revalyu

# Revalyu Recycling (India) Limited

(Earlier known as Polygenta Technologies Limited)

# 42nd ANNUAL REPORT
# 2023-24

**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,<br>Village – Avankhed, Taluka – Dindori,<br>District – Nashik.<br>Pin – 422 202<br>Maharashtra | |
| **AUDITORS** | Lodha & Co LLP<br>6, Karim Chambers<br>40,A. Doshi Marg (Hamam Street)<br>Fort,<br>Mumbai: 400 001 | |
| **REGISTRAR AND TRANSFER AGENTS** | Link Intime India Pvt. Ltd.<br>C-101, 247 Park, 1st Floor, LBS Road,<br>Gandhi Nagar, Vikhroli (West),<br>Mumbai – 400 083<br>Phone No.:+91 (022) 4918600 | |

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## NOTICE OF AGM – 2024

NOTICE is hereby given that the **42nd Annual General Meeting** of Members of **Revalyu Recycling (India) Limited** (earlier known as Polygenta Technologies Limited) will be held on Friday, 6th September 2024 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, 2024 together with Report of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Dhanvant Yeola, who retires by rotation and being eligible, offers himself for reappointment.

**Special Business: -**

**3. Re-appointment of Mr. Dhanvant Yeola as Executive Director (Technical) for a period of three years from 1 October 2024 to 30 September 2027**

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

**"RESOLVED THAT** pursuant to Section 196, 197, 203 and all other applicable provisions of the Companies Act, 2013 read with Schedule V to the Act 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 for the re-appointment of Mr. Dhanvant Hari Yeola (DIN 0008325170) as Executive Director (Technical) of the Company for the period of three years from 1 October 2024 to 30 September 2027 and to his receiving remuneration of Rs.75,96,000/- per annum and upon the terms and conditions set out in the explanatory Statement annexed to the Notice convening this meeting.

The remuneration aforesaid will be exclusive of:
(i) Contribution to Provident Fund.
(ii) Gratuity payable in accordance with the rules and regulations of the company.
(iii) Leave Encashment at the end of the tenure.

**RESOLVED FURTHER THAT** the Company Secretary of the Company, be and is hereby authorized to do all such acts, deeds and matters as may be necessary to give effect to the aforesaid resolution, including, but not limited to filing of necessary statutory documents with concerned Registrar of companies and other statutory authorities as applicable."

**4. Re-appointment of Mr. Makarand Kulkarni as Whole-time Director and CEO for a period of three years from 1 January 2025 to 31 December 2027**

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

**"RESOLVED THAT** pursuant to Section 196, 197, 203 and all other applicable provisions of the Companies Act, 2013 read with Schedule V to the Act 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 for the re-appointment Mr. Makarand Kulkarni (DIN 01190428) as Whole-time Director & CEO of the Company for the period of three years from 1 January 2025 to 31 December 2027 and to his receiving remuneration of Rs.1,51,91,000/- per annum and upon the terms and conditions set out in the explanatory Statement annexed to the Notice convening this meeting.

The remuneration aforesaid will be exclusive of:
(i) Contribution to Provident Fund.
(ii) Gratuity payable in accordance with the rules and regulations of the company.
(iii) leave Encashment at the end of the tenure.

**RESOLVED FURTHER THAT** the Company Secretary of the Company, be and is hereby authorized to do all such acts, deeds and matters as may be necessary to give effect to the aforesaid resolution, including, but not limited to filing of necessary statutory documents with concerned Registrar of companies and other statutory authorities as applicable."

**5. Appointment of Ms. Sujata Chattopadhyay as Non-Executive, Non-Independent Director w.e.f. 31 March 2025**

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

**"RESOLVED THAT** that pursuant to the Section 152 and all other applicable provisions of the 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], Ms. Sujata Chattopadhyay (DIN: 02336683) be and is hereby appointed as Non-Executive, Non-Independent Director with effect from 31 March 2025 retiring by rotation."

**6. 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.1,00,000/- (Rupees One Lac 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, 2025, 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: 26 July 2024

**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 6 is annexed hereto.
2. The Ministry of company Affairs ("MCA") has vide its circular no.9/2023 dated 25 September 2023 read together with circulars dated 8 April 2020, 13 April 2020, 5 May 2020, 13 January 2021, 5 May 2022 and 28 December 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 2023-24 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 2023-24 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 30 August 2024 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 Saturday, 31 August 2024 to Friday, 6 September 2024 (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 ("LIIPL").

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

(i) The voting period begins on Tuesday, 3 September 2024 at 9.00 a.m. and ends on Thursday, 5 September 2024 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 Friday, 30 August 2024 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:**

**A). Individual Shareholders holding securities in demat mode with NSDL.**

**METHOD 1 - If registered with NSDL IDeAS facility**

**Users who have registered for NSDL IDeAS facility:**

a) Visit URL: https://eservices.nsdl.com and click on "Beneficial Owner" icon under "Login".

b) Enter user id and password. Post successful authentication, click on "Access to e-voting".

c) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**OR**

**User not registered for IDeAS facility:**

a) To register, visit URL: https://eservices.nsdl.com and select "Register Online for IDeAS Portal" or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp "

b) Proceed with updating the required fields.

c) Post registration, user will be provided with Login ID and password.

d) After successful login, click on "Access to e-voting".

e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**METHOD 2 - By directly visiting the e-voting website of NSDL:**

a) Visit URL: https://www.evoting.nsdl.com/

b) Click on the "Login" tab available under 'Shareholder/Member' section.

c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.

d) Post successful authentication, you will be re-directed to NSDL depository website wherein you can see "Access to e-voting".

e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**B). Individual Shareholders holding securities in demat mode with CDSL**

**METHOD 1 – From Easi/Easiest**

**Users who have registered/ opted for Easi/Easiest**

a) Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or www.cdslindia.com.

b) Click on New System Myeasi

c) Login with user id and password

d) After successful login, user will be able to see e-voting menu. The menu will have links of e-voting service providers i.e., LINKINTIME, for voting during the remote e-voting period.

e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**OR**

**Users not registered for Easi/Easiest**

a) To register, visit URL: https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration / https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration

b) Proceed with updating the required fields.

c) Post registration, user will be provided Login ID and password.

d) After successful login, user able to see e-voting menu.

e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**METHOD 2 - By directly visiting the e-voting website of CDSL.**

a) Visit URL: https://www.cdslindia.com/

b) Go to e-voting tab.

c) Enter Demat Account Number (BO ID) and PAN No. and click on "Submit".

d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account

e) After successful authentication, click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

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

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-voting facility.

a) Login to DP website

b) After Successful login, members shall navigate through "e-voting" tab under Stocks option.

c) Click on e-voting option, members will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting menu.

d) After successful authentication, click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**D). 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. Visit 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.

**E). Guidelines for Institutional shareholders:**

**STEP 1 – Registration**

a) Visit URL: https://instavote.linkintime.co.in

b) Click on Sign up under "Corporate Body/ Custodian/Mutual Fund"

c) Fill up your entity details and submit the form.

d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.

e) Thereafter, Login credentials (User ID; Organisation ID; Password) will be sent to Primary contact person's email ID.

f) While first login, entity will be directed to change the password and login process is completed.

**STEP 2 –Investor Mapping**

a) Visit URL: https://instavote.linkintime.co.in and login with credentials as received in Step 1 above.

b) Click on "Investor Mapping" tab under the Menu Section

c) Map the Investor with the following details:

   a. 'Investor ID' -

      i. Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678

      ii. Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

   b. 'Investor's Name - Enter full name of the entity.

   c. 'Investor PAN' - Enter your 10-digit PAN issued by Income Tax Department.

   d. 'Power of Attorney' - Attach Board resolution or Power of Attorney. File Name for the Board resolution/Power of Attorney shall be – DP ID and Client ID. Further, Custodians and Mutual Funds shall also upload specimen signature card.

d) Click on Submit button and investor will be mapped now.

e) The same can be viewed under the "Report Section".

**STEP 3 – Voting through remote e-voting.**

The corporate shareholder can vote by two methods, once remote e-voting is activated:

**METHOD 1 - VOTES ENTRY**

a) Visit URL: https://instavote.linkintime.co.in and login with credentials as received in Step 1 above.

b) Click on 'Votes Entry' tab under the Menu section.

c) Enter Event No. for which you want to cast vote. Event No. will be available on the home page of Instavote before the start of remote evoting.

d) Enter '16-digit Demat Account No.' for which you want to cast vote.

e) 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).

f) After selecting the desired option i.e., Favour / Against, click on 'Submit'.

g) 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. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

**OR**

**VOTES UPLOAD:**

a) Visit URL: https://instavote.linkintime.co.in and login with credentials as received in Step 1 above.

b) You will be able to see the notification for e-voting in inbox.

c) Select **'View'** icon for **'Company's Name / Event number '**. E-voting page will appear.

d) Download sample vote file from 'Download Sample Vote File' option.

e) Cast your vote by selecting your desired option 'Favour / Against' in excel and upload the same under 'Upload Vote File' option.

f) Click on 'Submit'. 'Data uploaded successfully' message will be displayed. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

**F). Helpdesk**

**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. |

**G) Forget Password**

**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

User ID for Shareholders holding shares in NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID

User ID for Shareholders holding shares in CDSL demat account is 16 Digit Beneficiary ID.

**Institutional shareholders ("Corporate Body/ Custodian/Mutual Fund") has forgotten the password:**

If a Non-Individual Shareholders holding securities in demat 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 **'Corporate Body/ Custodian/Mutual Fund'** tab and further Click **'forgot password?'**
- o Enter User ID, Organization ID 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 a minimum of 8 characters, at least one special character (@!#$&*), at least one numeral, at least one alphabet and at least one capital letter.

**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 panelist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panelist 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 N0. 3**

Re-appointment of Mr. Dhanvant Yeola as Executive Director (Technical) for a period of three years from 1 October 2024 to 30 September 2027

Mr. Dhanvant Yeola was appointed as the Executive Director w.e.f. 1 October 2021 for a period of three years. His term comes to an end on 30 September 2024. On recommendation of the N R Committee, the Board proposed at its meeting to re-appoint him for a period of three years w.e.f. 1 October 2024.

The principal terms and conditions of Mr. Yeola's appointment as Executive Director (Technical) are as follows:

1. Terms and Terminations:

   1.1 From 1 October 2024 to 30 September 2027.

   1.2 Either the Company or Mr. Yeola may terminate this Agreement by serving a written notice of termination to the other party with a notice period of at least 90 (ninety) days.

2. Duties and Powers:

   As the Executive Director (Technical), Mr. Yeola will be responsible for the Technical Matters of the Company. The Executive Director (Technical) shall devote his whole time and attention to the business of the company and perform such duties as may be entrusted to him by the Board / Whole-time Director & CEO from time to time and separately communicated to him and exercise such powers as may be assigned to him, subject to the superintendence, control and direction of the Board in connection with and in the best interest of the business of the Company.

3. Remuneration

   3.1 The Executive Director (Technical) will be entitled to the following remuneration subject to TDS at applicable rates:

   Rs.75,96,000/- per annum

   The remuneration aforesaid will be exclusive of:

   (i) Contribution to Provident Fund.

   (ii) Gratuity payable in accordance with the rules and regulations of the company.

   (iii) Leave Encashment at the end of the tenure.

3.2 The Company's effective capital is Rs.673.06 Crores as on 31 March 2024. The prescribed remuneration for companies having the said effective capital is Rs.124.23 lacs per annum. The remuneration as stated above does not exceed the remuneration as prescribed under Schedule V to the Companies Act, 2013. Schedule V to the Companies Act, 2013 requires approval of the Shareholders by Ordinary Resolution, in case the proposed remuneration does not exceed the prescribed remuneration. Therefore, as required under Schedule V to the Companies Act, 2013, the Company seeks members' approval by Ordinary resolution.

4. All HR Policies of the Company and the related Rules which are applicable to other employees of the Company shall also be applicable to the Executive Director (Technical), unless specifically provided otherwise.

