



revalyu

Revalyu Recycling (India) Limited

(Earlier known as Polygenta Technologies Limited)

**41st ANNUAL REPORT
2022-2023**

Revalyu Recycling (India) Limited

(Earlier known as Polygenta Technologies Limited)

2022-23

CORPORATE IDENTIFICATION NO.: U17120MH1981PLC025388

ISIN : INE441D01020

BOARD OF DIRECTORS	Ms. Sujata Chattopadhyay	Chairperson, Independent Director
	Mr. Makarand Kulkarni	Whole-time Director & CEO
	Mr. Dhanvant Yeola	Executive Director (Technical)
	Mr. Ghanshyam Karkera	Independent Director
	Mr. Deepak Shetty	Independent Director

COMPANY SECRETARY Mr. Paresh Damania

CFO Mr. Chetan Gandhi

BANKERS ICICI Bank

REGISTERED OFFICE & FACTORY Gut No.265/1- 266,
Village – Avankhed, Taluka – Dindori,
District – Nashik.
Pin – 422 202
Maharashtra

AUDITORS **Lodha & Co.**
6, Karim Chambers,
40,Ambalal Doshi Marg ,
Fort,
Mumbai: 400 003

REGISTRAR AND TRANSFER AGENTS **Universal Capital Securities Pvt. Ltd.**
C-101, 247 Park, 1st Floor, LBS Road,
Gandhi Nagar, Vikhroli (West),
Mumbai – 400 083,
Phone No.:+91 (022) 49186178-79

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NOTICE OF AGM – 2023

NOTICE is hereby given that the **41st Annual General Meeting** of Members of **Revalyu Recycling (India) Limited** (earlier known as Polygenta Technologies Limited) will be held on Tuesday, 5th September 2023 at 3.00 p.m. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following business: -

Ordinary Business: -

1. To consider and adopt the Audited Financial Statements for the year ended March 31, 2023 together with Report of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Makarand Kulkarni, who retires by rotation and being eligible, offers himself for reappointment.

Special Business: -

3. Increase in the Borrowing Powers of the Company

To consider and if thought fit, to pass the following Resolutions as **Special Resolutions**:

"RESOLVED THAT pursuant to section 180(1)(c) and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as **"Board"** which term shall include any committee thereof), to borrow from time to time any sum of moneys on such terms and conditions with or without security as the Board may think fit (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) which together with the money already borrowed by the Company (if any), may exceed the aggregate of the paid up share capital and free reserves (that is, such reserves which are available for distribution as dividend), provided that the total amount along with already borrowed and outstanding, if any shall not exceed Rs. 1500 crore.

RESOLVED FURTHER that the Board be and is hereby authorized and empowered to arrange or settle the terms and conditions on which all such monies are to be borrowed from time to time as to interest, repayment, security or otherwise howsoever as it may think fit and to do all such acts, deeds and things as may be necessary and incidental for giving effect to the above, including execution of all such documents, instruments and writings, as may be required."

4. Creation of mortgage / charge on the Properties / Assets of the Company:

To consider and if thought fit, to pass the following Resolutions as **Special Resolutions**:

"RESOLVED THAT pursuant to section 180(1)(a) of the Companies Act, 2013 and any other applicable provisions of the Companies Act, 2013, and the rules made thereunder, and all other applicable provisions, if any, or any other law for the time being in force [including any statutory modification(s) or re-enactment thereof for the time being in force] consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as **"Board"** which term shall include any committee thereof), for creation of such mortgages, charges and hypothecations as may be necessary on such of the assets of the Company, both present and future, in such manner as the Board may direct in favour of financial institutions, investment institutions, investors and their subsidiaries, banks, mutual funds, trusts, trustees for the holders of debentures / bonds and/or other instruments and any other persons in India / abroad (hereinafter referred to as the **"Lenders/Lending Agencies"**) which may be issued on private placement basis or otherwise, to secure rupee term loans/foreign currency loans, debentures, bonds and other instruments of an outstanding aggregate value not exceeding Rs. 1500 crores.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board of Directors of the Company (including any committee thereof) be and is hereby authorized to do all such acts, deeds and things as it may in its absolute discretion may deem fit, necessary, proper or desirable and to settle any question, difficulty, doubt that may arise in respect of the borrowing(s) aforesaid and further to finalize with the Lenders/Lending Agencies / trustees, the documents for creating the aforesaid mortgages, charges and/or hypothecations and to accept any modifications to, or to modify, alter or vary, the terms and conditions of the aforesaid documents and to

do all such acts and things and to execute all such documents as may be necessary, proper, expedient or desirable for giving effect to this resolution.”

5. Ratification of the remuneration of Cost Auditor

To consider and, if thought fit, to pass the following resolution as **Ordinary Resolution**:

“**RESOLVED THAT** in accordance with the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, a remuneration of Rs.90,000/- (Rupees Ninety Thousand only) plus applicable taxes as approved by the Board of Directors, to be paid to the Cost Auditor – Pradnya Chandorkar, Cost Accountant (Membership No. 23164) appointed by the Board of Directors, to conduct the audit of cost records of the Company for the financial year ending March 31, 2024, be and is hereby ratified.”

By the Order of the Board of Directors
For **Revalyu Recycling (India) Limited**
(earlier known as Polygenta Technologies Limited)

Paresh Damania
Company Secretary
Place: Nashik
Date: 25 July 2023

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“Act”) setting out material facts relating to the business stated under Item No. 3 to 5 is annexed hereto.
2. The Ministry of company Affairs (“MCA”) has vide its circular no.10/2022 dated 28 December 2022 read together with circulars dated 8 April 2020, 13 April 2020, 5 May 2020, 13 January 2021 and 5 May 2022 (“MCA Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“Act”) and MCA Circulars, the AGM of the Company is being held through VC / OAVM. The deemed venue of the AGM shall be the Registered Office of the Company at Gut No.265/1- 266, Village – Avankhed, Taluka – Dindori, District – Nashik, Pin – 422 202.
3. In compliance with the aforesaid MCA Circulars, Notice of the AGM along with the Annual Report 2022-23 is being sent only through electronic mode to those members whose email addresses are registered with the Company / Depositories. Members may note that the Notice and Annual report 2022-23 will also be available on the Company’s website www.revalyu.in.
4. Since this AGM is being held through VC / OVAM, the facility for appointment of proxy by the Members will not be available for this AGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this notice.
5. Members attending the meeting through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before 29 August 2023 through email to companysecretary@revalyu.in. The same will be replied by the company suitably.
7. The register of members and the share transfer books of the Company will remain closed from Wednesday, 30 August 2023 to Tuesday, 5 September 2023 (both days inclusive) for annual closing.
8. Members are requested to notify immediately any change in their addresses, email address, bank particulars etc.

9. Voting through Electronic Means:

In compliance with section 108 of the Companies Act, 2013, read with rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to offer e-voting facility which will enable the members to cast their vote electronically. The facility of casting the votes by the Members using an electronic voting system prior to AGM and during the AGM will be provided by Link Intime India Private Limited ("LIPL").

The instructions for members for voting electronically are given further below:

- (i) The voting period begins on Saturday, 2 September 2023 at 9.00 a.m. and ends on Monday, 4 September 2023 at 5.00 p.m. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Tuesday, 29 August 2023 may cast their vote electronically.
- (ii) Shareholders who have already voted prior to the meeting date may also attend / participate in the AGM through VC / OVAM but would not be entitled to cast their vote again.

10. Remote e-Voting Instructions for shareholders:

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

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

1. Individual Shareholders holding securities in demat mode with NSDL.
 1. Existing IDeAS user can visit the e-Services website of NSDL viz. <https://eservices.nsdl.com> either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period.
 2. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com> Select "Register Online for IDeAS Portal" or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://eservices.nsdl.com> either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
2. Individual Shareholders holding securities in demat mode with CDSL
 1. Existing Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.
 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by the company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider i.e. LINKINTIME for casting your vote during the remote e-Voting period. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.

3. If the user is not registered for Easi/Easiest, the option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.
4. Alternatively, the user can directly access the e-Voting page by providing Demat Account Number and PAN No. from e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, the user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.'

3. Individual Shareholders (holding securities in demat mode) login through their depository participants

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on the company name or e-Voting service provider name i.e. LinkIntime and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
2. Click on “**Sign Up**” under ‘**SHARE HOLDER**’ tab and register with your following details: -
 - A. User ID:** Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.
 - B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.)
 - C. DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)
 - D. Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

*Shareholders/ members holding shares in physical form but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above.

*Shareholders holding shares in Demat form, shall provide ‘D’ above

- ▶ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
- ▶ Click “confirm” (Your password is now generated).

3. Click on ‘Login’ under ‘**SHARE HOLDER**’ tab.
4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘**Submit**’.

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select '**View**' icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option '**Favour / Against**' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).
4. After selecting the desired option i.e. Favour / Against, click on '**Submit**'. A confirmation box will be displayed. If you wish to confirm your vote, click on '**Yes**', else to change your vote, click on '**No**' and accordingly modify your vote.

Guidelines for Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as '**Custodian / Mutual Fund / Corporate Body**'. They are also required to upload a scanned certified true copy of the board resolution / authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the '**Custodian / Mutual Fund / Corporate Body**' login for the Scrutinizer to verify the same.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.

Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- o Click on '**Login**' under '**SHARE HOLDER**' tab and further Click '**forgot password?**'
- o Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "**SUBMIT**".

In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

11. Process and manner for attending the Annual General Meeting through InstaMeet:

Open the internet browser and launch the URL: <https://instameet.linkintime.co.in> & Click on “Login”.

- ▶ Select the “**Company**” and ‘**Event Date**’ and register with your following details: -

A. Demat Account No. or Folio No: Enter your 16 digit Demat Account No. or Folio No

- Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
- Shareholders/ members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID
- Shareholders/ members holding shares in physical form shall provide Folio Number registered with the Company

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.**C. Mobile No.:** Enter your mobile number.**D. Email ID:** Enter your email id, as recorded with your DP/Company.

- ▶ Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).

12. Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request 3 days in advance with the company on the email id : companysecretary@revalyu.in.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

13. Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

- i. On the Shareholders VC page, click on the link for e-Voting "Cast your vote"
- ii. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
- iii. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
- iv. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
- v. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
- vi. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

14. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the members.

15. Ms. Shailashri Bhaskar, Practising Company Secretary (Membership No. FCS-5778 and CP No. 5092) has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in fair and transparent manner.

The Scrutinizer shall, within a period not exceeding three days from the conclusion of the e-voting period unblock the votes in the presence of at-least two witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes in favour or against, if any, forthwith to the Chairperson of the Company.

Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013.**Item NO. 3****Increase in the Borrowing Powers of the Company**

Section 180(1) (C) of the Companies Act, 2013 effective from September 12, 2013 requires that the Board of Directors shall not borrow money in excess of the company's paid up share capital and free reserves, apart from temporary loans obtained from the company's bankers in the ordinary course of business, except with the consent of the company accorded by way of a special resolution.

At the AGM held on 21 September 2021, the members had passed resolution u/s 180(1)(c) of the Companies Act, 2013 authorising the Board to borrow upto Rs.750 Crores.

The Company is setting up two 120MT/per day flakes to rPET Chips Plants. The cost of the project will be financed by combination of equity and debt financing. The borrowings of the Company including the present borrowings may exceed Rs.750 Crores. Therefore, members' approval is sought for increase in the borrowing powers upto Rs.1,500 Crores.

None of the Directors and KMP's of the Company is concerned or interested in any way in the resolutions proposed to be passed.

The Board of Directors accordingly recommends the resolutions for your approval.

Item NO. 4**Creation of mortgage / charge on the Properties / Assets of the Company:**

The Company may need to create charge on its assets to secure the repayment of the proposed borrowings/ existing unsecured borrowings as discussed in Agenda Item No.1 above. The creation of mortgage/charge on the properties / assets of the Company amounts to disposing off the whole or substantially the whole of the undertaking of the Company, which need approval of the members u/s 180(1)(a) of the Companies Act, 2013.

At the AGM held on 21 September 2021, the members of the Company had passed resolution u/s 180(1)(a) of the Companies Act, 2013 authorising the Board to create charge / mortgage on the properties / assets of the Company upto Rs.750 Crores.

Now, it is proposed that the Board be authorized to create charge / mortgage on the properties / assets of the Company upto Rs.1500 Crores.

None of the Directors and KMP's of the Company is concerned or interested in any way in the resolutions proposed to be passed.

The Board of Directors accordingly recommends the resolutions for your approval.

Item No.5**Ratification of the remuneration of Cost Auditor**

The Board of Directors has on recommendation of the Audit Committee, approved the appointment and remuneration of the Cost Auditors- Pradnya Chandorkar, Cost Accountant to conduct the audit of the cost records of the Company for the financial year ending 31 March 2024 at a remuneration of Rs.90,000/- (Rupees Ninety Thousand only) plus applicable GST.

In accordance with the provisions of Section 148 of the Companies Act,2013 ("the Act") read with the Companies (Audit and Auditors) Rules,2014 the remuneration payable to the Cost Auditors as recommended by the Audit committee and approved by the Board has to be ratified by the members of the Company.

Accordingly, ratification by the members is sought for the remuneration payable to the Cost Auditors for the financial year ending 31 March 2024 by passing Ordinary Resolution.

None of the Directors and KMP's of the Company is concerned or interested in any way in the resolutions proposed to be passed.

The Board of Directors accordingly recommends the resolutions for your approval.

By Order of the Board of Directors
For **Revalyu Recycling (India) Limited**
(earlier known as Polygenta Technologies Limited)

Paresh Damania
Company Secretary

Place: Nashik
Date: 25 July 2023

Corporate Identification Number (CIN) - U17120MH1981PLC025388
Registered Office: Gut No.265/1- 266, Village – Avankhed, Taluka – Dindori, District – Nashik, Pin – 422 202
Tel: +91 2557 228100/ 228101
Fax: +91 2557 228156, E-mail: companysecretary@revalyu.in
Website: <http://www.revalyu.in>

DIRECTORS' REPORT

To,
The Members of
Revalyu Recycling (India) Limited (formerly known as Polygenta Technologies Limited),

Your Directors present to you the **Forty-first** Annual Report of Revalyu Recycling (India) Limited (formerly known as Polygenta Technologies Limited) (the “**Company**”) and Audited Financial Statements for the financial year ended 31st March 2023.

As the members are aware, during the year under review, the Company’s name has changed to Revalyu Recycling (India) Limited from Polygenta Technologies Limited.

1. FINANCIAL RESULTS

Particulars	Year Ended	Year Ended
	31 st March 2023 (₹ in Millions)	31 st March 2022 (₹ in Millions)
Revenue from Operations	1400.6	1310.8
Profit/(Loss) before Depreciation and Interest	(311.6)	50.2
Depreciation	119.3	117.6
Borrowing Cost	120.5	29.3
Profit/(Loss) before Exceptional Items and tax	(551.4)	(96.7)
Exceptional Items	-	520.0
Profit/(Loss) before/after tax	(551.4)	(616.8)
Balance Loss b/f from previous year	(4775.3)	(4158.6)
Balance of Loss to be carried to Balance Sheet	(5326.7)	(4775.3)

STATE OF COMPANY AFFAIRS

The overall economic situation and particularly the textile marked remained weak during the last financial year ended 31 March 2023 caused by global inflationary trend including rising energy prices, which adversely impacted the operations of the Company. As a result, the Company had incurred Loss during the year under review.

During the year under review, the revenue from operations increased marginally by 6.9% to Rs. 1400.6 million as against Rs.1310.8 million in the previous year. The share of export revenues decreased by 20.3% to Rs. 465.0 million from Rs. 583.1 million in the previous year mainly due to temporary reduced demand in international market.

Setting up of New Plant:

The Company is setting up 2 X 100MT/per day flakes to rPET Chips Plants on self owned land admeasuring approximately 18 acres opposite to the existing site at

Avankhed, Nashik. The plant construction work has already commenced. The members will be informed about the progress in this matter from time to time.

Health, Safety and Environment (“HSE”) and Implementation of Key Process

Revalyu Recycling (India) Limited is committed to ensure a Safe, Healthy and Environment-friendly workplace to its employees, society at large and all the interested parties who are directly or indirectly involved in the operations and endeavour to comply with all the requisite obligations.

The organization follows well-defined safety management practices which includes:

- Permit to work
- Management of change
- Learning from incidences
- Safe place safe visit
- Safety Induction to new joiners including casuals
- Periodic safety trainings and
- On the spot quiz competition related to safety culture

The organization is certified to ISO 9001, ISO 14001 and OHSAS 45001 standards.

The 52nd National Safety Week was celebrated at the Nashik site with great enthusiasm and participation at all levels by the employees. The theme for the year 2023 was “OUR AIM – ZERO HARM”. Objective of the safety is to create awareness about the importance of all guidelines like safety, workplace safety, the safety of human health and environment.

Various competitions & programmes were organised during the safety week like: -

- Chalta-Bolta (Individual Safety Quiz Competition)
- Hazard Identification & Risk Assessment (HIRA) competition
- Safety Elocution Competition
- Interdepartmental Safety Quiz.

A great sense of involvement and the moral responsibility towards safety was seen amongst the employees. To motivate employees, prizes were also awarded to the winners of all the competitions.

ESG (Environmental, Social & Governance) Initiative

At Revalyu, we do recognize that Environment, Social and Governance (ESG) stewardship is one of the important pillars for the long-term growth of an organisation and to foster these ESG standards we plan to engage experts in this field to assist in implementing the ESG initiatives as well advise us on, amongst other things, IFC Performance Standards.

2. DIVIDEND

The Company is unable to declare a dividend for the financial year ended 31 March 2023 due to accumulated losses.

3. FINANCIAL REVIEW:

Due to the weak market situation, the working capital requirement has increased during the year and accordingly the Company availed working capital financing limits from ICICI Bank.

