennai
Date : 7th June, 2023

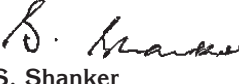
AMBADI ENTERPRISES LIMITED
CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2023

₹ in Lakhs

Particulars		Note	As at		As at	
		No.	March 31, 2023		March 31, 2022	
I	EQUITY AND LIABILITIES					
(1)	Shareholders' Funds					
	(a)	1	48.00		48.00	
	(b)	2	18,647.21	18,695.21	15,533.45	15,581.45
(2)	Minority Interest					
				2,603.11		2,148.14
(3)	Non Current Liabilities					
	(a)	10	2,302.27		1,840.78	
	(b)	3	84.21		69.26	
				2,386.48		1,910.04
(4)	Current Liabilities					
	(a)	4	2.57		921.45	
	(b)	5	1,117.21		1,373.35	
	(c)	6	525.63		482.51	
	(d)	7	671.59		768.51	
				2,317.00		3,545.82
	Total			26,001.80		23,185.45
II	ASSETS					
(1)	Non-Current Assets					
	(a)	8	Property, Plant & Equipments & Intangible Assets			
			2,563.89		2,337.99	
			7.85		8.24	
			-		276.96	
			2,571.74		2,623.19	
	(b)		328.42		330.28	
	(c)	9	10,664.65		8,227.99	
	(d)	10	-		-	
	(d)	11	95.59		104.21	
	(e)	12	27.96	13,688.36	41.31	11,326.98
(2)	Current Assets					
	(a)	13	2,896.74		2,679.99	
	(b)	14	1,265.25		1,824.42	
	(c)	15	2,161.82		2,577.27	
	(d)	16	5,168.12		3,725.11	
	(e)	17	646.65		673.95	
	(f)	18	174.86		377.73	
				12,313.44		11,858.47
	Total			26,001.80		23,185.45
	See Accompanying Notes to Financial statements		26			

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

For Shanker Giri & Prabhakar
Firm Registration Number - 003761S
Chartered Accountants



S. Shanker
Partner
Membership No. 018326



Place : Chennai
Date : 7th June, 2023

On Behalf of the Board


ARUN ALAGAPPAN
Chairman
DIN 00291361


A. VENKATACHALAM
Director
DIN 00115568

AMBADI ENTERPRISES LIMITED
CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2023
₹ in Lakhs

	Note	Year	
		2022-2023	2021-2022
I Revenue from operations	19	13,427.85	14,499.01
II Other Income	20	1,696.41	1,029.47
III Total Income		15,124.26	15,528.48
IV Expenses			
Cost of Materials Consumed	21	924.58	1,873.39
Purchases of Stock-in-Trade	21	4,229.62	4,267.97
Changes in inventories	21	399.21	(135.46)
Employee benefit expense	22	2,291.44	2,249.01
Finance Cost	23	38.62	40.55
Depreciation		176.45	189.87
Other Expenses	24	4,322.18	4,662.24
Total Expenses		12,382.10	13,147.57
V Profit from operations & Other income		2,742.16	2,380.91
VI Other Comprehensive Income			
Items that will not be reclassified to profit or loss			
Reinstatement of Equity instruments		1,609.75	1,856.21
VII Profit[(loss) before Extraordinary items , Exceptional items & tax		4,351.91	4,237.12
VIII Extraordinary Items	25	-	625.83
IX Profit[(loss) before tax		4,351.91	3,611.29
X Tax Expense			
1 Current Tax		509.47	511.65
2 Short/(Excess) Provision relating to earlier years		(0.07)	3.15
3 MAT Credit entitlement			-
4 Deferred Tax		400.12	842.50
		909.52	1,357.30
XI Net Profit / (Loss) for the year before minority interest		3,442.39	2,253.99
VIII Minority Interest		384.61	340.85
IX Net Profit / (Loss) for the year		3,057.78	1,913.14
X Earnings per equity share			
Basic - Rs.		637.04	398.57
Diluted - Rs.		637.04	398.57
XI See Accompanying Notes to Financial statements	26		

This is the Profit and Loss Account referred to in our Report of even date.

For Shanker Giri & Prabhakar
Firm Registration Number - 003761S
Chartered Accountants

S. Shanker

S. Shanker
Partner
Membership No. 018326



Place : Chennai
Date : 7th June, 2023

On Behalf of the Board

Arun Alagappan
ARUN ALAGAPPAN
Chairman
DIN 00291361

A. Venkatachalam
A.VENKATACHALAM
Director
DIN 00115568

AMBADI ENTERPRISES LIMITED
CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2023

₹ in Lakhs

	2022-2023	2021-2022
A. Cash flow from Operating Activities :		
Net Profit/Loss before Tax	4,351.91	3,611.29
Adjusted for :		
Depreciation	176.45	189.87
Interest Received	(123.44)	(35.08)
Interest Expenses (Net)	38.62	40.56
Investment Income	(378.41)	(587.29)
Profit / Loss on sale of investments	(40.27)	4.62
Excess Provision for diminution in value of investment W/back	-	(15.00)
Excess Provision for Bad & Doubtful Debts W/back	(20.61)	(10.30)
Provision for diminution in value of investments	-	600.00
Provision for prior year items - Duty Drawback	-	25.83
(Profit)/Loss on Sale of Fixed Assets (Net)	(682.57)	(0.31)
Exchange difference	196.16	243.19
	(834.07)	456.09
Operating Profit before working capital changes	3,517.85	4,067.38
Adjustments for (Increase)/Decrease in :		
Trade and Other Receivables	668.23	(77.78)
Inventories	559.17	(124.80)
Current Liabilities	295.00	(130.04)
	1,522.40	(332.63)
Cash Generated from Operations	5,040.25	3,734.77
Direct Taxes paid (net)	(509.40)	(514.80)
Net Cash Flow from Operating Activities	4,530.85	3,219.97
B. Cash flow from Investing Activities :		
Purchase of Fixed Assets	(429.97)	(181.36)
Proceeds on sale of Fixed Assets	705.35	2.60
Purchase & Sale of Investments (Net)	(4,743.35)	(1,681.45)
Investment Income	378.41	587.29
Interest received	123.44	35.08
	(3,966.12)	(1,237.84)
C. Cash flow from Financing Activities :		
Changes in Working Capital Finance	916.90	(243.01)
Interest paid	(38.62)	(40.56)
Dividend paid	-	-
	878.28	(283.57)
Net Increase/(Decrease) in Cash and Cash equivalents - A+B+C	1,443.01	1,698.56
Cash and Cash equivalents as at 1st April, 2022	3,725.11	2,026.55
Cash and Cash equivalents as at 31st March, 2023	5,168.12	3,725.11

This is the Cash Flow Statement referred to in our Report of even date.