As required under Schedule V to Companies Act, 2013, the following information is given:

**1. GENERAL INFORMATION**

| | | |
|---|---|---|
| 1 | Nature of Industry | Manufacturing of sustainable Polyester Filament Yarn / Chips |
| 2 | Date or expected date of commencement of technical production | 30th September, 1994 |
| 3 | In case of new companies, expected date of commencement of activities as per project approved by financial institution | Not Applicable |
| 4 | Financial Performance based on given indicators | EBIDTA before Extraordinary Items for the last three years : (Rs. Lacs)<br>Year Ended 31.03.2024 : Negative: Rs.40.5 Million<br>Year Ended 31.03.2023 : Negative : Rs. 311.6 Million<br>Year Ended 31.03.2022 : Positive : Rs. 50.2 Million |
| 5 | Foreign Investments or collaborations, if any | The Holding Company, Revalyu Resources GmbH (RRG) holds 28,13,34,653 Equity Shares of Revalyu Recycling (India) Limited. Also, RRG has extended External Commercial Borrowings (ECB) (ECBs were assigned from Performance Recycling Limited earlier known as Perpetual Global Technologies Limited). As on 31 March 2024, the outstanding ECB Principal payable aggregated to Rs. 8474.3 million. |

**2. INFORMATION ABOUT THE APPOINTEE**

| NO. | Particulars | Dhanvant Hari Yeola |
|---|---|---|
| 1 | Background details | Mr. Yeola, 52 Years, has over twenty-nine years of experience. |
| 2 | Past Remuneration | (Last three Years)<br>Year Ended 31.03.2024 : Rs.6.3 Million<br>Year Ended 31.03.2023 : Rs. 5.2 Million<br>Year Ended 31.03.2022 : Rs.6.1 Million |
| 3 | Recognition or awards | None |
| 4 | Job Profile and his suitability | Mr. Yeola, 52 Years, has over twenty-nine years of experience.<br>From April 2008, Mr. Dhanvant Hari Yeola is working with Revalyu Recycling (India) Limited and before being appointed as Executive Director on 8th February 2019 in his first term, he was Chief Technical Officer (CTO). Mr. Yeola is responsible for the manufacturing and Engineering / Technical activities of the Company. |
| 5 | Remuneration proposed | Rs75,96,000/- per annum<br>The remuneration aforesaid will be exclusive of Company's Contribution to Provident Fund and Gratuity payable in accordance with the rules and regulations of the company. The remuneration also excludes leave encashment payable at the end of the tenure. |
| 6 | Comparative Remuneration Profile with respect to Industry, size of the Company, profile of the position and person | Rs. 70 Lacs to Rs. 100 Lacs p.a. |
| 7 | Pecuniary Relationship directly or indirectly with the Company or relationship with other managerial personnel | He is drawing remuneration being an employee of the Company. Other than drawing remuneration, there is no pecuniary relationship with the Company.<br>Mr. Yeola is not related to any other managerial personnel of the Company. |

**3. OTHER INFORMATION**

| NO. | PARTICULARS | |
|---|---|---|
| 1 | Reasons for loss or inadequate profits | Due to sub-optimal capacity of the Plant as compared to Industry Standards, the Company's profit is not adequate . |
| 2 | Steps taken or proposed to be taken for improvement | The Company is setting up two 120MT/per day flakes to rPET Chips Plants on additional parcel of land opposite the existing site at Avankhed, Nashik |
| 3 | Expected increase in productivity and profits in measurable terms | The production will increase from about 40 MT/day to about 280 MT/day. The Company expects that the commercial production from one of the new plants will commence from FY 2024-25 onwards and another plant will commence from FY 2025-26 onwards and the profit will increase from that year. |

Except Mr. Yeola, who may be considered to be interested in the resolution as this resolution pertains to his own appointment, none of the other Directors and Key Managerial Personnel of the Company and their relatives may be in any way considered to be concerned or interested in this resolution. Mr. Yeola is not related to any other Director OR KMP of the Company.

The Board of Directors accordingly recommends the resolutions for members' approval.

**Item N0. 4**

**Re-appointment of Mr. Makarand Kulkarni as Whole-time Director and CEO for a period of three years from 1 January 2025 to 31 December 2027**

Mr. Makarand Kulkarni was appointed as the Whole-time Director & CEO w.e.f. 1 January 2022 for a period of three years. His term comes to an end on 31 December 2024. On recommendation of the N R Committee, the Board proposed at its meeting to re-appoint him for a period of three years w.e.f. 1 January 2025.

The principal terms and conditions of Mr. Kulkarni's appointment as Whole-time Director & CEO are as follows:

**1. Terms and Terminations:**

1.1 From 1 January 2025 to 31 December 2027.

1.2 Either the Company or Mr. Kulkarni may terminate this Agreement by serving a written notice of termination to the other party with a notice period of at least 90 (ninety) days.

**2. Duties and Powers:**

As the Whole-time director & CEO, Mr. Kulkarni will be responsible for the day-to-day management and affairs of the Company. Mr. Kulkarni as WTD and CEO shall have powers and authorisations as may be delegated by the Board of Directors from time to time.

The Whole-time director & CEO at all times shall perform and discharge his duties in a timely manner and in accordance with applicable laws and internal policies and procedures of the Company.

The Whole-time director & CEO shall throughout the term of this Agreement devote his full time, attention and abilities to the Company and shall in all respects conform to and comply with the orders and directions of the Board as may be issued from time to time. The Whole-time director and CEO shall faithfully serve the Company and use his utmost endeavors to promote the interests thereof.

**3. Remuneration**

3.1 The Whole-time Director & CEO will be entitled to the following remuneration subject to TDS at applicable rates:

Rs.1,51,91,000/- per annum

The remuneration aforesaid will be exclusive of:

(i) Contribution to Provident Fund.

(ii) Gratuity payable in accordance with the rules and regulations of the company.

(iii) Leave Encashment at the end of the tenure.

3.2 The Company's effective capital is Rs.673.06 Crores as on 31 March 2024. The prescribed remuneration for companies having the said effective capital is Rs.124.23 lacs per annum. The remuneration as stated above exceeds the remuneration as prescribed under Schedule V to the Companies Act, 2013. Schedule V to the Companies Act, 2013 requires approval of the Shareholders by Special Resolution, in case the proposed remuneration exceeds the prescribed remuneration. Therefore, as required under Schedule V to the Companies Act, 2013, the Company seeks members' approval by special resolution.

4. All HR Policies of the Company and the related Rules which are applicable to other employees of the Company shall also be applicable to the Whole-time Director & CEO, unless specifically provided otherwise.

As required under Schedule V to Companies Act, 2013, the following information is given:

**1. GENERAL INFORMATION**

| | | |
|---|---|---|
| 1 | Nature of Industry | Manufacturing of sustainable Polyester Filament Yarn / Chips |
| 2 | Date or expected date of commencement of Technical production | 30th September, 1994 |
| 3 | In case of new companies, expected date of commencement of activities as per project approved by financial institution | Not Applicable |
| 4 | Financial Performance based on given indicators | EBIDTA before Extraordinary Items for the last three years : (Rs. Lacs)<br>Year Ended 31.03.2024 : Negative : Rs.40.5 Million<br>Year Ended 31.03.2023 : Negative : Rs. 311.6 Million<br>Year Ended 31.03.2022 : Positive : Rs. 50.2 Million |
| 5 | Foreign Investments or collaborations, if any | The Holding Company, Revalyu Resources GmbH (RRG) holds 28,13,34,653 Equity Shares of Revalyu Recycling (India) Limited. Also, RRG has extended External Commercial Borrowings (ECB) (ECBs were assigned from Performance Recycling Limited earlier known as Perpetual Global Technologies Limited). As on 31 March 2024, the outstanding ECB Principal payable aggregated to Rs. 8474.3 million. |

**2. INFORMATION ABOUT THE APPOINTEE**

| Sr. No. | Particulars | Mr. Makarand Kulkarni |
|---|---|---|
| 1 | Background details | Mr. Kulkarni, 57 Years, has over thirty-four years of experience. |
| 2 | Past Remuneration | (Last three Years)<br>Year Ended 31.03.2024 : Rs.13.5 Million<br>Year Ended 31.03.2023 : Rs. 12.0 Million<br>Year Ended 31.03.2022 : Rs.12.2 Million |
| 3 | Recognition or awards | None |
| 4 | Job Profile and his suitability | Mr. Kulkarni, 57 Years, has over thirty-four years of experience.<br>From 1 April 2014, Mr. Makarand Kulkarni is working with Revalyu Recycling (India) Limited and handled responsibilities of Marketing in various positions. He was appointed as CEO of the Company w.e.f. 1 July 2020. Considering his contribution to the Company he was promoted as Whole-time Director & CEO w.e.f. 1 January 2022. His existing term comes to an end on 31 December 2024. Mr. Kulkarni is responsible for overseeing day-to-day activities of the Company. |

| Sr. No. | Particulars | |
|---|---|---|
| 5 | Remuneration proposed | Rs.1,51,91,000/- per annum<br>The remuneration aforesaid will be exclusive of Company's Contribution to Provident Fund and Gratuity payable in accordance with the rules and regulations of the company. The remuneration aforesaid also excludes leave encashment at the end of the tenure. |
| 6 | Comparative Remuneration Profile with respect to Industry, size of the Company, profile of the position and person | Rs.150 Lacs to Rs. 200 Lacs p.a. |
| 7 | Pecuniary Relationship directly or indirectly with the Company or relationship with other managerial personnel | He is drawing remuneration being an employee of the Company. Other than drawing remuneration, there is no pecuniary relationship with the Company.<br>Mr. Kulkarni is not related to any other managerial personnel of the Company. |

**3. OTHER INFORMATION**

| Sr. No. | Particulars | |
|---|---|---|
| 1 | Reasons for loss or inadequate profits | Due to sub-optimal capacity of the Plant as compared to Industry Standards, the Company's profit is not adequate . |
| 2 | Steps taken or proposed to be taken for improvement | The Company is setting up two 120MT/per day flakes to rPET Chips Plants on additional parcel of land opposite the existing site at Avankhed, Nashik |
| 3 | Expected increase in productivity and profits in measurable terms | The production will increase from about 40 MT/day to about 280 MT/day. The Company expects that the commercial production from one of the new plants will commence from FY 2024-25 onwards and another plant will commence from FY 2025-26 onwards and the profit will increase from that year. |

Except Mr. Kulkarni, who may be considered to be interested in the resolution as these resolutions pertains to his own appointment, none of the other Directors and Key Managerial Personnel of the Company and their relatives may be in any way considered to be concerned or interested in this resolution. Mr. Kulkarni is not related to any other Director OR KMP of the Company.

The Board of Directors accordingly recommends the resolutions for members' approval.

**Item No.5**

**Appointment of Ms. Sujata Chattopadhyay as Non-Executive, Non-Independent Director w.e.f. 31 March 2025**

Ms. Sujata Chattopadhyay was appointed as an Independent Director of the Company w.e.f. 31 March 2020 for a period of five years in her second term as Independent Director. Her second term as an Independent Director ends on 30 March 2025. She has given her consent in writing to act as a Director of the Company.

Ms. Sujata Chattopadhyay's two consecutive term of five years as Independent Director ends on 30 March 2025. Therefore, she cannot be re-appointed as Independent Director. Since the Company wants to continue to benefit from her expertise and experience in legal & regulatory, corporate governance and finance, it is proposed to appoint her as non-independent, non-executive director retiring by rotation.

Ms. Sujata Chattopadhyay is a Fellow of the Institute of Company Secretaries of India and of the Institute of Cost Accountants of India and has a degree in law with over 37 years of rich experience across various industries and geographies. She is also a certified mediator and practices as an Insolvency professional.

She is a Director of Steel Exchange India Limited, Vakrangee Limited, Industrial Investment Trust Limited, IITL Projects Limited, Home Zone Rubber Solutions Pvt. Ltd. and Resolve International Pvt. Ltd. Apart from being Director of Revalyu Recycling (India) Limited; she is a member of the following committees of the Company - Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Allotment & Conversion Committee.

She does not hold by herself or for any other person on a beneficial basis, any share in the Company. She is not related to any other director of the Company.

Except Ms. Sujata Chattopadhyay, who may be considered to be interested in the resolution as these resolutions pertains to her own appointment, none of the other Directors and Key Managerial Personnel of the Company and their relatives may be in any way considered to be concerned or interested in this resolution. Ms. Sujata Chattopadhyay is not related to any other Director OR KMP of the Company.

The Board of Directors accordingly recommends the resolutions for members' approval.

**Item No.6**

**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 Accountants to conduct the audit of the cost records of the Company for the financial year ending 31 March 2025 at a remuneration of Rs.1,00,000/- (Rupees One Lac 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 2025 by passing Ordinary Resolution.

None of the Directors and KMPs of the Company and their relatives is concerned or interested in any way in the resolutions.

The Board of Directors accordingly recommends the resolutions for members' 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: 26 July 2024

**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-second** 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 2024.

## 1. FINANCIAL RESULTS

| Particulars | Year Ended 31st March 2024 (₹ in Millions) | Year Ended 31st March 2023 (₹ in Millions) |
|---|---|---|
| Revenue from Operations | 1567.5 | 1400.6 |
| **Profit/(Loss) before Depreciation and Interest** | **(40.5)** | **(311.6)** |
| Depreciation | 125.1 | 119.3 |
| Borrowing Cost | 281.9 | 120.5 |
| **Profit/(Loss) before/after tax** | **(447.5)** | **(551.4)** |
| Balance Loss b/fd from previous year | (5326.7) | (4775.3) |
| **Balance of Loss to be carried to Balance Sheet** | **(5774.2)** | **(5326.7)** |

### STATE OF COMPANY AFFAIRS

The textile market continued to remain weak during the last financial year ended 31 March 2024 majorly on account of geo-political issues across the major markets and higher interest rate to regulate inflation. Apart from the geopolitical unrest and high interest rate, escalated logistic costs due to Red Sea crisis also had bearing on textile market. As a result, the Company has incurred Loss during the year under review.

During the year under review, the revenue from operations increased by 11.9% to Rs. 1567.5 million as against Rs.1400.6 million in the previous year. The share of export revenues decreased by 34.2% to Rs. 305.9 million from Rs. 465.0 million in the previous year mainly due to slow down in economic activity as explained above.

### Setting up of New Plant:

The Company is setting up 2 X (100 to 120) MT/per day of flakes to rPET Chips Plants on self- owned land admeasuring approximately 18 acres opposite to the existing site at Avankhed, Nashik. The construction work is going on with one of the plants nearing its completion and is expected to commence commercial production soon in next few months.

### 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 joinees
- Periodic HSE trainings
- Mock drills
- Various customer and Safety Audits and
- Periodical inspections from Competent Person

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

The 53rd 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 2024 was "Focus on Safety leadership for ESG excellence". 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 and programmes were organised during the safety week like: -

- Poster competition
- Memory Test
- Safety Speech Competition
- Spot the Hazard
- Chalta Bolta
- Safety slogan
- Essay competitions
- Blood donation camp at project site.