It has also received additional financing of Rs.247.9 Million in the form of External Commercial Borrowings from its holding company viz. Revalyu Resources GmbH ("RRG")(earlier known as Perpetual Technologies GmbH). This additional financing was provided for meeting the working capital requirements, general corporate purposes, certain capital equipments, research & development work and purchase of Land for New Project.

4. DETAILS ON INTERNAL FINANCIAL CONTROLS RELATED TO FINANCIAL STATEMENTS

The Company has adopted Indian Accounting Standards (Ind AS) as notified by the Ministry of Corporate Affairs with effect from 1 April 2017, with a transition date of 1 April 2016.

Your Company has put in place adequate internal financial controls with reference to the financial statements and has adopted accounting policies which are in line with the Accounting Standards prescribed in the Companies (Indian Accounting Standards) Rules, 2015 that continue to apply under Section 133 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and relevant provisions of the Companies Act, 2013, to the extent applicable.

During the year under review, the Company has internally carried out a review of internal financial controls and based on the internal report, the Board is of the view that there are adequate internal financial controls over financial reporting which are operating effectively as on 31 March 2023.

5. MATERIAL EVENTS OCCURRING AFTER BALANCE SHEET DATE

The Company had tied up External Commercial Borrowings ("ECBs") amounting to equivalent of USD 32.5 mn (equivalent to about Rs. 2582.5 million) from two European Development Financial Institutions (DFIs). Subsequent to the year-end, we have partially drawn down funds aggregating to Rs.1292.1 mn under this facility.

6. DISCLOSURE OF PARTICULARS RELATING TO

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

Particulars in respect of conservation of energy, technology absorption and foreign exchange earnings and outgo, as required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of Companies (Accounts) Rules, 2014 are set out in a separate statement attached hereto and forming part of the report. **(Annexure I)**

7. DIRECTORS AND KEY MANAGERIAL PERSONS

Mr. Makarand Kulkarni, Chief Executive Officer was also appointed as a Director and was redesignated as Whole-time Director and Chief Executive Officer of the Company w.e.f. 1 January 2022 subject to the approval of the members at the Annual General Meeting ("AGM"). His appointment was approved at the AGM held on 30 August 2022.

As at the year end, Mr. Makarand Kulkarni – Whole-time Director and CEO, Mr. Dhanvant Yeola - Executive Director, Mr. Paresh Damania – Company Secretary and Mr. Chetan Gandhi – Chief Financial Officer were the Key Managerial Personnel of the Company.

8. DECLARATION OF INDEPENDENCE BY THE INDEPENDENT DIRECTORS

The Company has received declarations from all Independent Directors confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013, read with the Schedules and rules issued thereunder. Further, as required under rule 6(3) of the Companies (Appointment and Qualification of Directors) Rules, 2014, all independent directors have declared that they are compliant with sub-rules (1) and (2) of rule 6 thereof and have also passed the proficiency self-assessment test as required under sub-rule (4) of rule 6 of the said rules.

The Independent Directors have complied with the code for independent Directors prescribed in Schedule IV to the Act.

9. COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

The Nomination and Remuneration (N&R) Committee has formulated a detailed Nomination & Remuneration policy which, inter alia, deals with the manner of selection of Directors and remuneration including criteria for determining qualifications, positive attributes, independence of Directors and other matters provided under section 178(3) of the Companies Act, 2013. The highlights of the Policy

are given as 'Annexure II' forming part of this Report.

10. BOARD TRAINING AND INDUCTION

At the time of appointing a Director, a formal letter of appointment is given to the Director, which inter alia, explains the role, function, duties and responsibilities expected of the Director.

The Directors are also apprised about the various compliances under Companies Act, 2013 and Code of Conduct of Independent Directors as per the Companies Act, 2013 and a confirmation is taken from them for compliance therewith.

By way of introduction to the Company, the Directors are presented the last three years' Annual Reports. Further, with a view to familiarise the new Directors with the Company's operations, when the business plan presentation is made to the Board, the familiarisation is also suitably combined therewith.

The Whole-time Director/ Executive Director also has one-to-one discussions with the newly appointed Directors, and they attend an orientation at the Company's factory. The above initiatives help the Directors to understand the Company, its business, the regulatory framework in which the company operates and equips the Directors to effectively fulfil their role as Directors of the Company.

11. DIRECTORS' RESPONSIBILITY STATEMENT / CODE OF CONDUCT

The Directors Responsibility Statement referred to in clause (c) of sub –section (3) of Section 134 of the Companies Act, 2013 is given in 'Annexure III' forming part of this Report.

12. NUMBER OF MEETING OF THE BOARD OF DIRECTORS AND COMPOSITION OF AUDIT COMMITTEE

The Board of Directors have met six times during the year ended 31 March, 2023. The meetings were held on 16 April 2022, 2 July 2022, 29 August 2022, 19 October 2022, 26 November 2022 and 1 March 2023.

The Audit Committee consists of three directors as under:

Ms. Sujata Chattopadhyay, Chairperson, Independent Director

Mr. Ghanshyam Karkera, Independent Director

Mr. Dhanvant Yeola, Executive Director

During the year ended 31 March 2023, the Audit Committee have met five times during the year ended 31 March 2023. The meetings were held on 16

April 2022, 2 July 2022, 29 August 2022, 26 November 2022 and 1 March 2023.

13. DIRECTORS EVALUATION

Pursuant to the provisions of the Companies Act, 2013, during the year under review, the Board has carried out an annual evaluation of its own Directors individually (including Chairperson). The performance of the Individual Directors was evaluated by the Board seeking input from all the other Directors. The Criteria for performance evaluation of the individual Directors included aspects on contribution to the Board and Committee like leadership and stewardship abilities, contribution to clearly define corporate objectives and plans, meaningful and constructive contribution and inputs for effective meeting etc.

The Board has carried out an annual performance evaluation of its own performance and the Directors individually. The Evaluation was done on the criteria and framework recommended by the Nomination and Remuneration Committee and adopted by the Board. During the year under report, the Independent Directors met on 23 March 2023, inter-alia, to discuss:

- Performance Evaluation of Non-Independent Directors and Board of Directors as a whole.
- Performance Evaluation of the Chairperson of the Company.
- Evaluation of the quality of flow of information between the Management and Board for effective performance by the Board.

The Board has also carried out an annual performance evaluation of its committees.

14. PARTICULARS OF LOANS AND GUARANTEES OR INVESTMENTS

During the year under review, our main raw material supplier i.e. Dalmia Polypro Industries Private Limited has refunded the short term interest bearing advance amounting to Rs.30mn.

15. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

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. A list of the transactions is referred to in Note No. 41 to the Financial Statements.

The particulars of every contract or 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 the third proviso thereto, is disclosed in Form No. AOC-2, which is attached as 'Annexure IV' forming part of this report.

16. RISK MANAGEMENT POLICY

The Company has developed a Risk Management Policy. It seeks to identify risks inherent in the Company's business operations and provide guidelines to define, measure, report, control and mitigate the identified risks. The objective of the Company's Risk Management Policy is to create and protect shareholder value by prudently minimising threats or losses, and identifying and maximising opportunities. The policy endeavours to provide a practical enterprise-wide risk management framework that fosters employees integrating risk management into their everyday work.

17. VIGIL MECHANISM (WHISTLE BLOWER) POLICY

The Company is committed to adhering to the highest standards of ethical, moral, and legal conduct of business operations. Accordingly, the Company has adopted a Vigil Mechanism Policy. The objective of the Policy is to enable any employee/director who observes a violation of the Revalyu Code of Conduct OR unethical practice (whether or not a violation of law) to approach the Vigil Officer without necessarily informing their line managers and without revealing their identity.

SCOPE OF THE POLICY

- (a) The Whistle Blower's role is that of a reporting party with reliable information. They are neither required or expected to act as investigators or finders of facts, nor would they determine the appropriate corrective or remedial action that may be warranted in a given case.
- (b) Whistle Blowers should neither act on their own in conducting any investigative activities, nor do they have a right to participate in any investigative activities other than as requested by the Vigil Officer or the Chairman of the Audit Committee or the Investigators.
- (c) Protected Disclosure will be appropriately dealt with by the Vigil Officer or the Chairman of the Audit Committee, as the case may be.

18. CORPORATE SOCIAL RESPONSIBILITY

The Company is not required to form a Corporate Social Responsibility Committee, as it does not satisfy the criteria as mentioned in Section 135 of the Companies Act, 2013.

19. COST RECORDS

The maintenance of cost records as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013 is required by the Company and accordingly such accounts and records are made and maintained.

20. COST AUDITORS

Pursuant to Section 148 of the Companies Act, 2013 read with Companies (Cost Records and Audit) Rules, 2014, the cost records maintained by the Company relating to manufacturing of Textiles and Plastic & Polymers at its plant located at Avankhed (District Nashik) is required to be audited. This requirement has arisen from FY 2020-21 as the turnover of these products has exceeded Rs.100 Crores for the year ended 31 March 2020. Thereafter, for the year ended 31 March 2021, 31 March 2022 and 31 March 2023 also, the turnover of these products exceeded Rs.100 Crores.

The Board of Directors of the Company has on recommendation of the Audit committee appointed CMA Pradnya Chandorkar, to audit the cost accounts for the FY 2022-23 at a remuneration of Rs.90,000/- (Rupees Ninety Thousand only) plus applicable taxes. As required under the Companies Act, 2013, the remuneration of cost auditors is required to be ratified by the members. Accordingly, a resolution seeking ratification of Members for the remuneration payable to CMA Pradnya Chandorkar, Cost Auditors is included as an item of the Notice convening the AGM.

The Cost Auditors have confirmed that they are not disqualified to be appointed as the Cost Auditors of the Company for the financial year ending 31 March 2024.

21. SECRETARIAL AUDIT REPORT:

A Secretarial Audit Report given by Bhatt & Associates Company Secretaries LLP at Mumbai is annexed as 'Annexure V', forming part of this report.

The comments of the Secretarial Auditors in Secretarial Audit Report is self-explanatory.

22. STATUTORY AUDITORS & AUDITORS' REPORT

Lodha & Co. was appointed as Statutory Auditors at the AGM held on 30 August 2022 for the period of three years from AGM 2022 to AGM 2025.

The comments of the Auditors in Auditors Report as regards material uncertainty related to going concern read with Note No.35 to the Financial Statements is self-explanatory.

23. FIXED DEPOSITS

The Company has not accepted or renewed any deposits from the public during the year.

24. INSURANCE AND D&O POLICY

The Company has taken adequate insurance for all of its assets. The Company has also taken D&O Policy for adequate amount for its Directors and Senior Managerial Personnel.

25. Delisting from BSE

Your Company's equity shares were delisted w.e.f. 30 April 2020 from 'The BSE Limited', the only Stock Exchange in which its equity shares were listed. The Post Delisting Exit offer by Acquirer viz. Performance Recycling Limited (earlier known as Perpetual Global Technologies Limited) to acquire the equity shares of the Company at the rate of Re.1/- per equity share closed on 29 April 2022. The Acquirer has received offer for 20,04,742 equity shares during the post delisting exit offer period of two years.

26. INDUSTRIAL RELATIONS

Cordial industrial relations continued to prevail throughout the financial year under review on overall basis.

27. ANNUAL RETURN

The Annual Return of the Company as on 31 March 2023 is available on the website of the Company: www.revalyu.in.

28. DISCLOSURE IN RELATION TO THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company has complied with the provisions relating to the constitution of Internal Complaint Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

On 5 March 2014, the Company formed Anti Sexual Harassment Committee as required under the above Act. The members of this committee include an external advocate. Meeting is conducted once in a month to address and resolve the issues, if any, of sexual harassment of women by following proper redressal procedure.

Summary of Complaints during financial year 2022 – 23 are as under:

SN.	Description	Number of Complaints
1	Number of Complaints filed	0
2	Number of Complaints disposed	0
3	Number of Complaints pending	0

29. ACKNOWLEDGMENT

The Board wishes to place on record its appreciation for the valuable co-operation extended to the Company by its employees, government departments, lenders including its promoter, bankers, suppliers, and its customers for their continued considerable support.

For and on behalf of the Board of Directors

Sujata Chattopadhyay

Chairperson
 DIN: 2336683
 Place: Mumbai
 Date: 25 July 2023

ANNEXURE 'I' TO DIRECTORS' REPORT

ADDITIONAL INFORMATION AS REQUIRED UNDER RULE 8 OF THE COMPANIES (ACCOUNTS) RULES, 2014

(A) CONSERVATION OF ENERGY DURING THE YEAR 2022-23

(a) Steps taken/impact of conservation of energy

Power savings in a cooling tower:

Power savings in a cooling tower was done with use of efficient fill design i.e. film fill was replaced.

In a film fill, water forms a thin film on either side of fill sheets. Thus, area of heat exchange is the surface area of the fill sheets, which is in contact with air. Due to fouling of impurities over years of operation surface area decreases which leads to increase in power consumption. During the year 2022-23, film fill was replaced.

Impact of step taken

- Energy Saving /Year = 18150 KVA (55 KVA /day)
- Amount saved /year = INR 1.45 Lacs/Year

(b) The Steps taken by the company for utilizing alternate sources of energy:

We have evaluated options of using Renewable sources of Energy (Solar power) during the year. Only Group captive mode of solar power is commercially feasible for 30% of our overall requirement for 6 to 8 hour/day.

(c) The Capital Investment on energy conservation equipment:

Rs. 1.2 lacs (replacement cost of film fill)

(B) TECHNOLOGY ABSORPTION -

The Company uses a proprietary, cost-effective, and proven chemical process ("Chemical Recycling") specifically designed to recycle all grades of post-consumer PET which we have been improving continuously. We have been constantly upgrading systems and technology to consistently produce high quality sustainable products.

Research and technology development of the Company focuses on:

- New products
- Improved processes and
- Catalyst development

to support existing business and create breakthrough technologies for new businesses;

a) Efforts, in brief, made towards technology absorption, adaption and innovation

(i) Continuous Glycol Ejector Vacuum System

We have replaced Vacuum Pump based Vacuum System by Continuous Glycol Ejector Vacuum System.

(ii) Debottlenecking of Ethylene Glycol Recovery plant:

The Company has carried out changes in piping and resizing of pump & motor rating.

(iii) Automation Initiative

We have installed Auto-DoFFing machine on one of our DTY machines.

(iv) rPET for bottle industry:

The company has conducted large-scale manufacturing trials (8 MT) of converting rPET bright chips to high IV rPET chips using Solid State Polymerization (SSP). rPET chips currently manufactured (IV = 0.65) were converted to high IV rPET chips (IV = 0.80, IV = 0.92). These chips (IV = 0.80) were converted into preforms (injection moulding; 100% rPET) and subsequently into bottles (blow moulding; 100% rPET).

b) Benefits derived as a result of the above efforts, e.g. product improvement, cost reduction, product development, import substitution etc.

(i) Continuous Glycol Ejector Vacuum System

The Company is able to maintain stable vacuum thereby ensuring consistency in product specifications.

(ii) Debottlenecking of Ethylene Glycol Recovery plant:

The batch cycle time is reduced by 10%

(iii) Automation Initiative

Increase in equal length package and realization of more sales price.

(iv) rPET for bottle industry:

SSP trials and subsequent moulding results have led to completion of screening of properties of rPET needed for bottle manufacturing. The properties that need to be fine-tuned further have been isolated and identified. This is an important step in developing a new product and business vertical for the company.

c) The expenditure incurred on Research and Development:

Rs. 2.0 Million.

(C) FOREIGN EXCHANGE EARNINGS AND OUTGOINGS (RS. Million):

	Year ended 31st March 2023	Year ended 31st March 2022
Total Foreign Exchange Earned	465.0	567.2
Total Foreign Exchange Used	299.9	100.0

ANNEXURE II TO DIRECTORS REPORT

COMPANY'S POLICY ON DIRECTORS APPOINTMENT AND REMUNERATION

The Nomination and Remuneration ("N&R") Committee has formulated a detailed Nomination & Remuneration policy which, inter alia, deals with the manner of selection of Directors and remuneration including criteria for determining qualifications, positive attributes, independence of Directors and other matters as provided under section 178(3) of the Companies Act, 2013. The highlights of the Policy are as under:

1) Appointment and Evaluation of Directors

a) Appointment Criteria, Selection, and Induction (including term and tenure)

i) For a candidate to be considered for selection as a Director, a candidate should:

- (1) Be able to demonstrate integrity, credibility, trustworthiness, ability to handle conflict constructively, and the willingness to address issues proactively;
- (2) Have excellent financial and/or business literacy and skills;
- (3) Have appropriate other qualifications and experience to meet the objectives of the Company;
- (4) Be prepared to devote time to update their knowledge and skills with the Company's latest developments and corporate governance best practices;
- (5) Be willing to devote sufficient time and attention to the Company's business and discharge their responsibilities;
- (6) Bring independent judgment to bear on the Board's deliberations especially on issues of strategy, performance, risk management, resources, key appointments, and standards of conduct;
- (7) Have the ability to develop a good working relationship with other Board members and contribute to the Board's working relationship with the senior management of the Company;
- (8) Be able to act within their authority, assist in protecting the legitimate interests of the Company, its shareholders and employees; and

(9) Meet the requirements of the Companies Act, 2013 read with its rules for qualifications included in applicable provisions of Companies Act 2013, as well as other rules made thereunder, if not otherwise enumerated above.

ii) Candidates may also provide one or more of the following favourable attributes:

(1) Persons of eminence, standing and knowledge with significant achievements in business, professions and/or public service generally and stakeholders that are relevant to the Company's business and future objectives.