For Shanker Giri & Prabhakar
Firm Registration Number - 003761S
Chartered Accountants

S. Shanker

S. Shanker
Partner
Membership No. 018326



Place : Chennai
Date : 7th June, 2023

On Behalf of the Board

Arun Alagappan
ARUN ALAGAPPAN
Chairman
DIN 00291361

A. Venkatachalam
A. VENKATACHALAM
Director
DIN 00115568

AMBADI ENTERPRISES LIMITED
NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

₹ in Lakhs

	As at 31-Mar-2023	As at 31-Mar-2022
Note 1		
Share Capital		
Authorised Equity Shares 75,00,000 (Previous Year 75,00,000) of Rs.10 each	750.00	750.00
	750.00	750.00
Issued, Subscribed and Paid Up Equity Shares 4,80,000 (Previous Year 4.80,000) of Rs.10 each fully paid	48.00	48.00
	48.00	48.00

Notes:

1 Shareholders holding more than 5% of the Shares

	Name of the Shareholder	2022-23		2021-22	
		No. of Shares	%	No. of Shares	%
1	M A M Arunachalam	51,926	10.82	51,926	10.82
2	Arun Alagappan	39,782	8.29	39,782	8.29
3	M M Venkatachalam (M V Muthiah Family Trust)	38,485	8.02	38,485	8.02
4	M M Venkatachalam (M V Subramanian Family Trust)	38,485	8.02	38,485	8.02
5	M M Murugappan	37,436	7.80	37,436	7.80
6	S Vellayan	26,354	5.49	26,354	5.49
7	A Venkatachalam	25,658	5.35	25,658	5.35
8	M V Murugappan HUF	24,958	5.20	24,958	5.20
9	M V Subbiah	24,958	5.20	24,958	5.20

2 Shareholding Pattern of Promoters

S.No	Details of sharesheld by Promoters	2022-23			2021-2022	
		No. of Shares	%	% Change during the year	No. of Shares	%
1	M A Alagappan	19,892	4.14	-	19,892	4.14
2	V Arunachalam	8,786	1.83	-	8,786	1.83
3	M V Subbiah	13,180	2.75	-	13,180	2.75
4	S Vellayan	26,354	5.49	-	26,354	5.49
5	A Venkatachalam	25,658	5.35	-	25,658	5.35
6	M M Murugappan	19,770	4.12	-	19,770	4.12
7	M M Muthiah	19,768	4.12	-	19,768	4.12
8	M M Murugappan	17,666	3.68	-	17,666	3.68
9	A Vellayan	8,088	1.69	-	8,088	1.69
10	M A M Arunachalam	51,926	10.82	-	51,926	10.82
11	V Narayanan	8,784	1.83	-	8,784	1.83
12	M V Subbiah	11,778	2.45	-	11,778	2.45
13	Arun Alagappan	39,782	8.29	-	39,782	8.29
14	M V Murugappan HUF	24,958	5.20	-	24,958	5.20
15	M M Veerappan	19,768	4.12	-	19,768	4.12



AMBADI ENTERPRISES LIMITED
NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

₹ in Lakhs

S.No	Details of shares held by Promoter Group	2022-23			2021-2022	
		No. of Shares	%	% Change during the year	No. of Shares	%
16	Vellachi Murugappan	13,879	2.89	-	13,879	2.89
17	Valli Arunachalam	13,879	2.89	-	13,879	2.89
18	M V AR Meenakshi	1,400	0.29	-	1,400	0.29
19	M A M Arunachalam Huf	19,892	4.14	-	19,892	4.14
20	A A Alagammai	4,200	0.88	-	4,200	0.88
21	M V Seetha Subbiah	1,736	0.36	-	1,736	0.36
22	Meenakshi Murugappan	2,100	0.44	-	2,100	0.44
23	M M Venkatachalam (Lakshmi Venkatachalam Family Trust)	2,100	0.44	-	2,100	0.44
24	M M Venkatachalam (M V Muthiah Family Trust)	38,485	8.02	-	38,485	8.02
25	M M Venkatachalam (M V Subramanian Family Trust)	38,485	8.02	-	38,485	8.02
26	M A Alagappan (Kadamane Estates & Co)	480	0.10	-	480	0.10
27	M A Alagappan (Murugappan Arunachalam Children Trust)	7,750	1.61	-	7,750	1.61
28	M A Alagappan Huf	15,692	3.27	-	15,692	3.27

3 Movement during the year

	2022-23		2021-22	
	No. of Shares	Rs.Lakhs	No. of Shares	Rs.Lakhs
Balance as at the beginning of the year	480000	48.00	480000	48.00
Issued, subscribed and paid up during the year	-	-	-	-
Balance as at the end of the year	480000	48.00	480000	48.00

4 Rights, Preferences and restrictions attached to equity shares

Equity Shares of the Company having par value of Rs 10/- per share rank pari pasu in all respects including voting rights and entitlement to dividend



AMBADI ENTERPRISES LIMITED
NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