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. Some of the initiatives are briefly explained as follows:

**1) Life Cycle Assessment ("LCA"):**

- During the year we had engaged Thinkstep Sustainability Solutions Pvt Ltd ("Thinkstep")for conducting the life cycle assessment of Recycled PET Chips to be produced at our new facility on design basis. Thinkstep is a part of Sphera Group, a global provider of Integrated Risk Management software and information services with a focus on Environmental Health & Safety (EHS), Operational Risk and Product Stewardship
- LCA is a methodology for assessing environmental impacts associated with all the stages of the life cycle of a commercial product, process, or service.
- The summary of the study is briefly presented as follows:

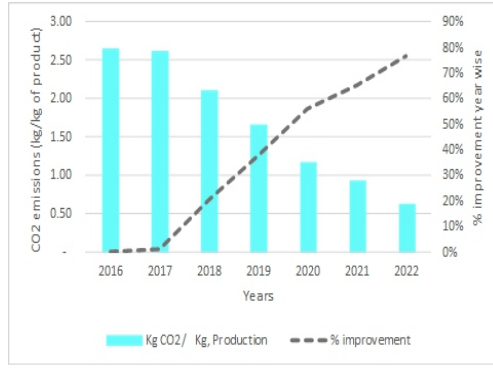
  Reduction over petrochemical based PET polymer

| Criteria | Reduction |
|---|---|
| Blue Water Consumption | 86% |
| Primary Energy Demand | 84% |
| Global Warming Potential | 72% |
| Eutrophication Potential | 65% |

- Post stabilization of our new project, we will carry out the above assessment based on the actual performance. Typically, the actual performance data are lower by about 15-20% as compared to the design basis

**2) Science Based Target initiative:**

- The Science Based Targets initiative (SBTi) is a collaboration between the CDP, the United Nations Global Compact, World Resources Institute (WRI) and the World Wide Fund for Nature (WWF) that enables companies and financial institutions worldwide to play their part in combating the climate crisis.
- We have also joined the SBTi to set a science based climate target. Pursuant to this, we have agreed with SBTi to reduce our carbon foot print by 50% by 2030 as compared to the base year of 2016. However, we have already achieved this target. The monitoring of this is done using the software tool designed by Decathlon




**3) SCLP Certification:**

- The Social & Labor Convergence Program ("SCLP") provides the tools to capture accurate data about working conditions in global supply chains. We have undergone the SCLP certification process. This certification is endorsed by many global brands. It is similar to the Higg index.

  Additionally, in our upcoming expansion project, we are also taking the following initiatives:

**On environment front:**

1) Rain-water Harvesting
2) Water Management:
   a. Zero-liquid discharge of effluent (setting up ZLD & RO plant)
   b. Installation of online effluent treatment plant monitoring system.
3) Tree Plantation in Green belt
4) Waste Management: Disposal of Hazardous waste within plant by setting up Incineration unit.
5) Acoustic enclosed Diesel Generator sets.

**On Social front:**

1) Community engagement and ESR
2) Employment of members belonging to local community.
3) Funding for construction of Community hall in Gram panchayat.

**On Governance front:**

Enhancing the corporate governance by assessing and implementing the best practices relating to board composition, executive compensation, risk management and stakeholder engagement

**2. DIVIDEND**

The Company is unable to declare a dividend for the financial year ended 31 March 2024 due to accumulated losses.

**3. FINANCIAL REVIEW:**

The Company has received additional financing of Rs. 4296.6 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 partly financing cost of the new plants as discussed in point no.1 above. The Company has also received Rs. 1292.1 Million as ECB from two European Development Financial Institutions (DFIs) for partly financing the cost of the said new plants.

**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 with the help of the internal auditors 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 2024.

**5. MATERIAL EVENTS OCCURRING AFTER BALANCE SHEET DATE**

After year ended 31 March 2024, the Holding Company – Revalyu Resources GmbH has further sanctioned an External Commercial Borrowing ("ECB") of USD 32.5 Million of which USD 8.0 Million and Euro 7.046 million was used for refinancing of ECBs provided by two European Development Financial Institutions (DFIs) and balance proceeds to be utilised for financing the cost of the new plants.

**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. Dhanvant Yeola, Executive Director's term expires on 30 September 2024. The Board recommends his re-appointment for a further period of three years.

Mr. Makarand Kulkarni, Whole-time Director & CEO's term expires on 31 December 2024. The Board recommends his re-appointment for a further period of three years.

Ms. Sujata Chattopadhyay, Independent Directors' term expires on 30 March 2025. The Board recommends her appointment as non-executive, non-independent Director w.e.f.31 March 2025 retiring by rotation.

As at the year end, Mr. Makarand Kulkarni – Whole-time Director and CEO, Mr. Dhanvant Yeola - Executive Director, Mr. Chetan Gandhi – Chief Financial Officer and Mr. Paresh Damania – Company Secretary 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 subsection (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 eight times during the year ended 31 March 2024. The meetings were held on 24 April 2023, 10 July 2023, 25 July 2023, 19 August 2023, 29 August 2023, 23 October 2023, 15 December 2023 and 29 February 2024.

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 2024, the Audit Committee have met four times during the year ended 31 March 2024. The meetings were held on 24 July 2023, 29 August 2023, 15 December 2023 and 29 February 2024.

**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 29 February 2024, 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 was given a Loan of Rs.75 mn which was converted into a business advance repayable by way of adjustment from payable towards supply of raw materials.

## 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. 40 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, if any 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 Recycling 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, 31 March 2023 and 31 March 2024 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 2024-25 at a remuneration of Rs.1,00,000/- (Rupees One Lac 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 2025.

## 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.34 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 had 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 2024 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 2nd April 2024, the Company revised the formation of 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 2023 – 24 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. ACKNOWLEDGEMENT**

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: 02336683
Place: Mumbai
Date: 26 July 2024

## 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 2023-24**

**(a) Steps taken/impact of conservation of energy**

**1. Use of Variable Frequency Drive in Compressor:**

In the compressor, power saving is achieved by using a Variable Frequency Drive (VFD) instead of a star-delta starter. VFD enables the compressor to run smoothly resulting in reduced power consumption.

**Impact of step taken**

- Energy saving/Year= 380283 KWH (1056.34 KWH/day)
- Amount saved/Year= INR 2.66 million p.a.

**2. Reducing Inclined screw failure**

Inclined screw is used for transfer the hot-wash flakes from De-labeling tank to Vertical reactor. There have been instances of failure of this screw due to accumulation of rope pieces (foreign particle contamination in flakes) during Flakes charging that became entangled in the screw, resulting in inclined screw failure.

One vibrating screen was installed above flakes charging hopper which separate out the oversize flakes, rope pieces, paper pieces etc.

**Impact of step taken**

- After implementation of vibrating screen, the screw failure due to accumulation of rope pieces entanglement was completely resolved.
- Total cost saving – INR 1.54 million p.a.

**3. Replacement of Conventional lighting fixture with LED**

Replaced Conventional lighting fixture with LED light fixtures.

**Impact of step taken**

- Energy saving/Year= 12,115 KWH
- Amount saved/Year= INR 0.1 million p.a.

**(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. Recently MERC declared new directives to MSEDCL on Solar Power supply through Open Access mode. We are awaiting SOPS from MSEDCL to publish for its implementation.

**(c) The Capital Investment on energy conservation equipment:**

Rs. 2.4.Million

**(B) TECHNOLOGY ABSORPTION -**

The Company uses a, cost-effective, and proven chemical process ("Chemical Recycling") specifically designed to recycle post-consumer PET. We have been constantly upgrading systems and technology to consistently produce high quality sustainable products. Our Research and Innovation efforts are focussed on following topics with the aim to support existing business and to develop new products and businesses.

- New products and applications
- Improved processes
- Catalyst development

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

**(i) Recycling of Textile Waste:**

Any textile has variety of chemicals present other than PET. These include dyes, pigments, finishing chemicals and coatings. The company has developed an in-house technology to remove and separate these non-PET chemicals from textile waste. Three patents have been filed to protect the technology by our holding company .

**(ii) Development of New Catalyst for Depolymerization:**

The company has developed a new catalyst which is non-metal, water-soluble, thermally decomposable, safe to use, inexpensive and readily available.

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

**(i) Recycling of Textile Waste:**

The company now understands the most suitable textile waste feed for the in-house technology developed. On commercialisation of textile-to-textile technology, the cost of production will reduce as the textile waste is inexpensive compared to the bottle waste.

**(ii) Development of New Catalyst for Depolymerization:**

The new catalyst shall efficiently increase the depolymerization rate and extent to generate monomer-rich products. This shall open new business opportunities for the company.

c) The expenditure incurred on Research and Development:

INR 0.7 million p.a. (excludes manpower cost)

**(C) FOREIGN EXCHANGE EARNINGS AND OUTGOINGS (INR Million):**

| | Year ended 31st March 2024 | Year ended 31st March 2023 |
|---|---|---|
| Total Foreign Exchange Earned | 305.9 | 465.0 |
| Total Foreign Exchange Used | 702.7 | 299.9 |

**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.

**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 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**

a) 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 2024, 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: 02336683

Place: Mumbai
Date: 26 July 2024

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**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**

There are no material contracts or transactions at arm's length basis.

**ANNEXURE 'V' TO DIRECTORS' REPORT**

**Bhatt & Associates Company Secretaries LLP**

**Form MR-3**

**SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2024**

[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 2024, 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 2024, 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. 2023-24: -

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;

e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;

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 / 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's approval for the following:**

a) Availing External Commercial Borrowings (ECB) from Revalyu Resources GmbH (Holding Company) amounting to USD 6 Million;

b) Availing ECB from Revalyu Resources GmbH amounting to USD 45 Million;

c) Availing ECB from Revalyu Resources GmbH amounting to USD 32.5 Million;

2. Member's approval for the following:

a) Increase in borrowing limits of the Company pursuant to section 180(1)(c) of the Act not exceeding Rs. 1500 crores;

b) Creation of mortgage / charge on the properties / assets of the Company pursuant to section 180(1)(a) of the Act not exceeding Rs. 1500 crores.

**For Bhatt & Associates Company Secretaries LLP**

**Aashish Bhatt**
**Designated Partner**
ACS No.: 19639, COP No.: 7023
UDIN: A019639F000792752
Peer Review Cert. No.: 2959/2023
Place: Mumbai,
Date: 26.07.2024

.....

**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 our 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: A019639F000792752
Peer Review Cert. No.: 2959/2023
Place: Mumbai
Date: 26.07.2024

Lodha & Co LLP
Chartered Accountants
6, Karim Chambers
40,A. Doshi Marg (Hamam Street)
Fort, Mumbai: 400 001

## 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, 2024, 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 material 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, 2024, 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 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 34 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 has 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, given the huge demand potential of the recycled polyster , is setting up an expansion project based on the commercially proven recycling technology which the Company is presently using. The phase one of this expansion project having installed capacity of 100-120 Tons per day opposite to its existing plant is expected to be completed during the financial year ended March 31, 2025, which has been financed by mix of equity and debt from the holding company. The management is expecting significant improvement in operational performance after commencement of commercial production from the aforesaid plant.

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 of Rs.8,474.3 million to be payable in four equal instalments 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.

**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 and Corporate Governance report 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)(I) 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.

**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 except for the matters stated in the paragraph 2(g)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules 2014 (as amended).

   (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, 2024, taken on records by the Board of Directors, none of the directors are disqualified as on March 31, 2024 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 35 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 53 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 54 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 2023-24 and hence reporting under Rule 11(f) of companies (Audit and Auditors) Rules, 2014 is not applicable.

Vi. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software except that, audit trail feature is not enabled for direct changes to data in the underlying database and in the application when using certain privileged access rights. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with in respect of the accounting software. (Refer note 55)

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2024

**For Lodha & Co LLP**
**Firm Registration No. – 301051E/E300284**
Chartered Accountants

R.P. Baradiya
Partner
Membership No. **044101**
UDIN : 24044101BKCLVZ2790
Place: Mumbai
Date : **July 26, 2024**

## 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, 2024:

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. According to which , the Company has carried out physical verification of Land and Plant & Equipment. 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, 2024 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 48 to financial statements]

ii. a. The inventories have been physically verified by the management at reasonable intervals during the year and with regard to Inventories in-transit as on 31st March, 2024 have been verified by the management with subsequent receipt of inventories by the customers. 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 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 provided loans to a supplier as detailed below :

Rs. in Million.

| | Particulars | Aggregate amount during the year | Balance Outstanding as at March 31, 2024 |
|---|---|---|---|
| A | subsidiaries, joint ventures and associates | Not Applicable | Not Applicable |
| B | Other than subsidiaries, joint ventures and associates : | | |
| | Unsecured Loans to a supplier | 75.00 | Nil |

The Company has not provided advance in the nature of loan, guarantee or security to any other entity.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company loans given are in the ordinary course of business and accordingly in our opinion, prima facie, not prejudicial to the Company's interest. The Company has not made investment /given any security.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given to a supplier, the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular. Further, the Company has not given any advance in the nature of loan to any party during the year.

(d) 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 loan or advances in the nature of loans whose overdues are outstanding for more than ninety days. Hence reporting under clause 3(iii)(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 records of the Company, the Company has not granted any loan or advances in the nature of loans in respect of which renewal or extension or fresh loans granted to settle the overdues of existing loans given to the same parties. Hence reporting under clause 3(iii)(e) of the Order is not applicable to the Company.

(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 2023-24. 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 and based on our examination of the records of the Company, 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 and based on our examination of the records of the Company, the Company has not been declared as willful defaulter by any bank or financial institution or other lender. [Refer note no 49 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 and financial institutions namely - Deutsche Investitions-und Entwicklungsgesellschaft Mbh ("DEG") , Investeringsfonden for Udviklingslande ("IFU") for the purposes for which loans have been obtained.