(2) Related experience in management/governance of manufacturing companies with one or more of the following critical success factors:

(a) Achieving continuing innovation in its primary production processes; and

(b) Highly effective sales function that engages with global apparel, accessory and home furnishing brands with a product positioning that emphasises environmentally beneficial performance and benefits.

iii) The N&R Committee shall design and oversee the orientation program for new Directors and will work with senior management to ensure that Directors are updated annually on commercial, operational, competitive, technological, regulatory, and compliance matters that materially affect the Company's business. This is to help equip Directors with the requisite information base to perform their duties.

b) Performance Evaluation

i) The Directors of the Board will be evaluated by their peers as the N&R Committee determines it is required.

ii) The basis for the evaluation will be a questionnaire that will be reviewed and modified from year to year as the N&R Committee sees fit, with input from the Directors and pertinent third party sources

which the N&R Committee may or may not choose to employ at its discretion.

- c) Succession Planning – The N&R Committee will review at least once annually and otherwise as circumstances may require succession planning and provisions for the Company's Directors.
- d) Appointment Process and Terms – The N&R Committee will be responsible for establishing and implementing a transparent process for the appointment of Directors to the Board which shall include:
 - i) Making recommendations as to the appropriate size, diversity and composition of the Board;
 - ii) Ensuring that upon appointment to the Board, Directors receive a formal letter of appointment in accordance with the guidelines provided under the Act;
 - iii) Identifying and recommending Directors who are to be put forward for retirement by rotation;
 - iv) Making recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract;
 - v) Taking care that the Company shall not appoint or continue the employment of any person as Whole-time Director who has attained the age of seventy years, provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years;
 - vi) Providing for the additional terms and conditions that apply to the appointment of Independent Directors as per provisions of the Act including that:
 - (1) An Independent Director shall hold office for a term up to five consecutive years on the Board and will be eligible for re-appointment on passing of a

special resolution by the Company and disclosure of such appointment in the Board's report;

- (2) No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director, provided further that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly. However, if a person who has already served as an Independent Director for 5 years or more in the Company as on October 1, 2014 or such other date as may be determined by the N&R Committee as per regulatory requirement; he/ she shall be eligible for appointment for one more term of 5 years only.
- (3) At the time of appointment of Independent Director, it should be ensured that number of Boards on which such Independent Director serves is in compliance with the provisions under the Act.

2) Appointment and Evaluation of Key Managerial Personnel ("KMP") and Senior Management

- a) The N&R Committee shall identify and ascertain the integrity, qualification, expertise, and experience of the person for appointment to a KMP position or to a Senior Management level and recommend to the Board his / her appointment.
- b) The N&R Committee shall obtain from Key Management Personnel their views as to the description of a given executive position to be filled, recommended relevant qualifications, expertise, experience and managerial and inter-personal/communication skills required by the position as well as candidates that the Key Management Personnel may have identified. The KMP shall also provide relevant market-based and other data as to the appropriate range of compensation for the executive position, including an indication of absolute levels, the mix of fixed and incentive-based compensation, and perquisites that may be included.

- c) The N&R Committee may seek third party specialist advice and assistance with identifying and recruiting as it sees fit for the position taking into consideration the Company's current operational size and financial condition;
- d) The N&R Committee shall apply the above information in evaluating available candidates and make a recommendation to the Board as to both the candidate and appropriate terms of compensation and employment;
- e) The N&R Committee shall complete a performance evaluation of all Key Management Personnel each year applying criteria established by the N&R Committee for the respective executive positions. The N&R Committee shall also review and advice on the performance evaluation policies, procedures, and execution of the same for the employees of the Company.
- f) Succession Planning - The N&R Committee will review at least once annually and otherwise as circumstances may require succession planning and provisions for the Company's KMP and Senior Management.
- g) Removal
 - i) Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, rules and regulations thereunder, the N&R Committee may recommend, to the Board with reasons recorded in writing, removal of a KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.
 - ii) KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain such KMP or Senior Management personnel in the same position remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.
- i) The Directors' remuneration/commission shall be fixed as per the slabs and conditions mentioned in the Articles of Association of the Company and the Act.
- ii) Sitting Fees: The Non-Executive/Independent Director may receive remuneration by way of fees for attending meetings of Board or other committees thereof provided that the amount of such fees shall not exceed Rs. One lakh per meeting of the Board or other committees or such amount as may be prescribed by the Central Government from time to time. The N&R Committee shall seek to recommend sitting fees that are commensurate with market practice for comparable companies in comparable industries, financial condition, and other circumstances.
- iii) Commission: Commission may be paid within the monetary limit approved by shareholders, subject to the limit not exceeding the corresponding percentage of the profits of the Company computed as per the applicable provisions of the Act.
- iv) The Independent Directors shall not be entitled to any stock options and may receive remuneration by way of fee for attending meetings of the Board or other committees thereof or for any other purpose as may be recommended by the N&R Committee and decided by the Board, always subject to the prevailing terms and provisions of the Act and other applicable law.

4) Remuneration Policy for KMP, Senior Management, Whole-time and Executive Directors

3) Remuneration Policy for non-executive Directors

- a) The N&R Committee shall develop and recommend remuneration terms for non-Executive Directors subject to the following guidelines and the applicable rules and regulations of the Act and other applicable law:
 - i) The setting of remuneration for KMP, Senior Management, Whole-time and Executive Directors ("Executive Manager") shall be guided by the following principles:
 - i) To ensure that the level and components of remuneration is reasonable and sufficient to attract, retain and motivate Executive Managers and other employees of the quality required to run the Company successfully.
 - ii) No Executive Manager shall be involved in deciding his or her own remuneration;
 - iii) Prevailing trends in corresponding and similar industries and nature and size of business is kept in view and given due consideration in determining proper competitive quantum of remuneration;

- iv) There is a clear relationship between (i) the level of remuneration and (ii) performance and appropriate unambiguous performance benchmarks are set out and communicated;
- v) Improved performance should be rewarded by an increase in remuneration and suitable authority for value addition in the future;
- vi) Remuneration packages should strike a balance between fixed and incentive pay, where applicable, reflecting short and long-term performance objectives appropriate to the Company's working and goals.
- vii) The following criteria are also to be considered:-
 - (1) Responsibilities and duties ;
 - (2) Time and efforts devoted;
 - (3) Value addition;
 - (4) Profitability of the Company and growth of its business;
 - (5) Analysing each and every position and skills for fixing the remuneration yardstick; and
 - (6) Standards for certain functions where there is a scarcity of qualified resources.
- viii) Other criteria that may be considered as applicable include:
 - (1) Consistent application of remuneration parameters across the organisation; and
 - (2) Whenever, there is any deviation from the policy, the justification /reasons should also be indicated / disclosed adequately.
- b) Where any insurance is taken by the Company on behalf of its Whole-time Director, Chief Executive Officer, Chief Financial Officer, the Company Secretary and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel; provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.
- c) N&R Committee may decide to develop an ESOP Policy and recommend to the Board based on the applicable Acts / Guidelines and consistent with the overall policy decided by the Shareholders at the General Meeting.

ANNEXURE 'III' TO DIRECTORS' REPORT

Directors' Responsibility Statement as required under section 134(3) (C) read with 134(5) of the Companies Act, 2013:

It is hereby confirmed that:

- (i) in the preparation of the annual accounts for the year ended 31 March 2023, the applicable accounting standards have been followed. There are no material departures from the applicable accounting standards;
- (ii) the Directors selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit/loss of the Company for that year;

(iii) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(iv) that the Directors have prepared the annual accounts on a going concern basis and

(v) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and such systems were adequate and operating effectively.

For and on behalf of the Board of Directors

Sujata Chattopadhyay
Chairperson
 DIN: 2336683

Place: Mumbai
 Date: 25 July 2023

ANNEXURE 'IV' TO DIRECTORS REPORT

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 -

(a) Name of the related party and nature of relationship	--NIL--
(b) Name 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(s) 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 transactions at arm's length basis

Nil

ANNEXURE 'V' TO DIRECTORS' REPORT

Bhatt & Associates Company Secretaries LLP
Form MR-3

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

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

To,
The Members,
Revalyu Recycling (India) Limited.
(formerly known as Polygenta Technologies Limited)

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate governance practice by Revalyu Recycling (India) Limited (formerly known as Polygenta Technologies Limited) (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion thereon.

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

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

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder - Not Applicable;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder – Not Applicable;

iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and External Commercial Borrowings. Overseas Direct Investment are not applicable;

v. The following regulations and guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') were not applicable to the Company, by virtue of the Company not being listed on any Stock Exchanges in F.Y. 2022-23: -

- a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.
- c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- d) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and erstwhile the SEBI (Share Based Employee Benefits) Regulations 2014;
- e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 and erstwhile the SEBI (Issue and Listing of Debt Securities) Regulations 2008;
- f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client;
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

We have examined compliances with applicable clauses of the following:

- i. Secretarial Standards issued by the Institute of the Company Secretaries of India,
- ii. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Not Applicable.

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

We further report that:

The Board of Directors of the Company is constituted with Executive Directors, Non-Executive Directors and Independent Directors. There were no changes in the composition of the Board of Directors of the Company.

Adequate notice, agenda and detailed notes have been given to all Directors to schedule the Board Meetings at least seven days in advance or on shorter notice and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

The decisions at Board Meetings and Committee Meetings are carried out and recorded in the minutes of the Board of Directors and Committee of the Board accordingly.

We have relied on the representation made by the Company and its Officers for adequate systems and processes in the company commensurate with its size and operations of the Company to monitor and ensure compliance with applicable laws.

We further report that during the year under review, the Company has undertaken event / action having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above viz.

1. Board approval for increase in Managerial Remuneration paid to Mr. Makarand Kulkarni, Whole-time Director & Chief Executive Officer (CEO);

2. Board approval for increase in Managerial Remuneration paid to Mr. Dhanvant Yeola, Executive Director;

3. Member's approval for:

- a) Appointment of Statutory Auditors for a period of three consecutive years;
- b) Enabling power to Board of Directors to increase the remuneration of Mr. Dhanvant Yeola, Executive Director subject to upper limit of Rs. 100 lacs;
- c) Appointment of Mr. Makarand Kulkarni as Whole-time Director & CEO for a period of three years w.e.f. 1 January 2022 to 31 December 2024;
- d) Change in the name of the Company from "Polygenta Technologies Limited" to "Revalyu Recycling (India) Limited" and corresponding change in Memorandum and Articles of Association;
- e) Amendments to the Articles of Association of the Company.

For Bhatt & Associates Company Secretaries LLP

Aashish Bhatt

Designated Partner

ACS No.: 19639, COP No.: 7023

UDIN: A019639E000665845

Peer Review Cert. No.: 2959/2023

Place: Mumbai,

Date: 25 July 2023

This Report is to be read with my letter annexed as Appendix A, which forms integral part of this report.

APPENDIX A

To,
The Members,
Revalyu Recycling (India) Limited
(formerly known as Polygenta Technologies Limited)

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

1. The responsibility of maintaining Secretarial record is of the management and based on our audit, we have expressed my opinion on these records.
2. We are of the opinion that the audit practices and process adopted to obtain assurance about the correctness of the secretarial records were reasonable for verification on test check basis.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.

4. The management is responsible for compliances with corporate and other applicable laws, rules, regulations, standards etc. Our examination was limited to the verification of procedure on test basis and wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations etc.

5. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Bhatt & Associates Company Secretaries LLP**Aashish Bhatt**

Designated Partner

ACS No.: 19639, COP No.: 7023

UDIN: A019639E000665845

Peer Review Cert. No.: 2959/2023

Place: Mumbai

Date: 25 July 2023

Lodha & Company
Chartered Accountants

6, Karim Chambers 40,
Ambalal Doshi Marg
Fort, Mumbai: 400 003

Independent Auditor's Report

To The Members of
Revalyu Recycling (India) Limited
(formerly known as Polygenta Technologies Limited)

Report on the Audit of Financial Statements

Opinion

We have audited the accompanying financial statements of Revalyu Recycling (India) Limited (formerly known as Polygenta Technologies Limited) ("the Company"), which comprises of Balance Sheet as at March 31, 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the 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 Companies Act, 2013 (the Act) in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, its loss (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made 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 obtained by us in terms of their report referred to in the other matters section below, is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Material Uncertainty Related to Going Concern:

Without qualifying, we draw attention to note no.35 to the financial statements of the Company having been prepared on a going concern basis which contemplates the realization of assets and satisfaction of liabilities in the normal course of business, although the Company's net worth stands fully eroded and it had been incurring losses over last several years.

The management believes that it is appropriate to prepare these financial statements on a going concern basis since the Company's business performance has improved in the last few years and has commenced work on the expansion project opposite to its existing plant to be financed by mix of equity and debt from the holding company and debt from two European Development Financial Institutions ("DFI") .

Besides, Revalyu Resources GmbH (formerly known as Perpetual Technologies GmbH) (the Holding Company) has provided financial support by way of giving time for repayment of External Commercial Borrowings to be payable in four equal installments on March 15, 2031, September 15, 2031, March 15, 2032; and September 15, 2032. Accordingly, these financial statements do not include any adjustments relating to the recoverability and classification of recorded assets and to the amounts of liabilities that might be necessary should the Company be unable to continue its operations as a going concern.

Emphasis of Matter

We draw your attention to note no. 15 of the financial statements with regard to reclassification of the shareholder loans from "Instruments Considered Equity in Nature" to Non current borrowings (NCB) pursuant to the Amendatory Agreement during the year ended 31st March, 2022.

Our Opinion is not modified in respect of this matter.

Information Other than the Financial Statements and Auditor's report thereon

The Company's Board of Directors is responsible for the preparation of other information. The Other information comprises the information included in the Board's Report including Annexures to the Board report, Business responsibility report, Corporate Governance report and Management Discussion and Analysis, but does not include the financial statement 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 during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and those charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance (including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under Section 133 of the Act.

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 were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the 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 are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it

exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- 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)(l) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial control 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 the 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 entity'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 entity 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.

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

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

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

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

Our opinion on the financial statement and our report on the other legal and regulatory requirements below is not modified in respect of this matter.

Other Matter:

The opening balances and comparative financial information of the Company for the year ended March 31, 2022 has been audited by the predecessor auditor who has expressed an unmodified opinion on those financial statements vide their report dated July 2, 2022 and opening balances have been considered based on such audited financial statements.

Our opinion on the financial statement and our report on the other legal and regulatory requirements below is not modified in respect of the above matter.

Report on Other Legal and Regulatory Requirements

1. Pursuant to the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of

Section 143 of the Act, we give in the Annexure "A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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 and records.
 - (c) The Balance sheet, the Statement of Profit & Loss (including other comprehensive income), Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Account) Rules, 2014.
 - (e) On the basis of the written representation received from the directors as on March 31, 2023, taken on records by the Board of Directors, none of the directors are disqualified as on March 31, 2023 from being appointed as a Directors 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 and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of Section 197(16) of the Act.
 - (h) With respect to the matters to be included in the Auditor's report in accordance with the Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements. [Refer note no 36 to financial statements]
 - ii. The Company has made provision for material foreseeable losses, if any, on

long-term contracts including derivative contracts – Refer Note 2 to the financial statements.

- iii. There were no amounts required to be transferred, to the Investor Education and Protection Fund by the Company.
- iv. a) The management has represented that, to the best of their knowledge and belief, no funds other than what is disclosed in the financial statements (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries. [Refer note no 55 to financial statements]
- b) The management has represented, that, to the best of their knowledge and belief, no funds other than what is disclosed in the financial statements (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity (“Funding Parties”), with the

understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries. [Refer note no 56 to financial statements]

- c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representation under sub clause (i) and (ii) of Rule 11(e) of The Companies (Audit and Auditors) Rules, 2014, as provided under (a) and (b) above, contains any material misstatement.
- V. The Company has not declared or paid dividend during the financial year 2022-23 and hence reporting under Rule 11(f) of companies (Audit and Auditors) Rules, 2014 is not applicable.

For Lodha & Company
Firm Registration No. – 301051E
Chartered Accountants

R.P. Baradiya
Partner
Membership No. **044101**
UDIN : 23044101BGTSLJ9641

Place: Mumbai
Date : July 25, 2023

Annexure “A” referred to in “Report on Other Legal and Regulatory Requirements” section of our report to the Members of Revalyu Recycling (India) Limited (formerly known as Polygenta Technologies Limited) for the year ended March 31, 2023:

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

- i. a. In respect of Company's Property, Plant and Equipment (PPE) and Intangible Assets:
 - A. The Company has maintained proper records, showing full particulars, including quantitative details and situation of PPE.
 - B. The Company has maintained proper records showing full particulars of intangible assets.
- b. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has phased program for physical verification of the PPE. In our opinion, the frequency of verification is reasonable considering the size of the Company and nature of its PPE. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties disclosed in the financial statements included under property, plant and equipment (other than properties where the company is lessee and lease agreements are duly executed in favour of the Company) are held in the name of the Company.
- d. The Company has not revalued any of its PPE (including right- of-use assets) and intangible assets during the year and hence reporting under clause 3(i)(d) of the Order is not applicable to the Company.
- e. According to the information and explanations given to us and on the basis of our examination of the books and records of the Company, neither any proceedings have been initiated during the year nor are pending as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988,

as amended, and rules made thereunder and hence reporting under clause 3(i)(e) of the Order is not applicable to the Company. [Refer note no 49 to financial statements]

- ii. a. The inventories have been physically verified by the management at reasonable intervals during the year. The procedures of physical verification of the inventories followed by the management and its coverage is reasonable and adequate in relation to the size of the Company and nature of its business. As per the information and explanations given to us, no discrepancies of 10% or more in the aggregate for each class of inventory were noticed on physical verification of inventories as compared to book records.
- b. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of Rs 5 crore, in aggregate from banks on the basis of security of current assets. Based on the records examined by us in the normal course of audit of the financial statements, the monthly returns/statements filed by the Company during the year with such banks are broadly, in all material respects, in agreement with the books. The Company has not been sanctioned working capital limits in excess of Rs 5 crore, in aggregate from financial institutions on the basis of security of current assets.
- iii. During the year, in respect of Investments made, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties:
 - (a) The Company has not provided any loans or advances in the nature of loans or stood guarantee or provided security to any other entity and hence reporting under clause 3(iii)(a) is not applicable to the Company.
 - (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made investments hence reporting under clause 3(iii) (b) of the Order is not applicable to the Company.
 - (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not given any loans or advances in the

nature of loans to any party and hence reporting under clause 3(iii)© of the Order is not applicable to the Company.

- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given. Further, the Company has not given any advances in loans to any party.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to same parties.
- (f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.
- iv. According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has not given any loans, or provided guarantees or securities, as specified under Section 185 of the Act. Further, the Company has complied with the provisions of Section 186 of the Act in relation to loan given to a supplier during the financial year 2021-22. The Company has not made investments, provided security and guarantees as specified under Section 186 of the Act.
- v. In our opinion and according to the information and explanations given to us, no deposits or amounts which are deemed to be deposits within the meaning of Section 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposits) Rules, 2014 have been accepted by the Company and hence reporting under clause 3(v) of the Order is not applicable to the Company.
- vi. We have broadly reviewed the books of account maintained by the Company pursuant to rules made by the central government for the maintenance of cost records under sub section 1 of Section 148 of the Act in respect of Company's products and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. However, we are not required and therefore, we have not made a detailed examination of the cost records with a view to determine whether they are accurate and complete.
- vii. (a) According to the information and explanations given to us and on the basis of our examination of the records, the Company is regular in depositing undisputed statutory dues including Goods and Services Tax, Provident Fund, Employees' State Insurance, Income Tax, Custom Duty, Cess and other statutory dues during the year with the appropriate authorities. No undisputed amounts payable in respect of the aforesaid statutory dues were outstanding as at the last day of the financial year for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us and based on our examination of the records of the Company, there are no statutory dues mentioned in clause vii (a) above which have not been deposited on account of any dispute.
- viii. According to the information and explanations given to us and based on our examination of the records of the Company, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) and hence reporting under clause 3(viii) of the Order is not applicable to the Company. [Refer note no 54 to financial statements]
- ix. (a) Based on our audit procedures and on the basis of information and explanations given to us, we are of the opinion that the Company has not defaulted in the repayment of loans or other borrowings or in the repayment of interest thereon to the lenders and hence reporting under clause 3(ix)(a) of the Order is not applicable to the Company.
- (b) On the basis of information and explanations given to us, the Company has not been declared as willful defaulter by any bank or financial institution or other lender. [Refer note no 51 to financial statements]
- (c) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has applied External Commercial Borrowings taken from its holding Company for the purposes for

which it has been obtained.

- (d) According to the information and explanations given to us and based on our examination of the records of the Company, funds raised on short term basis have not been utilized for long term purposes.
 - (e) Based on our audit procedures and on the basis of information and explanations given to us, the Company does not have subsidiary, joint venture and associate and hence reporting under clause 3(ix)(e) of the Order in respect of funds taken from any entity or person on account of or to meet the obligations of subsidiary, joint venture and associate, is not applicable to the Company.
 - (f) Based on our audit procedures and on the basis of information and explanations given to us, the Company does not have subsidiary, joint venture and associate and hence reporting under clause 3(ix)(f) in respect of funds raised on the pledge of securities held in its subsidiary, joint venture and associate, is not applicable to the Company.
- x. (a) The Company has not raised any money by way of Initial public offer or further public offer (including debt instrument) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable to the Company.
- (b) The Company has not made any preferential allotment, private placement of shares or fully or partly convertible debentures during the year or in the recent past and hence reporting under clause 3(x)(b) of the Order is not applicable to the Company.
- 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 have neither come across any instance of fraud by or on the Company, noticed or reported during the year, nor have we been informed of such case by the management.
- (b) During the year, no report under sub section 12 of Section 143 of the Act has been filed in Form ADT-4 as prescribed in Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) Based on our audit procedure performed and according to the information and explanations given to us, no whistle blower complaints have been received by the Company during the year, hence reporting under clause 3(xi)© of the Order is not applicable to the Company.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable to the Company.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, all the transactions with related parties are in compliance with Section 177 and 188 of the Act and all the details have been disclosed in the financial statements as required by the applicable Accounting Standard. (Refer note no. 40 to the financial statements)
- xiv. (a) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has an adequate internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports for the year under audit issued to the Company during the year and till date, in determining nature, timing and extent of our audit procedure.
- xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions prescribed under Section 192 of the Act with directors or persons connected with them during the year.
- xvi. (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and hence reporting under clause 3(xvi) (a), (b) and (c) of the Order is not applicable to the Company.
- (b) In our opinion, there is no core investment company within the "Companies in the Group" as defined in the Core Investment Companies (Reserve Bank) Directions, 2016 and hence reporting under clause 3(xvi)(d) of the Order is not applicable to the Company.
- xvii. The Company has incurred cash losses (before other comprehensive income) of Rs.432.30 mn during the financial year covered by our audit and Rs. 477.8 mn in the immediately preceding financial

year, (mainly due to forex loss of Rs.508.3 mn).

xviii. There has been no resignation of the statutory auditors of the Company during the year and hence reporting under clause 3(xviii) of the Order is not applicable to the Company.

xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date (also refer Para "Material Uncertainty Related to Going Concern" in our Auditors Report above and note 35 of the financial statements). We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the

audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx. According to the information and explanations given to us and based on our examination of the records of the Company, during the year, the Company is not required to spend on Corporate Social Responsibility under Section 135 of the Act and hence reporting under clause 3(xx) (a) and (b) of the Order is not applicable to the Company.

For **Lodha & Company**
Firm Registration No. – 301051E
Chartered Accountants

R.P. Baradiya
Partner
Membership No. **044101**
UDIN : 23044101BGTSJLJ9641

Place: Mumbai
Date : July 25, 2023

Annexure “B” referred to in “Report on Other Legal and Regulatory Requirements” section of our report to the Members of Revalyu Recycling (India) Limited (formerly known as Polygenta Technologies Limited) for the year ended March 31, 2023:

Report on the Internal Financial Controls over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Act

We have audited the internal financial controls over financial reporting of **Revalyu Recycling (India) Limited (formerly known as Polygenta Technologies Limited)** (“the Company”) as of March 31, 2023, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

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 deemed to be prescribed under Section 143(10) of the Act 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 ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls Over Financial Reporting

A Company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company’s internal financial control over financial reporting includes those policies and procedures that (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 entity are being made only in accordance with authorisations of management; (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the entity’s assets that could have a material effect on the financial statements; and (4) also provide reasonable assurance by the internal auditors through their internal audit reports given to the organisation from time to time.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the

internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, broadly, 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 Component 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 **Lodha & Company**
Firm Registration No. – 301051E
Chartered Accountants

R.P. Baradiya
Partner
Membership No. **044101**
UDIN : 23044101BGTSLJ9641

Place: Mumbai
Date : July 25, 2023

BALANCE SHEET AS AT 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

(₹ in million)

Particulars	Note	As at 31 st March, 2023	As at 31 st March, 2022
I ASSETS			
1 Non-current Assets			
(a) Property, Plant and Equipment	2	1,541.5	1,516.5
(b) Capital work - in - progress	2	655.5	98.2
(c) Intangible assets	3	0.86	1.2
(d) Right of Use Assets	4	1.77	18.8
(e) <u>Financial Assets :</u>			
Other financial assets	5	94.0	76.0
(f) Other non - current assets	6	458.3	92.5
Total Non-Current Assets		2,751.9	1,803.1
2 Current assets			
(a) Inventories	7	339.0	213.0
(b) <u>Financial Assets :</u>			
(i) Trade receivables	8	277.1	96.6
(ii) Cash and cash equivalents	9	30.0	615.5
(iii) Bank Balances other than (ii) above	10	239.2	644.0
(iv) Other financial assets - Current	11	9.4	42.8
(c) Current Tax Assets (Net)		8.6	5.1
(d) Other current assets	12	169.6	89.6
Total Current Assets		1,072.9	1,706.6
TOTAL ASSETS		3,824.8	3,509.7
II EQUITY AND LIABILITIES			
1 Equity			
a) Equity share capital	13	2,862.1	2,862.1
b) Other Equity	14	(4,155.2)	(3,603.3)
Total Equity		(1,293.1)	(741.2)
2 Non-current liabilities			
Financial Liabilities			
(a) Borrowings	15	4,154.3	3,645.6
(b) Other financial liabilities	16	556.4	430.1
(c) Lease Liabilities	17	0.3	15.8
Total Non Current Liabilities		4,711.0	4,091.5
3 Current liabilities			
(a) <u>Financial Liabilities</u>			
(i) Borrowings	18	142.9	-
(ii) Lease Liabilities	19	1.6	1.0
(iii) Trade Payables	20		
Total outstanding dues of micro and small enterprises		36.3	16.3
Total outstanding dues of creditors other than micro and small enterprises		84.1	94.9
(iv) Other Financial Liabilities	21	88.2	10.9
(b) Other current liabilities	22	23.0	10.0
(c) Provisions	23	30.9	26.3
Total Current Liabilities		407.0	159.3
Total Liabilities		5,118.0	4,250.9
TOTAL EQUITY AND LIABILITIES		3,824.8	3,509.7
Significant Accounting Policies	1		
Accompanying Notes form an integral part of financial statements	2 to 57		

As per our attached report of even date

For LODHA & COMPANY

Chartered Accountants

Firm Registration No : 301051E

R.P. Baradiya

Partner

Mumbai- 25th July, 2023

For and on behalf of the Board of Directors

Makarand Kulkarni

Whole Time Director and CEO

DIN : 01190428

Nashik- 25th July, 2023

Chetan Gandhi

Chief Financial Officer

Nashik- 25th July, 2023

Sujata Chattopadhyay

Chairperson

DIN : 2336683

Nashik- 25th July, 2023

Pareesh Damania

Company Secretary

Nashik- 25th July, 2023

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

(₹ in million)

Particulars	Note	For the year ended 31 st March, 2023	For the year ended 31 st March, 2022
I Income			
Revenue from Operations	24	1,400.6	1,310.8
Other Income	25	38.9	40.4
Total Income		1,439.5	1,351.2
II Expenses			
Cost of materials consumed	26	1,040	850.3
Changes in inventories of finished goods and work-in progress	27	(125.3)	(35.2)
Manufacturing and Operating Costs	28	281.6	213.8
Employee benefits expense	29	209.1	197.9
Finance costs	30	120.5	29.3
Depreciation and amortization expense	31	119.3	117.6
Other expenses	32	345.2	74.2
Total Expenses		1,990.9	1,447.9
III Profit / (loss) before tax		(551.4)	(96.7)
Exceptional Items	33	-	(520.0)
IV Profit / (loss) before tax		(551.4)	(616.8)
V Tax expense	34		
Current tax		-	-
Deferred tax charge/(credit)		-	-
VI Profit/(Loss) for the year		(551.4)	(616.8)
VII Other Comprehensive Income			
Items that will not be reclassified to profit or loss			
Remeasurements of net defined benefit plans		(0.5)	(4.0)
Other Comprehensive Income		(0.5)	(4.0)
VIII Total Comprehensive Income for the year		(551.9)	(620.8)
IX Earnings per equity share (face value Rs. 10 each)	38		
Basic and Diluted Earning -before exceptional items		(1.93)	(0.42)
Basic and Diluted Earning -after exceptional items		(1.93)	(2.67)
Significant Accounting Policies	1		
Accompanying Notes form an integral part of financial statements	2 to 57		

As per our attached report of even date

For LODHA & COMPANY

Chartered Accountants

Firm Registration No : 301051E

R.P. Baradiya

Partner

Mumbai- 25th July, 2023

For and on behalf of the Board of Directors

Makarand Kulkarni

Whole Time Director and CEO

DIN : 01190428

 Nashik- 25th July, 2023

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Chief Financial Officer

 Nashik- 25th July, 2023

Sujata Chattopadhyay

Chairperson

DIN : 2336683

 Nashik- 25th July, 2023

Paresh Damania

Company Secretary

 Nashik- 25th July, 2023

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

(₹ in million)

Particulars	For the year ended 31 st March 2023	For the year ended 31 st March 2022
CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit / (Loss) Before Taxation After Exceptional Items	(551.4)	(616.8)
Adjustment for :		
Depreciation / amortization	119.3	117.6
Interest and other charges	120.5	29.3
Interest Income	(38.5)	(29.4)
Provision for Doubtful Debts and Advances, Bad Debts	-	11.8
Provision no longer required, written back	(0.2)	(2.2)
Exchange loss / (Gain) unrealized	285.7	507.4
Operating Profit / (Loss) before Working Capital Changes (Includes current & non Current items)	(64.59)	17.7
(Increase) / decrease in Inventories	(126.0)	(66.4)
(Increase) / decrease in Trade Receivables	(180.5)	45.9
(Increase) / decrease in Other Current / Non Current Assets	(17.6)	(180.8)
Increase / (decrease) in Trade Payables	8.8	35.8
Increase / (decrease) in Other Liabilities	0.3	4.4
Cash Generated from Operations	(379.5)	(143.3)
Taxes paid (Net of refund)	(3.5)	(3.5)
Net Cash Flow (used in)/from Operating Activities	(A) (383.1)	(146.8)
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of Property, Plant and Equipment (Including CWIP and capital advance)	(1,006.3)	(193.3)
Proceeds from/ (Investment) in Fixed deposits	404.8	(471.5)
Interest received	29.0	16.1
Net Cash Flow (used in) / from Investing Activities	(B) (572.5)	(648.7)
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Issue of Equity Share Capital	-	1,300.0
Proceeds from long term borrowings	247.9	135.7
Proceeds/ (Repayment) of short-term borrowings	142.9	(46.0)
Interest paid	(18.2)	(8.3)
Payment of lease liabilities	(2.6)	(5.3)
Net Cash (used in) / from Financing Activities	(C) 370.0	1,376.1
Net increase / (decrease) in cash and cash equivalents	(A+B+C) (585.6)	580.6
Cash and cash equivalents at beginning of the year	615.5	34.9
Cash and cash equivalents at end of the year	30.0	615.5
Net increase / (decrease) in cash and cash equivalents	(585.6)	580.6
Significant Accounting Policies	1	
Accompanying Notes form an integral part of financial statements	2 to 57	

As per our attached report of even date

For **LODHA & COMPANY**

Chartered Accountants

Firm Registration No : 301051E

R.P. Baradiya

Partner

Mumbai- 25th July, 2023

For and on behalf of the Board of Directors

Makarand Kulkarni

Whole Time Director and CEO

DIN : 01190428

Nashik- 25th July, 2023

Chetan Gandhi

Chief Financial Officer

Nashik- 25th July, 2023

Sujata Chattopadhyay

Chairperson

DIN : 2336683

Nashik- 25th July, 2023

Pareesh Damania

Company Secretary

Nashik- 25th July, 2023

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

(₹ in million)

a EQUITY SHARE CAPITAL

Particulars	Notes	Amount
As at 31st March, 2021	13	1,562.1
Changes in Equity Share Capital due to prior period errors		-
Restated balance at the beginning of the previous reporting year		1,562.1
Changes in equity share capital during the previous year		1,300.0
As at 31st March, 2022	13	2,862.1
Changes in Equity Share Capital due to prior period errors		-
Restated balance at the beginning of the current reporting year		2,862.1
Changes in equity share capital during the current year		-
As at 31st March, 2023	13	2,862.1

b OTHER EQUITY

Particulars	Note	Reserves and Surplus		Items of other comprehensive income	Total
		Securities Premium	Retained Earnings	Remeasurements of defined benefit plans	Other Equity
Balance as at 31st March, 2021	14	1,178.8	(4,158.6)	(2.7)	(2,982.5)
Add :Profit/(loss) for the year		-	(616.8)	-	(616.8)
Add :Other Comprehensive Income for the year		-	-	(4.0)	(4.0)
Balance as at 31st March, 2022	14	1,178.8	(4,775.3)	(6.7)	(3,603.3)
Add :Profit/(loss) for the year		-	(551.4)	-	(551.4)
Add :Other Comprehensive Income for the year		-	-	(0.5)	(0.5)
Balance as at 31st March, 2023	14	1,178.8	(5,326.8)	(7.2)	(4,155.2)
Significant Accounting Policies	1				
Accompanying Notes form an integral part of financial statements	2 to 57				

As per our attached report of even date

For LODHA & COMPANY

Chartered Accountants

Firm Registration No : 301051E

R.P. Baradiya

Partner

Mumbai- 25th July, 2023

For and on behalf of the Board of Directors

Makarand Kulkarni

Whole Time Director and CEO

DIN : 01190428

Nashik- 25th July, 2023

Chetan Gandhi

Chief Financial Officer

Nashik- 25th July, 2023

Sujata Chattopadhyay

Chairperson

DIN : 2336683

Nashik- 25th July, 2023

Pareesh Damania

Company Secretary

Nashik- 25th July, 2023

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

(All amounts are in Rs. Mn, unless stated otherwise)

1 STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES AND PRACTICES :**I. Background and Operations**

Revalyu Recycling (India) Limited (formerly known as Polygenta Technologies Limited ("RRIL", "Revalyu" or "the Company"), is engaged in the business of manufacturing sustainable polyester chips ("PET Chips") and filament yarn by recycling post consumer PET flakes using a break-through recycling technology. These products made by Revalyu using the recycling process are sold for various applications in the fields of apparel, denim, home furnishings, floor coverings, industrial applications, etc.