₹ in Lakhs

	As at March 31, 2023	As at March 31, 2022
Note 2		
Reserves and Surplus		
Capital Reserve - As per last Balance Sheet	24.06	24.06
Share Premium - As per last Balance Sheet	313.77	306.62
Capital Redemption Reserve - As per Last balance sheet	28.52	27.87
Foreign Crrency Translation Reserve	492.34	220.59
Exchange Revaluation Reserve	-	-
Hedging Reserve - Addition during the year	-	-
As Per Last Balance Sheet	151.92	139.46
Add : Additions during the year	(23.64)	151.92
Less: Utilised during the year	(151.92)	(139.46)
Hedging Reserve	(23.64)	151.92
	-	-
Unrealised Investments revaluation Reserve		
As Per last Balance Sheet	4,900.43	3,371.60
Add : Transfer from/to Profit and Loss Account	1,564.46	1,528.83
	6,464.89	4,900.43
General Reserve		
As Per last Balance Sheet	2,725.91	2,725.91
Add : Transfer from Profit and Loss Account	54.98	-
	2,780.89	2,725.91
Surplus in Statement of Profit and Loss		
As Per last Balance Sheet	7,176.06	6,791.73
Add : Net Profit after tax for the year	3,057.76	1,913.16
Balance available for Appropriation	10,233.82	8,704.89
Appropriations :		
Dividend and dividend tax paid	(48.00)	-
Transfer to General Reserve	(54.98)	-
Transfer to Unrealised Investments Revaluation Reserve	(1,564.46)	(1,528.83)
	8,566.38	7,176.06
	18,647.21	15,533.46
Note 3		
Long Term Provisions		
Provision for Employee benefits	84.21	69.26
	84.21	69.26



AMBADI ENTERPRISES LIMITED
NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

₹ in Lakhs

	As at March 31, 2023	As at March 31, 2022
Note 4		
Short Term Borrowings		
Secured		
From Banks		
- Packing and Post shipment credit	2.57	921.45
Security : Refer Para 5 of Note No.26		
Terms of repayment : Facilities from bank are repayable on demand unless otherwise renewed : post shipment credit consisting of bill discounting is repayable within the due dates of the respective bills.		
Defaults in repayments - Nil		
	2.57	921.45
Note 5		
Trade Payables		
Sundry Creditors		
Purchase	879.43	1,059.19
Due to Holding company	-	-
Due to Subsidiary Company	-	-
Expenses	237.78	314.16
	1,117.21	1,373.35
Note 6		
Other Current Liabilities		
Other Payables		
Advances from Customers - Due to Subsidiary company	-	-
Advances from Customers - Others	60.21	82.93
Advances received from others	268.31	228.22
Interest accrued but not due	-	1.09
Dues to Directors	6.41	1.25
Others	192.93	169.03
	527.86	482.52
Note 7		
Short Term Provisions		
Provision for taxation (Net of Advance Tax)		
Provision for employee benefits	326.20	332.54
Others	345.39	435.97
	671.59	768.51



AMBADI ENTERPRISES LIMITED
NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

₹ in Lakhs

NOTE NO. 8 **PROPERTY, PLANT & EQUIPMENTS**

DESCRIPTION	C O S T				DEPRECIATIONRESERVE				WRITTEN DOWN VALUE		
	As at	Additions	Deletions	Effect of Translation	As at	As at	Additions	Deletions	Effect of Translation	As at	As at
	01-04-2022				31-03-2023	01-04-2022	31-03-2023	31-03-2023	31-03-2023	31-03-2023	31-03-2022
PROPERTY PLANT & EQUIPMENT											
Land - Free Hold *	801.52	-	14.80	-	786.72	-	-	-	-	786.72	801.52
Land - Lease Hold *	12.96	-	-	-	12.96	2.01	0.15	-	-	10.80	10.95
Short leasehold improvements	11.99	-	-	0.28	12.26	11.55	-	-	0.27	0.44	0.44
Building *	1,755.64	267.59	100.53	-	1,922.70	643.84	60.12	93.99	-	609.97	1,111.80
Motor-vehicles	40.83	14.32	10.27	-	44.88	10.60	8.84	7.75	-	11.69	30.23
Off-Equipment	198.07	28.03	3.66	3.87	226.31	96.60	37.50	3.31	3.41	134.21	101.47
Electrical-Fittings	168.85	21.40	2.97	-	187.28	159.72	3.90	2.85	-	160.77	9.13
Furniture & fittings	156.25	16.76	4.61	-	168.40	129.18	11.60	4.46	-	136.32	27.07
Plant & Machinery	592.09	49.74	20.96	-	620.87	384.32	23.23	17.50	-	390.05	207.77
Computers	134.74	29.68	1.32	1.51	164.60	97.16	28.16	1.28	2.13	126.17	37.58
TOTAL	3,872.93	427.53	159.12	5.65	4,146.98	1,534.98	173.50	131.14	5.81	1,583.15	2,337.94
INTANGIBLE ASSETS											
DESCRIPTION	C O S T				DEPRECIATIONRESERVE				WRITTEN DOWN VALUE		
	As at	Additions	Deletions	Effect of Translation	As at	As at	Additions	Deletions	Effect of Translation	As at	As at
	01-04-2022				31-03-2023	01-04-2022	31-03-2023	31-03-2023	31-03-2023	31-03-2023	31-03-2022
Software	234.78	2.44	23.32	1.19	215.09	226.43	2.95	23.30	1.06	207.14	8.36
	234.78	2.44	23.32	1.19	215.09	226.43	2.95	23.30	1.06	207.14	8.36
TOTAL	4,107.71	429.97	182.44	6.84	4,362.06	1,761.41	176.45	154.44	6.87	1,790.28	2,346.29

* Title Deeds of Land & Building are in the name of the Company.



AMBADI ENTERPRISES LIMITED
NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