(d) According to the information and explanations given to us and based on our examination of the financial statements and other relevant 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)(c) of the Order is not applicable to the Company.

xii. In our opinion and according to the information and explanations given to us and based on our examination of the records of the Company, 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. 39 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.319.9 million during the financial year covered by our audit and Rs. 432.3 million in the immediately preceding financial year.

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 34 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 & Co LLP**
Firm Registration No. – 301051E/E300284
Chartered Accountants

**R.P. Baradiya**
Partner
Membership No. **044101**
UDIN : **24044101BKCLVZ2790**

Place: Mumbai
Date : July 26, 2024

## 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 31,2024:

**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, 2024, 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, 2024, 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 & Co LLP**
Firm Registration No. – 301051E/E300284
Chartered Accountants

**R.P. Baradiya**
Partner
Membership No. **044101**
UDIN : **24044101BKCLVZ2790**

Place: Mumbai
Date : July 26, 2024

## BALANCE SHEET AS AT 31ST MARCH, 2024

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

| Particulars | Note | As at 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|---|
| **I ASSETS** | | | |
| **1 Non-current Assets** | | | |
| (a) Property, Plant and Equipment | 2 | 1,445.3 | 1,541.5 |
| (b) Capital work - in - progress | 2 | 4,724.7 | 637.8 |
| (c) Intangible assets under development | 2 | 51.8 | 17.7 |
| (d) Intangible assets | 3 | 0.8 | 0.9 |
| (e) Right-of-Use Assets | 4 | - | 1.8 |
| (f) Financial Assets : | | | |
| Other financial assets | 5 | 53.7 | 94.0 |
| (g) Other non - current assets | 6 | 380.1 | 458.3 |
| **Total Non-Current Assets** | | **6,656.5** | **2,751.9** |
| **2 Current assets** | | | |
| (a) Inventories | 7 | 219.1 | 339.0 |
| (b) Financial Assets : | | | |
| (i) Trade receivables | 8 | 186.8 | 277.1 |
| (ii) Cash and cash equivalents | 9 | 1,281.7 | 30.0 |
| (iii) Bank Balances other than (ii) above | 10 | 624.2 | 239.2 |
| (iv) Other financial assets - Current | 11 | 11.8 | 9.4 |
| (c) Current Tax Assets (Net) | | 14.5 | 8.6 |
| (d) Other current assets | 12 | 669.1 | 169.6 |
| **Total Current Assets** | | **3,007.1** | **1,072.9** |
| **TOTAL ASSETS** | | **9,663.6** | **3,824.8** |
| **II EQUITY AND LIABILITIES** | | | |
| **1 Equity** | | | |
| a) Equity share capital | 13 | 2,862.1 | 2,862.1 |
| b) Other Equity | 14 | (4,605.7) | (4,155.2) |
| **Total Equity** | | **(1,743.7)** | **(1,293.1)** |
| **2 Non-current liabilities** | | | |
| **Financial Liabilities** | | | |
| (a) Borrowings | 15 | 8,474.3 | 4,154.3 |
| (b) Other financial liabilities | 16 | 874.4 | 556.4 |
| (c) Lease Liabilities | 17 | - | 0.3 |
| **Total Non Current Liabilities** | | **9,348.6** | **4,711.0** |
| **3 Current liabilities** | | | |
| (a) Financial Liabilities | | | |
| (i) Borrowings | 18 | 1,493.3 | 142.9 |
| (ii) Lease Liabilities | 19 | - | 1.6 |
| (iii) Trade Payables | 20 | | |
| Total outstanding dues of micro and small enterprises | | 23.5 | 36.3 |
| Total outstanding dues of creditors other than micro and small enterprises | | 60.2 | 84.1 |
| (iv) Other Financial Liabilities | 21 | 399.1 | 88.2 |
| (b) Other current liabilities | 22 | 42.2 | 23.0 |
| (c) Provisions | 23 | 40.3 | 30.9 |
| **Total Current Liabilities** | | **2,058.6** | **407.0** |
| **Total Liabilities** | | **11,407.3** | **5,118.0** |
| **TOTAL EQUITY AND LIABILITIES** | | **9,663.6** | **3,824.8** |
| **Material Accounting Policies** | **1** | | |
| **Accompanying Notes form an integral part of financial statements** | **2 to 55** | | |

**As per our attached Report of even date**
**For LODHA & CO LLP**
**Chartered Accountants**
Firm Registration No : 301051E/E300284

**R.P. Baradiya**
Partner

Mumbai- 26th July, 2024

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

**Makarand Kulkarni**
Whole Time Director and CEO
DIN : 01190428
Nashik- 26th July, 2024

**Sujata Chattopadhyay**
Chairperson
DIN : 02336683
Mumbai- 26th July, 2024

**Chetan Gandhi**
Chief Financial Officer
Nashik- 26th July, 2024

**Paresh Damania**
Company Secretary
Nashik- 26th July, 2024

## STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2024

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

| Particulars | | Note | For the year ended 31st March, 2024 | For the year ended 31st March, 2023 |
|---|---|---|---|---|
| I | **Income** | | | |
| | Revenue from Operations | 24 | 1,567.5 | 1,400.6 |
| | Other Income | 25 | 39.4 | 38.9 |
| | **Total Income** | | **1,606.8** | **1,439.5** |
| II | **Expenses** | | | |
| | Cost of materials consumed | 26 | 961.2 | 1,040.5 |
| | Changes in inventories of finished goods and work-in progress | 27 | 113.1 | (125.3) |
| | Manufacturing and Operating Costs | 28 | 250.9 | 281.6 |
| | Employee benefits expense | 29 | 217.5 | 209.1 |
| | Finance costs | 30 | 281.9 | 120.5 |
| | Depreciation and amortization expense | 31 | 125.1 | 119.3 |
| | Other expenses | 32 | 104.6 | 345.2 |
| | **Total Expenses** | | **2,054.3** | **1,990.9** |
| III | **Profit / (loss) before tax** | | (447.5) | (551.4) |
| IV | **Tax expense** | | | |
| | Current tax | | - | - |
| | Deferred tax charge/(credit) | | - | - |
| V | **Profit/(Loss) for the year** | | **(447.5)** | **(551.4)** |
| VI | **Other Comprehensive Income** | | | |
| | **Items that will not be reclassified to profit or loss** | | | |
| | Remeasurements of net defined benefit plans | | (3.1) | (0.5) |
| | **Other Comprehensive Income** | | **(3.1)** | **(0.5)** |
| VII | **Total Comprehensive Income for the year** | | **(450.6)** | **(551.9)** |
| IX | **Earnings per equity share (face value Rs. 10 each)** | | | |
| | Basic and Diluted Earning Per Share (Refer note 37) | | (1.56) | (1.93) |
| | **Material Accounting Policies** | **1** | | |
| | **Accompanying Notes form an integral part of financial statements 2 to 55** | | | |

**As per our attached Report of even date**
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Nashik- 26th July, 2024

## CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2024

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

| Particulars | | For the year ended 31st March 2024 | For the year ended 31st March 2023 |
|---|---|---|---|
| **CASH FLOW FROM OPERATING ACTIVITIES** | | | |
| **Net Profit / (Loss) Before Taxation** | | (447.5) | (551.4) |
| **Adjustment for :** | | | |
| Depreciation / amortization | | 125.1 | 119.3 |
| Interest and other charges | | 281.9 | 120.5 |
| Interest Income | | (17.0) | (38.5) |
| Provision for Doubtful Debts and Advances, Bad Debts | | 6.0 | - |
| Provision no longer required, written back | | (2.5) | (0.2) |
| Exchange loss / (Gain) unrealized | | (18.5) | 285.7 |
| **Operating Profit / (Loss) before Working Capital Changes** | | **(72.4)** | **(64.6)** |
| **(Includes current & non Current items)** | | | |
| (Increase) / decrease in Inventories | | 119.9 | (126.0) |
| (Increase) / decrease in Trade Receivables | | 84.6 | (180.5) |
| (Increase) / decrease in Other Current / Non Current Assets | | (512.8) | (17.6) |
| Increase / (decrease) in Trade Payables | | (36.7) | 8.8 |
| Increase / (decrease) in Other Liabilities | | 48.7 | 0.3 |
| **Cash Generated from Operations** | | **(368.8)** | **(379.5)** |
| Taxes paid (Net of refund) | | 5.9 | (3.5) |
| **Net Cash Flow (used in)/from Operating Activities** | **(A)** | **(362.9)** | **(383.1)** |
| **CASH FLOWS FROM INVESTING ACTIVITIES** | | | |
| Purchase of Property, Plant and Equipment (Including CWIP and capital advance) | | (3,676.7) | (1,006.3) |
| Proceeds from/ (Investment) in Fixed deposits | | (344.7) | 404.8 |
| Interest received | | 13.8 | 29.0 |
| **Net Cash Flow (used in) / from Investing Activities** | **(B)** | **(4,007.7)** | **(572.5)** |
| **CASH FLOW FROM FINANCING ACTIVITIES** | | | |
| Proceeds from long term borrowings | | 4,296.6 | 247.9 |
| Proceeds/ (Repayment) of short-term borrowings | | 1,357.5 | 142.9 |
| Interest paid | | (31.9) | (18.2) |
| Payment of lease liabilities | | - | (2.6) |
| **Net Cash (used in) / from Financing Activities** | **(C)** | **5,622.3** | **370.0** |
| **Net increase / (decrease) in cash and cash equivalents** | **(A+B+C)** | **1,251.7** | **(585.6)** |
| Cash and cash equivalents at beginning of the year | | 30.0 | 615.5 |
| Cash and cash equivalents at end of the year | | 1,281.7 | 30.0 |
| **Net increase / (decrease) in cash and cash equivalents** | | **1,251.7** | **(585.6)** |
| **Material Accounting Policies** | **1** | | |
| **Accompanying Notes form an integral part of financial statements** | **2 to 55** | | |

**As per our attached Report of even date**
**For LODHA & CO LLP**
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Mumbai- 26th July, 2024

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## STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2024

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

**a EQUITY SHARE CAPITAL**

| Particulars | Notes | Amount |
|---|---|---|
| **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 previous reporting year** | | **2,862.1** |
| Changes in equity share capital during the previous year | | - |
| **As at 31st March, 2023** | **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, 2024** | **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 | Foreign Currency Gain/(Loss) on Forward Contracts | Other Equity |
| **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)** |
| **Balance as at 31st March, 2023** | | 1,178.8 | (5,326.8) | (7.2) | - | (4,155.2) |
| Add :Profit/(loss) for the year | | - | (447.5) | - | - | (447.5) |
| Add :Other Comprehensive Income for the year | | - | - | (3.1) | - | (3.1) |
| **Balance as at 31st March, 2024** | **14** | **1,178.8** | **(5,774.2)** | **(10.3)** | **-** | **(4,605.7)** |
| **Material Accounting Policies Accompanying Notes form an integral part of financial statements** | **1 2 to 55** | | | | | |

**As per our attached Report of even date**
**For LODHA & CO LLP**
**Chartered Accountants**
Firm Registration No : 301051E/E300284

**R.P. Baradiya**
Partner

Mumbai- 26th July, 2024

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

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DIN : 01190428
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Nashik- 26th July, 2024

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2024**
**(All amounts are in Rs. Mn, unless stated otherwise)**

**Notes to the financial statements for the year ended 31st March, 2024**
**(All amounts are in Rs. Mn, unless stated otherwise)**

**Background and Operations**

**Revalyu Recycling (India) Limited (formerly known as Polygenta Technologies Limited** ("RRIL", "Revalyu" or "the Company") was incorporated in the year 1981 under the Companies Act, 1956 having CIN :U17120MH1981PLC025388. 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. The Company is subsidiary of Revalyu Resources GmbH having 98.3% stake.

The financial statements for the year ended March 31, 2024 were approved by the Board of Directors and authorised for issue on July 26, 2024

**1 STATEMENT OF MATERIAL ACCOUNTING POLICIES AND PRACTICES**

**(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 these 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.

**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 (PPE) 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 PPE 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 |
| Computers | 3 years |
| Servers | 6 years |

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

| Category | Amortisation period |
|---|---|
| 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.

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2024**
**(All amounts are in Rs. Mn, unless stated otherwise)**

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.

**(d) Impairment**

At each balance sheet date, the Company reviews the carrying value of its property, plant and equipment and intangible assets to determine whether there is any indication that the carrying value of those assets may not be recoverable through continuing use. If any such indication exists, the recoverable amount of the asset is reviewed in order to determine the extent of impairment loss, if any. Where the asset does not generate cash flows that are independent from other assets, the Company estimates the recoverable amount of the cash generating unit to which the asset belongs.

**(e) Lease**

**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.

**(f) Cash and Cash Equivalents**

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

**(g) Other bank balances**

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

**(h) 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'. Provision is made for slow moving, defective and obsolete items, wherever necessary, based on the past experience of the Company.

**(i) 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 the effective interest rate method.

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2024**
**(All amounts are in Rs. Mn, unless stated otherwise)**

* 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:**

All investments in equity instruments classified under financial assets are subsequently measured at fair value. Equity instruments which are held for trading are measured at FVTPL

For all other equity instruments, the Company may, on initial recognition, irrevocably elect to measure the same either at FVOCI or FVTPL. The Company makes such election on an instrument-by-instrument basis. Fair value changes on an equity instrument shall be recognised in Statement of Profit and Loss unless the Company has elected to measure such instrument at FVOCI. Fair value changes excluding dividends, on an equity instrument measured at FVOCI are recognised in the OCI. Amounts recognised in Other Comprehensive Income (OCI) are not subsequently transferred to Statement of Profit and Loss. Dividend income on the investments in equity instruments are recognised in Statement of Profit and Loss.