II. Significant accounting policies**(a) Basis of preparation of Financial Statements****(i) Compliance with Ind AS**

These financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the "Ind AS") as notified by Ministry of Corporate Affairs pursuant to section 133 of the Companies Act, 2013 read with Companies (Indian Accounting standards) Rules, 2015 and other relevant provisions of the Act.

(ii) Historical cost convention

The financial statements have been prepared on a historical cost basis, except for the following:

- 1) certain financial assets and liabilities that are measured at fair value;
- 2) defined benefit plans - plan assets measured at fair value;

(iii) Current non-current classification

All assets and liabilities have been classified as current or non-current as per the company's normal operating cycle (twelve months) and other criteria set out in the Schedule III to the Companies Act, 2013. Transactions and balances with values below the rounding off norm adopted by the Company have been reflected as "0.00" in the relevant notes in these financial statements. Due to rounding off, the numbers presented throughout the financial statement may not add up precisely to the totals and percentages may not precisely reflect the absolute figures.

(b) Use of estimates and judgments

The estimates and judgments used in the preparation of the financial statements are continuously evaluated by the company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the company believes to be reasonable under the existing circumstances. Differences between actual results and estimates are recognized in the period in which the results are known/materialised.

The said estimates are based on the facts and events, that existed as at the reporting date, or that occurred after that date but provide additional evidence about conditions existing as at the reporting date.

The estimates and judgments that have significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are included in the following notes:

i. Contingent Liabilities and Contingent Assets

Contingent Liabilities: Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

Contingent Assets: Contingent Assets are neither recognized nor disclosed in the financial statements.

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

(All amounts are in Rs. Mn, unless stated otherwise)

ii. Measurement of defined benefit obligations

The present value of the defined benefit obligations depends on a number of factors that are determined on an actuarial basis. The assumptions used in determining the net interest cost/(income) for defined benefit plans include the discount rate. Any changes in these assumptions will impact the carrying amount of defined benefit obligations.

(c) Property, plant and equipment

Freehold land is carried at cost. All other items of property, plant and equipment are stated at cost less depreciation and impairment, if any. Cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to the Statement of Profit and Loss during the reporting period in which they are incurred.

Capital Work-in-progress

Capital Work-in-Progress includes expenditure during construction period incurred on projects under implementation treated as Capital Work in Progress pending allocation to the assets. These expenses are apportioned to the respective fixed assets on their completion / commencement of commercial production.

Depreciation methods, estimated useful lives and residual value

Depreciation is provided on a Straight Line Method, over the estimated useful lives of assets as detailed below :

Category	Useful Life considered for Depreciation
Buildings (including roads)	3- 60 Years
Plant & Equipment	* 7- 25 Years
Furniture & Fixture	10 Years
Office Equipment	3 - 5 Years
Vehicles	8 - 10 Years

* Useful life of Process Machineries are determined based on the internal technical assessment supported by independent evaluation carried out by external valuers. Intangible assets developed or acquired with finite useful life are amortized on straight line basis over the useful life as specified below:

Category	Useful Life
Computer Software and Licenses	3 to 5 years
Right to Use	5 years

The management believes that the useful life as given above is the best representation of the period over which the management expects to use these assets.

The Company reviews the useful lives and residual value at each reporting date. Depreciation on assets added/sold or discarded during the year is being provided on pro-rata basis up to the date on which such assets are added/sold or discarded. Leasehold Land is amortized over the period of lease.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. Gains/Losses on disposal/de-recognition of property, plant and equipment are determined by comparing proceeds with carrying amount and these are recognized in statement of profit & Loss.

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

(All amounts are in Rs. Mn, unless stated otherwise)

(d) Investment properties

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the company, is classified as investment property. Investment property is measured initially at its cost.

(e) Intangible assets**Computer software**

Computer software are stated at cost, less accumulated amortisation and impairments, if any.

Amortisation method

The Company amortizes computer software with a useful life using the straight-line method over the period of 6 years from the date of acquisition.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the Statement of Profit and Loss.

(f) Lease**As a lessee**

As a lessee : The Company's lease asset classes primarily consist of leases for Land and Buildings. The Company assesses whether a contract is or contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- (i) the contract involves the use of an identified asset
- (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and
- (iii) the Company has the right to direct the use of the asset. At the date of commencement of the lease, the Company recognises a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short term leases) and leases of low value assets. For these short term and leases of low value assets, the Company recognises the lease payments as an operating expense on a straight line basis over the term of the lease.

The right-of-use assets are initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses, if any. Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

The lease liability is initially measured at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made. A lease liability is remeasured upon the occurrence of certain events such as a change in the lease term or a change in an index or rate used to determine lease payments. The remeasurement normally also adjusts the leased assets.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

(g) Cash and Cash Equivalents

For the purpose of presentation in the statement of cash flows, which includes cash on hand, deposits

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

(All amounts are in Rs. Mn, unless stated otherwise)

held at call with banks and other short-term deposits which are readily convertible into known amounts of cash, are subject to an insignificant risk of change in value and have original maturities of less than one year. These balances with banks are unrestricted for withdrawal and usage."

(h) Other bank balances

Other bank balances include balances and deposits with banks that are restricted for withdrawal and usage.

(l) Inventories

Inventories of Raw Materials, Work-in-Progress, Stores and spares, Finished Goods and Stock-in-trade are stated 'at cost or net realisable value, whichever is lower'. Cost comprise all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost formula used is 'Weighted Average cost'. Due allowance is estimated and made for defective and obsolete items, wherever necessary, based on the past experience of the Company.

(j) Investments and other financial assets**(i) Classification**

The company classifies its financial assets in the following measurement categories:

* those to be measured subsequently at fair value (either through other comprehensive income, or through the Statement of Profit and Loss), and

* those measured at amortised cost.

The classification depends on the company's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in the Statement of Profit and Loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

(ii) Measurement

At initial recognition, the company measures a financial asset at its fair value . Transaction costs of financial assets carried at fair value through the Statement of Profit and Loss are expensed in the Statement of Profit and Loss.

Debt instruments:

Subsequent measurement of debt instruments depends on the company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

* **Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in other income using the effective interest rate method.

* **Fair value through other comprehensive income (FVOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment losses, interest revenue which are recognized in the Statement of Profit and Loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to the Statement of Profit and Loss and recognized in other income/expense. Interest income from these financial assets is included in other income using

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

(All amounts are in Rs. Mn, unless stated otherwise)

the effective interest rate method.

* **Fair value through profit and loss:** Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through Statement of Profit and Loss. Interest income from these financial assets is included in other income.

Equity instruments:

The company subsequently measures all equity investments at fair value. Where the Company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to the Statement of Profit and Loss. Dividends from such investments are recognized in the Statement of Profit and Loss as other income when the Company's right to receive payments is established.

(iii) Impairment of financial assets

The company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

(iv) Income recognition**Interest income**

Interest income from debt instruments is recognized using the effective interest rate method.

Dividend

Dividends are recognized in the Statement of Profit and Loss only when the right to receive payment is established.

(k) Derivative financial instruments

Derivative financial instruments such as forward currency contracts, option contract and cross currency swap, to hedge its foreign currency risks are initially recognized at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value with changes in fair value recognized in the Statement of Profit and Loss in the period when they arise.

(l) Borrowings

Borrowings are initially recognized at net of transaction costs incurred and subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognized in the Statement of Profit and Loss over the period of borrowings using the effective interest method.

(m) Borrowing costs

Interest and other borrowing costs attributable to qualifying assets are capitalized. Other interest and borrowing costs are charged to revenue.

(n) Provisions and contingent liabilities

Provisions are recognized when the company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognized for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognized as interest expense.

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

(All amounts are in Rs. Mn, unless stated otherwise)

Contingent Liabilities are disclosed in respect of possible obligations that arise from past events but their existence will be confirmed by the occurrence or non occurrence of one or more uncertain future events.

(o) Revenue recognition**Revenue From Contracts With Customers**

The Company recognizes revenue, whenever control over distinct goods or services is transferred to the customer; i.e. when the customer is able to direct the use of the transferred goods or services and obtains substantially all of the remaining benefits, provided a contract with enforceable rights and obligations exists and amongst others collectability of consideration is probable taking into account customer's creditworthiness. Revenue is the transaction price the Company expects to be entitled to. In determining the transaction price, the Company considers effects of variable consideration, the existence of significant financing contracts, noncash consideration and consideration payable to the customer, if any. The Company considers whether there are other promises in the contract that are separate performance obligations to which the transaction price needs to be allocated (e.g. warranties etc.).

Variable Consideration

If the consideration in a contract includes a variable amount, the company estimates the amount of consideration to which it will be entitled to in exchange for transferring goods to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant reversal of revenue will not occur once associated uncertainties are resolved. Some contracts with the customers provide them with a right to return and volume rebates. The right to return and volume rebates gives rise to variable consideration.

The amount of variable consideration is calculated by either using the expected value or the most likely amount depending on which is expected to better predict the amount of variable consideration. Consideration is also adjusted for the time value of money if the period between the transfer of goods or services and the receipt of payment exceeds twelve months and there is a significant financing benefit either to the customer or the Company. If a contract contains more than one distinct good or service, the transaction price is allocated to each performance obligation based on relative stand-alone selling prices. If stand-alone selling prices are not observable, the Company reasonably estimates those. Revenue is recognized for each performance obligation either at a point in time or over time.

Sale of goods:

Revenue from the sale of goods is recognized when the control of the goods passes to the buyer either at the time of dispatch or delivery or when the risk of loss transfers. Export sales are recognized based on the shipped on board date as per bill of lading, which is when substantial risks and rewards of ownership are passed to the customers.

Revenue from sale of goods is net of taxes and recovery of charges collected from customers like transport, packing etc. Provision is made for returns when appropriate. Revenue is measured at the fair value of consideration received or receivable and is net of price discounts, allowance for volume rebates and similar items.

Claims / Refunds not ascertainable with reasonable certainty are accounted for, on final settlement and are recognized as revenue on certainty of receipt on prudent basis.

Other Income

Dividend income on investments is recognized when the right to receive dividend is established.

Interest income is recognized on a time proportionate basis taking into account the amounts invested and the rate of interest. For all financial instruments measured at amortised cost, interest income is recorded using the Effective interest rate method to the net carrying amount of the financial assets.

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

(All amounts are in Rs. Mn, unless stated otherwise)

Contract balances:**Trade Receivables:**

A receivable represents the Company's right to an amount of consideration that is unconditional (i.e. only a passage of time is required to before payment of the consideration is due).

Contract liabilities:

A contract liability is the obligation to transfer goods or services to a customer for which the company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the company transfer goods and services to the customer, a contract liability is recognized when the payment is made or the payment is due, whichever is formerly. Contract liabilities are recognized as revenue when the company performs under the contract"

(p) Employee benefits

Defined Contribution Plans such as Provident Fund etc., are charged to the Profit and Loss Account as incurred.

Defined Benefit Plans - The present value of the obligation under such plan, is determined based on an actuarial valuation using the Projected Unit Credit Method. Actuarial gains and losses arising on such valuation are recognized immediately in the Profit and Loss Account. In case of funded defined benefit plans, the fair value of the plan assets is reduced from the gross obligation under the defined benefit plans, to recognize the obligation on net basis. The Company has an obligation to make good the shortfall, if any.

Other Long term Employee Benefits are recognized in the same manner as Defined Benefit Plans.

Termination benefits are recognized as and when incurred. However, the termination benefits which fall due more than twelve months after the Balance Sheet date are discounted using the yield on Government Bonds.

(q) Foreign currency transactions

Transactions in foreign currencies are recognized at the prevailing exchange rates on the transaction dates. Realised gains and losses on settlement of foreign currency transactions are recognized in the Statement of Profit and Loss.

Monetary foreign currency assets and liabilities at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognized in the Statement of Profit and Loss.

(r) Income tax

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

Deferred income tax is provided in full, using the liability method on temporary differences arising between the tax bases of assets and liabilities and their carrying amount in the financial statement. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are excepted to apply when the related deferred income tax assets is realised or the deferred income tax liability is settled.

Deferred tax assets are recognized for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are off set where the company has a legally enforceable right to offset and intends

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

(All amounts are in Rs. Mn, unless stated otherwise)

either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

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

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

(s) Earnings Per Share**Basic earnings per share**

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the company
- by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.

Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

(t) Segment Reporting:

The Company is engaged in the business of manufacturing and selling polyester Chips and filament yarn (PFY) based on the "management approach" as defined in Ind-AS 108 - Operating Segments, the CEO/Decision Maker evaluates the Company's performance and allocates resources based on an analysis of various performance indicators on this single business segment.

(u) Government Grants:

Grants received against specific Property, Plant and Equipment are adjusted to the cost of the assets and those in the nature of promoters' contribution are credited to capital reserve. Revenue Grants are recognized in the Profit and Loss Account in accordance with the related scheme and in the period in which these are accrued.

RECENT INDIAN ACCOUNTING STANDARDS (IND AS) Ministry of Corporate affairs (MCA) has notified new standards or amendment to the existing standards :

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Rules, 2015 by issuing the Companies (Indian Accounting Standards) Amendment Rules, 2023, applicable from April 1, 2023, as below:

Ind AS 1 – Presentation of Financial Statements

The amendments require companies to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information, together with other information, is material when it can reasonably be expected to influence decisions of primary users of general purpose financial statements.

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

(All amounts are in Rs. Mn, unless stated otherwise)

Ind AS 12 – Income Taxes

The amendments clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations. The amendments narrowed the scope of the Initial recognition exemption of Ind AS 12 so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences. Accordingly, companies will need to recognise a deferred tax asset and a deferred tax liability for temporary differences arising on transactions such as initial recognition of a lease and a decommissioning provision.

Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors

The definition of a “change in accounting estimates” has been replaced with a definition of “accounting estimates”. Accounting estimates are defined as “monetary amounts in financial statements that are subject to measurement uncertainty”. Entities develop accounting estimates if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty

Revalyu Recycling (India) Limited

(Earlier known as Polygenta Technologies Limited)

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

2 Property, Plant and Equipment

Particulars	Freehold Land	Buildings	Plant & Equipment	Office Equipment	Furniture & Fixtures	Computers	Total	Capital Work-In-Progress
Gross Carrying Amount :								
As at 1st April, 2022	59.8	355.7	1,925.7	0.7	4.5	6.0	2,352.5	98.2
Additions (Refer note 2.1 below)	* 63.54	-	74.6	0.5	0.1	3.5	142.2	560.3
Transferred to PPE	-	-	-	-	-	-	-	(3.0)
As at 31st March, 2023	123.3	355.7	2,000.3	1.2	4.6	9.5	2,494.7	655.5
Accumulated Depreciation :								
As at 1st April, 2022	-	84.8	743.5	0.5	4.2	3.0	836.0	-
Depreciation charge for the year	-	14.2	101	0.1	0.2	2.0	117.2	-
As at 31st March, 2023	-	98.9	844.2	0.609	4.4	5.0	953.1	-
Net Carrying Amount :								
As at 1st March, 2022	59.8	270.9	1,182.3	0.2	0.3	3.1	1,516.5	98.2
As at 31st March, 2023	123.3	256.7	1,156.1	0.579	0.212	4.565	1,541.5	655.5

Particulars	Freehold Land	Buildings	Plant & Equipment	Office Equipment	Furniture & Fixtures	Computers	Total	Capital Work-In-Progress
Gross Carrying Amount :								
As at 1st April, 2021	1.1	355.7	1,920.7	0.6	4.4	3.6	2,286.0	7.3
Additions	58.7	-	5.1	0.1	0.2	2.5	66.5	90.9
As at 31st March, 2022	59.8	355.7	1,925.7	0.7	4.5	6.0	2,352.5	98.2
Accumulated Depreciation :								
As at 1st April, 2021	-	70.5	644.0	0.4	4.1	1.5	720.5	-
Depreciation charge for the year	-	14.2	99.4	0.1	0.2	1.5	115.5	-
As at 31st March, 2022	-	84.8	743.5	0.5	4.2	3.0	836.0	-
Net Carrying Amount :								
As at 1st March, 2021	1.1	285.1	1,276.6	0.2	0.3	2.1	1,565.5	-
As at 31st March, 2022	59.8	270.9	1,182.3	0.2	0.3	3.1	1,516.5	98.2

Notes:

- 2.1 *During the year ended March 31, 2023, the additions under "Freehold Land" represents purchase of earlier leased land disclosed under Right of Use Assets (Refer note-4).
- 2.2 Refer Note 40 for the details in respect of certain property, plant and equipments hypothecated/mortgaged as security for borrowings.
- 2.3 Refer Note 38 for the details in respect Capital Commitments.