₹ in Lakhs

Note 9

Non Current Investments

	Face value Rs	As at March 31, 2023		As at March 31, 2022	
		Nos.	Rs. Lakhs	Nos.	Rs. Lakhs
NON TRADE - At Cost					
In Fully paid Equity Shares					
A. Quoted					
EID Parry (India) Ltd	1	40,30,000	283.14	40,30,000	283.14
Carborundum Universal Ltd	1	3,84,700	7.39	3,84,700	7.39
Cholamandalam Investment & Finance Co Ltd	2	2,91,380	44.26	2,91,380	44.26
Tube Investments of India Ltd	1	10,58,200	26.40	10,58,200	26.40
Cholamandalam Financial Holdings Ltd	1	10,58,200	26.40	10,58,200	26.40
Coromandel Engineering Co Ltd	10	10,00,100	200.25	10,00,100	200.25
			587.84		587.84
B. Unquoted					
ii) Others					
Cholamandalam MS Risk Services Ltd	10	1	0.00	1	0.00
Cholamandalam MS General Insurance Co.Ltd	10	112	0.02	112	0.02
Chola Business Services Ltd	10	6,999	0.70	6,999	0.70
Murugappa Management Services Ltd	100	7,701	19.47	7,701	19.47
Ambadi Investments Ltd	10	1,600	1.18	1,600	1.18
Parry Agro Industries Ltd	10	1,600	1.18	1,600	1.18
Murugappa Water Technology and Solutions Private Ltd	10	12,510	3.38	12,510	3.38
			25.93		25.93
iii) Preference Shares					
7% CNPRPS - Coromandel Engineering Co Ltd	100	6,00,000	600.00	6,00,000	600.00
Less : Diminution in Value of- Refer Note 26 (26)			-600.00		-600.00
			-		-
iv) Others Investments - Public/ Private Sector Bonds/ Debentures					
IDBI Bank Limited 9.4 BD Perpetual Bond	0	0	0.00	1	10.00
Cholamandalam Invest & Fin Co Ltd SR-SD52 8.8 NCD	10,00,000	2	19.96	2	19.96
Cholamandalam Invest & Fin Co Ltd SR-SD52 8.8 NCD	10,00,000	1	9.97	1	9.97
Cholamandalam Investment and Fin. Co. Ltd SR PDI20 10.88 NCD Perpetual FVRS5LAC Debenture	5,00,000	20	107.82		
Cholamandalam Investment and Fin. Co. Ltd SR PDI22 10.75 NCD Perpetual FVRS5LAC Debenture	5,00,000	20	107.59		
Cholamandalam Investment and Fin. Co. Ltd SR PDI29 9.20 NCD Perpetual FVRS1CR Debenture	1,00,00,000	2	200.24		
Piramal Capital & Housing Finance Limited 6.75LOA 26SP31 FVRS975 Debenture	925	29	0.27	29	0.28
Reliance Capital Ltd SR-FB-NCD-367-I 8.85 NCD	10,00,000	3	14.99	3	14.99
02011 GOI 2022 8.35 FV RS 100 Government Securities - IN0020020072	0	0	0.00	2,000	2.00
02015 GOI 2032 7.95 FV RS 100 Government Securities - IN0020020106	100	3,000	3.00	3,000	3.00
Central Government Loan 07004 GOI 15FB27 8.24 FV RS 100 Government Securities - IN0020060078	100	10,000	9.90	10,000	9.90
Central Government Loan 07009 GOI 02AG27 8.26 FV RS 100 Government Securities - IN0020070036	100	10,000	9.93	10,000	9.93
			483.66		80.03
Less : Provision for diminution in value			14.99		14.99
			468.67		65.04
NON TRADE - At Fair Value					
Parry Agro Industries Ltd	Rs.10	33500	503.84	33500	492.37
Ambadi Investments Ltd	Rs.10	33500	9,077.34	33500	7,055.82
Thomas Dare Ltd			1.02		1.00
			9,582.20		7,549.18
Total			10,664.65		8,227.99
Market value of quoted investments			57,901.04		48,530.41



AMBADI ENTERPRISES LIMITED
NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

₹ in Lakhs

	As at March 31, 2023	As at March 31, 2022
Note 10		
Deferred Tax Asset / (Liability)		
Difference in Written Down Value of assets	129.87	96.84
Provisions	(23.94)	(178.89)
Revaluation of investments	(2,209.55)	(1,758.73)
Unabsorbed Depreciation and Losses		
	(2,103.62)	(1,840.78)
Note 11		
Long Term Loans and Advances		
Unsecured and considered good		
Loan	95.59	104.21
	95.59	104.21
Note 12		
Other Non Current Assets		
Security Deposits and Advances		
Security Deposits	27.96	41.31
	27.96	41.31
Note 13		
Current Investments		
Non Trade - At Cost		
Investments in Mutual Funds		
HDFC Liquid Fund - Growth - 6043.465 Units at Rs. 4,131.6457 each (2021-22 - 18969.041 Units at Rs. 4,011.8722 each)	249.69	761.01
Franklin India Ultra Short Bond Fund - Super Institutional Plan - NIL (2021 -22 18681.42 Units at Rs. 26.4223 each)	-	4.94
ICICI Prudential Liquid Fund - Growth - 76747.385 Units at Rs. 325.7439977 each (2021-22 - NIL)	250.00	-
Kotak Liquid Regular Plan Growth - 5616.891 Units at Rs. 4,450.8609 each (2021-22 - NIL)	250.00	-
	-	-
Investments in Listed shares of UK Companies	2,147.05	1,914.03
	2,896.74	2,679.98
Note 14		
Inventories		
Raw Materials at cost	413.73	575.15
Work-in-Progress at cost	404.07	448.43
Finished Goods at the lower of cost and realisable value	444.00	798.87
Stores and Spares at cost	3.44	1.98
	1,265.24	1,824.43



AMBADI ENTERPRISES LIMITED
NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

₹ in Lakhs

	As at March 31, 2023	As at March 31, 2022
Note 15		
Trade Receivables		
Unsecured		
Debts outstanding for a period exceeding six months		
Considered Good	112.17	-
Considered Doubtful	151.23	207.73
	263.40	207.73
Less: Provision for Bad and Doubtful debts	151.23	207.73
	112.17	-
Others debts - Considered good		
Due from Subsidiary company	-	-
Due from holding company	-	-
Due from others	2,049.65	2,577.27
	2,049.65	2,577.27
	2,161.82	2,577.27
Note 16		
Cash and Cash Equivalents		
Cash on hand	191.72	68.01
Foreign Currency on hand	6.21	-
Balances with Banks		
Current Accounts	99.06	211.79
Fixed Deposit A/cs		
Bank Deposits - Maturity of less than 3 months	100.00	350.00
Other Bank Balances / Deposits		
Bank Deposits - Maturity between 3 months to 12 months	3,383.00	2,306.30
Bank Deposits - Maturity of more than 12 months	890.00	589.00
Other Deposits		
Deposits with Financial Institutions - Maturity between 3 months to 12 months	200.00	200.00
Deposits with Financial Institutions - Maturity of more than 12 months	300.00	-
	5,169.99	3,725.10
Note 17		
Short Term Loans and Advances		
Unsecured and considered good		
Advance Tax (net of provision)	163.55	160.91
GST Input credit	258.38	333.77
Capital Advances	-	1.61
Advances - Others	225.05	177.66
	646.98	673.95
Note 18		
Other Current Assets		
Unsecured and considered good		
Export Incentives Receivables	105.52	206.23
Others	69.34	171.51
	174.86	377.74