**Financial Liabilities :**

Initial Recognition and measurement

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments. Financial liabilities are initially recognised at fair value net of transaction costs for all financial liabilities not carried at fair value through profit or loss.

The Company's financial liabilities includes trade and other payables, loans and borrowings including bank overdrafts and derivative instruments.

Subsequent measurement

Financial liabilities measured at amortised cost are subsequently measured at using EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

**Loans & Borrowings**

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using EIR method. Gains and losses are recognized in profit & loss when the liabilities are derecognized as well as through EIR amortization process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit or loss.

**Financial Guarantee Contracts**

Financial guarantee contracts issued by the Company are those contracts that requires a payment to be made or to reimburse the holder for a loss it incurs because the specified debtors fails to make payment when due in accordance with the term of a debt instrument. Financial guarantee contracts are recognized initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognized less cumulative adjustments.

**De-recognition**

A financial liability is de-recognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an

exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss

**(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.

**(j) 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.

**(k) 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.

**(l) Borrowing costs**

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

**(m) 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.

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.

**(n) Revenue recognition**

**Sale of goods:**

Revenue from the sale of goods is recognized when the control of the goods transfers to the customers which is 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.

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2024**
**(All amounts are in Rs. Mn, unless stated otherwise)**

**Other operating revenue - Export incentives**

Export entitlements [arising out of Duty Drawback, Merchandise Export from India/Remission of Duties and Taxes on Export Products (RODTEP)] are recognised when the right to receive credit as per the terms of the scheme is established in respect of the exports made by the Company and where there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds.

**Other Income**

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.

**(o) 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.

**(p) 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. However, in respect of long-term foreign currency monetary items, the exchange difference relating to acquisition of qualifying assets, has been adjusted to the capital assets.

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.

**(q) 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 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.

**(r) 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.

**(s) 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.

**(t) Government Grants:**

Government grants are recognised at its fair value, where there is a reasonable assurance that such grants will be received and compliance with the conditions attached therewith have been met.

Government grants related to expenditure on property, plant and equipment are credited to the statement of profit and loss over the useful lives of qualifying assets or other systematic basis representative of the pattern of fulfilment of obligations associated with the grant received. Grants received less amounts credited to the statement of profit and loss at the reporting date are included in the balance sheet as deferred income.

# Revalyu Recycling (India) Limited

(Earlier known as Polygenta Technologies Limited)

**NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2024**

**(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, 2023** | 123.3 | 355.7 | 2,000.3 | 1.2 | 4.6 | 9.5 | 2,494.7 | 637.8 |
| Additions | - | 0.9 | 24.5 | 0.5 | 1.3 | 0.5 | 27.7 | 4,086.9 |
| Transferred to PPE | - | - | - | - | - | - | - | - |
| Discarded/Impairment Provision | - | - | - | - | - | - | - | - |
| **As at 31st Mar, 2024** | **123.3** | **356.5** | **2,024.8** | **1.7** | **5.9** | **10.1** | **2,522.4** | **4,724.7** |
| **Accumulated Depreciation :** | | | | | | | | |
| **As at 1st April, 2023** | - | 98.9 | 844.2 | 0.6 | 4.4 | 5.0 | 953.1 | - |
| Depreciation charge for the year | - | 14.1 | 106.5 | 0.2 | 0.1 | 3.1 | 123.9 | - |
| Disposals | - | - | - | - | - | - | - | - |
| Discarded | - | - | - | - | - | - | - | - |
| **As at 31st Mar, 2024** | **-** | **113.0** | **950.8** | **0.8** | **4.5** | **8.0** | **1,077.1** | **-** |
| **Net Carrying Amount :** | | | | | | | | |
| **As at 31st March, 2023** | **123.3** | **256.7** | **1,156.1** | **0.6** | **0.2** | **4.6** | **1,541.5** | **637.8** |
| **As at 31st Mar, 2024** | **123.3** | **243.6** | **1,074.1** | **0.9** | **1.4** | **2.0** | **1,445.3** | **4,724.7** |

| 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** | **92.3** |
| Additions | *63.5 | - | 74.6 | 0.5 | 0.1 | 3.5 | 142.2 | 548.5 |
| Disposals | - | - | - | - | - | - | - | - |
| Discarded/Impairment Provision | - | - | - | - | - | - | - | - |
| 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** | **637.8** |
| **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 | 100.8 | 0.1 | 0.2 | 2.0 | 117.2 | - |
| **As at 31st March, 2023** | **-** | **98.9** | **844.2** | **0.6** | **4.4** | **5.0** | **953.1** | **-** |
| **Net Carrying Amount :** | | | | | | | | |
| **As at 31st 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** | **0.6** | **0.2** | **4.6** | **1,541.5** | **637.8** |

**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 38 for the details in respect of certain property, plant and equipments, Capital Work-In-Progress hypothecated/mortgaged as security for borrowings.

2.3 Refer Note 36 for the details in respect Capital Commitments.

**Capital work in progress comprises of :**

| Particulars | As at 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|
| Building under construction | 1,699.7 | 146.6 |
| Plant and machinery under installations | 2,510.2 | 235.5 |
| Project-operative expenses : | | |
| Salary expenses | 49.0 | 17.9 |
| Professional Fees | 111.9 | 68.8 |
| Foreign exchange fluctuation | 72.7 | 76.6 |
| Borrowing cost | 225.0 | 76.2 |
| Other project-preoperative expenses | 56.4 | 16.2 |
| **Total capital work in progress** | **4,724.7** | **637.8** |

**Intangible assets under development comprises of :**

| Particulars | As at 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|
| Technical Knowhow (Licence Fees) | 51.8 | 17.7 |
| **Total Intangible assets under Development** | **51.8** | **17.7** |



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# Revalyu Recycling (India) Limited

(Earlier known as Polygenta Technologies Limited)

**NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2024**
**(All amounts are in Rs. Mn, unless stated otherwise)**

### Capital-Work-in Progress (CWIP) Ageing schedule

| Particulars | Amount for a period of | | | | |
|---|---|---|---|---|---|
| | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | Total |
| **As at 31st Mar, 2024** | **-** | | | | **-** |
| Projects in progress | 4,086.9 | 583.3 | 54.5 | - | 4,724.8 |
| Projects temporarily suspended | - | - | - | - | - |
| **Total _ As at 31st Mar, 2024** | **4,086.9** | **583.3** | **54.5** | **-** | **4,724.8** |
| As at 31st March, 2023 | | | | | |
| Projects in progress | 583.3 | 54.5 | - | - | 637.8 |
| Projects temporarily suspended | - | - | - | - | - |
| **Total _ As at 31st Mar, 2023** | **583.3** | **54.5** | **-** | **-** | **637.8** |

### Intangible assets under development Aging Schedule

| Particulars | Amount for a period of | | | | |
|---|---|---|---|---|---|
| | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | Total |
| **As at 31st Mar, 2024 - Projects in progress** | **-** | | | | **-** |
| Technical Knowhow to be deployed | 34.2 | 5.9 | 11.8 | - | 51.8 |
| **Total _ As at 31st Mar, 2024** | **34.2** | **5.9** | **11.8** | **-** | **51.8** |
| **As at 31st March, 2023 - Projects in progress** | | | | | |
| Technical Knowhow to be deployed | 5.9 | 11.8 | - | - | 17.7 |
| **Total _ As at 31st Mar, 2023** | **5.9** | **11.8** | **-** | **-** | **17.7** |

**NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2024**
**(All amounts are in Rs. Mn, unless stated otherwise)**

## 3 Intangible assets

| Particulars | Computer Software | Total |
|---|---|---|
| **Gross Carrying Amount** | | |
| As at 1st April, 2023 | 2.7 | 2.7 |
| Additions | - | - |
| (Deductions) | - | - |
| **As at 31st Mar, 2024** | **2.7** | **2.7** |
| **Accumulated Amortisation** | | |
| As at 1st April, 2023 | 1.9 | 1.9 |
| Amortisation charge for the year | 0.1 | 0.1 |
| **As at 31st Mar, 2024** | **1.9** | **1.9** |
| **Net Carrying Amount** | | |
| **As at 1st April, 2023** | **0.9** | **0.9** |
| **As at 31st Mar, 2024** | **0.8** | **0.8** |

| 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** |

**NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2024**
**(All amounts are in Rs. Mn, unless stated otherwise)**

**4 Right to Use**

| Particulars | Land & Building under Lease | Total |
|---|---|---|
| **Gross Carrying Amount** | | |
| **As at 1st April, 2023** | 4.4 | 4.4 |
| Additions | - | - |
| (Deduction / transferred to PPE on acquisition) | (4.4) | (4.4) |
| **As at 31st Mar, 2024** | **-** | **-** |
| **Accumulated Amortisation** | | |
| As at 1st April, 2023 | 2.7 | 2.7 |
| Amortisation charge for the year | 1.1 | 1.1 |
| (Deduction / transferred to PPE on acquisition) | (3.8) | (3.8) |
| **As at 31st Mar, 2024** | **-** | **-** |
| **Net Carrying Amount** | | |
| **As at 1st April, 2023** | **1.8** | **1.8** |
| **As at 31st Mar, 2024** | **-** | **-** |

| Particulars | Land & Building under Lease | Total |
|---|---|---|
| **Gross Carrying Amount** | | |
| **As at 1st April, 2022** | **20.5** | **20.5** |
| Additions | - | - |
| (Deduction / transferred to PPE on acquisition) | (16.1) | (16.1) |
| **As at 31st March, 2022** | **4.4** | **4.4** |
| **Accumulated Amortisation** | | |
| As at 1st April, 2022 | 1.7 | 1.7 |
| Amortisation charge for the year | 1.8 | 1.8 |
| (Deduction / transferred to PPE on acquisition) | (0.8) | (0.8) |
| **As at 31st March, 2023** | **2.7** | **2.7** |
| **Net Carrying Amount** | | |
| **As at 1st April, 2022** | **18.8** | **18.8** |
| **As at 31st March, 2023** | **1.8** | **1.8** |

**NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2024**
**(All amounts are in Rs. Mn, unless stated otherwise)**

## 5 Other Financial Assets - Non Current

| Particulars | As at 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|
| **Non-current** | | |
| Security Deposit Considered Good | 5.0 | 5.1 |
| Security Deposit Considered Doubtful | 0.2 | 0.2 |
| Less :Provision for Doubtful Receivables | (0.2) | (0.2) |
| **Sub-Total** | **5.0** | **5.1** |
| **Fixed Deposit with Bank** | | |
| Fixed Deposit | - | - |
| (Pledged Against Bank Guarantees and LC Issued & Forward Contract) | 48.7 | 88.9 |
| **Total** | **53.7** | **94.0** |

## 6 Other non - current assets

| Particulars | As at 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|
| **Capital Advance** | | |
| Considered good | 365.2 | 448.3 |
| Considered doubtful | - | 3.8 |
| Less: Provision for Doubtful Advances | - | (3.8) |
| Net capital Advance | **365.2** | **448.3** |
| Prepaid Expenses | 9.3 | 0.2 |
| Mega Project Incentive Receivable | 5.6 | 9.8 |
| **Total** | **380.1** | **458.3** |

## 7 Inventories

| Particulars | As at 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|
| Raw Materials | 37.4 | 42.9 |
| Work-in-progress | 32.8 | 59.4 |
| Finished goods | 92.0 | 178.5 |
| (Includes Goods in Transit Rs 34.7 Mn ; Previous year Rs 10.2 Mn) | | |
| Packing Materials | 8.2 | 8.9 |
| Stores and Spares | 48.7 | 49.2 |
| **Total** | **219.1** | **339.0** |

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 for the respective financial years.

**NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2024**
**(All amounts are in Rs. Mn, unless stated otherwise)**

## 8 Trade receivables

| Particulars | As at 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|
| **Considered Good** | | |
| Secured | - | - |
| Unsecured | 186.8 | 277.1 |
| **Considered Doubtful** | | |
| Secured | - | - |
| Unsecured | 6.0 | - |
| Trade Receivable Unsecured having significant increase in credit risk | - | - |
| Trade Receivable Unsecured -Credit Impaired | - | - |
| | **192.8** | **277.1** |
| Less: Allowance for bad and doubtful debts | (6.0) | - |
| **Total** | **186.8** | **277.1** |

Refer Note 38 for the details in respect of current assets hypothecated as security for borrowings.