Revalyu Recycling (India) Limited

(Earlier known as Polygenta Technologies Limited)

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

Capital work in progress comprises of :

Particulars	As at 31st March, 2023	As at 31st March, 2022
Building under construction	135.5	-
Plant and machinery under installations	253.7	62.2
Pre-operative expenses :		
Salary expenses	17.9	1.7
Professional Fees	73.5	27.1
Foreign exchange fluctuation	76.6	-
Borrowing cost	76.2	-
Other preoperative expenses	22.1	7.1
Total capital work in progress	655.5	98.2

Capital-Work-in Progress (CWIP) Ageing schedule

Particulars	Amount of CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
As at 31st March, 2023 - Projects in progress					
Growth Projects	584.6	66.2	-	-	650.8
Others including productivity improvement project	4.6	-	-	-	4.6
Projects temporarily suspended	-	-	-	-	-
Total	589.2	66.2	-	-	655.5
As at 31st March, 2022 - Projects in progress					
Growth Projects	59.2	7.0	-	-	66.2
Others including productivity improvement project	32.0	-	-	-	32.0
Projects temporarily suspended	-	-	-	-	-
Total	91.2	7.0	-	-	98.2

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

3 Intangible assets

Particulars	Computer Software	Total
Gross Carrying Amount		
As at 1st April, 2022	2.7	2.7
Additions	-	-
(Deductions)	-	-
As at 31st March, 2023	2.7	2.7
Accumulated Amortisation		
As at 1st April, 2022	1.5	1.5
Amortisation charge for the year	0.4	0.4
As at 31st March, 2023	1.9	1.9
Net Carrying Amount		
As at 1st April, 2022	1.2	1.2
As at 31st March, 2023	0.9	0.9

Particulars	Computer Software	Total
Gross Carrying Amount		
As at 1st April, 2021	2.4	2.4
Additions	0.3	0.3
(Deductions)	-	-
As at 31st March, 2022	2.7	2.7
Accumulated Amortisation		
As at 1st April, 2021	1.0	1.0
Amortisation charge for the year	0.5	0.5
(Deductions)	-	-
(Disposals)	-	-
Reclassification as held for sale	-	-
As at 31st March, 2022	1.5	1.5
Net Carrying Amount		
As at 1st April, 2021	1.4	1.4
As at 31st March, 2022	1.2	1.2

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

4 Right to Use

Particulars	Land & Building	Total
Gross Carrying Amount		
As at 1st April, 2022	20.5	20.5
Additions	-	-
(Deductions)	(16.1)	(16.1)
As at 31st March, 2023	4.4	4.4
Accumulated Amortisation		
As at 1st April, 2022	1.7	1.7
Amortisation charge for the year	1.8	1.8
(Deductions)	(0.8)	(0.8)
As at 31st March, 2023	2.7	2.7
Net Carrying Amount	1.8	1.8
As at 1st April, 2022	18.8	18.8
As at 31st March, 2023	1.8	1.8

Particulars	Land & Building	Total
Gross Carrying Amount		
As at 1st April, 2021	16.2	16.2
Additions	4.3	4.3
(Deductions)	-	-
As at 31st March, 2022	20.5	20.5
Accumulated Amortisation		
As at 1st April, 2021	0.1	0.1
Amortisation charge for the year	1.6	1.6
(Deductions)	-	-
As at 31st March, 2022	1.7	1.7
Net Carrying Amount	18.8	18.8
As at 1st April, 2021	16.1	16.1
As at 31st March, 2022	18.8	18.8

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

5 Other Financial Assets - Non Current

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Non-current		
Security Deposit Considered Good	5.1	5.2
Security Deposit Considered Doubtful	0.2	0.2
Less :Provision for Doubtful Receivables	(0.2)	(0.2)
Sub-Total	5.1	5.2
Fixed Deposit with Bank		
Fixed Deposit	-	40.0
Pledged Against Bank Guarantees and LC Issued & Forward Contract	88.9	30.8
Total	94.0	76.0

6 Other non - current assets

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Capital Advance		
Considered good	448.3	45.1
Considered doubtful	3.8	3.8
Less: Provision for Doubtful Advances	(3.8)	(3.8)
Net capital Advance	448.3	45.1
Prepaid Expenses	0.2	47.3
Mega Project Incentive Receivable	9.8	-
Balances with Government Authorities	-	-
Total	458.3	92.5

7 Inventories

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Raw Materials	42.9	31.9
Work-in-progress	59.4	35.0
Finished goods	178.5	77.6
(Includes Goods in Transit Rs. 10.18 Mn; Previous year Rs.3.8 Mn)		
Packing Materials	8.9	8.4
Stores and Spares	49.2	60.0
Total	339.0	213.0

Inventories written down are accounted, considering the nature of inventory, ageing, liquidation plan and net realisable value. Such write-downs (including provisions for slow/ non-moving inventory) aggregated to Rs.7.0 mn (previous year Rs. 7.0 mn) and have been recognised as an expense mainly under stores, spares Consumption in statement of Profit and Loss.

Refer Note 39 for the details in respect of inventories hypothecated as security for borrowings.

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

8 Trade receivables

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Considered Good-Secured	-	-
Considered Good-Unsecured	277.1	96.6
Trade Receivable Unsecured -Credit Impaired	-	-
	277.1	96.6
Less: Allowance for bad and doubtful debts	-	-
Total	277.1	96.6

Particulars	As at March 31, 2023					Total
	Outstanding for following periods from the date of invoice					
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	271.4	5.7			-	277.1
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-				-	-
(iii) Undisputed Trade Receivables – credit impaired	-				-	-
(iv) Disputed Trade Receivables– considered good	-				-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-				-	-
(vi) Disputed Trade Receivables – credit impaired	-				-	-
Total	271.4	5.7	-	-	-	277.1

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

Particulars	As at March 31, 2022					Total
	Outstanding for following periods from the date of invoice					
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	95.8	0.0	0.7	-	-	96.6
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables – considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-
Total	95.8	0.0	0.7	-	-	96.6

9 Cash and cash equivalents

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Balances with Banks		
- In current accounts	0.1	3.3
- Fixed deposits with original maturity of less than 3 months	10.0	535.0
- In cash credit accounts	19.5	77.2
Cash on hand	0.4	0.0
Total	30.0	615.5

10 Other Bank Balances

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Fixed Deposit with Bank		
Fixed deposits with original maturity more than 3 months but less than 12 months	83.3	474.0
Pledged against bank guarantees and LC issued & Forward Contract		
Fixed deposits with original maturity of less than 3 months	121.1	-
Fixed deposits with original maturity more than 3 months but less than 12 months	34.8	170.0
Total	239.2	644.0

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

11 Other financial assets - Current

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Interest Accrued but not due on Fixed Deposits	8.4	12.8
Interest receivable from Customer	1.0	-
Loan to Suppliers (Fixed Interest rate 12% per annum)*	-	30.0
Total	9.4	42.8

* Details of the loan to supplier as required under section 186(4) of the Companies Act, 2013 are as follows:

- Name of the supplier	: Dalmia Polypro Industries Private Limited
- Relation	: Raw Material Supplier
- Amount	: Rs 30 mn
- Purpose	: Business Support
- Balance (31 March 22)	: Rs 30 mn

12 Other current assets

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Considered Good :		
Export benefit receivable	5.3	3.3
Mega Project Incentive Receivable	8.3	25.0
Prepaid expenses	5.3	4.8
Balances with Government Authorities	139.1	33.4
Advances to Suppliers	10.0	22.8
Advances to Staff	0.6	0.2
Receivables from related party towards reimbursement	0.9	-
Sub-Total	169.6	89.6
Considered Doubtful :		
Electricity Subsidy Receivable	11.6	11.6
Less :Provision for Doubtful Receivables	(11.6)	(11.6)
Sub-Total	-	-
Total	169.6	89.6

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023
(All amounts are in Rs. Mn, unless stated otherwise)

13) Equity Share capital

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Authorised		
Equity shares, of Rs.10 each 300,000,000 Nos. (31st March, 2023 - 300,000,000 Nos)	3,000.0	3,000.0
Issued, subscribed and fully paid up		
Equity shares, of Rs.10 each 286,206,544 Nos. (31st March, 2023- 286,206,544 Nos.)	2,862.1	2,862.1
Total	2,862.1	2862.1

a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Particulars	As at 31 st March, 2023		As at 31 st March, 2022	
	Number of shares	Rs. In Millions	Number of shares	Rs. In Millions
Equity Shares :				
Balance as at the beginning of the year	28,62,06,544	2,862.1	15,62,06,544	1,562.1
Add: Shares issued during the year	-	-	13,00,00,000	1,300.0
Less: Shares bought back during the year	-	-	-	-
Balance as at the end of the year	28,62,06,544	2,862.1	28,62,06,544	2,862.1

b) Terms/rights attached to Equity Shares

- i) Equity shares having a par value of Rs. 10, Each holder of equity shares is entitled to one vote per share.
- ii) The Company declares and pays dividends in Indian rupees, subject to availability of distributable profits. In the event of dividend being declared by the Board of Directors, it is subject to the approval of the shareholders in the ensuing Annual General Meeting.
- iii) In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company after distribution of all preferential amount in proportion to their shareholding.

c) Details of equity shares held by shareholders holding more than 5% of the aggregate shares in the Company

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
	Number of Equity Shares	
Equity Shares:		
Revalyu Resources GmbH (formerly known as PerPETual Technologies GmbH) - (Holding Company)	28,13,34,653 98.3%	28,13,33,646 98.3%

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

d) Details of Promoters shareholding :

Particulars	As at	As at
	31 st March, 2023	31 st March, 2022
Number of Equity Shares		
Equity Shares:		
Revalyu Resources GmbH (formerly known as PerPETual Technologies GmbH) - (Holding Company)	28,13,34,653 98.3%	28,13,33,646 98.3%

- e) Pursuant to the members' approval dated 9th January, 2020 and after compliance with the necessary requirements of SEBI (Delisting of Equity Shares) Regulations, 2009 in respect of voluntary delisting of the equity shares of the Company, the trading of equity shares at the Bombay Stock Exchange (BSE) was discontinued with effect from 23rd April, 2020 and the equity shares were delisted with effect from 30th April, 2020. As directed by BSE, the exit option was kept open by the then acquirer of the company i.e. Performance Recycling Limited (formerly known as Perpetual Global Technologies Limited), for the remaining public shareholders for a period of two years from the date of delisting (30 April 2020) at the rate of Re. 1/- (Rupee One only) per Equity Share, being the exit price determined.

f) In the Period of five years immediately preceding March, 2023:

The Company has not allotted any equity shares as fully paid up without payment being received in cash or as Bonus Shares or Bought back any equity shares.

14 Other Equity

Refer Statement of Changes in Equity for detailed movement in Equity balance

Particulars	As at	As at
	31 st March, 2023	31 st March, 2022
Securities premium (as per last balance sheet)	1,178.8	1,178.8
Retained Earnings	(5,326.8)	(4,775.3)
Items of Other Comprehensive Income :		
Remeasurements of defined benefit plans	(7.2)	(6.7)
Total	(4,155.2)	(3,603.3)

Nature and purpose of reserves

Securities premium : Received on issue of equity/ preference shares.

Retained Earnings: Retained earnings are the accumulated losses in the Profit and Loss account.

Re-measurements of Net Defined Benefit Plans: Differences between the interest income on plan assets and the return actually achieved, and any changes in the liabilities over the year due to changes in actuarial assumptions or experience adjustments within the plans, are recognized in 'Other Comprehensive Income' and subsequently not to be reclassified to the Statement of Profit and Loss.

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

15 Non Current Financial Liabilities - Borrowings

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Unsecured		
External Commercial Borrowings From Holding Company * (Interest rate - 6 months LIBOR/SOFR/EURIBOR (as applicable) + 1% margin p.a.	4,154.3	3,645.6
Total	4,154.3	3,645.6

*The aforementioned External commercial borrowing is required to be repaid in 4 (four) equal instalments to be due on March 15, 2031, September 15, 2031, March 15, 2032; and September 15, 2032. The Company has accrued interest expense of Rs 106.1 Mn for the period from April 1, 2022 to March 31, 2023 and Rs 19.1 Mn for the period from 1 Oct 2021 to 31 March 2022 as interest on LTF was waived until 30 Sep 2021.

These unsecured loans shall remain subordinated to:

-project debt sanctioned by DEG - DEUTSCHE INVESTITIONS- UND ENTWICKLUNGSGESELLSCHAFT MBH ("DEG") and INVESTERINGSFONDEN FOR UDVIKLINGSLANDE ("IFU") as per the terms of the Term Facility Agreement executed on February 22, 2022 between the Company, DEG and IFU. As of 31 March 2023, we have not drawn down any amount under this facility

-the working capital facility aggregating Rs. 200 mn sanctioned by ICICI Bank Limited as per the Facility Agreement dated the 21st day of October, 2021 and the Supplementary Facility Agreement dated 3 December 2022 executed between the Company and ICICI Bank Limited. The fund based facility aggregating to Rs 4.5 Mn* as availed by the Company against this is disclosed as a part of the secured borrowings under Note 39.

Note No	Description	Rs. Mn
18	Cash Credit Facility	4.1
18	Interest	0.4
Total*		4.5

16 Non Current Financial Liabilities - Other financial liabilities

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Interest Accrued but not Due on Long Term Borrowings	556.4	430.1
	556.4	430.1

17 Non Current Financial Liabilities - Lease Liabilities

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Lease liabilities	0.3	15.8
Total	0.3	15.8

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

18 Current Financial Liabilities - Borrowings

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Secured *		
From Banks (@ I MCLR 6 Months + spread of 1.75% p.a. - Repayable on Demand) 10.50% Cash Credit Facility	44.4	-
Unsecured		
From Banks 10.20% Payable financing Facility	98.5	-
Total	142.9	-

* Please refer note 39 for security against borrowing.

19 Current Financial Liabilities - Lease Liabilities

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Current maturities of lease liabilities	1.6	1.0
Total	1.6	1.0

20 Trade Payables

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Outstanding dues of micro and small enterprises *	36.3	16.3
Dues payable to Employees	16.3	11.5
Outstanding dues of creditors other than micro and small enterprises	67.8	83.4
Total	120.4	111.2

*The details of amounts outstanding to Micro, Small and Medium Enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), based on the available information with the Company are as under:

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
1) Principal amount due and remaining unpaid	36.3	16.3
2) Interest due on above and the unpaid interest	-	-
3) Interest paid	-	-
4) Payment made beyond the appointed day during the year	-	-
5) Interest due and payable for the period of delay	-	-
6) Interest accrued and remaining unpaid	-	-
7) Amount of further interest remaining due and payable in succeeding years	-	-

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

Trade payable ageing schedule :

Particulars	As at March 31, 2023				Total
	Outstanding for following periods from the date of invoice				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	36.3	-	-	-	36.3
(ii) Others	80.5	1.7	0.9	1.1	84.1
(iii) Disputed Dues-MSME	-	-	-	-	-
(iv) Disputed Dues-Others	-	-	-	-	-
Total	116.8	1.7	0.9	1.1	120.4

Particulars	As at March 31, 2022				Total
	Outstanding for following periods from the date of invoice				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	16.3	-	-	-	16.3
(ii) Others	92.3	0.9	1.1	0.5	94.9
(iii) Disputed Dues-MSME	-	-	-	-	-
(iv) Disputed Dues-Others	-	-	-	-	-
Total	108.6	0.9	1.1	0.5	111.2

21 Other financial liabilities

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Interest Accrued but not due on Short Term Borrowings	0.4	-
Other payables		
Payable towards capital creditors	87.3	8.5
Others	0.5	2.4
Total	88.2	10.9

22 Other Current liabilities

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Advance from customers	0.2	3.2
Statutory Dues payable	13.2	6.7
Unrealised Loss on Forward Contracts	9.6	-
Total	23.0	10.0

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

23 Provisions

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Provision for employee benefits :		
Provision for Gratuity-Funded	24.4	20.1
Provision for Compensated Absences	6.5	6.2
Total	30.9	26.3

24 Revenue from Operations

Particulars	For the year ended 31 st March, 2023	For the year ended 31 st March, 2022
Sales of Goods		
- Manufactured goods	1,360.3	1,256.9
Other operating revenue		
Export Incentives	16.5	22.3
Process waste sales	14.1	11.2
Mega Project Incentives	9.8	20.3
Total	1,400.6	1,310.8

25 Other income

Particulars	For the year ended 31 st March, 2023	For the year ended 31 st March, 2022
Interest income on fixed deposits and others	38.5	29.4
Provision and Liabilities no longer payable written back	0.2	2.2
Other non-operating income	0.2	0.2
Gain on Foreign Exchange (net)	0.0	8.6
Total	38.9	40.4

26 Cost of materials consumed

Particulars	For the year ended 31 st March, 2023	For the year ended 31 st March, 2022
Raw Materials consumed	939.4	750.5
Packing Materials consumed	66.8	57.0
Stores and Spares consumed	34.2	42.8
Total	1,040.5	850.3

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

27 Changes in inventories of finished goods and work-in-progress

Particulars	For the year ended 31 st March, 2023	For the year ended 31 st March, 2022
Opening inventories		
Finished goods	77.6	49.8
Work-in-progress	35.0	27.6
Closing inventories		
Finished goods	178.5	77.6
Work-in-progress	59.4	35.0
Total	(125.3)	(35.2)

28 Manufacturing and Operating Costs

Particulars	For the year ended 31 st March, 2023	For the year ended 31 st March, 2022
Power and Fuel	262.0	188.3
Repairs to Building	0.9	-
Repairs to Machinery	9.9	17.1
Machine Hire Charges	0.4	0.7
Royalty on production to Holding Company	8.4	7.7
Total	281.6	213.8

29 Employee benefits expense

Particulars	For the year ended 31 st March, 2023	For the year ended 31 st March, 2022
Salaries and wages	178.2	173.3
Contribution to provident funds and other funds	8.7	8.6
Defined benefit plan expense	5.4	6.0
Workmen and Staff welfare expenses	13.0	10.0
Settlement of Ex Employees dues	3.7	-
Total	209.1	197.9

30 Finance costs

Particulars	For the year ended 31 st March, 2023	For the year ended 31 st March, 2022
Interest expense on ECB	106.1	19.1
Interest expense on borrowings from Banks	9.7	1.1
Interest expense on borrowings from others	0.0	2.4
Interest component of lease liabilities	1.7	2.0
Other borrowing costs	3.0	4.6
Total	120.5	29.3

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

31 Depreciation and amortization expense

Particulars	For the year ended 31 st March, 2023	For the year ended 31 st March, 2022
Depreciation on Property, Plant and Equipment	117.2	115.5
Amortization of Right to use assets	1.8	1.6
Amortization on Intangible assets	0.4	0.5
Total	119.3	117.6