AMBADI ENTERPRISES LIMITED
NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

₹ in Lakhs

	Year ended 2022-2023	Year ended 2021-2022
Note 19		
Revenue from Operations		
Sale of Products	13,049.30	13,775.77
Sale of Services	4.79	5.82
Other Operating Revenues		
Export Incentives	373.76	442.25
	13,427.85	14,223.84
Note 20		
Other Income		
Interest Income	123.44	35.08
Dividend Income	285.36	505.70
Profit /(Loss) on Sale of Investment (Net)	40.27	47.05
Income from investments	93.05	81.59
Commision Received	1.49	3.00
Profit /(Loss) on Sale of Assets (Net)	682.57	0.31
Exchange Gains	196.16	243.19
Other non operating Income	27.01	46.27
Sample Charges Recovery	35.66	
Air/ Ocean Freight Recovery	190.79	
Excess Provision for diminution in value of Investment W/back	-	15.00
Excess Provision for Bad & Doubtful Debts W/back	20.61	10.30
Excess Provision no longer required, W/back	-	42.00
	1,696.41	1,029.49
Note 21		
Cost of Materials consumed		
Raw Materials Consumed	924.58	1,873.39
Purchase of Traded stock	4,229.62	4,267.97
Changes in inventories		
Opening stock of		
Finished goods	798.86	651.38
Work-in-progress	448.43	460.45
	1,247.29	1,111.83
Closing stock of		
Finished goods	444.00	798.86
Work-in-progress	404.07	448.43
	848.07	1,247.29
(Increase)/ Decrease	399.22	(135.46)
	5,553.42	6,005.90
Note 22		
Employee Benefits Expenses		
Salaries, wages and bonus	1,837.14	1,810.47
Contribution to provident and other funds	344.23	340.63
Staff welfare expenses	110.08	97.91
	2,291.45	2,249.01



AMBADI ENTERPRISES LIMITED
NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

₹ in Lakhs

	Year ended 2022-2023	Year ended 2021-2022
Note 23		
Finance Cost		
Interest expense	17.14	16.23
Bank Charges	21.48	24.33
	38.62	40.56
Note 24		
Other Expenses		
Consumption of stores and spares & Packing Materials	275.92	375.98
Development and Design cost	54.19	2.69
Power and fuel	117.46	122.91
Rent	163.21	177.06
Repairs and maintenance		
- Buildings	8.33	46.31
- Plant and Machinery	16.46	21.33
- Others	180.51	97.88
Insurance	50.24	69.10
Rates and taxes	23.60	29.06
Sub contracting expenses	1,917.11	2,587.01
Freight and handling charges	399.50	226.67
Service charges	33.29	37.11
Advertisement and Sales Promotion expenses	84.02	44.48
Sampling expenses	284.98	234.89
Commission to selling agents	8.46	16.34
Rebates and discounts	23.40	31.34
Professional and consultancy charges	126.66	134.38
Auditors' remuneration		
- Statutory audit	33.52	29.22
- Tax audit	0.75	0.50
- Other services	1.57	1.53
Directors' commission & sitting Fees	10.73	3.82
Travelling expenses	280.38	157.50
Telephone and Courier expenses	105.53	102.41
Loss on Sale of Assets	3.40	1.45
Fixed Assets scraped	1.53	0.79
Loss on Disposal of Investments	-	4.62
Corporate Social Responsibility	18.09	
Miscellaneous expenses	99.35	105.84
	4,322.19	4,662.22
Note 25		
Extraordinary Items		
a. Prior year Duty Drawback refund along with interest	25.83	25.83
b. Provision for Diminution in the value of Investments	600.00	600.00
	625.83	625.83



AMBADI ENTERPRISES LIMITED
NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

₹ in Lakhs

NOTE NO: 26

ACCOMPANYING NOTES TO FINANCIAL STATEMENTS:

CORPORATE INFORMATION:

Ambadi Enterprises Limited (referred to as “Ambadi” or “The Company”) exports mainly design led textiles floor & home furnishing products. The Company is a public limited company incorporated and domiciled in India. The address of its corporate office is 5th Floor, Parry House, 43, Moore Street, Chennai - 600001. Parry Murray & Co Ltd is a subsidiary of Ambadi Enterprises Limited having its registered office at 3rd Floor, Simpson House, 6 Cherry Orchard Road, Croydon, CR0 6BA which facilitates the marketing and sales of products manufactured by The Company.

1) Basis of Accounting & Preparation of Financial Statements

The Consolidated financial statements of the Company and its subsidiaries (together “the Group”) have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provision of the Companies Act, 2013.

The consolidated financial statement has been prepared on accrual basis under the historical cost convention except for certain financial instruments held by Parry Murray & Co Ltd that are modified and carried at fair value. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

2) Principles of Consolidation

The consolidated financial statements relate to Ambadi Enterprises Limited, its wholly owned subsidiary KAN & MORE Private Limited and its Subsidiary company Parry Murray & Company Limited, United Kingdom and its wholly owned subsidiaries Thomas Dare Limited. The consolidated financial statements have been prepared on the following basis.