The Company has applied for necessary extension from the Reserve Bank of India through authorised dealer under the Foreign Exchange Management Act, 1999 (FEMA), for overdue trade receivable of Rs. 12.6 Mn (provision made there against Rs 6.0 Mn) , The Management is hopeful of getting the aforesaid extention in due course.

| Particulars | As at March 31, 2024 | | | Total |
|---|---|---|---|---|
| | Outstanding for following periods from the date of invoice | | | |
| | Less than 6 months | 6 months -1 year | More than 3 years | |
| (I) Undisputed Trade receivables –considered good | 174.8 | 1.4 | - | 186.8 |
| (ii) Undisputed Trade Receivables –which have significant increase in credit risk | - | - | - | 6.0 |
| (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** | **174.8** | **1.4** | **-** | **192.8** |

| Particulars | As at March 31, 2023 | | | Total |
|---|---|---|---|---|
| | Outstanding for following periods from the date of invoice | | | |
| | Less than 6 months | 6 months -1 year | 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** |

## 9 Cash and cash equivalents

| Particulars | As at 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|
| **Balances with Banks** | | |
| - In current accounts | 106.1 | 0.1 |
| - Fixed deposits with original maturity of less than 3 months | 1,175.2 | 10.0 |
| - In cash credit accounts | - | 19.5 |
| Cash on hand | 0.3 | 0.4 |
| **Total** | **1,281.7** | **30.0** |

## 10 Other Bank Balances

| Particulars | As at 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|
| **Fixed Deposit with Bank** | | |
| Fixed deposits with original maturity more than 3 months but less than 12 months | 553.4 | 83.3 |
| **Pledged against bank guarantees and LC issued & Forward Contract** | | |
| Fixed deposits with original maturity of less than 3 months | 68.2 | 121.1 |
| Fixed deposits with original maturity more than 3 months but less than 12 months | 2.5 | 34.8 |
| **Total** | **624.2** | **239.2** |

**NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2024**
**(All amounts are in Rs. Mn, unless stated otherwise)**

**11 Other financial assets - Current**

| Particulars | As at 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|
| Security Deposits | - | - |
| Interest Accrued but not due on Fixed Deposits | 11.6 | 8.4 |
| Interest receivable from Customer and Vendor | 0.2 | 1.0 |
| **Total** | **11.8** | **9.4** |

**12 Other current assets**

| Particulars | As at 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|
| **Considered Good :** | | |
| Export benefit receivable | 1.3 | 5.3 |
| Mega Project Incentive Receivable | 19.0 | 8.3 |
| Prepaid expenses | 10.3 | 5.3 |
| Balances with Government Authorities (GST Input Credit) | 537.8 | 139.1 |
| Advances to Suppliers* | 95.3 | 10.0 |
| Advances to Staff | 0.3 | 0.6 |
| Extended Producer Responsibilty Credit Receivable | 4.2 | - |
| Receivables from related party towards reimbursement | 0.9 | 0.9 |
| **Sub-Total** | **669.1** | **169.6** |
| **Considered Doubtful :** | | |
| Electricity Subsidy Receivable | 11.6 | 11.6 |
| Less :Provision for Doubtful Receivables | (11.6) | (11.6) |
| **Sub-Total** | **-** | **-** |
| **Total** | **669.1** | **169.6** |

*During the year, pursuant to the amendment agreement dated March 27, 2024 as executed between the company and the supplier, the company has given the certain advance to the vendor to be adjusted against the future supplies over a period of time

**13) Equity Share capital**

| Particulars | As at 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|
| **Authorised** | | |
| **Equity shares, of Rs.10 each** | 3,000.0 | 3,000.0 |
| 300,000,000 Nos. (31st March, 2023 - 300,000,000 Nos) | | |
| **Issued, subscribed and fully paid up** | | |
| **Equity shares, of Rs.10 each** | 2,862.1 | 2,862.1 |
| 286,206,544 Nos. (31st March, 2023- 286,206,544 Nos.) | | |
| **Total** | **2,862.1** | **2862.1** |

**NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2024**
**(All amounts are in Rs. Mn, unless stated otherwise)**

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

| Particulars | As at 31st March, 2024 | | As at 31st March, 2023 | |
|---|---|---|---|---|
| | 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 | 28,62,06,544 | 2,862.1 |
| Add: Shares issued during the year | - | - | - | - |
| 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 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|
| | Number of Equity Shares | |
| **Equity Shares:** | | |
| Revalyu Resources GmbH (formerly known as PerPETual Technologies GmbH) - (Holding Company) | 28,13,34,653 | 28,13,34,653 |
| | 98.3% | 98.3% |

**d) Details of Promoters shareholding :**

| Particulars | As at 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|
| | Number of Equity Shares | |
| **Equity Shares:** | | |
| Revalyu Resources GmbH (formerly known as PerPETual Technologies GmbH) - (Holding Company) | 28,13,34,653 | 28,13,34,653 |
| | 98.3% | 98.3% |

**e) In the Period of five years immediately preceding March, 2024:**
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.

**NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2024**
**(All amounts are in Rs. Mn, unless stated otherwise)**

## 14 Other Equity

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

| Particulars | As at 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|
| Securities premium (as per last balance sheet) | 1,178.8 | 1,178.8 |
| Retained Earnings | (5,774.2) | (5,326.8) |
| **Items of Other Comprehensive Income :** | | |
| Remeasurements of defined benefit plans | (10.3) | (7.2) |
| **Total** | **(4,605.7)** | **(4,155.2)** |

**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.

## 15 Non Current Financial Liabilities - Borrowings

| Particulars | As at 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|
| **Unsecured** | | |
| External Commercial Borrowings From Holding Company * (Interest rate - 6 months LIBOR/SOFR/EURIBOR {as applicable} + 1% margin p.a.) | 8,474.3 | 4,154.3 |
| **Total** | **8,474.3** | **4,154.3** |

*The aforementioned External Commercial Borrowing is required to be repaid in 4 (four) equal instalments on March 15, 2031, September 15, 2031, March 15, 2032; and September 15, 2032.

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. The principle amount outstanding as at 31 March 2024 against this facility aggregated to INR 1284.9 Mn. Subsequent to the balance sheet date, these loans have been prepaid by availing unsecured loan from holding company.

- the working capital facility aggregating Rs. 200 Mn sanctioned by ICICI Bank Limited as per the Facility Agreement dated 21st October, 2021 and the Supplementary Facility Agreement dated 3rd December 2022 executed between the Company and ICICI Bank Limited. The fund based facility aggregating to Rs 109.8 Mn as availed by the Company against this is disclosed as a part of the secured borrowings under Note 38.

**NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2024**
**(All amounts are in Rs. Mn, unless stated otherwise)**

## 16 Non Current Financial Liabilities - Other financial liabilities

| Particulars | As at 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|
| Interest Accrued but not Due on Long Term Borrowings | 874.4 | 556.4 |
| **Total** | **874.4** | **556.4** |

## 17 Non Current Financial Liabilities - Lease Liabilities

| Particulars | As at 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|
| Lease liabilities | - | 0.3 |
| **Total** | **-** | **0.3** |

## 18 Current Financial Liabilities - Borrowings

| Particulars | As at 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|
| **Secured *** | | |
| External Commercial Borrowings From Financial Institutions (DEG and IFU) * | 1,284.9 | - |
| "(For DEG : Interest rate - 6 months SOFR + 4.2% margin p.a.) (For IFU : Interest rate - 6 months EURIBOR + 4% margin p.a.) | | |
| From Banks | 109.8 | 44.4 |
| 10.30% p.a. (10.50% p.a. as at 31 March 23) Cash Credit Facility (@ I MCLR 6 Months + spread of 1.75% p.a.- Repayable on Demand) | | |
| **Unsecured** | | |
| From Banks | 98.6 | 98.5 |
| 10.30% p.a. (10.50% p.a. as at 31 March 23) Payable financing Facility | | |
| **Total** | **1,493.3** | **142.9** |

Please refer note 38 for security against borrowing.

## 19 Current Financial Liabilities - Lease Liabilities

| Particulars | As at 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|
| Current maturities of lease liabilities | - | 1.6 |
| **Total** | **-** | **1.6** |

**NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2024**
**(All amounts are in Rs. Mn, unless stated otherwise)**

## 20 Trade Payables

| Particulars | As at 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|
| Outstanding dues of micro and small enterprises* | 23.5 | 36.3 |
| Dues payable to Employees | 16.0 | 16.3 |
| Outstanding dues of creditors other than micro and small enterprises | 44.2 | 67.8 |
| **Total** | **83.7** | **120.4** |

*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 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|
| 1) Principal amount due and remaining unpaid | 23.5 | 36.3 |
| 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 | - | - |

**Trade payable ageing schedule :**

| Particulars | As at March 31, 2024 | | | | 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 | 23.5 | - | - | - | 23.5 |
| (ii) Others | 55.6 | 1.5 | 1.1 | 2.0 | 60.2 |
| (iii) Disputed Dues -MSME | - | - | - | - | - |
| (iv) Disputed Dues -Others | - | - | - | - | - |
| **Total** | **79.08** | **1.5** | **1.1** | **2.0** | **83.7** |

| 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** |

## 21 Other financial liabilities

| Particulars | As at 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|
| Interest Accrued but not due on Long Term Borrowings | 34.5 | - |
| Interest Accrued but not due on Short Term Borrowings | 0.6 | 0.4 |
| **Other payables** | | |
| Payable towards capital creditors | 338.0 | 87.3 |
| Regularisation fees payable | 26.0 | - |
| Others | 0.0 | 0.5 |
| **Total** | **399.1** | **88.2** |

## 22 Other Current liabilities

| Particulars | As at 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|
| Advance from customers | 1.0 | 0.2 |
| Statutory Dues payable | 41.2 | 13.2 |
| Liabilities in respect of Financial Instruments - Unrealised Loss on Forward Contracts | - | 9.6 |
| **Total** | **42.2** | **23.0** |

## 23 Provisions

| Particulars | As at 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|
| **Provision for employee benefits :** | | |
| Provision for Gratuity-Funded | 31.6 | 24.4 |
| Provision for Compensated Absences | 8.7 | 6.5 |
| **Total** | **40.3** | **30.9** |

**NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2024**
**(All amounts are in Rs. Mn, unless stated otherwise)**

## 24 Revenue from Operations

| Particulars | For the year ended 31st March, 2024 | For the year ended 31st March, 2023 |
|---|---|---|
| Sales of Goods | | |
| - Manufactured goods | 1,494.2 | 1,360.3 |
| **Other operating revenue** | | |
| Export Incentives | 11.5 | 16.5 |
| Process waste sales | 10.7 | 14.1 |
| Mega Project Incentives | 6.1 | 9.8 |
| Electricity Subsidy Incentives | 39.4 | - |
| (Pertains to the period Dec-21 to Feb-23) | | |
| Extended Producer Responsibility Credit | 5.6 | - |
| **Total** | **1,567.453** | **1,400.6** |

## 25 Other income

| Particulars | For the year ended 31st March, 2024 | For the year ended 31st March, 2023 |
|---|---|---|
| Interest income on fixed deposits and others | 17.0 | 38.5 |
| Provision and Liabilities no longer payable written back | 2.5 | 0.2 |
| Gain on Foreign Exchange Fluctuation (net) | 19.9 | - |
| Other non-operating income | 0.0 | 0.2 |
| **Total** | **39.4** | **38.9** |

## 26 Cost of materials consumed

| Particulars | For the year ended 31st March, 2024 | For the year ended 31st March, 2023 |
|---|---|---|
| Raw Materials consumed | 881.6 | 939.4 |
| Packing Materials consumed | 41.7 | 66.8 |
| Stores and Spares consumed | 37.8 | 34.2 |
| **Total** | **961.2** | **1,040.5** |

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

| Particulars | For the year ended 31st March, 2024 | For the year ended 31st March, 2023 |
|---|---|---|
| **Opening inventories** | | |
| Finished goods | 178.5 | 77.6 |
| Work-in-progress | 59.4 | 35.0 |
| **Closing inventories** | | |
| Finished goods | 92.0 | 178.5 |
| Work-in-progress | 32.8 | 59.4 |
| **Total** | **113.1** | **(125.3)** |

**NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2024**
**(All amounts are in Rs. Mn, unless stated otherwise)**

## 28 Manufacturing and Operating Costs

| Particulars | For the year ended 31st March, 2024 | For the year ended 31st March, 2023 |
|---|---|---|
| Power and Fuel | 235.4 | 262.0 |
| Repairs to Building | 0.2 | 0.9 |
| Repairs to Machinery | 4.8 | 9.9 |
| Machine Hire Charges | 0.7 | 0.4 |
| Royalty on production to Holding Company | 9.8 | 8.4 |
| **Total** | **250.9** | **281.6** |

## 29 Employee benefits expense

| Particulars | For the year ended 31st March, 2024 | For the year ended 31st March, 2023 |
|---|---|---|
| Salaries and wages | 185.3 | 178.2 |
| Contribution to provident funds and other funds | 8.9 | 8.7 |
| Defined benefit plan expenses | 7.7 | 5.4 |
| Workmen and Staff welfare expenses | 15.5 | 13.0 |
| Settlement of Ex Employees dues | - | 3.7 |
| **Total** | **217.5** | **209.1** |

## 30 Finance costs

| Particulars | For the year ended 31st March, 2024 | For the year ended 31st March, 2023 |
|---|---|---|
| Interest expense on ECB | 226.10 | 106.1 |
| Interest expense on borrowings from Banks | 12.7 | 9.7 |
| Interest expense on borrowings from others | - | 0.0 |
| Interest component of lease liabilities | 0.1 | 1.7 |
| Finance Cost Component of Exchange Loss | 38.3 | 0.0 |
| Other borrowing costs | 4.7 | 3.0 |
| **Total** | **281.9** | **120.5** |

## 31 Depreciation and amortization expense

| Particulars | For the year ended 31st March, 2024 | For the year ended 31st March, 2023 |
|---|---|---|
| Depreciation on Property, Plant and Equipments (Refer note 43) | 123.9 | 117.2 |
| Amortization of Right to use assets | 1.1 | 1.8 |
| Amortization on Intangible assets | 0.1 | 0.4 |
| **Total** | **125.1** | **119.3** |

**NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2024**
**(All amounts are in Rs. Mn, unless stated otherwise)**

## 32 Other expenses

| Particulars | For the year ended 31st March, 2024 | For the year ended 31st March, 2023 |
|---|---|---|
| Loss on Foreign Exchange Fluctuation (net) | - | 277.7 |
| Rates and Taxes | 29.7 | 4.7 |
| Legal and Professional Expenses | 19.5 | 21.1 |
| Freight expenses | 17.2 | 9.1 |
| Travelling & Conveyance | 7.0 | 6.0 |
| Corporate Environmental Responsibility Expenses | 2.6 | - |
| Commission to selling agents | 3.3 | 10.8 |
| Repairs & Maintenance Others | 3.5 | 1.8 |
| Insurance | 2.4 | 2.8 |
| Rent | 2.2 | 1.5 |
| Communication expenses | 0.9 | 0.8 |
| Auditors' Remuneration* | 1.2 | 1.4 |
| Postage & Courier | 0.6 | 0.7 |
| Interest component on termination of lease | - | 1.5 |
| Provision for doubtful Debts | 6.0 | - |
| Miscellaneous Expenses | 8.5 | 5.1 |
| **Total** | **104.6** | **345.2** |

***Auditors' remuneration (excluding taxes)**

| Particulars | For the year ended 31st March, 2024 | For the year ended 31st March, 2023 |
|---|---|---|
| - Audit Fees | 0.7 | 0.7 |
| - Limited Review Fees | 0.3 | 0.3 |
| - Certification Fees | 0.1 | 0.2 |
| - Tax Audit | 0.1 | 0.1 |
| - Reimbursement of out of pocket expenses (FY24 Rs 23,064/- and FY23 Rs 3,890/-) | 0.0 | 0.0 |
| **Total** | **1.2** | **1.4** |

## 33 Income Taxes

**Tax expense recognized in the Statement of Profit and Loss**

| Particulars | For the year ended 31st March, 2024 | For the year ended 31st March, 2023 |
|---|---|---|
| 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 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|
| Profit/(Loss) before tax | (447.5) | (551.4) |
| Enacted income tax rate in India | 26.00% | 26.00% |
| Computed Expected Tax Expense | (116.3) | (143.4) |
| **Differences due to:** | | |
| Deferred tax assets not recognized as a matter of prudence | 116.3 | 143.4 |
| **Income tax expense/(credit) recognised in Profit and loss** | **-** | **-** |

**Movement Deferred tax (assets)/liabilities :**

| Particulars | As at 31st March, 2022 | Movement during the year | As at 31st March, 2023 | Movement during the year | As at 31st March, 2024 |
|---|---|---|---|---|---|
| **Deferred Tax Assets :** | | | | | |
| Provision for doubtful debts and advances | 4.0 | (1.1) | 3.0 | - | 3.0 |
| Expenses allowable for tax purposes on payment basis | 6.8 | 1.2 | 8.0 | 2.4 | 10.5 |
| Unabsorbed Losses & Depreciation | 616.2 | 175.5 | 791.7 | 76.7 | 868.4 |
| **Deferred Tax Assets-Total** | **627.1** | **175.7** | **802.7** | **79.1** | **881.8** |
| **Deferred Tax Liabilities** | | | | | |
| Difference in Written down value of Property, Plant and Equipment | 245.2 | (10.5) | 234.7 | (10.1) | 224.6 |
| **Deferred Tax Liabilities-Total** | **245.2** | **(10.5)** | **234.7** | **(10.1)** | **224.6** |
| **Net Deferred Tax assets** | 381.9 | 186.1 | 568.0 | 89.3 | 657.2 |
| Net Deferred tax assets not recognized | (381.9) | (186.1) | (568.0) | (89.3) | (657.2) |
| **Deferred Tax Liability/(Asset) recognised in Balance sheet** | **-** | **-** | **-** | **-** | **-** |

## 34 Borrowings, outstanding interest on borrowings and security

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 and simultaneously expanding our customer base.

On the basis of the well demonstrated technology, established product and strong customer base the Company has forayed into expansion journey of setting up two 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). The commercial operations of one of the expansion plants is expected to commence during the financial year ended 31 March 2025. This expansion project has also been conferred the status of Mega Project under Package Scheme of Incentive Policy 2019. The company has also raised funds for the expansion project. Accordingly, the financial performance of the company including the profitability is expected to improve significantly 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, 2024**
**(All amounts are in Rs. Mn, unless stated otherwise)**

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

| Particulars | As at 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|
| **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 | 0.9 |
| **Total** | **0.9** | **0.9** |

The Company's pending litigations comprises of claim against the Company for a pending litigation. 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.

## 36 Capital Commitments

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

| Particulars | As at 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|
| Payable Financing Facility from ICICI Bank | 1,685.5 | 3,403.7 |
| **Net Capital commitments** | **1,685.5** | **3,403.7** |

## 37 Earnings per share (EPS)

| Particulars | As at 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|
| Earnings Per Share has been computed as under: | | |
| Profit/(Loss) for the year before Tax -Rs in Mn | (447.5) | (551.4) |
| Weighted average number of equity shares outstanding(in Numbers) | 28,62,06,544 | 28,62,06,544 |
| (Face value of Rs. 10 per share) | | |
| Basic & Diluted EPS (Rs) | (1.56) | (1.93) |

## 38 Borrowings, outstanding interest on borrowings and Security

### Borrowings

| Particulars | As at 31st March, 2024 | | |
|---|---|---|---|
| | Secured | Unsecured | Total |
| **Non-Current** | | | |
| External Commercial Borrowings From Holding Company | - | 8,474.3 | 8,474.3 |
| Interest Accrued But Not Due on Long Term Borrowings from Holding Company | - | 874.4 | 874.4 |
| **Sub Total** | **-** | **9,348.6** | **9,348.6** |
| **Current** | | | |
| Cash Credit Facility from ICICI Bank # | 109.8 | - | 109.8 |
| External Commercial Borrowings From DEG & IFU* | 1,284.9 | - | 1,284.9 |
| Payable Financing Facility from ICICI Bank | - | 98.6 | 98.6 |
| Interest Accrued But Not Due on Long Term Borrowings from DEG & IFU | 34.5 | - | 34.5 |
| Interest Accrued but not due on Short Term Borrowings | 0.6 | - | 0.6 |
| **Sub Total** | **1,429.8** | **98.6** | **1,528.4** |
| **Total** | **1,429.8** | **9,447.2** | **10,877.0** |

| Particulars | As at 31st 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 |
| **Sub Total** | **-** | **4,710.7** | **4,710.7** |
| **Current** | | | |
| Cash Credit Facility from ICICI Bank | 44.4 | - | 44.4 |
| Payable Financing Facility from ICICI Bank. | - | 98.5 | 98.5 |
| **Sub Total** | **44.4** | **98.5** | **142.9** |
| **Total** | **44.4** | **4,809.1** | **4,853.6** |

**Notes:**

* The Company had 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 2024, The company had drawn down an amount equivalent to USD 16 Mn (Rs.1284.9 Mn) against this facility. Subsequent to the balance sheet date, the company has refinanced these loans by availing unsecured loan from its Holding Company. The Company has provided the following security for availing the financing facility from DEG and IFU:
- first charge on movable and immovable fixed assets, non-current assets;
- exclusive charge on Debt Service Reserve Account (DSRA) balance;
- second charge on current assets;
- first and exclusive ranking pledge on 145,965,338 equity shares of the Company held by Revalyu Resources GmbH."

\# The financing facility from ICICI Bank 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.

**NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2024**
**(All amounts are in Rs. Mn, unless stated otherwise)**

**39 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 (US) LLC -USA, Group/ Associate Company

**3 Key Management Personnel:**

Mr. Makarand Kulkarni - Whole-time Director and CEO
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 (US) LLC | revalyu Resources GmbH(rRG) | Key Management personnel |
|---|---|---|---|
| ECB Received | | 4,296.6<br>(247.9) | |
| Sale of goods | 3.8<br>(-) | | |
| Expenses reimbursement recoverable | -<br>(0.9) | 1.0<br>(0.1) | |
| Royalty Expenses | | 9.8<br>(8.4) | |
| Interest on ECBs | | 339.6<br>(106.1) | |
| License Fee Expenses | | -<br>(2.3) | |
| Sitting Fees paid to Non Executive Director-<br>Ms. Sujata Chattopadhyay | | | 0.6<br>(0.6) |
| Sitting Fees paid to Non Executive Director -<br>Mr. Ghanshyam Karkera | | | 0.6<br>(0.6) |
| Sitting Fees paid to Non Executive Director-<br>Mr. Deepak Shetty | | | 0.6<br>(0.6) |

**NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2024**
**(All amounts are in Rs. Mn, unless stated otherwise)**

| Nature of transactions | Revalyu (US) LLC | revalyu Resources GmbH(rRG) | Key Management personnel |
|---|---|---|---|
| **Managerial Remuneration / KMP Remuneration** | | | |
| Makarand Kulkarni | | | 13.5<br>(12.0) |
| Dhanvant Yeola | | | 6.3<br>(5.2) |
| Chetan Gandhi | | | 5.7<br>(4.1) |
| Paresh Damania | | | 3.3<br>(2.9) |
| **Closing Balances** | | | |
| External Commercial Borrowings (ECBs) | | 8,474.3<br>(4,154.3) | |
| Interest Payable on ECBs | | 874.4<br>(556.4) | |
| Royalty Payable | | 16.9<br>(7.9) | |
| License Fees Payable | | 2.0<br>(2.0) | |
| Receivable towards sale of goods | 1.9<br>(-) | | |
| Expense Reimbursement Recoverable | 0.9<br>(0.9) | 1.1<br>(0.1) | |
| **Remuneration Payable** | | | |
| Sitting Fees payable to Non Executive Independent Directors | | | -<br>(0.1) |
| Makarand Kulkarni | | | 1.3<br>(0.9) |
| Dhanvant Yeola | | | 0.6<br>(0.4) |
| Chetan Gandhi | | | 0.7<br>(0.3) |
| Paresh Damania | | | 0.2<br>(0.2) |

Previous year figures are in brackets

**NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2024**
**(All amounts are in Rs. Mn, unless stated otherwise)**

**Notes:**

a) Related party relationship is as identified by the management and relied upon by the auditors.
b) No amounts in respect of related parties have been written off/ written back during the year or has not made any provision for doubtful debts/ receivable.
c) Related party transactions have been disclosed on the basis of value of transactions in terms of the respective contracts.
d) Aforesaid transactions with the related parties are in the ordinary course of business based on normal commercial terms, conditions, market rates with the related parties.
e) Managerial remuneration/KMP remuneration exclude post-employment benefits and other long-term benefits i.e. Employer's Contribution to PF and Gratuity which is based on actuarial valuation as this is done for the Company as a whole.
f) Managerial remuneration/KMP remuneration includes Short Term Leave Encashment paid and exclude Leave Entitlement computed based on actuarial valuation as this is done for the Company as a whole.

**40 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.

The Gratuity is recognised in the Financial statement as per Actuarial Valuation. Full details are given below.

**DEFINED BENEFIT PLANS - GRATUITY**

**A. Balance Sheet**

| Particulars | As At 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|
| Present value of plan liabilities | 32.7 | 26.3 |
| Fair value of plan assets | 1.0 | 1.9 |
| **Plan liability net of plan assets** | **31.7** | **24.5** |

**B. Movements in plan assets and plan liabilities**

| Particulars | Plan Assets | Plan Liabilities | Plan liabilities net of plan assets |
|---|---|---|---|
| **As at 31st March, 2023** | **1.9** | **26.3** | **24.5** |
| Current service cost | - | 2.3 | 2.3 |
| Employee contributions | - | - | - |
| Return on plan assets excluding amounts included in net finance income/cost | (0.0) | - | 0.0 |
| | - | - | - |
| Interest cost | - | 2.0 | 2.0 |
| Interest income | 0.1 | - | (0.1) |
| Actuarial (gain)/loss arising from changes in demographic assumptions | - | - | - |
| Actuarial (gain)/loss arising from changes in financial assumptions | - | 0.7 | 0.7 |
| Actuarial (gain)/loss arising from experience adjustments | - | 2.4 | 2.4 |
| Employer contributions | - | - | - |
| Benefits payments | (1.0) | (1.0) | - |
| **As at 31st March, 2024** | **1.0** | **32.7** | **31.7** |

| 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) |
| Benefit payments | (2.2) | (2.2) | - |
| **As at 31st March, 2023** | **1.9** | **26.3** | **24.5** |

**NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2024**
**(All amounts are in Rs. Mn, unless stated otherwise)**

**C. Statement of Profit and Loss**

| Particulars | Year Ended 31st March, 2024 | Year Ended 31st March, 2023 |
|---|---|---|
| **Employee Benefit Expenses:** | | |
| Current service cost | 2.3 | 2.4 |
| **Total** | **2.3** | **2.4** |
| Net Interest Cost /(Income) | 1.8 | 1.5 |
| **Net impact on the Profit / (Loss) before tax** | **4.1** | **3.9** |
| **Remeasurement of the net defined benefit liability:** | | |
| Return on plan assets excluding amounts included in net | 0.0 | 0.2 |
| Actuarial gains/(losses) on obligation for the year | 3.1 | 0.3 |
| finance income/(cost) | - | - |
| 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** | **3.1** | **0.5** |

**D. Defined benefit plans Assets**

| Particulars | As at 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|
| Insurance Fund | 1.0 | 1.9 |

**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 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|
| **Financial Assumptions** | | |
| Discount rate | 7.22% | 7.52% |
| Salary Escalation Rate | 6.00% | 6.00% |
| Number of Active Members | 304 | 257 |
| Per Month Salary For Active Members (Rs. Mn) | 7.4 | 5.6 |
| Weighted Average Duration of the Projected Benefit Obligation | 9 | 9 |

**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 |
|---|---|---|---|
| Discount rate | 1% | (2.3) | 2.6 |
| Salary Escalation Rate | 1% | 2.4 | (2.2) |
| Employee Turnover | 1% | 0.2 | (0.3) |

| Previous Year | Change in assumption | Increase in assumption | Decrease in assumption |
|---|---|---|---|
| Discount rate | 1% | (1.9) | 2.2 |
| Salary Escalation Rate | 1% | 2.1 | (1.9) |
| Employee Turnover | 1% | 0.2 | (0.3) |

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.