32 Other expenses

Particulars	For the year ended 31 st March, 2023	For the year ended 31 st March, 2022
Repairs & Maintenance Others	1.8	1.7
Insurance	2.8	2.8
Rent	1.5	0.6
Rates and Taxes	4.7	7.0
Interest component on termination of lease	1.5	-
Expenses towards Increase in authorised share capital	-	4.7
Auditors' Remuneration*	1.4	0.9
Legal and Professional Expenses	21.1	34.4
Bad Debts written off	-	0.0
Commission to selling agents	10.8	9.9
Freight expenses	9.1	5.1
Travelling & Conveyance	6.0	1.7
Communication expenses	0.8	0.7
Postage & Courier	0.7	0.4
Loss on Foreign Exchange (net)	277.7	-
Miscellaneous Expenses	5.1	4.2
Total	345.2	74.2

*Auditors' remuneration (excluding taxes)

Particulars	For the year ended 31 st March, 2023	For the year ended 31 st March, 2022
- Audit Fees	0.8	0.6
- Limited Review Fees	0.3	0.3
- Certification Fees	0.2	-
- Tax Audit	0.1	-
- Reimbursement of out of pocket expenses	0.0	-
Total	1.4	0.9

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

33 Exceptional Items- Expenses

Particulars	For the year ended 31 st March, 2023	For the year ended 31 st March, 2022
Foreign exchange loss on ECB (net)	-	508.3
Provision for Electricity Subsidy Benefit and other receivable recognised in earlier years	-	11.8
Total	-	520.0

34 Income Taxes**Tax expense recognized in the Statement of Profit and Loss**

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Current tax	-	-
Deferred tax	-	-
Total income tax expense	-	-

A reconciliation of the income tax provision to the amount computed by applying the statutory income tax rate to the profit before income taxes is summarized below:

Reconciliation of effective tax rate	As at 31 st March, 2023	As at 31 st March, 2022
Profit/(Loss) before tax	(551.9)	(620.8)
Enacted income tax rate in India	26.00%	26.00%
Computed Expected Tax Expense	(143.5)	(161.4)
Differences due to:		
Deferred tax assets not recognized as a matter of prudence	143.5	161.4
Income tax expense/(credit) recognised in Profit and loss	-	-

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

Movement Deferred tax (assets)/liabilities :

Particulars	As at 31 st March, 2021	Movement during the year	As at 31 st March, 2022	Movement during the year	As at 31 st March, 2023
Deferred Tax Assets :					
Provision for doubtful debts and advances	1.0	3.0	4.0	(1.1)	3.0
Expenses allowable for tax purposes on payment basis	4.7	2.1	6.8	1.2	8.0
Unabsorbed Losses & Depreciation	1,237.9	(621.7)	616.2	175.5	791.7
Deferred Tax Assets-Total	1,243.7	(616.6)	627.1	175.7	802.7
Deferred Tax Liabilities					
Difference in Written down value of Property, Plant and Equipment	254.1	(8.9)	245.2	(10.5)	234.7
Deferred Tax Liabilities-Total	254.1	(8.9)	245.2	(10.5)	234.7
Net Deferred Tax assets	989.6	(607.7)	381.9	186.1	568.0
Net Deferred tax assets not recognized	(989.6)	607.7	(381.9)	(186.1)	(568.0)
Deferred Tax Liability/(Asset) recognised in Balance sheet	-	-	-	-	-

35 Going Concern

Over the years significant efforts have been put in debottlenecking the plant for increasing its operating capacity, plant performance and thereby product performance, and introducing new and value added products (e.g. fine denier yarns, bright chips etc) in the overall product offerings. The Company has witnessed gradual improvement in its financial performance over time as a result of these efforts. While the Company made cash profits in past three financial years (prior to the financial year 2022-23), the profitability during the financial year 2022-23 was majorly impacted by global economic factors leading to the slowdown across the textile industry.

On the basis of the well demonstrated technology, established product and strong customer base the Company has forayed into expansion journey by commencing the work on setting up two plants Flakes to PET Chips plant having an operating capacity of 100 - 120 Tons Per Day (i.e. 2 X (100 -120) Tons Per Day Flakes to PET Chips Plant).

This expansion project is being financed by the mix of equity and debt from the holding company viz. Revalyu Resources GmbH (formerly known as perpetual Technologies GmbH) ("Revalyu") and project debt from two European Development Financial Institutions ("DFI") as per the terms of the Term Facility Agreement dated February 22, 2022 executed between the Company and DFIs. Accordingly, in view of the aforesaid steps taken by the Company will result improved profitability in the near future and therefore, these Financial Statements have been prepared on a Going Concern Basis.

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

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

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Contingent Liabilities		
Claims against the Company not acknowledged as debts in respect of past disputed liabilities.		
-Claims in respect of various pending litigations	0.9	2.9
Total	0.9	2.9

The Company's pending litigations comprises of claim against the Company for a pending litigation. (Last year it included proceedings pending with labour litigation too). The Company has reviewed all its pending litigations and has made adequate provisions wherever required and disclosed the contingent liabilities, wherever applicable, in its financial statements. The Company does not expect the outcome of these proceeding to have a material impact on its financial statements.

37 Capital Commitments

Capital expenditure contracted for at the end of the reporting period but not recognized as liabilities is as follows:

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Capital Commitment net of advances	3,403.7	276.9
Net Capital commitments	3,403.7	276.9

38 Earnings per share (EPS)

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Earnings Per Share has been computed as under:		
Profit/(Loss) for the year before exceptional items-Rs. in Mn	(551.4)	(96.7)
Add: Exceptional items Rs. in Mn	-	(520.0)
Profit/(Loss) for the year after exceptional items-Rs. in Mn	(551.4)	(616.8)
Weighted average number of equity shares outstanding(in Numbers) (Face value of Rs. 10 per share)	28,62,06,544	23,11,38,051
Basic & Diluted EPS before exceptional items (Rs.)	(1.93)	(0.42)
Basic & Diluted EPS after exceptional items (Rs.)	(1.93)	(2.67)

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

39 Borrowings, outstanding interest on borrowings and Security
Borrowings

Particulars	As at 31 st March, 2023		
	Secured	Unsecured	Total
Non-Current			
External Commercial Borrowings From Holding Company	-	4,154.3	4,154.3
Interest Accrued But Not Due on Long Term Borrowings from Holding Company	-	556.4	556.4
From Banks	-	-	-
From financial institutions	-	-	-
Total	-	4,710.7	4,710.7
Current			
External Commercial Borrowings From Holding Company	-	-	-
Interest Accrued and Due on Long Term Borrowings from Holding Company	-	-	-
From Banks	44.4	98.5	142.9
From financial institutions	-	-	-
Total	44.4	98.5	142.9
Total	44.4	4,809.1	4,853.6

Particulars	As at 31 st March, 2022		
	Secured	Unsecured	Total
Non-Current			
External Commercial Borrowings From Holding Company	-	3,645.6	3,645.6
Interest Accrued But Not Due on Long Term Borrowings from Holding Company	-	430.1	430.1
From Banks	-	-	-
From financial institutions	-	-	-
Total	-	4,075.7	4,075.7
Current			
External Commercial Borrowings From Holding Company	-	-	-
Interest Accrued and Due on Long Term Borrowings from Holding Company	-	-	-
From Banks	-	-	-
From financial institutions	-	-	-
Total	-	-	-
Total	-	4,075.7	4,075.7

Notes:

- During the year, ICICI Bank has enhanced the working capital financing limit from Rs 150 mn to Rs 200 mn. This financing facility is backed by 1st charge on current assets (excluding debt service reserve account ("DSRA") balance) and 2nd charge on fixed assets (excluding immovable assets) and non-current assets.
- In addition to the above, during the year ICICI Bank has also sanctioned an unsecured payable financing limit of Rs 100 mn.

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

- 3 As of 22 Feb 2022, we have entered into Term Facility Agreement with DEG and IFU (collectively referred to as "Lenders"), pursuant to which the Lenders have agreed to provide a debt equivalent to USD 32.5 mn. As of 31 March 2023, we have not drawn down any amount against this facility. This facility is secured by:
- first charge on fixed assets, non-current assets;
 - exclusive charge on DSRA balance;
 - second charge current assets;
 - first and exclusive ranking pledge over 51% (fifty one percent) of the share capital of the Company i.e. on 145,965,338 equity shares of the Company held by Revalyu Resources GmbH.

40 Related Party Disclosure :

A. Relationships:

1 Where control exists.

- a Revalyu Resources GmbH (formerly known as PerPETual Technologies GmbH) - Germany, Holding Company
- b Performance Recycling Limited (formerly known as 'PerPETual Global Technologies Ltd.) Mauritius, Group/Associate Company

2 Fellow Subsidiary.

- a Revalyu Recycling Inc -USA, Group/ Associate Company

3 Key Management Personnel:

Mr. Makarand Kulkarni - Whole-time Director and CEO (w.e.f. 1 January 2022)
(CEO upto 31 December 2021)
Mr. Dhanvant Yeola- Executive Director
Mr. Paresh Damania – Company Secretary
Mr. Chetan Gandhi – Chief Financial Officer
Mrs. Sujata Chattopadhyay- Non Executive Independent Director
Mr. Ghanshyam Karkera- Non Executive Independent Director
Mr. Deepak Shetty- Non Executive Independent Director

B. Transactions carried out with related parties referred in A above, in the ordinary course of business:

Nature of transactions	Revalyu Recycling LLC (RRL)	Revalyu Resources GmbH(RRG)	Key Management Personnel
ECB Received		247.9 (135.7)	
Recovery / adjustment of Advance Paid		- (9.5)	
Expenses reimbursement recoverable	0.9 (-)	0.1 (-)	
Royalty Fees		8.4 (7.7)	
Interest on ECBs		106.1 (19.1)	
License Fees		2.3 (2.1)	

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

Nature of transactions	Revalyu Recycling LLC (RRL)	Revalyu Resources GmbH(RRG)	Key Management Personnel
Sitting Fees paid to Non Executive Director- Ms.Sujata Chattopadhyay			0.6 (0.6)
Sitting Fees paid to Non Executive Director - Mr.Ghanshyam Karkera			0.6 (0.6)
Sitting Fees paid to Non Executive Director- Mr. Deepak Shetty			0.6 (0.6)
Managerial Remuneration / KMP Remuneration			
Makarand Kulkarni			12.0 (12.2)
Dhanvant Yeola			5.2 (6.1)
Chetan Gandhi			4.1 (3.9)
Paresh Damania			2.9 (2.7)
Closing Balances			
External Commercial Borrowings (ECBs*)		4,154.3 (3,645.6)	
Interest Payable on ECBs*		556.4 (430.1)	
Royalty Payable		7.9 (3.1)	
License Fees Payable		2.0 (-)	
Expense Reimbursement Recoverable	0.9 (-)	0.1 (-)	
Remuneration Payable			
Sitting Fees payable to Non Executive Independent Directors			0.1 (0.1)
Makarand Kulkarni			0.9 (0.8)
Dhanvant Yeola			0.4 (0.3)
Chetan Gandhi			0.3 (0.3)
Paresh Damania			0.2 (0.2)

Previous year figures are in brackets

Notes:

- (i) Related parties have been identified by the Management and relied upon by the auditors.
- (ii) No amount has been provided for/written off/written back, pertaining to related parties
- (iii) Managerial Remuneration / KMP Remuneration excludes company's contribution to PF.

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

41 Post retirement benefit plans

The Company has a defined benefit gratuity plan in India (funded). The entity's defined benefit gratuity plan is a final salary plan for employees, which requires contributions to be made to a separately administered fund. The fund is managed by a trust which is governed by the Board of Trustees. The Board of Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy.

A separate trust is created to manage the gratuity plan and the contributions towards the trust fund is done as guided by rule 103 of Income Tax Rules, 1962.

During the year, there are no plan amendments, curtailments and settlements.

As per Actuarial Valuation as on 31st March, 2023 and 31st March, 2022 and recognized in the financial statements in respect of Employee Benefit Scheme of Gratuity:

DEFINED BENEFIT PLANS - GRATUITY:**A. Balance Sheet**

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Present value of plan liabilities	26.3	24.1
Fair value of plan assets	1.9	3.3
Plan liability net of plan assets	24.5	20.8

B. Movements in plan assets and plan liabilities

Particulars	Plan Assets	Plan Liabilities	Plan liabilities net of plan assets
As at 31st March, 2022	3.3	24.1	20.8
Current service cost	-	2.4	2.4
Employee contributions	-	-	-
Return on plan assets excluding amounts included in net finance income/cost	(0.2)	-	0.2
Interest cost	-	1.7	1.7
Interest income	0.2	-	(0.2)
Actuarial (gain)/loss arising from changes in demographic assumptions	-	-	-
Actuarial (gain)/loss arising from changes in financial assumptions	-	(0.6)	(0.6)
Actuarial (gain)/loss arising from experience adjustments	-	0.9	0.9
Employer contributions	0.7	-	(0.7)
Benefits payments	(2.2)	(2.2)	-
As at 31st March, 2023	1.9	26.32	24.5

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

Particulars	Plan Assets	Plan Liabilities	Plan liabilities net of plan assets
As at 31st March, 2021	3.8	17.7	14.0
Current service cost	-	1.8	1.8
Employee contributions	-	-	-
Return on plan assets excluding amounts included in net finance income/cost	(0.0)	-	0.0
Interest cost	-	1.2	1.2
Interest income	0.3	-	(0.3)
Actuarial (gain)/loss arising from changes in demographic assumptions	-	(0.0)	(0.0)
Actuarial (gain)/loss arising from changes in financial assumptions	-	(0.9)	(0.9)
Actuarial (gain)/loss arising from experience adjustments	-	4.9	4.9
Employer contributions	-	-	-
Benefit payments	(0.6)	(0.6)	-
As at 31st March, 2022	3.3	24.1	20.8

C. Statement of Profit and Loss

Particulars	Year Ended 31 st March, 2023	Year Ended 31 st March, 2022
Employee Benefit Expenses:		
Current service cost	2.4	1.8
Total	2.4	1.8
Finance cost/(income)	1.5	1.0
Net impact on the Profit / (Loss) before tax	3.9	2.8
Remeasurement of the net defined benefit liability:		
Return on plan assets excluding amounts included in net finance income/(cost)	0.2	0.0
Actuarial gains/(losses) on obligation for the year	0.3	4.0
Actuarial gains/(losses) arising from changes in demographic assumptions		
Actuarial gains/(losses) arising from changes in financial assumptions		
Experience gains/(losses) arising on pension plan and other benefit plan liabilities		
Net impact on the Other Comprehensive Income before tax	0.5	4.0

D. Defined benefit plans Assets

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Insurance Fund	1.9	3.3

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

E. Assumptions

With the objective of presenting the plan assets and plan liabilities of the defined benefits plans benefits at their fair value on the balance sheet, assumptions under Ind AS 19 are set by reference to market conditions at the valuation date

The significant actuarial assumptions were as follows:

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Financial Assumptions		
Discount rate	7.52%	7.23%
Salary Escalation Rate	6.00%	6.00%
Number of Active Members	257	239
Per Month Salary For Active Members (Rs. Mn)	5.6	5.0
Weighted Average Duration of the Projected Benefit Obligation	9	10

Demographic Assumptions

Mortality in Service : Indian Assured Lives Mortality (2012-14) Urban; [Previous Year Indian Assured Lives Mortality (2012-14) Urban]

F. Sensitivity

The sensitivity of the overall plan liabilities to changes in the weighted key assumptions are:

Current Year	Change in assumption	Increase in assumption	Decrease in assumption
		(Rs. in Million)	(Rs. in Million)
Discount rate	1%	(1.9)	2.2
Salary Escalation Rate	1%	2.1	(1.9)
Employee Turnover	1%	0.2	(0.3)

Previous Year	Change in assumption	Increase in assumption	Decrease in assumption
		(Rs. in Million)	(Rs. in Million)
Discount rate	1%	(1.9)	2.2
Salary Escalation Rate	1%	2.2	(1.9)
Employee Turnover	1%	0.2	(0.2)

The sensitivity analyses above have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumption would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analysis, the present value of defined benefit obligation has been calculated using the projected unit method at the end of the reporting period, which is same method as applied in calculating the defined benefit obligation as recognized in the balance sheet. there was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

G. Maturity analysis of the benefits payment from the fund:

Projected benefits payable in future years from the date of reporting	As at 31 st March, 2023	As at 31 st March, 2022
1st Following year	1.6	1.4
2nd Following year	1.2	0.9
3rd Following year	4.6	1.6
4th Following year	1.5	4.1
5th Following year	1.3	1.4
Sum of years 6 to 10	13.0	11.4
Sum of years 11 years and above	31.9	30.6

H. The Code on Social Security

The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified. The Company will assess the impact of the Code and recognise the same when the Code becomes effective.

I Compensated Absences:

The Company permits encashment of compensated absence accumulated by their employees on retirement, separation and during the course of service. The liability in respect of the Company, for outstanding balance of leave at the balance sheet date is determined and provided on the basis of actuarial valuation as at the balance sheet date performed by an independent actuary. The Company doesn't maintain any plan assets to fund its obligation towards compensated absences.

42 Financial risk management objectives and policies

The Company has developed a Risk Management Policy. It seeks to identify risks inherent in the Company's business operations and provide guidelines to define, measure, report, control and mitigate the identified risks. The objective of the Company's Risk Management Policy is to create and protect shareholder value by prudently minimising threats or losses, and identifying and maximising opportunities. The policy endeavours to provide a practical enterprise-wide risk management framework that fosters employees integrating risk management into their everyday work.

The Company's financial risk management is an integral part of how to plan and execute its business strategies.

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, equity prices and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments and deposits, foreign currency receivables, payables and loans and borrowings.

i. Market Risk- Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of the financial instruments will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligations with floating interest rates. Such risks are overseen by the Company's finance department as well as senior management.