- a. The financial statements of the subsidiary companies are drawn up to the same reporting date as that of the Company i.e. March 31, 2023.
- b. The financial statements of the company and its subsidiary companies have been combined on a line-by-line basis by adding together like items of assets, liabilities, income and expenses, after eliminating intra-group balances, intra-group transactions and resulting unrealized profits or losses, unless cost cannot be recovered.
- c. Consistency in adoption of accounting policies among all group companies is ensured to the extent practicable except in the case of valuation of financial instruments of Parry Murray & Co Ltd which are valued at fair value.
- d. The operations of the company’s foreign subsidiaries are considered as non-integral operations for the purpose of consolidation.
- e. The excess of cost to the Group of the investments in the subsidiary companies over its share of equity of the subsidiary companies at the end of the financial year is recognized as ‘Goodwill’ in the consolidated financial statements as information of the cost at the date of acquiring the investments in the subsidiaries were not available.
- f. Minority interest in the net assets of the consolidated subsidiaries consist of the amount of equity attributable to the minority shareholders at the end of the financial year. Net Profit/Loss for the year of the subsidiaries attributable to minority interest is identified and adjusted against the profit after tax of the Group in order to arrive at the income attributable to shareholders of the Company.

3) The Subsidiary Companies considered in the consolidated financial statements are

Name of the Company	Country of incorporation	% of voting power held on March 31, 2023	Direct / Indirect
KAN & MORE Private Limited	India	100	Direct
Parry Murray & Company Limited	England & Wales	80	Direct
Thomas Dare Limited	England & Wales	80	Indirect



4) Significant Accounting Policies:

a. Use of Estimates:

The preparation of the financial statements in conformity with the generally accepted accounting principles requires the management to make estimates and assumptions that affect the reported amount of assets and liabilities, the disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses for the year. The estimates and assumptions used in the accompanying financial statements are based upon the management's evaluation of relevant facts and circumstances as of the date of the financial statements. Actual amounts could differ from these estimates. Any revision to accounting estimates is recognized prospectively in current & future periods.

b. Property, Plant & Equipment:

Property, Plant & Equipment are stated at Cost. Cost includes related taxes, duties, freight, insurance etc. attributable to acquisition and installation of assets and borrowing costs incurred up to the date of commencing operations. Government Grants (Subsidy) received in respect of Property, Plant & Equipment are reckoned as a reduction from the cost of the respective Property, Plant & Equipment. An impairment loss is recognized, where applicable, when the carrying value of Property, Plant & Equipment of a cash generating unit exceeds its market value or the value in use whichever is higher.

Subsequent expenditures relating to Property, Plant & Equipment are capitalized only when it is probable that future economic benefits associated with them will flow to the company and the cost of the expenditure can be measured reliably. Repairs & maintenance cost are recognized in the Statement of Profit & Loss when they are incurred.

c. Depreciation:

In respect of the Holding Company, depreciation on Property, Plant & Equipment has been provided on the straight-line method as per the useful life prescribed in Schedule II of the Companies Act, 2013. In respect of additions and deletions during the year, depreciation charge is provided on pro-rate basis. Intangible assets are amortized over their estimated useful life on straight-line method. Leasehold Land is amortized over the balance lease period

In respect of Parry Murray & Company Ltd, UK, depreciation is recognized so as to write off the cost or valuation of assets less their residual values over their useful lives on the following basis

Computer and other equipment	25% per annum on cost
Motor vehicles	25% per annum on cost

d. Investments:

In respect of the Holding Company, Non-current Investments are stated at cost and provision for diminution in value is made where such diminution is of permanent nature.

In respect of Parry Murray & Company Ltd, UK. unlisted investments are stated at cost or at fair value based on a valuation of underlying net assets performed by Company's Secretary chartered. The Valuer has used established valuation techniques, adjusted, as necessary, by the Company's Directors taking into account such as minority shareholding percentages and the absence of an active market in the shares held.

e. Inventories:

Raw Materials, Consumables, Stores and Spares have been valued at cost, ascertained on moving weighted average basis generally. In the case of materials bought for execution of specific orders raw materials are valued at acquisition cost. Cost includes taxes. Finished Goods and Work -in -progress have been valued at the lower of cost and net realizable value.

f. Foreign Currency Transactions:

Foreign currency transactions are recorded at the rate of exchange prevailing on the date of the transaction. At the year end, all monetary assets and liabilities denominated in Foreign Currency are restated at the closing exchange rates. Exchange differences arising on actual payment / realization and from the year end restatement referred to above are adjusted to Profit and Loss Account.

g. Derivative Instruments and Hedge Accounting:

The Company uses foreign currency forward contracts to hedge its risks associated with foreign currency fluctuations relating to certain firm commitments and highly probable forecast transactions. The Company does not hold derivative financial instruments for speculative purposes. The Company has applied to such contracts, the hedge accounting principles set out in Accounting Standard 30 'Financial Instruments:



Recognition and Measurement' by marking them to market at each reporting date. in the fair value of the contracts that are designated and effective as hedges of future cash flows are recognized directly in Hedging Reserve Account and the ineffective portion is recognised in the Statement of Profit and Loss of the year.

h. Revenue Recognition:

Revenue from Export and Local Sales are recognized when risks and rewards of ownership are transferred to the buyer under the terms of the contract. Dividend income is recognised when the right to receive such dividend is established.

i. Employee Benefits

i. Short Term

Short Term employee benefits, including accumulated compensated absences, are recognized as an expense as per the Company's Scheme, based on expected obligations on undiscounted basis.

ii. Long Term

Long Term employee benefits comprise of leave encashment which is provided for based on the actuarial valuation using the projected unit credit method.

iii. Retirement Benefits:

A. Defined Contribution Plans:

1. Provident Fund:

The Company contributes to the Public provident Fund authorities. The Company also contributes to a Government administered pension fund on behalf of its employees.

2. Superannuation:

This is a defined contribution plan. The Company contributes a sum equivalent to 15% of eligible employees' salary to a Superannuation Fund administered by trustees and managed by Life Insurance Corporation of India. The Company has no liability for future Superannuation Fund benefits other than its annual contribution and recognizes such contributions as an expense as and when due. In respect of employees joining the company after 1st March 2019, employees in certain specified grades are given the option to contribution to the defined contribution plan or receive the contribution as part of allowance every month.