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

| Projected benefits payable in future years from the date of reporting | As at 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|
| 1st Following year | 5.8 | 1.6 |
| 2nd Following year | 1.1 | 1.2 |
| 3rd Following year | 1.8 | 4.6 |
| 4th Following year | 1.4 | 1.5 |
| 5th Following year | 2.3 | 1.3 |
| Sum of years 6 to 10 | 16.8 | 13.0 |
| Sum of years 11 years and above | 35.9 | 31.9 |

**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.

**NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2024**
**(All amounts are in Rs. Mn, unless stated otherwise)**

## 41 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.

**Interest rate sensitivity**

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

| Particulars | As at 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|
| 50 bp increase in interest rate - decrease in profits | (49.8) | (24.3) |
| 50 bp decrease in interest rate - Increase in profits | | 49.8 |

### 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 31st March, 2024 | As at 31st March, 2023 |
|---|---|---|---|
| Forward contracts to sell USD | USD | - | 8.0 |
| Forward contracts to sell EURO | EURO | - | 7.0 |

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, 2024** **(Foreign currency In Mn)**

| Particulars | USD | EURO |
|---|---|---|
| Trade Receivable | 0.3 | 0.1 |
| Other Receivable | 0.0 | 0.0 |
| Trade payables | - | 0.3 |
| Other Payable | 0.0 | 0.2 |
| Borrowings | 79.0 | 36.5 |
| Interest payable on borrowings | 3.5 | 7.0 |

**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 |

**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 31st March, 2024 | | As at 31st March, 2023 | |
|---|---|---|---|---|
| | 1% Increase | 1% decrease | 1% Increase | 1% decrease |
| EURO | (38.9) | 38.9 | (30.1) | 30.1 |
| USD | (67.9) | 67.9 | (16.5) | 16.5 |
| Increase / (decrease) in profit or loss* | (106.9) | 106.9 | (46.6) | 46.6 |

*Includes impact on Project Borrowings which is assumed to be charged to P&L.

**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,

**NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2024**
**(All amounts are in Rs. Mn, unless stated otherwise)**

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

**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 | 2023-24 | 2022-23 |
|---|---|---|
| Variable Borrowing - Cash Credit expires within 1 year | 61.3 | 132.6 |
| Long Term Borrowing from Shareholders* | - | 71.2 |
| Long Term Borrowing from external lenders for project | 1,324.9 | 2,582.5 |

* subsequent to end of the financial year ended 31 March 2024, we have prepaid external lenders for project by availing an equivalent USD denominated loan at better terms from our Holding Company.

**Maturity patterns of borrowings**

| Particulars | 2023-24 | | | |
|---|---|---|---|---|
| | 0-1 years | 1-5 years | beyond 5 years | Total |
| Long term borrowings (Including current maturity of long term debt) (Note 1) | 183.5 | 733.9 | 8,841.7 | 9,759.2 |
| Short term borrowings | 208.3 | - | - | 208.3 |
| Interest payable | 35.1 | - | 874.4 | 909.5 |
| **Total** | **426.9** | **733.9** | **9,716.1** | **10,877.0** |

| Particulars | 2022-2023 | | | |
|---|---|---|---|---|
| | 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 |
| Interest payable | 0.4 | | 556.4 | 556.7 |
| **Total** | **143.3** | **-** | **4,710.7** | **4,853.9** |

1 While we have prepaid the loan availed from external lenders for Project subsequent to 31 March 2024, however, we have shown the contractual obligation which existed in relation to these loans as at 31 March 2024.

**Maturity patterns of other Financial Liabilities**

| As at March 31 2024 | 0-3 months | 3-6 months | 6-12 months | beyond 12 months | Total |
|---|---|---|---|---|---|
| Trade Payable | 83.7 | - | - | - | 83.7 |
| Other Financial liabilities (Current and Non Current) | 338.1 | - | - | - | 338.1 |
| **Total** | **421.8** | **-** | **-** | **-** | **421.8** |

| As at March 31 2023 | 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** |

## 42 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.

**NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2024**
**(All amounts are in Rs. Mn, unless stated otherwise)**

### Financial Assets and Liabilities as at 31st March, 2024

| 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 | | | | |
| Other Financial Assets | 53.7 | 11.8 | 65.5 | | | | - | - | 65.5 | - | 65.5 |
| Trade receivable | - | 186.8 | 186.8 | | | | - | - | 186.8 | - | 186.8 |
| Cash and Cash equivalents | - | 1,281.7 | 1,281.7 | | | | - | - | 1,281.7 | - | 1,281.7 |
| Other Bank Balance | - | 624.2 | 624.2 | | | | - | - | 624.2 | - | 624.2 |
| | **53.7** | **2,104.4** | **2,158.1** | **-** | **-** | **-** | **-** | **-** | **2,158.1** | **-** | **2,158.1** |
| **Financial Liabilities** | | | | | | | | | | | |
| Borrowings | 8,474.3 | 1,493.3 | 9,967.5 | - | - | - | - | - | 9,967.5 | - | 9,967.5 |
| Trade Payables | - | 83.7 | 83.7 | - | - | - | - | - | 83.7 | - | 83.7 |
| Other Financial Liabilities | 874.37 | 399.1 | 1,273.5 | - | - | - | - | - | 1,273.5 | - | 1,273.5 |
| | **9,348.6** | **1,976.1** | **11,324.8** | **-** | **-** | **-** | **-** | **-** | **11,324.8** | | **11,324.8** |

### 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 | 556.7 | 88.2 | 644.8 | - | - | - | - | - | 644.8 | - | 644.8 |
| | **4,710.97** | **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, 2024**
**(All amounts are in Rs. Mn, unless stated otherwise)**

| Particulars | As at 31st March 2024 | | As at 31st March 2023 | |
|---|---|---|---|---|
| | Carrying amount | Fair Value | Carrying amount | Fair Value |
| Financial Assets | | | | |
| Other Financial Assets | 65.5 | 65.5 | 103.4 | 103.4 |
| Trade receivable | 186.8 | 186.8 | 277.1 | 277.1 |
| Cash and Cash equivalents | 1,281.7 | 1,281.7 | 30.0 | 30.0 |
| Other Bank Balance | 624.2 | 624.2 | 239.2 | 239.2 |
| | **2,158.1** | **2,158.1** | **649.8** | **649.8** |
| Financial Liabilities | | | | |
| Borrowings | 9,967.5 | 9,967.5 | 4,297.2 | 4,297.2 |
| Trade Payables | 83.7 | 83.7 | 120.4 | 120.4 |
| Other Financial Liabilities | 1,273.5 | 1,273.5 | 644.8 | 644.8 |
| | **11,324.8** | **11,324.8** | **5,062.4** | **5,062.4** |

**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, 2024**
**(All amounts are in Rs. Mn, unless stated otherwise)**

## 43 Financial Ratios

| Sr. No. | Particulars | For the Year ended 31st March, 2024 | For the Year ended 31st March, 2023 | Variance | Remarks |
|---|---|---|---|---|---|
| 1 | Current Ratio | | | | |
| | (Total current assets/Current liabilities) | 1.46 | 2.64 | -45% | The current ratio is lower as at 31 March 2024 as compared to 31 March 2023, mainly due to classification of ECB Loan of Rs.1284.9 Mn as received from two DFIs to current liability (since the same has been repaid completely post the balance sheet date). |
| 2 | Debt service coverage ratio | | | | |
| | (EBIT/(Net finance charges + Interest income from group companies + Scheduled principal repayments of noncurrentborrowings (excluding prepayments) during the period))[EBIT: Profit before taxes +/(-) Exceptional items + Net finance charges][Net finance charges: Finance costs - Interest income] | (0.69) | (5.37) | NA | Change in debt service coverage ratio is mainly on account of increase in finance cost and reduction in EBIT loss in FY24 as compared to FY23. Increase in finance cost is mainly on account of: - Increase in benchmark interest rates - increase in borrowing - depreciation of INR against USD and Euro |
| 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) | | | | |
| | (365Days/(Average trade receivables/Turnover in days)) [Turnover: Gross Revenue from sale of goods & process waste] | 48 | 40 | 21% | |

## 43 Financial Ratios

| Sr. No. | Particulars | For the Year ended 31st March, 2024 | For the Year ended 31st March, 2023 | Variance | Remarks |
|---|---|---|---|---|---|
| 5 | Trade Payable Turnover Ratio (Days) | | | | |
| | (365Days/(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] | 26 | 25 | 4% | There is no major change in ratio as compared to F.Y.23 |
| 6 | Net Capital Turnover Ratio (Days) | | | | |
| | (365 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] | 197 | 145 | 36% | There is increase in Working Capital on account of increase in Fixed Deposit balance as of 31 March 2024 due to ECB Funds received towards expansion project kept in Fixed Deposit and increase in GST Accumulated Credit. |
| 7 | Net Profit Ratio | | | | |
| | (Net profit after tax/Turnover)[Turnover: Revenue from operations] | -29% | -39% | -27% | In FY 23 Net Loss is higher on account of Foreign Exchange Fluctuation Loss of Rs.278 Mn. |
| 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] | -2% | -13% | -85% | There is reduction in Loss incurred on account of reduction in Foreign Exchange Fluctuation Loss and increase in Capital Employed on account of Expansion project in F.Y. 24 |
| 9 | Return on Investments | NA | NA | | |
| | (Net gain/(loss) on sale/fair value changes of mutual funds/Average investment funds in current investments) | | | | |



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**NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2024**
**(All amounts are in Rs. Mn, unless stated otherwise)**

**44 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 IND AS 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 IND AS 17 :

(a) 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.
(b) the Company excluded initial cost from measurement of the Right to Use assets at the date of initial application.
(c) 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 is10% on transition to the IND As 116, the impact thereof is as follows :

| Particulars | As at March 31, 2024 | As at March 31, 2023 |
|---|---|---|
| Right of Use - assets | - | 1.8 |
| Lease Liabilities | - | 0.4 |

**Following is the movement in lease liabilities :**

| Particulars | As at March 31, 2024 | As at March 31, 2023 |
|---|---|---|
| **Opening Balance** | 0.4 | 16.9 |
| Additions | - | 0.3 |
| Interest accrued during the year | 0.1 | 1.7 |
| Deletions | - | - |
| Reduction in Lease liabilities | -0.5 | -18.5 |
| **Balance as at 31st March** | - | 0.4 |
| - Current lease liabilities | - | 1.6 |
| - Non Current lease liabilities | - | 0.3 |

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

| Particulars | As at March 31, 2024 | As at March 31, 2023 |
|---|---|---|
| Less than one year | 0.0 | 2.7 |
| One to five years | 0.0 | 6.3 |
| More than five years | 0.0 | 72.0 |

**Short term lease expense incurred :**

| Particulars | For the year ended March 31, 2024 | For the year ended March 31, 2023 |
|---|---|---|
| Rental expense | 2.2 | 0.6 |
| Vehicle Expense | 7.8 | 6.2 |

**45 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

**46 Movement of borrowings:**

| Particulars | Short Term Borrowings | Long Term Borrowings | Total |
|---|---|---|---|
| **Opening balance as of 1 April 2023** | **142.89** | 4,154.3 | 4,297.19 |
| Cash Flow -Proceeds/(Repayment) | **1,357.5** | 4,296.61 | 5,654.1 |
| Reclassification of Long Term borrowings in short Term Borrowings. | **-** | - | - |
| Foreign Exchange Impact | **(7.12)** | 23.3 | 16.21 |
| **Closing balance as of 31 March 2024** | **1,493.3** | **8,474.3** | **9,967.5** |
| **Opening balance as of 1 April 2022** | **-** | 3,645.6 | 3,645.60 |
| Cash Flow -Proceeds/(Repayment) | **142.90** | 247.9 | 390.8 |
| Reclassification of ECBs from holding company* | | - | - |
| Foreign Exchange Impact | **-** | 260.8 | 260.80 |
| **Closing balance as of 31 March 2023** | **142.90** | **4,154.3** | **4,297.2** |

**47 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, 2024 | As at 31 March, 2023 |
|---|---|---|---|---|
| **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, 2024**
**(All amounts are in Rs. Mn, unless stated otherwise)**

**48 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.

**49 Wilful Defaulter**

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

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

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

**52** 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.

**53** 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.

**54** 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

**55** The Ministry of Corporate Affairs (MCA) has prescribed a new requirement for companies under the proviso to Rule 3(1) of the Companies(Accounts) Rules, 2014 inserted by the Companies (Accounts) Amendment Rules2021 requiring companies, which uses accounting software for Maintaining its books of accounts, shall use only such accounting software which has a feature of recording audit trail of each and every transaction, Creating an edit log of each change made in the books of accounts along with the date when such changes were made and ensuring that the audit Trail can not be disabled. The Company uses ERP accounting software for maintaining its books of account which has a feature of recording audit trail edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the accounting software.

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 55 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- 26th July, 2024

**Sujata Chattopadhyay**
Chairperson
DIN : 02336683
Mumbai- 26th July, 2024

**Chetan Gandhi**
Chief Financial Officer
Nashik- 26th July, 2024

**Paresh Damania**
Company Secretary
Nashik- 26th July, 2024

*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