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

Interest rate sensitivity

A change of 50 bps in interest rates would have following Impact on profit before tax

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
50 bp increase in interest rate - decrease in profits	(24.3)	(20.4)
50 bp decrease in interest rate - Increase in profits	24.3	20.4

ii. Market Risk- Foreign currency risk.

The Company operates internationally, and portion of the business is transacted in several currencies and consequently the Company is exposed to foreign exchange risk through its sales and services in overseas and purchases from overseas suppliers, receipt of debt and consequently its servicing in foreign currency. Foreign currency exchange rate exposure is partially balanced by purchasing of goods, commodities and services in the respective currencies.

Derivative instruments hedged and unhedged foreign currency exposure

(a) Derivative outstanding as at the reporting date

(Foreign currency In Mn)

Particulars	Currency	As at 31 st March, 2023	As at 31 st March, 2022
Forward contracts to sell USD	USD	8.0	0.5
Forward contracts to sell EURO	EURO	7.0	0.0

The forward contract outstanding/ open as at 31 March 2023 are the contract entered into by the Company for selling USD and EURO in order to hedge the external commercial borrowing expected to be received from DEG and IFU.

(b) Particulars of unhedged foreign currency exposures as at the reporting date

As at 31st March, 2023

(Foreign currency In Mn)

Particulars	USD	EURO
Trade Receivable	0.6	0.2
Other Receivable	0.0	-
Trade payables	-	0.1
Borrowings	20.0	28.7
Interest payable on borrowings	0.8	5.5

As at 31st March, 2022

(Foreign currency In Mn)

Particulars	USD	EURO
Trade Receivable	0.7	0.0
Trade payables	0.3	0.4
Borrowings	20.0	25.8
Interest payable on borrowings	0.1	5.1

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

Foreign Currency Risk Sensitivity
Rs. in Mn
A change of 1% in Foreign currency would have following Impact on profit before tax

Particulars	As at 31 st March, 2023		As at 31 st March, 2022	
	1% Increase	1% decrease	1% Increase	1% decrease
EURO	(30.1)	30.1	(0.3)	0.3
USD	(16.5)	16.5	0.4	(0.4)
Increase / (decrease) in profit or loss	(46.5)	46.5	0.0	(0.0)

iii. Credit risk

Credit risk arises from the possibility that the counter party may not be able to settle their obligations as agreed. To manage this, the Company periodically assess financial reliability of customers, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of accounts receivable. Individual risk limits are set accordingly.

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. To assess whether there is a significant increase in credit risk the Company compares the risk of default occurring on asset as at the reporting date with the risk of default as at the date of initial recognition. It considers reasonable and supportive forwarding-looking information such as:

- i) Actual or expected significant adverse changes in business,
- ii) Actual or expected significant changes in the operating results of the counterparty,
- iii) Financial or economic conditions that are expected to cause a significant change to the counterparty's ability to meet its obligations,
- iv) Significant increase in credit risk on other financial instruments of the same counterparty,
- v) Significant changes in the value of the collateral security or credit enhancements .

Financial assets are written off when there is no reasonable expectations of recovery, such as a debtor failing to engage in a repayment plan with the Company. The Company categorizes a loan or receivable for write off when a debtor fails to make contractual payments greater than 3 years past due. However, Company creates provision much sooner wherever recoveries seems doubtful. Where loans or receivables have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognized in profit or loss.

Ageing of Account receivables -Please refer note 8

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

iv. Liquidity Risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time, or at a reasonable price. The Company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related such risk are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows.

Financing arrangements

The Company had access to following undrawn Borrowing facilities at end of reporting period:

Particulars	As at 31 st March, 2023	As at 31 st March, 2022
Variable Borrowing - Cash Credit expires within 1 year	132.6	133.6
Long Term Borrowing from Shareholders	71.2	305.2
Long Term Borrowing from external lenders for project	2,582.5	2,407.4

Maturity patterns of borrowings

Particulars	2022-23			
	0-1 years	1-5 years	beyond 5 years	Total
Long term borrowings (Including current maturity of long term debt)	-	-	4,154.3	4,154.3
Short term borrowings	142.9	-	-	142.9
Expected Interest payable	0.4	810.1	2,109.0	2,919.5
Total	143.3	810.1	6,263.3	7,216.7

Particulars	2021-2022			
	0-1 years	1-5 years	beyond 5 years	Total
Long term borrowings (Including current maturity of long term debt)	-	-	3,645.6	3,645.6
Short term borrowings	-	-	-	-
Expected Interest payable*	-	136.7	853.9	990.6
Total	-	136.7	4,499.5	4,636.2

* does not include interest payable on working capital financing

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

Maturity patterns of other Financial Liabilities

2022-23	0-3 months	3-6 months	6-12 months	beyond 12 months	Total
Trade Payable	194.5	-	-	-	194.5
Other Financial liabilities (Current and Non Current)	6.3	-	-	-	6.3
Total	200.8	-	-	-	200.8

2021-22	0-3 months	3-6 months	6-12 months	beyond 12 months	Total
Trade Payable	111.2	-	-	-	111.2
Other Financial liabilities (Current and Non Current)	8.5	-	-	-	8.5
Total	119.7	-	-	-	119.7

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

43 Fair Value measurement

Financial Instrument by category and hierarchy

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values: 1. Fair value of cash and short-term deposits, trade and other short term receivables, trade payables, other current liabilities, short term loans from banks and other financial institutions approximate their carrying amounts largely due to short term maturities of these instruments. 2. Financial instruments with fixed and variable interest rates are evaluated by the Company based on parameters such as interest rates and individual credit worthiness of the counterparty. Based on this evaluation, allowances are taken to account for expected losses of these receivables. Accordingly, fair value of such instruments is not materially different from their carrying amounts.

The fair values for loans & security deposits were calculated based on cash flows discounted using a current lending rate. They are classified as level 3 fair values in the fair value hierarchy.

The fair values of non-current borrowings are based on discounted cash flows using a current borrowing rate. They are classified as level 3 fair values in the fair value hierarchy due to the use of unobservable inputs, including own credit risk.

For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

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

Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.

Level 3: techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

Financial Assets and Liabilities as at 31st March, 2023

Particulars	Non Current	Current	Total	Routed through P & L				Routed through OCI	Carrying at amortised cost	At Cost	Total
				Level 1	Level 2	Level 3	Total				
Financial Assets											
Other Financial Assets	94.0	9.4	103.4	-	-	-	-	-	103.4	-	103.4
Trade receivable	-	277.1	277.1	-	-	-	-	-	277.1	-	277.1
Cash and Cash equivalents	-	30.0	30.0	-	-	-	-	-	30.0	-	30.0
Other Bank Balance	-	239.2	239.2	-	-	-	-	-	239.2	-	239.2
	94.0	555.7	649.8	-	-	-	-	-	649.8	-	649.8
Financial Liabilities											
Borrowings	4,154.3	142.9	4,297.2	-	-	-	-	-	4,297.2	-	4,297.2
Trade Payables	-	120.4	120.4	-	-	-	-	-	120.4	-	120.4
Other Financial Liabilities	556.66	88.2	644.8	-	-	-	-	-	644.8	-	644.8
	4,711.0	351.5	5,062.4	-	-	-	-	-	5,062.4	-	5,062.4

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

Financial Assets and Liabilities as at 31st March, 2022

Particulars	Non Current	Current	Total	Routed through P & L				Routed through OCI	Carrying at amortised cost	At Cost	Total
				Level 1	Level 2	Level 3	Total				
Financial Assets											
Other Financial Assets	76.0	42.8	118.8				-	-	118.8	-	118.8
Trade receivable	-	96.6	96.6				-	-	96.6	-	96.6
Cash and Cash equivalents	-	615.5	615.5				-	-	615.5	-	615.5
Other Bank Balance	-	644.0	644.0				-	-	644.0	-	644.0
	76.0	1,398.9	1,474.9	-	-	-	-	-	1,474.9		1,474.9
Financial Liabilities											
Borrowings	3,645.6	-	3,645.6	-	-	-	-	-	3,645.6	-	3,645.6
Trade Payables	-	111.2	111.2	-	-	-	-	-	111.2	-	111.2
Other Financial Liabilities	445.9	10.9	456.8	-	-	-	-	-	456.8	-	456.8
	4,091.54	122.1	4,213.6	-	-	-	-	-	4,213.6		4,213.6

Particulars	As at 31 st March 2022		As at 31 st March 2022	
	Carrying amount	Fair Value	Carrying amount	Fair Value
Financial Assets				
Other Financial Assets	103.4	103.4	118.8	118.8
Trade receivable	277.1	277.1	96.6	96.6
Cash and Cash equivalents	30.0	30.0	615.5	615.5
Other Bank Balance	239.2	239.2	644.0	644.0
	649.8	649.8	1,474.9	1,474.9
Financial Liabilities				
Borrowings	4,297.2	4,297.2	3,645.6	3,645.6
Trade Payables	120.4	120.4	111.2	111.2
Other Financial Liabilities	644.8	644.8	456.8	456.8
	5,062.4	5,062.4	4,213.6	4,213.6

Basis of Fair Valuation :

Above financial Assets and Liabilities are given at carrying cost

Revalyu Recycling (India) Limited

(Earlier known as Polygenta Technologies Limited)

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

44 Financial Ratios

Sr. No.	Particulars	For the Year ended 31st March, 2023	For the Year ended 31st March, 2022	Variance	Revised Remarks
1	Current Ratio (Total current assets/Current liabilities)	2.64	10.71	-75%	Decrease in Fixed Deposit balance as of 31 March 2023 due to utilisation of these towards expansion project impacted the current ratio
2	Debt service coverage ratio (EBIT)/(Net finance charges + Interest income from group companies + Scheduled principal repayments of non current borrowings (excluding prepayments) during the period) [EBIT: Profit before taxes +/- Exceptional items + Net finance charges] [Net finance charges: Finance costs - Interest income - Net gain/(loss) on sale of current investments]	(5.73)	NA	NA	In FY 22, we had net finance income. In FY 23, interest expense has increased due to: - increase in benchmark interest rate on ECBs availed from our holding company, - availing the working capital facilities from ICI Bank
3	Return on Equity Ratio (Profit after tax (PAT)/Average Equity) [Equity: Equity share capital + Other equity]	NA	NA	NA	As the average equity is negative, this ratio may not be representative and comparable between the two years.
4	Trade Receivable Turnover Ratio (Days) (Average trade receivables/Turnover in days) [Turnover: Gross Revenue from sale of goods & process waste]	40	27	49%	During Q4 FY 21-22 the company had undertaken certain debottlenecking activities and accordingly plant was not operative for full quarter. Accordingly, trade receivables were lower in FY 21-22 as compared to FY 22-23. Further, given the overall economic situation the collection cycle has increased a bit in FY 22-23.
5	Trade Payable Turnover Ratio (Days) (Average Trade Payables/Expenses in days) [Expenses: Total Expenses - Finance Cost - Depreciation and Amortisation Expense - Employee Benefit Expenses in respect of Retirement Benefits - Provision for Doubtful Debts & Advances, Provision for Impairment and Foreign Exchange Gain/Loss] [Average Trade Payables exclude any liability towards processing fees for ECB loan]	25	22	14%	

Revalyu Recycling (India) Limited

(Earlier known as Polygenta Technologies Limited)

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

44 Financial Ratios

Sr. No.	Particulars	For the Year ended 31st March, 2023	For the Year ended 31st March, 2022	Variance	Revised Remarks
6	Net Capital Turnover Ratio (Days) (Working capital/Turnover) [Working capital: Current assets - Current liabilities] [Current liabilities: Total current liabilities - Current maturities of long-term debt and leases] [Turnover: Gross Revenue from sale of goods & process waste]	145	354	-59%	Decrease in Fixed Deposit balance as of 31 March 2023 due to utilisation of these towards expansion project impacted the current ratio
7	Net Profit Ratio (Net profit after tax/Turnover) [Turnover: Revenue from operations]	-39%	-47%	-16%	
8	Return on Capital Employed (EBIT/Average capital employed) [Capital Employed: Equity share capital + Other equity + Instruments Equity in nature + Non current borrowings + Current borrowings + Current and non-current maturities of long-term debt and leases + Deferred tax liabilities] [EBIT: Profit before taxes +/- Exceptional items + Net finance charges] [Net finance charges: Finance costs - Interest income - Net gain/(loss) on sale of current investments]	-13%	-3%	356%	Variation is mainly on account of reduced profitability caused by overall weak economic situation coupled with the foreign currency fluctuation loss on shareholder ECBs caused by depreciation in INR against USD and Euro.
9	Return on Investments (Net gain/(loss) on sale/fair value changes of mutual funds/Average investment funds in current investments)	NA	NA		

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

45 Lease

The Company has adopted IND AS 116 "Leases" using modified retrospective approach. The Company's lease assets classes primarily consist of leases for branch office, land & vehicles. These leases were classified as "Operating Leases" under IND AS 17. As per INDAS 116 "Leases", for these leases, lease liabilities were measured at the present value of remaining lease payments, discounted at the Company's incremental borrowing rate at the inception. Right to Use if measured either at an amount equal to the lease liability adjusted by the amount of any prepaid or accrued lease payments.

Accordingly, the nature of expenses in respect of operating leases has changed from 'Lease Rent' to depreciation cost and finance cost for the right to use assets and for interest accrued on lease liability respectively.

The Company has used following practical expedient when applying IND AS 116 to leases previously classified as operating leases under INDAS 17 :

- the Company did not recognize Right to Use and lease liabilities for lease for which the lease terms ends within 12 months on the date of initial transition and low value assets
- the Company excluded initial cost from measurement of the Right to Use assets at the date of initial application
- the Company uses hindsight in determining the lease term where the contract contains options to extend or terminate the lease. The weighted average lessee's incremental borrowing rate applied to the lease liabilities is 10% on transition to the INDAS 116, the impact thereof is as follows :

Particulars	As at March 31, 2023	As at March 31, 2022
Right of Use - assets	1.8	18.8
Lease Liabilities	0.4	16.9

Following is the movement in lease liabilities :

Particulars	As at March 31, 2023	As at March 31, 2022
Opening Balance	16.9	16.3
Additions	0.3	3.0
Interest accrued during the year	1.7	2.0
Deletions	-	-
Reduction in Lease liabilities	-18.4	-4.5
Balance as at 31st March	0.4	16.9
- Current lease liabilities	1.6	1.0
- Non Current lease liabilities	0.3	15.8

Breakup of the contractual maturities of lease liabilities on an undiscounted basis:

Particulars	As at March 31, 2023	As at March 31, 2022
Less than one year	2.0	2.7
One to five years	0.0	6.3
More than five years	0.0	72.0

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

Short term lease expense incurred :

Particulars	For the year ended 31 st March, 2023	For the year ended 31 st March, 2023
Rental expense	1.5	0.6
Vehicle Expense	6.6	6.2

46 Capital risk management

The Company's objectives when managing capital are to

- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- to the extent possible, maintain an optimal capital structure to reduce the cost of capital

47 Movement of borrowings:

Particulars	Short Term Borrowings	Long Term Borrowings	Total
Opening balance as of 1 April 2022	-	3,645.6	3,645.62
Cash Flow -Proceeds/(Repayment)	142.9	247.92	390.8
Reclassification of ECBs from holding company	-	-	-
Foreign Exchange Impact	-	260.8	260.77
Closing balance as of 31 March 2023	142.9	4,154.3	4,297.2

Particulars	Short Term Borrowings	Long Term Borrowings	Total
Opening balance as of 1 April 2021	-	46.0	46.00
Cash Flow -Proceeds/(Repayment)	-	89.7	89.7
Reclassification of ECBs from holding company*	-	3,040.2	3,040.2
Foreign Exchange Impact	-	469.7	469.66
Closing balance as of 31 March 2022	-	3,645.6	3,645.6

* ECBs from holding company have been classified from "Instrument (ECB) considered equity in nature" to Long-Term Borrowings as of 31 March 22.

48 Relationship with Struck Off companies under Section 248 of the Act or Section 560 of Companies Act, 1956

Name of the Struck off Company	Nature of transactions with struck-off Company	Relationship with the Struck off company, if any, to be disclosed	As at 31 March, 2023	As at 31 March, 2022
None	Investment in Securities, Receivable, Payables, Shares held by struck-off company and Other outstanding balances (to be specified)	} None	-	-

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2023

(All amounts are in Rs. Mn, unless stated otherwise)

49 Details of Benami Property held

No proceeding has been initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

50 The company has availed working capital facility from ICICI Bank which is secured by way of first charge on current assets and second charge on fixed assets.

51 Wilful Defaulter

The Company has not been declared wilful defaulter by any bank or financial Institution or other lender.

52 The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

53 The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

54 There were no transactions relating to previously unrecorded income that have been surrendered and disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

55 The Company has not advanced or loaned to or invested in funds to any other person(s) or entity(is), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

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

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

- (i) directly or indirectly lend to or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

57 The previous year's / period's figures have been re-grouped / re-arranged wherever necessary, to conform to the current period's presentation.

Signatures to Notes 1 to 57 which form an integral part of the financial statements

For and on behalf of the Board of Directors

Makarand Kulkarni
Whole Time Director and CEO
DIN : 01190428
Nashik- 25th July, 2023

Sujata Chattopadhyay
Chairperson
DIN : 2336683
Nashik- 25th July, 2023

Chetan Gandhi
Chief Financial Officer
Nashik- 25th July, 2023

Paresh Damania
Company Secretary
Nashik- 25th July, 2023

To,

If undelivered, please return to :

Revalyu Recycling (India) Limited

(Earlier known as Polygenta Technologies Limited)

Regd. Off.: Gut No.265/1- 266, Village – Avankhed, Taluka – Dindori,
District – Nashik, Pin – 422 202, Maharashtra