B. Defined Benefit Plans:

3. Gratuity:

This is a defined benefit plan. The Company makes annual contribution to a Gratuity Fund administered by trustees and managed by Life Insurance Corporation of India (LIC). Gratuity liability is charged to the statement of profit and loss based on actuarial valuation carried out at the Balance Sheet date using projected unit credit method. Actuarial gains and losses comprising of experience adjustments and the effects of changes in actuarial assumptions, are recognised immediately in the statement of profit and loss as income or expense.

j. Operating Leases:

Leases where the lessor effectively retains substantially all the risks and benefits of ownership are classified as Operating Leases. Operating Lease payments are recognized as an expense as per the lease terms.

k. Taxation:

Provision for current tax is made based on the liability computed in accordance with the relevant tax rates and tax laws. Provision for deferred tax is made for timing differences arising between the taxable incomes and accounting income calculated at the tax rates enacted or substantively enacted by the Balance Sheet date. Deferred tax assets are recognised only if there is a virtual certainty that they will be realized and are reviewed for appropriateness of their respective carrying values at each Balance Sheet date.

l. Provisions, Contingent Liabilities and Contingent Assets:

Provisions are recognized only when there is a present obligation as a result of past events and when a reasonable estimate of the amount of obligation can be made. Contingent liability is disclosed for possible obligation which will be confirmed only by future events not wholly within the control of the company or for present obligations arising from past events where it is not probable that an outflow of resources will



be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made. Contingent assets are neither recognized nor disclosed in the financial statements

m. Segment Reporting:

The generally accepted accounting principles used in the preparation of the financial statements are applied to record revenue and expenditure in individual segments. Expenses that are directly identifiable to segments are considered for determining the segment result. Expenses which relate to the company as a whole and are not allocable to segments are included under unallocated corporate expenses. Segment assets and liabilities include those directly identifiable with the respective segments. Unallocated Corporate Assets and Liabilities represent the Assets and Liabilities that relate to the Company as a whole.

5) Security Particulars

Export credit from bank is secured by hypothecation of Stocks & Book Debts both present and future and by first charge on all current assets.

6) Contingent Liability not provided for:

₹ in lakhs

	2022-23	2021-22
a. Demand from HSIIDC, Panipat for Land Enhancement Cost (without interest component)	69.12	69.12

7) Disputed Statutory Dues Contingent Liability

₹ in lakhs

Nature of dues	Pending before	2022-23	2021-22
Income tax	CIT – Appeals	322.24*	322.24*
Service Tax	Customs, Excise & Service Tax Appellate Tribunal – Chandigarh Serommissioner	2.41	2.41

Note: Out of which Rs. 168.77 lakhs are already paid/ adjusted by department

8) Other Financial information:

₹ in lakhs

	2022-23	2021-22
Estimated amount of contracts remaining to be executed on capital account and not provided for.	26.03	9.19

9) Loans given:

Unsecured loan given to a party to construct a factory and lease the same to the company. The loan is interest bearing @ 7% p.a. and is repayable in 180 Equated monthly instalments commencing from April 2016.

10) Segment Reporting:

The Company operations are organized into two major divisions viz., Floor Coverings and Textiles. Accordingly, the divisions comprise the primary basis of Segmental information. Secondary segmental information is done based on the Geographical location of the customers. The segmental details are given in Annexure A.

11) Employee Benefits as per AS – 15 (Revised)

a. Details of Actuarial Valuation of Gratuity

i. Change in Present Value of Benefit Obligation

₹ in lakhs

Sl. No	Particulars	2021-22	2021-22
1	Present Value of obligation as at the beginning of the year	277.44	237.44
2	Current Service Cost	19.47	19.78
3	Interest Cost	18.78	16.51
4	Actuarial Loss / (Gain)	(6.41)	17.36
5	Benefits paid	(27.35)	(13.65)
6	Present Value of obligation as at the end of the year	281.93	277.44



ii. Change in Fair Value of Plan Assets

1	Fair Value of plan assets as at the beginning of the year	322.45	292.69
2	Expected return on plan assets	22.82	20.65
3	Contributions	23.64	5.18
4	Benefits paid	(27.35)	(13.65)
5	Actuarial gain on plan assets	(20.16)	17.57
6	Fair Value of plan assets as at the end of the year	321.40	322.44

iii. Amounts recognized in the Balance Sheet

1	Projected benefit obligation at the end of the period	281.93	277.44
2	Fair Value of plan Assets at the end of the year	321.40	322.44
3	Funded Status of the Plan – (Asset) / Liability	(39.47)	(45.00)
4	(Asset) / Liability recognized in the Balance Sheet	(39.47)	(45.00)

iv. Amount recognized in the Statement of Profit and Loss

1	Current Service Cost	19.47	19.78
2	Interest Cost	18.78	16.51
3	Expected return of Plan Assets	(22.82)	(20.65)
4	Net Actuarial (Gain) / Loss recognized in the year	13.75	(0.21)
5	Past Service Cost	-	-
6	Net Cost	29.18	15.43

v. Principal Actuarial Assumptions

Sl. No	Particulars	2022-23	2021-22
		%	%
1	Discount Rate	7.32	7.16
2	Estimated Rate of Return on Plan Assets	7.12	7.00%
3	Expected Rate of Salary increase	7.00	1 to 3
4	Any other material actuarial assumptions - Attrition	5.00	7.12

b. Details of Actuarial Assumptions for Leave Encashment

Sl.No	Particulars	2022-23	2021-22
		%	%
1	Discount Rate	7.32	7.12
2	Salary Escalation	7.00	7.00
3	Attrition Rate	5.00	5.00



12) Related Party Disclosures

a. List of Related Parties where control exists:

Subsidiary Companies	Others
Parry Murray & Co Ltd – UK	Murugappa Water Technology and Solutions Private Ltd
Thomas Dare Ltd – UK	Parry Agro Industries Ltd
	Parry Enterprises India Ltd
	Ambadi Investments Ltd
	Coromandel International Limited
	EID Parry (India) Ltd.
	Mr. Arun Alagappan (Director)
	Mr. A. Venkatachalam (Director)
	Mr. Ramesh KB Menon (Director)
	Mr. Arunachalam Vellayan (Director)
	Dr. Deepali Pant Joshi (Director)
	Mr. Faizal Yunus Jaliwala (Director)

The above information regarding related parties have been determined to the extent such parties have been identified on the basis of information available with the Company.

Transactions with Related Parties

₹ in lakhs

Nature of Transactions	Subsidiary Companies		Others	
	2022-23	2021-22	2022-23	2021-22
Sale of Goods to PM & Co. Ltd.	3343.14	3067.96	-	-
Claims paid – PM & Co. Ltd.	19.77	5.22	-	-
Sample Cost Recovered – PM & Co. LTD	49.85	40.09	-	-
Expenses recovered – PM & Co. Ltd.	2.03	3.21	-	-
Commission Payable/ Paid	11.61	19.68	-	-
Equity Investment in Kan and More Pvt. Ltd.	1.00	-	-	-
Advance paid to Kan and More Pvt. Ltd.	2.00	-	-	-
Dividend Received – E.I.D. Parry (India) Ltd	-	-	221.65	443.30
Dividend Received – Parry Agro Industries Ltd	-	-	-	0.18
Dividend Received – Ambadi Investments Ltd.	-	-	1.56	2.00
Sales to Coromandel International Ltd.	-	-	187.15	249.95
Sales to E.I.D. Parry (India) Ltd	-	-	-	4.54
Sales to Parry Agro Industries Ltd	-	-	0.04	1.55
Expenses paid – E.I.D. Parry (India) Ltd	-	-	7.20	13.77
Expenses paid – Parry Agro Industries Ltd.	-	-	24.47	23.76
Expenses paid – Parry Enterprises India Ltd.	-	-	57.27	26.79
Arun Alagappan - Sitting Fees & Commission	-	-	2.15	0.75
A Venkatachalam - Sitting Fees & Commission	-	-	2.05	0.75
Ramesh KB Menon - Sitting Fees & Commission	-	-	2.15	0.75
Arunachalam Vellayan - Sitting Fees & Commission	-	-	1.95	0.75
Dr. Deepali Pant Joshi - Sitting Fees & Commission	-	-	2.15	0.57
Faizal Yunus Jaliwala - Sitting Fees & Commission	-	-	0.36	-
Ms. Jyotsna Belliappa - Sitting Fees & Commission	-	-	-	0.28



b. Closing Balances

₹ in lakhs

Nature of Transactions	Subsidiary Companies		Others	
	2022-23	2021-22	2022-23	2021-22
Debits	25.74	138.53	-	-
Credit (Advance & Commission Payable)	(11.38)	(221.45)	-	-
Credits – Parry Agro Industries Ltd.	2.00		-	-
Credits – Parry Enterprises India Ltd.			2.59	0.34
Credits – E.I.D. Parry (India) Ltd.			2.30	2.31
Debit – Coromandel International Ltd.			0.15	-

13) Earnings Per Share

	March 31, 2023	March 31, 2022
Profit after Tax - Rs. Lakhs	3057.78	1913.14
Number of Shares	4,80,000	4,80,000
Earnings per Share (Basic) – Rs.	637.04	398.57
Face Value per Share – Rs.	10.00	10.00

- 14) Some of the accounts under Trade Receivables, Trade Payables, Loans & Advances are unconfirmed.
- 15) In the Opinion of the Management, the Current Assets, Loans & Advances shall realise the value as shown in the Balance Sheet, if realized in the normal course of business.
- 16) The Company is a Small and Medium Sized Company (SMC) as defined in the General Instructions in respect of Accounting Standards notified under The Companies Act, 2013. Accordingly, The Company has complied with the Accounting Standards as applicable to a Small and Medium Sized Company.

17) Additional Regulatory Information:

The Company has incurred Rs. NIL lakhs towards Capital Work-in-progress (last year Rs. 276.96 lakhs in relation to expansion of factory at Panipat, Plot No. 314, HSIIDC Industrial Estate, Refinery Road, Panipat, Haryana – 132140).

Capital Work-in-progress ageing Schedule

₹ in lakhs

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1 – 2 years	2 - 3 years	More than 3 years	
Project in Progress	-	-	-	-	-
Project temporarily suspended	-	-	-	-	-

- 18) There are no transactions with struck-off companies u/s 248 or 560 of The Companies Act, 2013.
- 19) The Company has availed a working capital facility for Rs. 2000 lakhs from HDFC Bank which is secured by exclusive charge on current assets of the company both present & future. The charge has been registered with the Registrar of Companies as of 31st March 2023. The Company has submitted monthly stock & receivable and quarterly financial statements on a provisional basis. Since the figures are provisional, they do not correspond to the book figures
- 20) There is no scheme of arrangements that has been approved in terms of Section 230 to 237.
- 21) There are no transactions that are not recorded in the books of accounts to be surrendered or disclosed as income during the year in the tax assessments under The Income Tax Act, 1961.
- 22) The Company is not covered under section 135 of the Act.
- 23) The Company has not traded or invested in Crypto Currency of Virtual Currency during the financial year.
- 24) The company has not advanced/loaned/invested or received funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary



shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

25) No proceedings have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibitions) Act, 1988 (45 of 1988) and the Rules made thereunder.

26) Additional disclosure on consolidation relating to Subsidiaries

Name of the Company	Net assets as of March 31, 2023		Share of profit /(loss) for the period ended March 31, 2023	
	% of consolidated net assets	Amount Rs. Lakhs	% of consolidated profit /(loss)	Amount Rs. Lakhs
Foreign Company Parry Murray & Company Limited	56%	10412.42	45%	1538.46


27) **DIVIDEND**

Particulars	Year	Rs. in Lakhs
The Board of Directors of the Company have recommended the payment of dividend of Rs.10/- per fully paid equity share. This proposed dividend is subject to the approval of shareholders in the ensuing Annual General Meeting.	2022-23	

28) Previous year's figures have been regrouped / reclassified wherever necessary to correspond with current year's classification / disclosure.

SIGNATORIES TO NOTES 1 TO 26

For Shanker Giri & Prabhakar
Firm Registration Number - 003761S
Chartered Accountants


 

S. Shanker
Partner
Membership No. 018326

Place : Chennai
Date : 7th June, 2023

On Behalf of the Board


ARUN ALAGAPPAN
Chairman
DIN 00291361


A. VENKATACHALAM
Director
DIN 00115568

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